



# CODE OF CONDUCT

Compliance Helpline (800) 453-0801

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**The most current version of this Code of Conduct is available on the Company intranet.**

## A MESSAGE FROM THE PRESIDENT AND CEO

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Dear colleague:

At Vistra, we do business the right way. It's one of our core principles and the cornerstone of our reputation as an industry leader. That's why conducting our daily activities with the utmost integrity is as essential as the service we provide. It's not something we choose; rather, it's ingrained in our culture.

This commitment is crucial to Vistra's success, and we want to make sure our people are familiar with what the company expects of them. Each year, we are all required to confirm that we have read and complied with the Code of Conduct, which provides rules, guidance, and expectations for the ethical conduct of employees, interns, and board members of Vistra and its subsidiaries. Additionally, our people must complete mandatory training reinforcing our core principles and conduct.

The Code of Conduct serves as a roadmap to navigating the laws, regulations, and rules that govern our industry. But it goes beyond just appropriate behavior, it's how we show our commitment to doing business the right way, respecting one another, and maintaining a culture of integrity and accountability.

The Code of Conduct is thorough and comprehensive, covering a range of workplace and off-duty conduct issues. However, should you encounter a situation that is not explicitly covered or an instance where a policy seems unclear, don't hesitate to contact your manager or supervisor if you have a question. The company's Compliance Hotline can also answer your questions or concerns at 800-453-0801 or [vistracorp.ethicspoint.com](http://vistracorp.ethicspoint.com). Please speak up if you have questions or observe misconduct.

Thank you for adhering to our Code of Conduct as we continue our path of success.



Jim Burke  
President and CEO, Vistra Corp.

The Code of Conduct applies to employees and board members of Vistra and all of its subsidiaries (collectively referred to as “employees”). Moreover, while the Code of Conduct is specifically written for Vistra employees and board members, we expect contractors, interns, and others who may be temporarily assigned to perform work or services for Vistra to follow the Code of Conduct in connection with their work for us. Failure of a contractor or other covered service provider to follow the Code of Conduct can result in termination of their relationship with Vistra.

## VISTRA CORE PRINCIPLES

### **We do business the right way**

Every decision we make and action we take will be evidence of the utmost integrity and compliance.

### **We compete to win**

We will create the leading integrated energy company with an unmatched work ethic, an analysis-driven and disciplined culture with strong leadership and decision-making throughout the organization.

### **We work as a team**

We are committed to each other, everything we do and to the success of our company.

### **We care about our key stakeholders**

We respect our fellow employees, we focus on our customers and we care about our communities where we live and do business. We will maintain productive and respectful relationships with our legislators, regulators and community leaders.

## Using This Code of Conduct

The Code of Conduct is a practical guide for employees to use to make good business decisions, providing rules, guidance, and expectations for ethical conduct. This Code of Conduct contains essential information about the Company’s expectations for standards of conduct and is intended to familiarize employees with important Company information, as well as employee privileges and responsibilities. Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity. Employees have a responsibility to the Company and their coworkers to adhere to acceptable standards of behavior and conduct. This Code is a living document. It will change over time. However, remember that this Code is not an employment contract between you and the Company. Unless you have an individual written employment contract or are covered by a collective bargaining agreement, your relationship with the Company remains “at will.” Your employment is not guaranteed and can end at any time.

Employees are required to comply with the Code of Conduct and other policies and standards that apply to their jobs and their conduct away from work. These standards are not intended to restrict individual rights, but rather to clarify what behavior is

expected from each employee. The Code of Conduct will help guide employees to work well together and resolve difficult questions about conduct and bring attention to suspected illegal or unethical behavior.

You will be required to acknowledge that you have read and fully understand the information contained in this Code of Conduct. We will gladly assist any employee who has questions about the information contained herein. The Company's requirement is that all employees read and comply with the policies in this Code of Conduct. Failure to abide by these standards could result in disciplinary action, up to and including termination.

While the Code of Conduct is fairly comprehensive, the Company's specific policies on many topics addressed here will provide more detailed information and should be reviewed in conjunction with the Code of Conduct. Remember that the Code of Conduct and other policies in the Policy Manual cannot address every imaginable situation but reading this Code of Conduct and understanding our expectations will help you handle most situations. You must use the guidelines set forth herein together with good judgment. Most of us have faced a difficult situation where the right course of action was hard to determine. If you are uncertain whether an action by you or someone else could be a violation of the Code of Conduct or a Company policy, you should consult your supervisor or one of the dedicated compliance professionals indicated below. The Company is committed to an environment where open and honest communications are expected and encouraged.

**Contact the Compliance Helpline** The Compliance Helpline, 800-453-0801 or [www.vistracorp.ethicspoint.com](http://www.vistracorp.ethicspoint.com), is always available for you to ask questions or raise concerns. It is operated by an independent, third party and can be used to anonymously submit reports or ask questions at the caller's option. If you do become aware of any misconduct involving violations of the Code of Conduct (including the anti-retaliation provisions provided herein), other Company policies, or any other applicable law or regulation, you are required to report such misconduct and provide a good faith complaint. Employees who believe they have observed harassment of another employee, either by witnessing or hearing of it, must also immediately report the matter. You must report your concern regarding such potential misconduct to your supervisor, to one of the dedicated

compliance personnel, or anonymously via the Compliance Helpline (although individuals are encouraged to provide their names to facilitate investigation and follow-up). Timely reporting is crucial for early detection, proper investigation and remediation, and deterrence of employee misconduct. All submissions regarding a good faith complaint, report, or concern regarding alleged misconduct should be factual, and reporting persons should avoid speculation, being as specific as possible. Such information will help those investigating the matter to better assess the nature, extent, and urgency of preliminary investigation procedures. Intentionally false accusations are prohibited, and offenders may be subject to discipline, up to and including termination. The Company will keep any concerns or reported information confidential to the fullest extent possible.

**No Retaliation** In accordance with applicable law, the Company has and will adhere to a strict policy that prohibits taking or threatening disciplinary or other retaliatory action, including discharge, demotion, suspension, harassment, and any other discrimination. The Company will not tolerate any discrimination, harassment, or retaliation of any kind against any employee for reporting misconduct the employee believes in good faith to be in violation, or assisting in the investigation of, ethical concerns or alleged misconduct.

Any whistleblower who believes he/she is being retaliated against should contact Human Resources or the Chief Compliance Officer immediately. The right of a whistleblower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and/or investigated.

### Contact any Compliance Professional:

Stephanie Zapata Moore, general counsel – 214-875-8183

Tom Kreuser, corporate security – 214-812-7124

Carrie Kirby, chief administrative officer – 214-812-8334

Compliance Helpline – 800-453-0801



## Manager Responsibilities

Company managers are responsible for the following:

- identifying and communicating policies, laws, and regulations that apply to the work group;
- assessing the potential for unethical or illegal conduct in their area of responsibility;
- creating an open and supportive environment where employees feel comfortable asking questions, raising concerns and reporting misconduct;
- maintaining a reporting system that protects employee confidentiality and anonymity to the fullest extent possible and that ensures there is no retaliation against any employee for reporting a concern in good faith;
- contacting the appropriate compliance professional in order that they may lead or assist in an investigation, should a suspected violation arise; and
- enforcing the Code of Conduct, including assisting with investigations and, when warranted, taking appropriate disciplinary action in consultation with Human Resources..

We maintain high standards for managers and expect them to promote and comply with the Code of Conduct and all Company policies, without exception. Managers must always use good judgment and be able to effectively lead their teams in line with the Company's core values.

## Enforcement

The Company enforces its policies through various means, including monitoring, investigations, discipline, and searches as appropriate. Examples of employee conduct that may result in termination of employment or other discipline, with or without prior warning, include, but are not limited to, the following:

- violation of the Code of Conduct including harassment, conflict of interest, or falsifying records,
- threatening conduct or failure to follow safety practices,
- theft or willful or negligent destruction of property,
- neglect of duty or refusal to perform assigned work,
- violation of policy on use or possession of intoxicants, drugs, and narcotics, and/or

**Ready to learn more?**

Read these Policies:

- [Employment Policy](#)
- [Whistleblower Policy](#)

- failure to fully cooperate in an investigation, including withholding information or giving false or misleading information.

## Investigations

Once a report is received, a prompt investigation commences. We conduct investigations that are impartial, fair, and thorough. We investigate all reports as promptly as possible. Investigations are conducted by the Company's Compliance, Legal, Internal Audit, Corporate Security, Cyber Security, or Human Resources department, as determined based on the nature of the issue. If necessary, we may ask outside investigators or counsel to assist in the investigation. We will contact the appropriate people involved in a matter under investigation and provide an opportunity to explain what happened. If you are involved in an investigation, you are expected to provide all requested information and to give complete and truthful answers to all questions that you are asked.

If we find that our standards have been violated, we will take action.

We cooperate fully and promptly with all government investigations and are appropriately courteous to government officials. Notify the Legal department immediately if you learn about an inquiry, investigation, or request for information from any outside organization. Do not respond without involving the Legal department first. We may request that you assist the Company in defending against or pursuing a legal claim, investigation, or other type of inquiry. If so, you are expected to answer all questions that you are asked — completely and truthfully.

During an investigation, never destroy or alter any documents, lie to or mislead a government official, or obstruct the collection of information. The Legal department will assist you by reviewing and approving the release of any requested information.

**Interested to learn more?**

Read the [Employment Policy](#)

## Providing Information

Employees must never provide incorrect, misleading, or fraudulent information to the Company or any Company representative; to any public official, governmental agency,

or internal or external auditor; to customers; or in any public communications. Employees must fully cooperate and shall not withhold information or give false or misleading information in any investigation conducted by the Company or an external party.

***Q: I was contacted by Human Resources about an issue that I don't think has anything to do with me and I don't want to get involved. Can I refuse to be interviewed?***

***A: No. Employees are required to cooperate in Company investigations fully and completely, which means providing all relevant information in your possession. We will treat the information you provide as confidential to the greatest extent possible.***

## Discipline

The Company believes complying with the Code of Conduct is so important to our business that any employee who fails to comply may be disciplined, up to and including termination of employment. That includes an employee who is found to suspect a violation of the Code of Conduct and fails to report it, and/or an employee who does not cooperate with a Company investigation of misconduct. Under the Company's Discipline Policy, an employee may be suspended, terminated, or otherwise disciplined with no oral or written warning.

**Ready to  
learn more?**  
Read the [Discipline Policy](#)

## Company Searches

All employees, employee vehicles parked on Company property, personal belongings brought into the workplace, offices, lockers, and Company property are subject to search. Refusal on the part of any employee to submit to a search of their person or property will subject the employee to discharge. The Company will cooperate with law enforcement agencies in their efforts to investigate violations of state laws regarding illegal drugs and alcohol. If the Company suspects an employee of violating any such law, the Company may engage a law enforcement agency to investigate the matter.

## Off-Duty Conduct

An employee's off-duty conduct may interfere with an

employee's ability to perform his or her job, or otherwise undermine the ability of the Company or the employee to carry out their functions and responsibilities. In these cases, the Company may suspend the employee without pay for an indefinite period of time while it investigates the matter. Depending on the outcome of the investigation, the employee may be reinstated, terminated, or otherwise disciplined.

**Interested to  
learn more?**

Read the [Workplace  
Conduct Policy](#)

***Q: Long story short, things got out of control over the weekend, and I was charged with a crime. Do I have to inform the Company?***

***A: Yes. The Company requires employees to uphold personal integrity both on and off the job. If an employee's off-duty behavior is found to not be aligned with Vistra's values then he/she could be subject to discipline, up to and including termination.***

## No Waiver

Generally, the Company will not waive the requirements of the Code of Conduct. However, if necessary, waiver requests must be made in writing to and approved by the vice president of internal audit and the general counsel. Any waiver applicable to officers or directors must also be approved by the Vistra board of directors or its Audit Committee.

# HUMAN RIGHTS AND CONDUCT AFFECTING THE WORKPLACE

The Company is committed to providing a safe and healthy workplace, free of discrimination and harassment, and workplace security, where employee conduct reflects our respect for human rights. Every employee is responsible for treating others with respect and dignity. We exercise appropriate due diligence as a means to identify and mitigate human rights risks to people in our business and value chain. We are

committed to fair and equitable remediation efforts if adverse human rights impacts result from or are caused by our business activities.

## Diversity, Equity and Inclusion

Vistra's success is entirely dependent on the success of its employees. With this belief comes the obligation that the Company and its employees appreciate and leverage the benefits of a diverse employee base. The Company is committed to creating an equitable and inclusive work environment, where diversity is valued and encouraged so that all individuals, regardless of characteristics and background, can work together as a team toward a common goal. As such, Vistra prioritizes providing a respectful, collaborative, and supportive work environment, allowing for participation and contribution by all employees. Our expectation is that all Vistra employees feel welcome and valued and are given opportunities to grow and succeed in their careers and personal lives.

Vistra is committed to promoting diversity and equity in and inclusion of its workforce at all levels of the Company. Practices and policies covering topics such as employment, professional development and training, and respect in the workplace and harassment, will continuously strive to exemplify this commitment.

### Ready to learn more?

Read these policies:

- [Diversity, Equity and Inclusion Policy](#)
- [Human Rights Policy](#)

## Employment

It is the policy of the Company to comply with all employment laws and to afford equal employment opportunity to all individuals without regard to race, color, religion, sex, sexual orientation, gender identity, pregnancy, national origin, age, disability, military service, protected veteran status, genetic information, or any other legally protected status. This applies to recruitment, hiring, promotion, demotion, transfer, discipline, layoff, termination, rates of pay, selection for training, and every other type of pre- and post-employment personnel activity. All hiring, terminations, and selections for job opportunities will be based on the Company's business needs and the qualifications, skills, relative abilities, and performance of the candidates, and not on impermissible considerations.

## Health and Safety

As a fundamental part of our culture and operations, we are committed to providing an environment where the health, safety, and security of our employees, customers, and visitors is our highest priority. Our safety rules and work practices have been developed to comply with the law and help ensure the safety and health of employees and the public. You are expected to know and follow the safety rules that apply to your job assignment and seek clarification if you have a question. All injuries, near misses, and unsafe conditions that could impact personnel, operations, or the environment must be reported immediately to your supervisor or manager. All injuries (no matter how minor in nature), near miss events or unsafe conditions must be documented in our incident management database.

### Ready to learn more?

Read the [Employment Policy](#)

Under no circumstances are employees allowed to place themselves or others at risk to fulfill the Company's business needs. This is especially relevant in today's technological world with the use of cell phones or other wireless devices. Employees are encouraged to use a hands-free device or to safely stop their vehicle before using a cell phone or other wireless device while driving.

The Company will not tolerate any conduct that jeopardizes the safety of the workplace, other employees, or the public.

**Q: Do I really have to report a minor accident?**

**No one lost any work time.**

**A: Yes. To maintain a safe working environment and to maintain an exemplary record of safe practices, you must report all accidents, no matter how minor. When accidents are reported, even minor events, we gain information and insight into potentially hazardous conditions and can take proper steps before serious injuries occur. It is important that the Company learn from all accidents, regardless of severity.**



## Respect in the Workplace and Harassment

All employees are expected to act in a responsible and professional manner and to help maintain a respectful working environment free of discrimination and harassment. Employees are prohibited from discriminating against or harassing any individual or allowing discrimination or harassment to go unreported. Inappropriate conduct or comments based on race, color, religion, sex, sexual orientation, gender identity, pregnancy, national origin, ancestry, age, disability, military service, protected veteran status, genetic information, or any other protected status will not be tolerated and subjects an employee to severe disciplinary action, up to and including termination.

***Q: What should I do if I feel that I have been discriminated against at work?***

***A: If you think that you have been treated unfairly, you should report your concerns immediately to your supervisor, your Human Resources Business Partner, Compliance, or Legal department, or contact the Compliance Helpline.***

## Harassment

Harassment includes, but is not limited to, verbal, physical, or other conduct that harms or exhibits hostility or aversion toward an individual because of his or her race, color,

religion, sex, sexual orientation, gender identity, pregnancy, national origin, age, disability, military service, protected veteran status, genetic information, or that of his or her relatives, friends, or associates and that:

- has the purpose or effect of creating an intimidating, hostile, or offensive work environment;
- has the purpose or effect of unreasonably interfering with an individual's work performance; or
- otherwise adversely affects an individual's employment opportunities.

## Sexual Harassment

Sexual harassment includes unwelcome touching or sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature, including when:

- submission to such conduct is an explicit or implicit condition of employment;
- submission to or rejection of such conduct is used as the basis for employment decisions; or
- such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, offensive, or hostile work environment.

An employee's refusal to submit to sexual advances or other types of harassment will not adversely affect the employee's employment, evaluation, wages, advancement, assigned duties, or any other condition of employment or career development.

## Workplace Violence

As a Company, we are firmly committed to providing a workplace that is free from acts of violence or perceived threats of violence. The Company is also committed to promptly addressing employee conduct, both on- and off-duty, that has the potential to jeopardize the safety of the workplace. In keeping with these commitments, we have established a strict policy against workplace violence in our Workplace Conduct Policy that prohibits any employee from threatening or committing any act of violence in the workplace, while on company-related business, or while operating any vehicle or equipment owned or leased by the Company.

In order to achieve this goal, we must enlist the support of all employees. Compliance with this policy and the Company's commitment to a "zero tolerance" policy with respect to

## PROHIBITED CONDUCT

Examples of Prohibited Conduct include:

- Language, materials, or conduct that is defamatory, profane, abusive, or sexual
- Slurs or negative stereotyping
- Threatening, intimidating, or hostile acts, including jokes or pranks that might reasonably be perceived as harassing
- Unwelcome touching
- Criticizing or showing hostility or aversion toward an individual or group because of personal attributes

workplace violence is every employee's responsibility. Employees are expected to exercise good judgement and inform management if any employee or non-employee on or off premises exhibits behavior that could be a sign of a potentially dangerous situation.

## Intoxicants, Drugs, and Narcotics

The use or possession of intoxicants, drugs, or narcotics, whether on or off the job, can adversely create a danger to employees and the general public. In order to comply with all applicable government regulations and promote a safe, healthy working environment for all employees, the Company has established a Substance Abuse Policy and Testing Procedures regarding these substances.

- Any employee who is under the influence of or brings, attempts to bring, or otherwise has in his or her possession any drug illegal under applicable state or federal law, prescription drug without a valid prescription, marijuana, or alcohol while on Company property or on duty, may be subject to immediate discharge. Because the use or possession of illegal drugs jeopardizes the successful operations of the Company and erodes the trust and confidence of the general public, all employees are prohibited from use or involvement with illegal drugs on or off the job, subject to applicable law.
- All employees and prospective employees are subject to being tested for drugs and alcohol. It is each employee's responsibility to be familiar with the Company's standards for substance abuse and report an unsafe or hazardous condition, including one caused by the use or possession of intoxicants, drugs, or narcotics.
- Employees subject to drug tests and having found to tamper with their sample will be subject to discipline, up to and including termination.

**Ready to learn more?**  
[Read the Substance Abuse Policy](#)

***Q: I take prescription medicine and worry that I could be tested for drugs at work.***

***A: If you are selected for a workplace drug test, you will have an opportunity to describe any prescription medicines that may have caused a positive result.***

## Employee Assistance Program

The Company's Employee Assistance Program is designed to confidentially help employees and their dependents manage issues with emotional, marital, family, or other personal difficulties, including dependency on drugs or alcohol.

## Smoking

Smoking is prohibited in all Company buildings, facilities, vehicles, and equipment owned or leased by the Company unless otherwise provided in the Workplace Conduct Policy.

## Possession of Weapons and Firearms

Company policy prohibits the possession of weapons, firearms (with or without a license), and ammunition, whether classified as legal or illegal on Company property, including buildings, parking lots, recreation facilities, equipment, and Company vehicles, with limited exceptions, per applicable state laws. This applies to all employees, visitors, vendors, clients, job applicants, contractors, and consultants.

***Q: Can I bring a handgun or rifle to work and leave it in my car?***

***A: It depends on the state where you work. If applicable law permits it, weapons and ammunition are allowed in your locked, privately-owned motor vehicle that is parked in an area the Company has designated for employee parking. Even if you are a concealed carry license holder or have a hunting license and you have firearms locked in your vehicle, such as during hunting season, this applies to you.***

When using Company-owned or -leased vehicles in accomplishing job duties, employees are expected to exercise care, perform required maintenance, and follow all operating instructions, safety standards, and guidelines.

The improper, careless, negligent, destructive, or unsafe use, treatment, or operation of Company property may result in disciplinary action, up to and including termination of employment and other legal remedy.

## USE OF COMPANY ASSETS

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Employees must safeguard Company assets, which include cash, facilities, property, equipment, tools, supplies, materials, services and labor, intellectual property, innovations and ideas developed by or for the Company, and any proprietary or confidential information of the Company. Company assets may be used for only legitimate business purposes and should be protected from loss, theft, unauthorized access, or misuse. When using Company property, employees are expected to exercise care, perform required maintenance, and follow all operating instructions, safety standards, and guidelines. Any property or money entrusted to an employee by the Company is to be used to accomplish Company business. They are not to be used for any substantial or material personal benefit without permission of the employee's supervisor. Company property may not be used, spent, or disposed of for personal benefit or in any illegal or unethical manner. Please notify your supervisor promptly if any property or equipment appears to be damaged, defective, or in need of repair. The obligation to protect Company assets includes the Company's proprietary information.

### Intellectual Property

Intellectual property includes such items as trade secrets, patents, trademarks, and copyrights.

A trade secret is the Company's proprietary information and is any formula, pattern, device, or other information (whether in print, electronic, or other form) that is:

- used or developed in the Company's business and that gives the Company an opportunity to obtain an advantage over its competitors who do not know the proprietary information or use it; and
- not made available by the Company except to employees and other agents and representatives who have a reasonable business need to access such information.

All inventions, discoveries, or developments made by employees of the Company are the exclusive property of the Company (except as noted below) and the Company shall be the sole owner of all patents, copyrights, trade secrets, and other intellectual property rights in connection therewith,

especially those inventions, discoveries, and developments that, in the Company's sole determination, relate to the Company's existing or potential business and/or are made by employees (or former employees) who use information, knowledge, or experience obtained from their employment by the Company. However, the above shall not apply to an invention, discovery, or development that, in the Company's sole determination was performed entirely on the employee's own time, does not relate to the business of the Company, or otherwise results from any work performed by the employee for the Company, and for which the Company's equipment, supplies, facilities, or trade secret information were not used.

All intellectual property of the Company shall remain confidential, and the obligation to protect this intellectual property continues even after leaving employment.

### Confidential Information

Confidential information includes all nonpublic information (regardless of its source) that might be of use to the Company's competitors or harmful to the Company or its customers, suppliers, or partners if disclosed. Employees have a duty to protect confidential customer, employee, and Company information against loss and unauthorized disclosure or access. The risk of unauthorized disclosure of information varies based on the sensitivity and criticality of the information.

All employees are responsible for understanding and following the appropriate standards set forth by the Company regarding appropriate use of proprietary and confidential information. Generally, with respect to proprietary or confidential information, except when disclosure is expressly authorized or required or permitted by law, employees are prohibited from:

- providing it to anyone, including Company employees, who are not authorized to receive it;
- using, copying, or transferring it other than as necessary in carrying out their duties on behalf of the Company, and then only with proper authorization from the appropriate Company manager, director, or officer;
- taking, using, or disclosing it for their personal benefit, for the benefit of another, or to the detriment of the Company; or

- knowingly using a third party's proprietary and confidential information in violation of confidentiality obligations to the third party.

Employees are expected to maintain data security and record confidentiality to the same degree regardless of their work location whether, for example, in office, telecommuting, or at a temporary remote work arrangement. Employees shall not access or attempt to access confidential information without a business need. We have a responsibility to keep it safe and secure, which is especially important for employees who work in an open-office environment. Proprietary and confidential information should not be openly discussed or viewed in public (e.g., in an elevator, airplane, or restaurant) or left in an unsupervised place where it could be viewed or picked up by an unauthorized individual (e.g., left unsecured on a desk or placed on a computer drive without password protection). Use caution if storing, copying, or emailing unencrypted confidential information, as these activities significantly increase the risk of loss or theft of the information. When it is time to dispose of proprietary and confidential information, you should do it in a way that preserves confidentiality (e.g., shredding, placing in locked shred bins, or rendering digital storage media unusable.) These information-safeguarding provisions do not end upon separation of employment. Departing employees must:

- certify destruction of or return to the Company all originals and copies (both paper or digital) of any materials in their possession, custody, or control that contain proprietary or confidential information of the Company;
- continue to maintain the confidentiality of the Company's proprietary and confidential information which remains the property of the Company.

**Q: I received a suspicious email that I believe is a phishing attempt. I reported the email using the "Report Phishing" button in my desktop's Outlook. Is there anything else that I need to do?**

**A: You took appropriate action by reporting the suspicious email. If you suspect an email could be malicious you should always report it immediately and not click on or open any suspicious links or attachments. Phishing puts individuals and companies at risk due to the possibility of allowing bad actors to gain inappropriate access to confidential information,**

**including financial information, employee data, customer personal data, or proprietary company information. The information accessed is then used to harm the company, its customers, or its partners. Reporting suspicious emails immediately is very important because it allows for the timely cybersecurity and malware review that is in place to protect our Company and its data. If working on a device without a "Report Phishing" button, like a cellphone, you should forward the email to [gophish@vistracorp.com](mailto:gophish@vistracorp.com).**

## Data Privacy

It is Vistra's policy to limit access to the Company's proprietary and confidential information and customer Personal Identifying Information and Sensitive Personal Information (collectively "Protected Information") only to employees who have a need to know such information in order to perform their job duties. All employees have a responsibility to protect the Company's Protected Information that they are given access to or otherwise learn from loss, theft, and unauthorized disclosure or misuse and to only use such information for appropriate Company business purposes.

### Ready to learn more?

Read these policies:

- [Information Protection Policy](#)
- [Use of Artificial Intelligence Policy](#)

Employees are prohibited from discussing or disclosing Protected Information about employees or customers for any reason other than as necessary to complete work. Anyone who has access to other employees' personnel records or personal information in the course of performing job duties must treat the information confidentially, in compliance with applicable privacy laws, and use it only for appropriate business reasons. Federal and state laws govern the disclosure of certain types of personal information and the Company may need to disclose personal information to comply with legal and regulatory requirements in these cases. Such disclosure shall only be made by authorized employees in consultation with the Company's Legal and Human Resources teams.

Protected Information shall only be released to third parties by authorized employees and with adequate security protocols in place and contractual obligations to safeguard such



Protected Information. If Employees have any questions or concerns relating to the sharing of Protected Information, they should consult the Company's Legal and Cyber Security teams.

## Sharing Company Information

The Company is committed to truthful, consistent, and transparent communication with the public, and only authorized spokespersons should provide information on behalf of the Company. Inappropriate and unauthorized release of information to the public can cause damage to the Company's brand and reputation, impact our competitive position, result in

stakeholder confusion, and violate laws. Communications with the news media must be coordinated through a Communications representative as addressed in the News Media and External Communications Policy. If you receive a live inquiry from a member of the press, simply say, "I am not authorized to speak on behalf of the Company," and immediately forward the inquiry to the Corporate Communications team. Any workplace photography, video, or audio recording must be approved by an appropriate officer or Communications representative, as addressed in the Brand, Visual, and Identity Resources Policy prior to its use, whether internal or external. Communicating via the internet should comply with the Company's Social Networking, Media, and Online Forums Policy.

Employees must comply with the Transactions in Vistra Securities Policy, which prohibits, among other things, buying or selling securities while in possession of material, nonpublic information related to those securities, or tipping such information to others. In order to comply with federal law, any disclosure of material, nonpublic information to investors, or securities market professionals must be coordinated through the Office of Investor Relations.

## Records Management

We strive to maintain accurate records of all financial and business transactions. Our record-keeping procedures

ensure that all business operations, financial transactions, and trading activities are properly recorded and charged. It is your responsibility to know and follow the specific rules for the business records in your area. Protect proprietary or confidential Company information so that it cannot be seen, read, or copied by others, including shredding physical records when it is the appropriate time for their disposal in accordance with the Records Management Policy.

### Ready to learn more?

Read these policies:

- [News, Media and External Communications Policy.](#)
- [Brand, Visual, and Identity Resources Policy, and](#)
- [Transaction in Securities Policy.](#)

### Ready to learn more?

Read the [Records Management Policy](#) and review the [Record Retention Schedule](#).

**Q: I have many documents that are no longer needed, and we have no storage space. They have not exceeded their document retention date, but I am sure no one will ever need to see them again. Can I shred these records?**

**A: Before you destroy any business documents you should consult the Company's record retention schedule, which specifies the retention period for specific types of records. Otherwise, all records should be stored where there is adequate storage space. Further, if you have received a notice that you are subject to a Legal Hold from the Legal department relating to a threatened or actual legal claim or lawsuit you MUST preserve all records relating to that Legal Hold. Ask your supervisor or get advice from the Legal department about your options if you are not sure about your documents.**

## Using Internet, Electronic Communications, and Technology Infrastructure

The Company encourages the use of the Internet, electronic communications systems, and technology infrastructure to share information and knowledge in support of the Company's business. Our information and communications equipment and systems include approved mobile devices, computers and networks, file servers, commercial online services (e.g., news sites, cloud storage, and related services), network and internet access, computers, laptops, cellphones, voicemail, email, and instant messaging. Any assets procured and supplied by the Company are the property of Vistra, as



are all the contents of communications shared over Vistra systems. Employees may only access files or programs that they have been authorized to access.

**Q: I cannot access a website that I believe I need to access to perform a required job responsibility. How do I access the site if it says I do not have permission to access this site?**

**A: If an employee requires access to a website or application to perform a job responsibility, a request to have the website or application unblocked can be submitted through ServiceNow. This request will trigger cybersecurity, risk, and compliance reviews to ensure that allowing access is in line with Company standards and, if the website or application is approved, access will be enabled.**

## Non-Business Use

Incidental personal use of Company resources is permitted as long as it complies with existing Company policies, is appropriate and reasonable, and does not interfere with work responsibilities. Non-business use of the Company's technology infrastructure, telecom, and data networks should be kept to a minimum, including, but not limited to:

- Sending or storing personal bulk email or large files such as videos, music, or photographs
- Streaming multimedia

The Company's technology infrastructure, telecom, and data networks should never be used to:

- Access or browse inappropriate web sites and pages
- Post or send inappropriate content
- Conduct or operate an outside business entity or activity for profit or personal gain

## No Expectation of Privacy

Users of Technology Services and assets have no reasonable expectation of privacy in connection with their use, including personal data and correspondence accessed or transmitted using the Company's information technology assets or resources (internet, e-mail traffic, computers, computer devices or systems, third party applications used by the Company, and voicemail, etc.). The Company has,

and expressly reserves, the right to monitor and inspect any use of these resources, including personal devices that are used to access the Company's systems such as personal computers, cell phones, and tablets. Such monitoring or inspection may take place at any time, with or without notice, and for any purpose deemed acceptable by the Company in its sole discretion.

Employees must comply with Vistra's password security requirements, including keeping them secret, even from other Company employees. When using Company devices and systems, always act with reasonable discretion and integrity.

**Ready to learn more?**

Read the [Information Protection Policy](#)

## CONFLICTS OF INTEREST

An actual or potential conflict of interest occurs when facts and circumstances indicate that your private interests interfere – or appear to interfere – with the best interests of Vistra. A conflict of interest may also arise when your personal interests adversely impact your business judgment or job performance. We avoid conflicts of interest because they can cause serious problems for you and damage Vistra's reputation. You are expected to use good judgment, to adhere to high ethical standards, and to avoid situations that do or could create such actual or potential conflicts. Employees must refrain from taking part in, or exerting influence over, any transactions in which your own interests may conflict with the best interests of the Company, or any decisions that may result in a personal gain for you or a relative, as a result of Vistra's business dealings. We need to avoid even the appearance of a conflict of interest. You have an obligation and a duty to provide honest service and base business decision on Vistra's needs.

All relationships between the Company and third parties should be on an arm's-length basis. We compete solely on the merits of our products and services.

## Gifts and Entertainment

Conflicts can arise when employees are presented with gifts and entertainment or have personal interests that may not align with Company interests. Employees are expected to avoid conflicts between their personal interests and those of the Company. Employees must promptly and fully disclose any situation that could reasonably represent or even appear to represent a conflict of interest.

Gifts and entertainment can be broken down into two basic categories: Customary Courtesies, which generally do not need to be reported, and Non-Customary Courtesies, which do require reporting.

**Customary Courtesies**— This category includes promotional items, such as a supplier logo-branded coffee mug or apparel, or infrequent business meals or events with the third-party's representatives in attendance. These customary courtesies do not have to be reported. Tickets to regular season sporting events are generally considered customary.

**Non-Customary Courtesies**— This category includes more expensive activities, such as an out-of-town trip and must be reported and approved by an officer above the employee, and employee participation in such events should be limited to those where a benefit to the Company is expected to result.

Employees who are uncertain about whether they have been offered a gift or entertainment that requires approval should err on the side of caution and report it to an officer in their supervisory chain. Gifts or entertainment that are neither excessive, exceed customary courtesies, nor create an appearance of conflicts of interest are permitted.

When considering gifts, hospitality, and entertainment:

- Do not solicit gifts, favors, or personal discounts from customers, business partners, or suppliers.
- Ensure that meals and entertainment have valid business purposes.
- Know that it is never acceptable to give or receive a gift of cash.
- Beware of multiple gifts from a single source. For instance, monthly golf games can easily accumulate in value. Speak with the Compliance office to get advice on

how to handle these types of situations.

- Make sure the consultants, vendors, and suppliers with whom you do business know and comply with our rules on gifts, hospitality, and entertainment.
- Communicate. It is better to be transparent and disclose the situation to your supervisor or the Compliance office, discuss the specific circumstances, and get advice before you act.

No employee or member of his or her immediate family should solicit or accept a non-customary gift or other benefit from any competitor, vendor, supplier, customer, or other person that does business or is trying to do business with the Company if it:

- influences (or could be perceived as influencing) the employee's business judgment,
- could be considered extravagant or excessive, or creates the appearance of impropriety, or
- could potentially embarrass the employee or the Company if made public.

**Q: A vendor offered me tickets to the Super Bowl. Whose approval do I need in order to attend the game?**

**A: High profile events such as the Super Bowl are not considered customary, and therefore require additional approvals. You are not necessarily prohibited from going to the game, but before you accept the tickets for yourself or your staff, you must first obtain approval from an officer in your reporting chain.**

**Q: Can we keep the gift basket of candy, wine, and fruit that our work group received from a long-standing vendor at holiday time?**

**A: Yes. You may keep customary unsolicited gifts, and it is generally appropriate to share the gift with your fellow co-workers.**

Employees who have any questions about this topic can ask an officer or one of the compliance professionals identified as a reference in this Code of Conduct.

## Reporting Relationships

An actual or perceived conflict of interest may arise if

immediate family members or romantic partners are in a direct reporting relationship or in the same chain of command. The Company does not allow direct reporting relationships between immediate family members or romantic partners to exist or be created by personnel action (including hiring, transfer, or promotion), and it does not allow these employees to work or be placed in the same chain of command without officer approval after consultation with Human Resources.

Immediate family members include spouses, parents, children, siblings, and comparable step or in-law relationships, whether the relationship is established by blood, marriage (including common law marriage), or other action.

Romantic partner means any person in an intimate and/or physical relationship with an employee.

## Financial Interests

An employee or member of their immediate family should not:

- directly or indirectly sell goods or services to the Company;
- receive compensation from, or have any financial interest in, a current or prospective supplier, customer, or competitor if that compensation or financial interest constitutes a conflict of interest for the employee; or
- have a significant financial or operational interest in any business that supplies the Company with a substantial amount of goods or services or whose sales to the Company are a substantial part of the business's revenues.

A significant financial interest means: (1) owning more than one percent of the securities of a corporation listed on a recognized stock exchange; and/or (2) being a consultant, officer, or director, or having a family member or yourself be in a position to influence the actions of an enterprise that does business with our Company. .

Any exceptions must be approved by an officer above the employee in consultation with Vistra Compliance ([vistracompliance@vistracorp.com](mailto:vistracompliance@vistracorp.com)).

## Outside Activities and Corporate Opportunities

Employees should not participate in any outside activity

(including as an officer, director, owner, consultant, or employee) that could, or appears to, interfere with performance of their duties and responsibilities, affect their independent and objective judgment on behalf of the Company, or compete with or divert business opportunities away from the Company. Each employee's primary business obligation should be to the Company, and outside business affairs or employment should be kept separate and distinct from performance of duties on behalf of the Company in every respect.

***Q: I am a Vistra employee. I am thinking about taking a second job to earn some extra cash. What problems could I face?***

***A: First, you need to consider if your second job will conflict with your schedule at Vistra. Second, be certain that you will have the time and energy to devote your best efforts to your primary job at Vistra and your part-time work elsewhere. Finally, make certain that your "other" employer is not a customer, competitor, or business partner of the Company.***

***Q: I am a Vistra employee. Can I also become an Ambit Independent Consultant?***

***A: No. An individual cannot be both an employee and independent contractor of Vistra or its subsidiaries.***

Employees should not conduct outside business activities on Company property or use Company assets, materials, or property for outside business activities. Outside employment that constitutes a conflict of interest is prohibited and employees may not receive any income, or material gain, from individuals outside of Vistra for materials produced, or services rendered, while performing their jobs with Vistra. Company assets include using the services of other Company employees during Company work hours. Exceptions may be granted by an employee's manager, when the situation warrants.

Employees who desire to join a corporate board of directors should review that request with their manager to determine if the position or company presents any potential or actual

conflict of interest with Vistra. If the manager believes that there is no potential or actual conflict, then such opportunity should be presented to the Chief Compliance Officer, the employee's function-level manager, and the Vistra CEO for a final determination. If any employee is approved to join the board of a public company, the Vistra CEO shall notify the Vistra Board of Directors.

Employees should not use Company prestige or influence, directly or indirectly, for personal gain or benefit. For example, an employee should not solicit Company customers to hire or contract with him or her for outside work of any kind.

**Q: Vistra is using a local contractor to provide catering at an all-office event. I like their work and may want to use them for my daughter's wedding. Can I look at their pricing information to determine how expensive they are?**

**A: No. This is not an appropriate use of Company information. Contractors trust Vistra to keep their pricing information confidential. If you would like to use this caterer, you may. However, ask him or her to contact you outside of working hours and provide you with a separate proposal. Do not seek special treatment based on your affiliation with Vistra.**

**Q: My family and I are very active supporters of a local charity and would like Vistra to make a corporate contribution. Is this a conflict of interest?**

**A: Our Community Affairs department evaluates corporate contributions. To have your contribution considered, submit your request to the Community Affairs team and let them decide whether or not it is appropriate for Vistra to support this charity.**

## Public Office

Employees are encouraged to take an active interest in political affairs. However, such activity should generally be done as an individual and not on behalf of the Company. Participation in an appointed or elected capacity can

represent a potential conflict of interest. Employees who wish to serve as an appointed or elected public official must notify their function-level manager prior to taking any action. When, in the judgment of the Company, a perceived or actual conflict of interest arises, the Company will take, or require the employee to take, appropriate action to resolve the conflict.

**Q: Why do I have to notify my function-level manager if I want to run for public office?**

**A: Company business frequently involves interaction with governmental bodies. An employee serving in government could frequently face a conflict of interest. For example, the employee might support a measure that is in direct conflict with Company interests. Worse yet, the employee could support a position favored by the Company but opposed by a significant percentage of his or her constituents, and thus give the appearance of having been influenced by the Company.**

## Laws and Regulations

It is the Company's policy to comply with all laws and regulations. Although no employee is expected to know the details of all laws and regulations, every employee should have an understanding of the laws and regulations that apply to their level of responsibility and to comply with them both in letter and in spirit. If an employee has any questions or concerns relating to compliance with any law or regulation, they should always consult with someone from the Company's Legal team who is always available to provide advice and help.

## Accuracy of Records and Reporting

Employees are expected to maintain books and records in appropriate detail to reflect transactions accurately, fairly, and completely, and in compliance with the Company's accounting procedures and internal controls. We do not create false, misleading, or manipulated records, or deviate from established accounting procedures. Employees are responsible for the accurate and complete reporting of financial information within their respective areas of responsibility and for the timely notification to senior management of

information that may be material to the Company. The integrity of our business records is crucial to our success, and knowingly entering inaccurate or fraudulent information into any Vistra system is unacceptable and may be illegal.

## Copyright or Patent Infringement

Employees must not violate the intellectual property rights of others and should verify that duplication is permissible before reproducing any copyrighted material including from books, magazines, newspapers, videotapes, computer programs, the internet, or design drawings. In addition, employees should be aware that certain designs, processes, and devices are subject to patents. If you have questions, consult with the Company's Legal team.

## Copyright Laws

Federal copyright laws are intended to protect the authors of copyrighted materials against infringement of their ownership interest in the materials. Under the "fair use" concept, employees have the right to copy, for certain purposes, works that are otherwise protected by copyright. Deciding whether copying copyrighted material is permitted usually depends on, among other things, the purpose and character of the copying, the nature of the work copied, the amount and importance of the portion copied in relation to the work as a whole, and the effect of the copying on the market for or value of the work. For example, it is acceptable to copy newspaper articles that relate to the utility industry, but not acceptable to copy training materials for use in a general training program without permission from the publisher. If you have questions, consult with the Company's Legal team.

## Environmental Protection and Sustainability

Vistra is committed to protecting and improving the environment by serving our customers and communities through more efficient – and cleaner – applications of energy, including improving our operations and investing in new technologies. We are also committed to improved environmental protection measures, building on our strict compliance with environmental laws and regulations. In addition, we will support and

**Ready to learn more?**

Read the [Environmental Principles](#)

participate in environmentally sound solutions that also help reliably and affordably meet the growing demand for power. Employees are expected to comply with environmental regulations, maintain Company standards, and support the Company's sustainability goals.

## Political Contributions and Activities

The Company values its right to participate in the political process as a legislative advocate and one that encourages individual engagement in the electoral process. Such participation, however, must be guided by our responsibility to always conduct our activities with honesty and integrity and in accordance with the laws and rules that regulate such activities. The laws, regulations, and statutes that apply to the Company's political activities establish a minimum standard for ethical behavior. In some instances, the Company's standard of behavior is a higher standard than that required by law.

**Ready to learn more?**

Read the [Lobbying & Political Contributions Policy](#)

## Lobbying / Registration

Vistra advocates for legislation that will enhance value for our customers, communities, employees, and shareholders and recognizes that public policy decisions can greatly impact our business and industry, now and in the future. Lobbyists are professional advocates that work to influence legislative decisions on behalf of the Company. Vistra complies fully with all lobbyist registration and reporting requirements, as prescribed by applicable law. Employees who may be involved in lobbying and have contact with legislators, regulators, or executive branch officials or their staffs, must ensure that they comply with the laws applicable to these activities.

**Q: I met with a city official regarding an issue pending before the city and I paid for our lunch. Should I be concerned?**

**A: Yes. There are strict and complicated laws regulating lobbying and gift-giving on the federal level as well as in every city, county, state, and country where we do business, or**



***are planning to do business. Contact the Legal or Government Affairs department before any lobbying activities are undertaken to be sure you are aware of these regulations and the applicable reporting requirements.***

## State and Federal Regulations and Standards

The Company's core business of generating, buying, and selling electricity requires the Company to follow various state and federal agency issued rules, regulations, and standards of conduct. These agencies include, but are not limited to, the Federal Energy Regulatory Commission (FERC), the US Commodity Futures Trading Commission (CFTC), the North American Reliability Corporation (NERC), and the various Public Utility Commission (PUC) jurisdictions in which we operate. Specific to commercial operations, the Company prohibits illegal trading activity including, but not limited to, gaming, collusion, illegal exercise of market power, and market manipulation. Furthermore, employees are expected to comply with applicable power market rules when operating and managing generating facilities.

### Ready to learn more?

Read these Policies:

- [Antitrust Policy](#)
- [Market Conduct Policy](#)

Federal and state laws prohibit buying, selling, or making other transfers of securities by persons who have material, nonpublic information about a publicly traded company. Additionally, securities laws also prohibit communication of any material, nonpublic information about a publicly traded company to any other person when it is reasonably foreseeable that such person is likely to purchase or sell securities of such company. In compliance with those laws and the Company's Transactions in Vistra Securities Policy and Information Disclosure and Regulation Fair Disclosure Policy, employees may not, directly or indirectly, trade in the securities of any company when they are aware of material, nonpublic information about that company, nor shall they improperly communicate any material, nonpublic information to any other person or employee who is not duly authorized to receive such information.

## RELATIONSHIPS WITH CUSTOMERS, SUPPLIERS, AND OTHERS

Relationships with customers, affiliates, suppliers, competitors, government officials, and others should be conducted with the highest standards of personal conduct and business ethics and be free of even the appearance of a conflict of interest. This includes providing high-quality service, displaying dignity and courtesy in business dealings, and competing vigorously, effectively, and fairly.

### Antitrust and Dealing with Competitors

Healthy business competition is the foundation for a dynamic and prosperous economy. That is the basis of our system of free markets. We think our products and services speak for themselves. We will compete vigorously where permissible but always in an ethical and legal manner. Federal and state antitrust laws, and the Antitrust Policy, prohibit various practices that could limit competition or restrict fair trade. Under these laws, companies may not enter into agreements with other companies, however informally, that unreasonably restrict competition.

Examples of an antitrust violation include:

- Agreeing with one or more competitors to fix levels of production
- Communicating formally or informally with competitors or others to fix or control prices, allocate market share, or boycott customers or suppliers
- Intentionally making false statements regarding our competitors or engaging in a scheme to gain or use their proprietary information improperly

Also, a violation can include a verbal understanding between competitors, and an agreement does not necessarily have to be in writing to constitute a violation. Since antitrust laws are complex, employees, especially those who interact with customers, competitors, and suppliers, should contact a compliance resource for assistance.

**Q: I believe one of our competitors exaggerates its capabilities and services. This puts us at a disadvantage. How can I set the record straight?**

**A: You can control only how you represent Vistra to our customers. Describe and demonstrate the benefits of our products, but always do so honestly.**

**Q: One of my closest friends works for one of our competitors. We play golf together, our families vacation together, and we attend the same trade shows. Am I in violation of any anti-trust laws or fair-trade practices?**

**A: No. A personal relationship alone does not constitute a violation of antitrust laws or fair-trade practices. Nonetheless, you should use caution talking about our business when you are with your friend. Never discuss price or terms of any Vistra contracts, deals, or trades. Be clear that these kinds of discussions are off limits because they could jeopardize both companies. Even jokes can be misinterpreted.**

## Competition and Marketing

The Company should compete solely on the merits of its products, services, and ability to serve. Employees are expected to be accurate and truthful when communicating with customers, suppliers, and competitors and not misrepresent themselves or the quality, features, price, or availability of the Company's products and services.

Prohibited activities include:

- Using deceptive or misleading statements
- Obtaining unauthorized access to confidential or proprietary data or documents
- Securing an unlawful competitive advantage
- Engaging in any activity that could damage the Company's reputation

## Business Solicitation

Employees may not offer gifts or other inducements to existing or potential customers or suppliers in order to obtain business or preferential treatment. Purchasing and sales decisions must be independent of each other. This means that the Company's decision to buy from a supplier must not depend on the supplier's decision to buy from the Company.

## Procurement Activities

Employees responsible for, or in a position to influence, procurement decisions should adhere to sound business practices that result in the fair and ethical treatment of suppliers. This standard applies whether procuring supplies, equipment, or services and requires us to be impartial, truthful, and independent when evaluating and working with suppliers.

## Bribery or Kickbacks

Gifts or other benefits (including cash, vouchers, entertainment, or favors) should never be offered to a government official with the hope of influencing that individual. Company funds, services, or labor must not be given, directly or indirectly, to anyone in an improper effort to obtain or retain business or special treatment for the Company. Expenditures and transactions of any kind involving a government official, including social meetings, must be discussed with an officer above the employee in advance. The Company has strict policies in place for recording and reporting all such activities.

### Ready to learn more?

Read these Policies:

- [Anti-Corruption \(Including FCPA\) Compliance](#)

## International Requirements

Additional federal and state requirements apply to the Company's business activities conducted outside of the United States. These requirements include, but are not limited to, sanctions administered by the U.S. government to meet its foreign policy and national security goals by prohibiting transactions with certain foreign countries or restricting U.S. assets of certain foreign parties. Vistra complies with all U.S. and applicable foreign laws and regulations related to its foreign business operations. Applicable laws can change frequently and are often difficult to understand so any questions concerning applicability or compliance should be directed to the Legal department.

## Endorsements and References

Employees, on behalf of the Company, should not endorse, promote, or give testimony for products, services, or equipment of suppliers, customers, or competitors, unless specifically authorized to do so by the Company. Employees should also not endorse, promote, or give testimony to an elected official, policy or regulation on behalf of the Company, unless specifically authorized to do so. These

guidelines specifically include endorsements on social media sites, such as LinkedIn.

Human Resources is responsible for providing employment verifications and Vistra maintains a neutral-reference policy.

## CERTAIN OTHER POLICIES

The Company has established certain other policies, some of which are summarized below. See the [online Policy Manual](#) for Company policies.

### Reimbursable Employee Expenses

It is Company policy to reimburse employees for actual expenses incurred in conducting Company business. The employee is responsible and held accountable for using discretion in spending Vistra funds and the expenses to be reimbursed must be business-related and reasonable. A Company credit card such as a Travel Card or Purchasing Card should be used for authorized business expenditures only and not for personal use, even if the balance is paid each month by the employee. Exercise good judgment, travel in a cost-effective manner on Vistra business in compliance with Company policies and ensure business travel and entertainment expenses are appropriate and consistent with business needs. Accurate expense reports with appropriate receipts, clearly stated business purpose, and attendees/participants, should be submitted in a timely manner. Personal expenses incurred by employees are considered non-business and will not be reimbursed by the Company. Approvers of expense reports should:

- review expense reports to confirm the propriety of business expenses,
- verify that expense reports contain complete expense documentation and accuracy,
- ensure that reimbursable expenses reported on expense reports are in compliance with applicable Company Policies, and
- promptly approve reimbursement of all reasonable and necessary expenses reflected on expense reports submitted to you by your employees conducting business on behalf of Vistra

**Ready to  
learn more?**

Read the [Expense Reimbursement Policy](#)

### Solicitation of Employees and Distribution of Literature

The Company's Workplace Conduct Policy does not permit third-party solicitation of employees at the workplace, except when on behalf of specific charitable organizations approved by an officer at the executive vice president level or above. Prohibited third-party workplace solicitation includes solicitation made on Company bulletin boards or via electronic networks including Company email and voicemail. The solicitation of Company employees by other Company employees and the distribution of literature or handouts are only allowed on Company property as follows:

- Employees may solicit only during non-work time at their work location. Non-work time includes time before and after the regularly scheduled shift, mealtime, and recognized rest or coffee breaks.
- Employees may distribute literature only during non-work time in non-work areas at their work location. Non-work areas would include, but not be limited to, break rooms, hallways, cafeterias, parking lots, and Company entrances. The activities permitted above must not interrupt or interfere with the work of employees, be disruptive to the work environment, or otherwise violate the Solicitation Policy.

### Organization Memberships

It is the expectation of the Company to be a good corporate citizen and to actively participate in community and civic affairs in the communities in which it conducts business. For the Company to sponsor such membership, an employee must first obtain approval from an officer above the employee.

Employees may participate in organizations of a personal nature (e.g., churches, Scouts, parent-teacher associations, alumni associations, and fraternal organizations), provided that doing so does not interfere with the employee's ability to perform his or her job. However, employees participate in such organizations in their individual capacity, not as representatives of the Company and without Company sponsorship.

If, after reviewing this Code of Conduct, you are aware of any potential violations, please promptly submit a report to the Compliance office.

## VISTRA POLICIES

All Vistra Policies are stored on Vistra's Connect intranet in the Policy Manual. If you have any trouble accessing Policies, immediately speak with your manager or contact Vistra Compliance & Ethics at [vistracompliance@vistracorp.com](mailto:vistracompliance@vistracorp.com). If you have any questions about a Policy, speak to your supervisor, one of the Compliance Professionals included in the Code of Conduct, or Vistra Compliance & Ethics.

Accounting
Accounting
Corporate Purchasing Card
Corporate Travel Card
Employee Expense Reimbursement

Communications
Brand, Visual, and Identity Resources
Charitable Contributions
News Media and External Communications
Social Networking, Media, and Online Forums

Human Resources
Discipline
Diversity & Inclusion
Employee Benefits - Excluding Medical Benefits
Employment
Human Rights
Leaves of Absence <sup>1</sup>
Pay Practices
Performance Improvement
Substance Abuse
Time Off Policies & State Addendums <sup>2</sup>
Workers Compensation
Workplace Conduct

Investor Relations
Environmental Principles
Information Disclosure & Regulation Fair Disclosure

Legal & Ethics
Antitrust
Anti-Corruption (FCPA)
Code of Conduct
Compliance Program
Contract Legal Review
Information Protection
Policy on Establishing Policies
Records Management
Transactions in Securities
Whistleblower

Luminant
Market Conduct
Price Reporting Code of Conduct

Retail
Do Not Contact - Residential and Business
Red Flag Identity Theft Prevention

Risk Management
Commitments
Risk Management

Supply Chain
Supply Chain Diversity

Technology Services
Cyber Security for BES Cyber System Policy (CIP)
Technology Cyber Security
Technology Data and Application Management
Technology Delivery and Vendor Management
Technology Operations
Technology Services Enterprise Architecture

<sup>1</sup>Leaves of Absence: Family & Medical, Short Term Disability, Maternity & New Parent, Military, Personal leave

<sup>2</sup>Time off Policies: Paid Time Off, Vacation, Holidays, Community Time Off, Jury Duty, Bereavement