MYR GROUP INC.

Code of Business Conduct and Ethics

Introduction

MYR Group Inc. is committed to the highest standards of ethical business conduct and to the practice of business in accordance with all applicable laws, rules, and regulations. MYR Group Inc.'s Board of Directors has adopted this Code of Business Conduct and Ethics (the "Code") as a set of guidelines that applies to the employees, officers, and directors of MYR Group Inc. and its subsidiary companies (including MYR Group Inc.'s principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions). The Code is intended to promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interests between personal and professional relationships; full, fair, accurate, timely, and understandable disclosure in MYR Group Inc.'s periodic reports; and compliance with applicable governmental laws, rules, and regulations; and to provide guidance to help employees, officers, and directors recognize and deal with ethical issues. The Code is not intended to cover every issue or situation an employee, officer, or director may encounter, and you are encouraged to consult with the Legal Department if you have any questions about the Code or any situation. The Code should be used as a guide in addition to all of our other policies and guidelines available on our intranet site; in the event of a conflict, the more specific requirements shall apply.

All of our employees must show a commitment to our values through their actions. They also must promote an environment where compliance is expected and ethical behavior is the norm. No employee will ever be asked to violate the law, or go against our values, policies, or procedures. As our employee, you are expected to comply with all aspects of the Code and with all applicable laws and regulations. This means you must understand and comply with all of our policies and the laws and regulations that apply to your job, even if you feel pressured to do otherwise.

Responsibility under the Code

We will not tolerate violation or circumvention of any applicable laws by any employee, nor will we tolerate the disregard or circumvention of our policies or the engagement in unethical dealings in connection with our business. Employees who fail to comply with the Code or to cooperate with any investigation will be subject to disciplinary action, which may include termination, referral for criminal prosecution, and fines. If the reporting employee is involved in the violation, the fact that the employee reported the violation will be given consideration in any resulting disciplinary action. We prohibit any form of retaliation against anyone who, in good faith, reports suspected violations of the Code, our policies, or applicable law, or who assists in the investigation of a reported violation.

You are expected to promptly report any suspected violation of the Code to our Anonymous Incident Reporting System — MYRlistens — call (800).461.9330, text (618) 266.2655, or log-on at www.MYRlistens.com, seven days a week, 24 hours a day, or to your manager, the Human Resources Department, the Legal Department, the Internal Audit Department, or the Board of Directors' Audit Committee. Reports may be made anonymously and reports will be handled as confidentially as possible. You should never speak to media representatives regarding potential violations of the Code or our policies.

The purpose of our Code is to provide guidance. Our Code does not, and is not designed to, address every possible situation that we may encounter. Our Board of Directors has the exclusive power and authority to administer our Code, including the right and power to interpret the provisions of our Code and to make all determinations it deems necessary or advisable for the administration of this Code, including, without limitation, any determination as to whether the provisions of our Code apply to a particular set of circumstances, whether a violation of our Code occurred or should be deemed to have occurred and whether a waiver of our Code is required. All such actions, interpretations and determinations that are done or made by the Board of Directors in good faith will be final, conclusive and binding.

Waivers

We will waive application of the policies set forth in the Code only where circumstances warrant granting a waiver based on the best interests of the company and its stockholders. Any waiver pertaining to an employee must be approved by the Chief Legal Officer or by the Chief Executive Officer. Waivers of the Code for directors and executive officers (as defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended) may be made only by the Board of Directors and must be promptly disclosed as required by law, regulation or stock exchange listing standard.

Workplace Environment

Equal Opportunity

We are an equal opportunity employer and do not discriminate against any employee or applicant for employment in a manner that violates the law. The aim of our equal employment policy is to give consideration to all applicants, as well as retain, promote, terminate, and otherwise treat all employees on the basis of merit, qualifications, and competence without regard to gender, race, ethnicity, color, religion, national origin, ancestry, age, marital status, physical or mental disability, sexual orientation, gender identity, military service member or veteran status, or any protected class. All employees must promote this policy. Behavior that is not consistent with the company's equal opportunity policy should be immediately reported to your supervisor, the Human Resources Department, or the company's Anonymous Incident Reporting System.

Diversity and Inclusion

We believe a diverse workforce provides a range of perspective, skills and experiences that will help us meet the challenges in our rapidly changing industries. We employ practices and policies that promote diversity in recruiting and hiring employees and in the selection and utilization of subcontractors and suppliers. We are dedicated to fair consideration of all subcontractors and suppliers in our procurement of materials, equipment and services. Behavior that is not consistent with the company's practices and policies that promote diversity should be immediately reported to your supervisor, the Human Resources Department, or the company's Anonymous Incident Reporting System.

The Environment

We care deeply about the environment. We strive to reduce the impact of the company's operations on the environment, and to promote environmental awareness at all levels of the company by complying with all applicable environmental laws and permitting, minimizing pollution and reducing consumption of resources through waste management strategies that promote waste minimization, re-use, recovery and recycling, as appropriate, and incorporating energy efficiency measures into the company's operations and promoting efficient energy use where commercially and economically feasible.

Harassment

We strive to maintain a professional environment that is based on respect and tolerance. Therefore, any form of harassment on the basis of gender, race, color, religion, national origin, age, marital status, physical or mental disability, sexual orientation, gender identity, military service member or veteran status, or any protected class, or otherwise will not be tolerated. If you believe you are being harassed, or if you have witnessed harassment, you should report this to a manager, the Human Resources Department, or the Anonymous Incident Reporting System. We will act promptly to address the issue. We recognize the sensitive nature of these claims and will work to provide confidential treatment of the allegations, to the extent possible, in order to protect all parties. Retaliation against any employee who reports harassment will not be tolerated.

Violence

We will not tolerate acts or threats of violence, including verbal or physical threats, intimidation, harassment, and/or coercion. Weapons and any other threatening devices are forbidden on company premises, in vehicles, or on work sites. Behavior that threatens or may threaten the safety of people or property should be immediately reported

to your supervisor, the Human Resources Department, or the company's Anonymous Incident Reporting System.

Substance Abuse

We prohibit the use, possession, sale, purchase, distribution, manufacture, or transfer of illegal or illicit drugs while on company business, on company premises, or on work sites. We encourage employees who may have a substance abuse problem to seek assistance through our company-sponsored Employee Assistance Program ("EAP") or local union sponsored programs. Unless an employee receives a mandatory referral, participation in the EAP is optional. Employees who receive a mandatory referral must comply with the program designed by the EAP. Refusal to comply with EAP mandatory referrals will be grounds for discipline up to and including termination of employment.

Health and Safety

Our health and safety rules and procedures are designed to provide a safe and healthy work environment and to meet applicable health and safety laws. You must be aware of the company's health and safety rules, diligently follow the rules, and encourage others to do the same. You must immediately report any unsafe situations or activities to your supervisor or the Safety Department.

Employee Privacy

We respect the privacy of our employees and will protect personal and confidential information that we are required to obtain for operating or legal purposes. Access to personal employee information, such as personnel information and medical records, is strictly limited by company policy and government privacy laws and regulations. While we respect employees' privacy, we reserve the right to inspect our facilities and property, such as vehicles, computers, telephone records, lockers, e-mails, files, business documents, and workplaces. Employees should not have any expectation of privacy when using company equipment or resources.

Worker Welfare

We respect and protect the fundamental rights of our employees. We have a zero tolerance for any practice that violates the fundamental rights of our employees; accordingly, we:

- provide a living wage to all employees;
- maintain zero tolerance for child labor or any forced labor, including but not limited to human trafficking;
- protect the rights of women, minorities and indigenous groups (including the guarantee of free, prior and informed consent); and
- respect the rights of employees to freely associate and collectively bargain.

In the event of any violation or suspected violation of any of the above, you should report it to the Human Resources Department, the Chief Legal Officer or the Anonymous Incident Reporting System.

Gifts, Favors, and Conflicts of Interest

Conflicts of Interest

You should avoid conflicts of interest that can occur when personal interests may interfere in any way with your performance of your duties or the best interests of the company. We expect you to be free from influences that conflict with the best interests of the company or might deprive us of your undivided loyalty in business dealings. Conflicts of interest are prohibited unless specifically authorized as described below.

If you have any questions about a potential conflict or if you become aware of an actual or potential conflict, you should discuss the matter with your supervisor or the Chief Legal Officer. Supervisors may not authorize conflict of interest matters or make determinations as to whether a problematic conflict of interest exists without obtaining the approval of the Chief Legal Officer.

Factors that may be considered in evaluating a potential conflict of interest include, among others:

- Whether it could interfere with your or another person's job performance, responsibilities, or morale.

- Whether you have access to confidential information.
- Whether it could cause any potential adverse or beneficial impact on the business.
- Whether it could cause any potential adverse or beneficial impact on the relationships with customers, suppliers, or other service providers.
- Whether it could enhance or support a competitor's position.
- The extent to which it could result in financial or other benefit (direct or indirect) to you or a third party.
- The extent to which it could appear improper to an outside observer.

Although no list can include every possible situation in which a conflict of interest could arise, the following are examples of situations that may, depending on the facts and circumstances, involve problematic conflicts of interests:

- Employment by (including consulting for) or service on the board of a competitor, customer, supplier, or other service provider.
- Owning, directly or indirectly, a significant financial interest in any entity that does business, seeks to do business, or competes with us.
- Soliciting contributions to any charity or for any political candidate from any person or entity that does business or seeks to do business with us.
- Taking personal advantage of corporate opportunities.
- Conducting business transactions on our behalf with your family member or a business in which you have a significant financial interest.
- Exercising supervisory or other authority, on behalf of us, over a co-worker who is also a family member or with whom you have a close personal relationship.
- Soliciting or accepting gifts, favors, loans, preferential treatment, or any bribes from any person or entity. See below under "Gifts and Entertainment" for more discussion regarding our gift policy.

Gifts and Entertainment

We select products and services on the basis of price, quality, and service and we expect our customers to purchase our services on the same basis. All business transactions should be impartial, objective, and free of outside influence.

Modest gifts, favors, and entertainment are often used to strengthen business relationships. However, no gift, favor, or entertainment should be accepted or given if it obligates, or appears to obligate, the recipient, or if it might be perceived as an attempt to influence fair judgment. In general, unless you have supervisory approval, you should not provide any gift or entertainment to customers, suppliers, or others that you would not be able to accept from a customer, supplier, or others under the Code.

No employee, officer, director, or family member should offer, accept, or receive a gift or entertainment if it:

- Is in cash.
- Is not consistent with customary business practices.
- Is extravagant in value.
- Can be construed as a kickback, bribe, or payoff in violation of any law, including a bribe or payment to a government official in violation of the U.S. Foreign Corrupt Practices Act or the Canadian Corruption of Foreign Public Officials Act.
- Violates any other laws or regulations.

- Could cause embarrassment to or discredit us if disclosed.

Anti-Bribery and Corruption

We maintain a zero tolerance policy towards bribery and corruption. Under the U.S. Foreign Corrupt Practices Act and the Canadian Corruption of Foreign Public Officials Act (the "Acts"), it is illegal for the company and our officers, directors, employees and agents to directly or indirectly offer, make, promise, or authorize payments in any form to foreign officials for an improper purpose. The Acts also require that we maintain our books and records in complete and reasonable detail and maintain effective internal controls. We prohibit the use of funds or assets for any unlawful, improper or unethical purpose.

In connection with dealings with foreign officials, employees must obtain all required approvals from the Legal Department and, when appropriate, from foreign governmental entities. You should assess any potential risk and perform the appropriate level of due diligence prior to any payment to foreign officials or third parties conducting business with foreign officials. All employees must report any violation or risk of violation to the Legal Department. Please refer to our Anti-Corruption Policy for specific requirements relating to anti-bribery in foreign countries.

MYR Group does not make contributions of corporate funds, assets, or resources to political candidates, political parties, political action committees, ballot measure campaigns, or other political organizations. Company funds and resources may not be used for political contributions, and employees may not be reimbursed for personal political contributions. Employees remain free to participate in the political process in their individual capacities and at their own expense.

MYR Group prohibits facilitation payments, grease payments, and other unofficial payments made to secure or expedite routine governmental actions. Employees, officers, directors, and agents may not offer, authorize, make, or approve such payments regardless of local custom or practice, except where necessary to protect an individual's health or safety.

Working with the Government

Government Relationships

We strive to develop and maintain positive relationships with elected and appointed public officials and government agencies. We respond appropriately to government requests for information relating to taxation, licensing, occupational safety and health matters, labor practices, environmental protection, and other regulated areas.

While you may be responsible for handling these types of issues, you should not represent the company or our views on legislative, regulatory, or policy issues unless you have approval in advance from the Legal Department. Any contact with government for the purpose of influencing legislation, regulations, or decision-making may constitute lobbying and may require special registrations or disclosures. If you are acting on behalf of the company and believe your actions could have political implications, contact the Legal Department.

Political and Charitable Activities and Contributions

You may support the political process through personal contributions or by volunteering your personal time to the candidates or organizations of your choice. You are also encouraged to personally support charitable or other non-profit institutions we do not specifically sanction or support. These activities, however, must not be conducted on company time or involve the use of the company name or any company resources such as telephones, computers, or supplies.

MYR Group does not make contributions of corporate funds, assets, or resources to political candidates, political parties, political action committees, ballot measure campaigns, or other political organizations. Company funds and resources may not be used for political contributions or lobbying, and employees may not be reimbursed for personal political or lobbying contributions. Employees remain free to participate in the political process in their individual capacities and at their own expense.

Competition and Antitrust Laws

Proprietary and Confidential Information

You must maintain the confidentiality of all information entrusted to you, except when disclosure is authorized or legally mandated. Confidential or proprietary information includes, among other things, any nonpublic information concerning the company, including our businesses, financial performance, results, prospects, customers, or employees, and any nonpublic information provided by a third party with the expectation that the information will be kept confidential and used solely for the business purpose for which it was conveyed.

Commitment to Fair Competition

We are proud of our history of operating at the highest levels of integrity, even in the midst of fierce competition, and we strongly believe a company can successfully market and sell its products based on fair, ethical, and legal business conduct. When we compete for business, we:

- Make only fact-based claims about our competitors' products and services, and our own.
- Honor the confidentiality of our competitors' trade secrets.
- Earn the business because of the quality, value, and price of our services, and our superior marketing and sales abilities.
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Gathering Competitive Information

You may not use illegal or unethical means to obtain information about other companies. Do not share confidential information from suppliers or customers with anyone outside the company without written permission. If agreements are signed to protect information, be sure to follow their terms and conditions. Do not steal or improperly use trade secret information. Do not suggest or ask others to disclose trade secrets.

Antitrust

We promote free and open competition. We must make our own business decisions, free from understandings or agreements with competitors that restrict competition. While it is beyond the scope of this policy to explain the antitrust laws in detail, we consider compliance with these laws to be vitally important. The following principle must be observed by each employee conducting business on our behalf:

> Agreements or understandings with competitors, whether written or not, on such matters as prices, terms or conditions of sale, limits on production, division of territories or customers, and boycotting of third parties not only are bad business practices, but are often criminal violations. As a result, they cannot be defended or justified, no matter how well intended.

When in doubt about compliance with the antitrust laws, employees must seek the advice of the Legal Department. In conducting company business, each employee must:

- Compete vigorously and ethically.
- Treat all suppliers objectively, honestly, and fairly.
- Not discuss pricing, production, or markets with competitors or customers.
- Not set prices with customers or suppliers.
- Avoid any practice that could be characterized as unfair or deceptive and always present our services and products in an honest manner.
- Never act in a manner which could be interpreted to exclude present or potential competitors or to control market prices.
- Make clear to all suppliers and potential suppliers that we expect them to compete fairly and vigorously for our business and that we select our suppliers using high business and ethical standards.

Fair Purchasing

We base the purchase of goods and services only on the merits of price, quality, performance, and suitability. Good procurement conduct includes the following:

- Obtaining competitive bids.
- Confirming the financial and legal status of the supplier.
- Verifying quality and service claims on a regular basis.
- Making sure that purchase agreements clearly state the services or products to be provided, the basis for earning payment, and the applicable rate or fee.
- Verifying that invoices clearly and fairly represent goods and services provided.
- Avoiding reciprocal agreements or exchange of favors.

The fee or price paid for goods and services must represent the value of the goods or services provided. Payments can only be made to the person or the firm that actually provides the goods or services, unless you have supervisory approval. We will not knowingly use suppliers who participate in the following activities:

- Supply unsafe products or services.
- Violate laws or applicable regulations.
- Use child labor or forced labor.
- Use physical punishment to discipline employees, even if it is allowed by local law.
- Violate the Foreign Corrupt Practices Act, Canadian Corruption of Foreign Public Officials Act or similar U.S. or foreign laws.

Sales and Advertising

You must make complete, factual, and truthful statements about our products and services or those of our competitors. You must make complete, factual, and truthful statements about us and our products and services in any public disclosures or filings, including filings with our regulators, or whenever you are representing the company. Advertising and marketing claims must be substantiated and must include all necessary information and disclosures to make them accurate and complete.

Company Assets and Data Safeguarding

Use of Company Assets

We do not tolerate inappropriate or illegal use of company assets and reserve the right to take appropriate disciplinary actions, as needed, up to and including termination of employment. We provide an array of information and technology resources intended to maximize your efficiency in carrying out your job such as: e-mail, computers, computer applications, networks, the internet, the intranet, facsimile machines, cell phones, pagers, wireless communication devices, telephones, and voice mail systems. Please remember that these tools are company property and must be used in a manner that reflects positively on the company and all who work here. We reserve the right to monitor and inspect, without notice, the use of company information and technology resources.

Intellectual Property

You must protect and, when appropriate, enforce our intellectual property rights. Our intellectual property is a valuable asset. Intellectual property includes copyrights, patents, trademarks, trade secrets, design rights, logos, know how, and other intangible industrial or commercial property.

As an employee, the things you create or develop, in whole or in part, on company time, as part of your duties or through the use of company resources, belong to the company. This “work product” includes inventions, discoveries, ideas, improvements, software programs, artwork, and works of authorship.

E-mail and the Internet

Computers and all information on company computers, as well as any company information on your home computer or other device, are company property. Use licensed software or documentation according to licensing agreements, and do not duplicate it without express permission. Protect any passwords that provide access to our networks.

You are responsible for what you say in an e-mail message. Do not use your company title or contact information for personal mail, e-mail, social media postings, or anything other than company-related business unless you have specific permission from your supervisor.

Your use of company information systems, networks, and tools must comply with our standards and policies and all legal requirements, including the IT Department's policies, security, and data protection requirements.

Business Records

We retain records only for as long as the records are being actively used, unless the law or business needs require longer retention. This policy applies to records maintained in all forms, including records kept in written and electronic form.

If you are responsible for preparing or maintaining any company records, please remember:

- Records must be prepared accurately and reliably and stored properly in accordance with our record retention policy.
- Records must accurately and fairly reflect, within our normal accounting systems, all required transactions and other events.
- Transactions must be recorded so that proper financial statements may be prepared in a manner that provides accountability for company assets and activities. If you need to dispose of corporate assets, please consult with the Accounting Department for information on the correct procedures.
- There cannot be any unrecorded company funds, assets, or any other type of "off the books" accounts, no matter what the reason for such accounts.

Records relevant to a pending or threatened legal action shall not be knowingly destroyed or discarded without the approval of the Legal Department. If we receive a subpoena, a request for records, or other records, or if we have reason to believe that such a request or demand is likely, our policy is to retain all relevant records. If you receive such a request or other legal papers, notify the Legal Department immediately.

Public Company Duties

Disclosures

All of our public disclosure in reports and documents filed with, or submitted to, the Securities and Exchange Commission, and in other public communications, must be full, fair, accurate, and timely. If you are asked to provide information about the company or our business activities, do not attempt to respond yourself and advise your manager or the Legal Department of the request.

Investments

Generally, you may invest in other companies, subject to the restrictions discussed in the "Insider Trading" section below and our insider trading policy. Further, neither you nor members of your immediate family or household may make or hold a significant investment in any private entity that competes with, does business with, or is seeking to do business with the company without the approval of the Chief Legal Officer.

Insider Trading

You must protect the company's nonpublic information at all times, including outside of the workplace and working hours, and even after employment ends. During the course of employment you may have access to material information that is not yet public. Information is considered "material" if dissemination of the information would be likely to be considered important by investors who are considering trading in the company's stock. It is illegal to financially profit by buying or selling our stock, or the stock of another publicly traded company with which we have business dealings, on the basis of inside information. It is also illegal to pass on (or "tip") the information to a third

party to trade. Transactions on the basis of inside information are subject to civil and criminal penalties, as well as disciplinary action.

The following may be considered inside information. Please note this list is not exhaustive.

- Financial results or forecasts.
- Major new projects.
- Acquisitions or divestitures.
- Significant litigation.
- Corporate partner relationships.

Employees that are deemed to be "insiders" must conduct company stock sales or purchases during defined periods and must notify the company of such transactions. Please refer to our Insider Trading Policy for specific requirements relating to insider trading.

Accurate Reporting

You must properly record business information. The public relies on us to provide accurate information about the company. All financial books, records, and accounts must correctly reflect transactions and events. These records must also meet both generally accepted accounting principles, our system of internal controls and applicable regulations for accounting and financial reporting. The following are examples of activities that are not allowed:

- Not recording or disclosing funds or assets that should be recorded.
- Making false claims on an expense report, time sheet, or any other report.
- Giving false quality or safety results.
- Recording false sales or recording sales or revenue outside of the time period they actually occurred.
- Understating or overstating known liabilities and assets.
- Delaying the entry of items that should be current expenses.
- Hiding the true nature of any transaction.
- Providing inaccurate or misleading information for company benefit programs.
- Preparing or signing any document that is, or should be, known to be incorrect or untruthful.

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