REPUBLIC SERVICES, INC.

CORPORATE GOVERNANCE GUIDELINES

The Nominating & Corporate Governance Committee of the Board of Directors (the "Board") of Republic Services, Inc., a Delaware corporation (the "Company" or "Republic Services"), has developed, and the Board has adopted, the following Corporate Governance Guidelines (the "Guidelines") to assist the Board in the exercise of its responsibilities and to serve best the interests of the Company and its shareholders. These Guidelines should be interpreted in the context of all applicable laws and the Company's Certificate of Incorporation (as amended and restated), bylaws, and other corporate governance documents. These Guidelines are intended to serve as a flexible framework within which the Board may conduct its business and not as a set of legally binding obligations. These Guidelines are subject to modification from time to time by the Board as the Board may deem appropriate and in the best interests of the Company or as required by applicable laws, regulations and rules to which the Company may be subject.

ROLE OF BOARD AND MANAGEMENT

The business and affairs of the Company are managed under the direction of the Board, which is the ultimate decision-making body of the Company except with respect to those matters reserved to the shareholders. The Board establishes overall corporate policies, selects and evaluates the Company's senior management team, which is charged with the conduct of the Company's business, and acts as an advisor and counselor to senior management. The Board reviews the Company's business strategy and the performance of management in executing the Company's business strategy and managing the Company's operations, with the goal of ensuring that the long-term interests of the Company's shareholders are being served. The Board also provides oversight of enterprise and other risk management, including understanding and assessing the risks faced by the Company and reviewing options for risk mitigation strategies, as appropriate, and sustainability performance.

SELECTION AND COMPOSITION OF THE BOARD

Board Size

The number of Directors serving on the Board should permit diversity of experience without hindering effective discussion, diminishing individual accountability or exceeding a number that can function efficiently as a body. The Board will periodically review the size of the Board, and determine the size that is most effective in relation to future operations.

Director Qualifications and Standards

Nominees for Director shall be selected from a pool of candidates demonstrating excellence in their respective fields and the highest level of integrity. From this pool, Directors shall be selected on the basis of, among other things, experience, wisdom, integrity, ability to make independent analytical inquiries, understanding of the Company's business environment, and willingness and ability to devote adequate time to Board duties. Directors shall be selected in the context of assessing the needs of the Board at that point in time. Further, Directors shall be selected with the objective of ensuring diversity in the background, skills, experience, and viewpoints of Board members. The Nominating & Corporate Governance Committee shall be responsible for periodically assessing the appropriate balance of skills and characteristics required of Board members and for periodically reviewing Board composition to assess whether the Board reflects an appropriate diversity as provided above.

Republic Services and the Board are committed to a policy of Board inclusiveness. To assist in promoting diversity on the Board, the Nominating & Corporate Governance Committee and the Board shall, to the extent consistent with applicable legal requirements and with its fiduciary duties, take reasonable steps to ensure that new Board nominees are drawn from a pool that includes diverse candidates.

Selection of Directors

The entire Board shall stand for election by the shareholders of the Company each year at the Company's annual meeting. The Nominating & Corporate Governance Committee is responsible for identifying, evaluating and recommending candidates to the entire Board for nomination and election to the Board. Based on such recommendation, the entire Board shall be responsible for nominating members for election to the Board and for filling vacancies on the Board that may occur between annual meetings of shareholders.

An incumbent Director who fails to receive a majority of the votes cast in an election that is not a Contested Election (as defined in the bylaws) and who tenders his or her resignation pursuant to the bylaws shall remain active and engaged in Board activities while the Nominating & Corporate Governance Committee and the Board decide whether to accept or reject such resignation, or whether other action should be taken; provided, however, it is expected that such incumbent Director shall not participate in any proceedings by the Nominating & Corporate Governance Committee or the Board regarding whether to accept or reject such Director's resignation, or whether to take other action with respect to such Director.

Majority of Independent Directors

The Board shall be comprised of a majority of Directors who qualify as "independent" (the "Independent Directors") under the listing standards of the New York Stock Exchange (the "NYSE") and under any applicable law or regulation.

Director Independence Categorical Standards

In addition to the NYSE listing standards, when assessing the independence of a Director candidate, the Nominating & Corporate Governance Committee must further consider:

- If a Director is an executive officer of another company that is indebted to Republic Services, or to which Republic Services is indebted, and the total amount of either company's indebtedness to the other is less than 1% of the consolidated assets of Republic Services and of the company the Director serves as an executive officer.

- If a Director, or a member of the Director's immediate family, serves as an officer, director or trustee of a charitable organization, and Republic Services discretionary charitable contributions to the organization are less than 2% of that organization's total annual charitable receipts.

- A passive investment by a Director, or a member of the Director's immediate family, in a shareholder that owns less than 45% of Republic Services' outstanding common stock, as long as the passive investment does not exceed 5% of the Director's net worth.

- Affiliation or employment by a Director, or a member of the Director's immediate family, with an entity that beneficially owns less than 45% of Republic Services' outstanding common stock.

Any relationship involving a Director candidate that falls below the thresholds enumerated in the categorical standards above will not be considered a material relationship that would prevent a Director's independence.

Director Orientation and Continuing Education

The Company shall provide new Directors with orientation programming to familiarize such Directors with, among other things, the Company's business, strategic plans, significant financial, accounting and risk management issues, compliance programs, sustainability, corporate responsibility, conflicts policies, code of business conduct and ethics, corporate governance guidelines, principal officers, internal auditors and independent auditors, as well as the Board's and its committees' responsibilities. The Company shall provide opportunities for each Director to participate in continuing educational programs in order to maintain the skills and expertise to perform his or her responsibilities as a Director.

Director Stock Ownership

The Board believes that Directors should be shareholders and have a financial stake in the Company. To demonstrate the Board's commitment to align itself with the Company's shareholders, the Board has a formal equity ownership guideline for non-management Directors that requires each non-management Director to hold Company stock or vested restricted stock units, or both, having a total value of $1,400,000 within six years.

Director Retirement from Board

No person may be appointed or elected a Director if at the time of appointment or election he or she will have reached the age of 75, and the term of any Director who reaches such age while serving as a Director shall terminate as of the date of the first annual meeting of shareholders after the Director reaches the age of 75.

Retirement of CEO from Board upon Retirement from the Company

In order to retain freshness in the process and to give new management the unfettered ability to provide new leadership, the Board reserves the right to determine whether a retiring Chief Executive Officer of the Company ("CEO") shall be permitted to continue to serve on the Board following his or her retirement.

Term Limits

The Board does not believe it should limit the number of terms for which an individual may serve as a Director. Directors who have served on the Board for an extended period of time are able to provide valuable insight into the operations and future of the Company based on their experience with and understanding of the Company's history, policies and objectives. As an alternative to term limits, the Nominating & Corporate Governance Committee, in conjunction with the Chair of the Board (the "Chair"), will review each Director's continuation on the Board every year, taking into consideration factors including attendance, contributions, and required skills and experience. Such review will also allow each Director the opportunity to confirm his or her desire to continue as a member of the Board.

Changes in Circumstances of Directors

The Board does not believe that Directors who experience a change in circumstances should necessarily leave the Board. However, a change in a Director's circumstances may arise that could require the Board to consider whether such change directly or indirectly impacts that person's ability to fulfill his or her obligations to Republic Services. Accordingly, each Director is required to notify the Chair and the Chair of the Nominating & Corporate Governance Committee, and tender his or her resignation for consideration by the Nominating & Corporate Governance Committee if there is any significant change in the Director's personal or professional circumstances, including any change in his or her principal employment or job responsibilities. In each case, the Nominating & Corporate Governance Committee will consider the effect of such change in circumstances on such Director's ability to fulfill his or her obligations to Republic Services and recommend a course of action to the Board.

Conflicts of Interest

The Nominating & Corporate Governance Committee is responsible for monitoring any conflicts of interest between the Company and its Directors. To avoid any conflicts of interest or independence issues, all Directors and Director candidates are required to notify the Chair and the Chair of the Nominating & Corporate Governance Committee of any known conflict of interests, actual or potential, with Republic Services. This includes notifying the Chair and the Chair of the Nominating & Corporate Governance Committee in advance of accepting a directorship:

- with any other publicly traded or reported commercial entity; or
- with a private or not-for-profit entity where there is an actual or potential conflict of interest with Republic Services.

In each case, the Nominating & Corporate Governance Committee will consider the effect of such potential or actual conflict of interest of Republic Services and recommend a course of action to the Board.

Service on Other Public Company Boards

It is the policy of the Board that an Independent Director may not serve on the boards of directors of more than four public companies (including the Company) and, if an active public company executive, no more than two public company boards (including the Company). Any exception requires a determination by the Board that such service does not impair the ability of the Director to effectively serve on the Company's Board. The simultaneous service on the audit committees of more than three other public companies requires a determination by the Board that such simultaneous service does not impair the ability of such member to effectively serve on the Company's Audit Committee.

BOARD ROLE AND OPERATION

Board Leadership/Chair

The Chair's role is to provide leadership to the Board, and his or her responsibilities include:

- Setting the agenda for Board meetings in collaboration with the CEO;
- Presiding over all meetings of the Board;

- Supervising the circulation of proper information to the Directors in a timely fashion;

- After consulting with the CEO and other Directors, providing input to the Nominating & Corporate Governance Committee regarding revisions to these Guidelines and the appointment of chairs and members of the Board's committees;

- Coordinating periodic review of the Company's strategic plan;

- Consulting with committee chairs about the retention of advisors and experts;

- Taking a leading role in Board and CEO evaluation and succession planning; and

- Performing such other duties and services as the Board may require.

Executive Sessions of Outside Directors

The non-management Directors shall meet in regularly scheduled executive sessions without management.

Board Contact with Senior Management and Outside Advisors

Directors shall have complete access to the CEO and senior officers reporting directly to the CEO and, as necessary and appropriate, to the Company's outside advisors. Directors will use judgment to assure that this access is efficient and appropriate and not distracting to management and the business operation of the Company. Directors should refrain from giving strategic or operating direction to members of management outside the scope of full Board or committee responsibility and accountability.

The Board shall have the power and authority to engage independent counsel and other advisors, at the expense of the Company, as it determines necessary to carry out its duties.

Board Risk Oversight

The Board has ultimate responsibility for risk oversight. Management, the Board and its committees work together to manage the risks the Company faces, and the opportunities, including credit and liquidity, operational, environmental, litigation, compliance, compensation and cyber security risks. While management is responsible for implementation of risk management processes and day-to-day risk management, the Board's role is to regularly review the risks facing the Company and the risk management processes used to manage those risks and evaluate whether:

- the risk management processes designed and implemented by management are adapted to the overall corporate strategy;
- those processes are functioning effectively;
- management communicates material risks to the Board or the appropriate committee; and
- actions are being taken to continue to foster a strong culture of compliance and risk-adjusted decision-making throughout the Company.

The Board has delegated to certain committees oversight of specific risks that fall within the committees' areas of responsibility to assist the Board in fulfilling its oversight responsibility. Other aspects of the Board's oversight of risks, such as enterprise risk management, are reviewed by the full Board.

Outside Communication

The Board believes that management speaks for the Company. In accordance with this philosophy, Directors should defer to the CEO when requested to make any comments regarding the Company or its business.

BOARD MEETINGS

Frequency of Board Meetings

The Board shall meet at least four (4) times per fiscal year in accordance with a meeting schedule that is approved by the Board. The Board may also meet at such other times in meetings called in accordance with the Company's bylaws.

Selection of Agenda

The agenda for each Board meeting shall be determined by the Chair in collaboration with the CEO, and distributed in advance of the meeting to each Director. Each Director is encouraged to suggest specific agenda items.

Board Materials

Information and data are important to the Board's understanding of the Company's business and essential to prepare Board members for productive meetings. Presentation materials relevant to each meeting should generally be distributed in writing to the Board not less than three (3) business days prior to the meeting unless doing so is not practicable or would compromise the confidentiality of competitive information. In the event of a pressing need for the Board to meet on short notice, it is recognized that written materials may not be available in advance of the meeting. Management will make every effort to provide presentation materials that are brief and to the point, yet communicate the essential information.

Meeting Attendance

A Director is expected to spend the time and effort necessary to properly discharge such Director's responsibilities. Accordingly, a Director is expected to regularly attend meetings of the Board and committees on which such Director sits, with the understanding that on occasion a Director may be unable to attend a meeting. A Director who is unable to attend a meeting is expected to notify the Chair or the chair of the appropriate committee in advance of such meeting.

BOARD COMMITTEES

Committee Structure

It is the general policy of the Board that major decisions be considered by the Board as a whole, subject to applicable law. As a consequence, the committee structure of the Board is limited to those committees considered to be basic to or required for the operation of the Company as a publicly owned entity. The Company shall have five (5) standing committees: Audit Committee, Finance Committee, Talent & Compensation Committee, Nominating & Corporate Governance Committee, and Sustainability & Corporate Responsibility Committee. The duties for each of these committees shall be outlined in the charter for each committee and by resolution of the Board. From time to time and subject to applicable listing standards of NYSE, the Board may form other committees (or subcommittees) or disband a current committee depending on circumstances. Each of the Board's committees shall have the power and

authority to engage independent counsel and other advisors, at the expense of the Company, as it determines necessary to carry out its duties.

Composition and Qualifications of Members

Each of the Audit Committee, Finance Committee, Talent & Compensation Committee, Nominating & Corporate Governance Committee, and Sustainability & Corporate Responsibility Committee shall consist solely of Independent Directors. In addition, the composition of the Audit Committee, Finance Committee, Talent & Compensation Committee, Nominating & Corporate Governance Committee, and Sustainability & Corporate Responsibility Committee shall be reviewed by the Board annually to assure that members are qualified in accordance with applicable laws, rules and regulations.

Assignment

The Nominating & Corporate Governance Committee, after consultation with the Chair and with the CEO, shall recommend to the Board for approval, and the Board shall approve, all assignments of committee members, including designations of the chairs of the committees.

Committee Reports

The chair of each committee shall report to the full Board, at each regularly scheduled meeting of the Board or whenever else deemed appropriate by such committee chair, with respect to those matters considered and acted upon by his or her committee.

LEADERSHIP EVALUATION

Evaluating Board Performance

The Board shall be responsible for annually conducting a self-evaluation of the Board as a whole and of the Board committees. The Nominating & Corporate Governance Committee shall be responsible for establishing the evaluation criteria, including criteria for determining whether the Board and Board committees are functioning effectively, and implementing the process for such evaluation.

Board Compensation

The Nominating & Corporate Governance Committee shall review on an annual basis an independent analysis of non-employee director compensation practices at other U.S. public companies of comparable size and scope to the Company. The Company's non-employee Director compensation program should be designed to attract and retain Directors who have the talent and experience necessary to advance the Company's long-term interests, with the general objective of providing non-employee Directors with compensation that is customary in comparison to practices at similar companies. The Company's non-employee Director compensation program should also include appropriate compensation for the Chair and for committee chairs and members, in light of their additional commitment and contribution to the Company and the Board. Changes in non-employee Director compensation, if any, should come at the suggestion of the Nominating & Corporate Governance Committee, but with full discussion and concurrence by the Board.

CEO Evaluation

The Talent & Compensation Committee is responsible for setting annual and long-term performance goals for the CEO and for evaluating his or her performance against such goals. The Talent & Compensation Committee meets with the CEO annually to receive his or her recommendations concerning such goals.

The Chair of the Talent & Compensation Committee then meets with the CEO to evaluate his or her performance against such goals. The Talent & Compensation Committee also is responsible for setting annual and long-term performance goals and compensation for, and evaluating the performance against such goals by, the other senior executive officers of the Company.

Succession Planning

The CEO will report annually to the Nominating & Corporate Governance Committee and the Board on the Company's program for succession of the CEO and key executive officers. CEO succession is a Board-driven, collaborative process. Although the current CEO has an important role to play, the Board must be responsible for the plan for CEO succession while collaborating with the CEO in deciding the timing and the necessary qualifications for making a final decision.

Talent Development

The Talent & Compensation Committee is responsible for reviewing and providing oversight of the Company's programs and processes focused on the acquisition, retention, and development of talent.

CODES OF CONDUCT AND ETHICS

All Directors, officers and employees shall comply with the Company's codes of conduct and ethics, which provide that the Company will conduct business according to high moral and ethical principles and in compliance with applicable law. The Board does not intend to grant waivers under any code of conduct or ethics policy for any Director or executive officer.

REVIEW OF THESE GUIDELINES

The Nominating & Corporate Governance Committee shall review these Guidelines annually, or more frequently as appropriate, in comparison to the governance standards identified by leading governance authorities and the evolving needs of the Company and shall determine whether or not an amendment to these Guidelines should be recommended to the Board. Upon recommendation of the Nominating & Corporate Governance Committee, the Board shall consider and adopt amendments to these Guidelines as appropriate.

ADOPTION

The Board of Directors of Republic Services, Inc., upon recommendation of the Nominating & Corporate Governance Committee, initially approved and adopted these Corporate Governance Guidelines on July 29, 2003.

(Revised: July 29, 2026)