

## MARTIN MARIETTA

### Political and Advocacy Activities Policy and Procedures

#### A. PURPOSE

This policy establishes the responsibilities of Martin Marietta, its subsidiaries, and its affiliates (collectively referred to in this policy as the Company) when considering political or advocacy activity, including political contributions, lobbying activity, or gifts to public officials or public employees. This policy also establishes the responsibilities of employees in connection with these activities on behalf of Martin Marietta.

#### B. SCOPE

This global policy applies to all Martin Marietta employees, contractors, or agents acting in the name, or on behalf, of Martin Marietta.

#### C. General Policy

Martin Marietta is a leading supplier of aggregates and heavy building materials, with operations spanning most of the United States, Canada and the Bahamas. Marietta's Magnesia Specialties business produces high purity magnesia and dolomitic lime products used worldwide in environmental, industrial, agricultural and specialty applications. The Company's strength lies in its strategic locations, including approximately 440 quarries, distribution facilities and plants in 27 states, Canada and the Bahamas, and its brand as an ethical, world-class organization that supports the communities that it serves. As a result, the decisions of federal, state, and local governments affect Martin Marietta on a daily basis. Proposals to change existing laws, new laws, and new policy initiatives can impact Martin Marietta's business, and in turn affect its employees, customers, vendors, retirees, the communities in which it is located, and its shareholders. Martin Marietta believes it is appropriate to actively participate in the processes that result in new or modified laws, both at a policy-making level and through the political process.

Martin Marietta supports candidates on a bipartisan basis on the federal, state and local level whose views are consistent with the Company's business issues and not based on executive political preference. All political spending reflects the Company's interests, and not those of individual officers or directors.

#### D. Compliance with Law and Code of Ethical Business Conduct

All political and advocacy activities, including contributions, by Martin Marietta must comply with federal, state, and local requirements associated with participating in the policy-making and political process. In addition, these activities must comply with Martin Marietta's *Code of Ethical Business Conduct*.

The activities covered in this policy in Canada and the Bahamas are not covered by U.S. law, but should follow the same approval process as stated in this policy.

**E. Trade Associations**

The Company is a member of, and encourages its employees to participate in, national and state trade associations for a variety of reasons, including monitoring of industry policies, current legislation and trends, building industry skills, networking and civic participation. Company participation in trade associations, including membership on a trade association board, does not mean that the Company agrees with every position a trade association takes on an issue. In fact, from time to time our corporate positions may differ from those of the trade association of which we are members.

These organizations provide a forum to allow members to focus on issue advocacy and promote best practices in, among other things, safety, operations and business. The trade associations in which the Company participates may engage in lobbying activities. The Company makes payments to these associations, including membership fees, dues and related contributions. The Company does not currently operate a political action committee (PAC), but reserves the right to establish a PAC if it is in the interests of the Company. Employees of the Company also make contributions to political action committees established by trade associations, including ROCKPAC, the National Stone, Sand & Gravel Association's political action committee that contributes funds to Federal candidates who share the aggregates industry's interests.

If a proposed contribution, dues payment, or donation to a 501(c)(4) community benefit organization, 501(c)(6) trade association, or 501(c)(3) charitable organization will be used for a lobbying or political purpose or has been requested by a government official or their family, it must be approved using the same process as other political contributions stated in this policy. Other proposed contributions, dues payments, or donations that do not have a lobbying or political purpose and were not requested by a government official or their family do not need to be approved as a political contribution.

**F. Gifts to Government Officials**

Federal, state and local laws govern the provision of anything of value (including food, drink, local transportation, attendance at events, or travel). No item of value may be provided on behalf of the Company and no reimbursement representing a gift to a government official will be approved without prior approval by the General Counsel. In no case may a gift be provided in connection with an official action by a government official.

**G. Corporate Political Contributions**

U.S. federal law prohibits Martin Marietta from making corporate contributions to candidates, political party organizations, political committees, or PACs at the federal level. However, in U.S. states and localities where corporate contributions are permitted by law, Martin Marietta may make contributions to state and local candidates, committees, political organizations, including tax-exempt organizations, and ballot measures or questions of importance to our Company or may request that such contributions are made from ROCKPAC.

1. Any contributions to candidates or ballot issues from the Company are subject to reporting by the recipient candidate or ballot issue committees, pursuant to the laws of the state or locality where the committee is formed. In some cases, donors must also disclose contributions.

2. Contributions must comply with all of the following:
  - All contributions must be voluntary – no pressure, coercion, or promises.
  - Using corporate resources may be considered in-kind contributions and are prohibited. Examples of these contributions are:
    - Event tickets
    - Product
    - Use of plane
    - Email lists
    - IT system
    - Phone system
    - Office Supplies
  - Employees are generally prohibited from using corporate facilities and personnel in connection with political activities.
  - A safe harbor is provided under federal law for “occasional, isolated or incidental” activities, such as use of certain corporate facilities (*e.g.*, computers, phone, and internet), may be applicable, subject to approval by the General Counsel’s office, if they:
    - do not interfere with the employee’s normal working schedule
    - are limited to one hour a week or four hours a month
  - If for any reason the employee increases the cost of overhead in the process of utilizing the safe harbor, he or she must reimburse the Company for those expenses.
3. Certain U.S. states and localities have enacted so-called "pay-to-play" laws that prohibit entities such as Martin Marietta from being eligible for government contracts if a covered officer, director, or employee (and, in some cases, a spouse or child of such an individual) makes or solicits political contributions or gifts for certain office-holders, candidates, campaign committees, or certain other political entities in that jurisdiction. The General Counsel’s office will maintain a current list of states and localities on the Company portal for which employees need to consult with the General Counsel’s office prior to making or soliciting personal political contributions (including in some cases contributions by spouses and other family members) in those jurisdictions or to a state or local official running for federal office.
4. In no case should a political contribution or other thing of value be provided to an office-holder, candidate, political party organization, political committee or political organization in return for an implied or promised official act.
5. The same general principles shall apply to foreign country political contributions. In addition, political contributions must be in accordance with local law. In addition, consideration will be given to potential implications under the Foreign Corrupt Practices Act of 1977 (FCPA) (15 U.S.C. §§ 78dd-1, et seq.). Contributions in a foreign country by Martin Marietta, if permitted by local law, shall be made only after consultation with the General Counsel’s office.

#### H. **Lobbying**

The federal government, each state, and certain localities have laws requiring registration and reporting by lobbyists, and in some cases, the lobbyist's employer. In addition, certain expenses for lobbying activity are not deductible as business expenses under U.S. tax law. Lobbying activity generally includes attempts to influence the passage or defeat of legislation. The U.S. Government

and many states, however, have extended the definition of lobbying activity to cover efforts to influence formal rulemaking by executive branch agencies or other official actions of agencies, including the decision to enter into a contract or other financial arrangement. Moreover, "grassroots" lobbying activity (where one communicates with the public or segment of the public encouraging others to contact public officials for the purpose of influencing the passage of legislation or a rulemaking) is in many cases also considered lobbying activity. The activities described in this paragraph are collectively referred to as "Lobbying Activities."

1. Martin Marietta may engage in lobbying in the United States at the federal, state and local levels to advocate or keep up to date with positions that affect the Company and the building materials industry. In doing so, the Company may rely on internal or external government affairs professionals, assisted as needed by subject-matter experts. Only authorized employees and contract lobbyists that are approved by the General Counsel may engage in lobbying activities on behalf of the Company.
2. To ensure that Martin Marietta and its employees are in compliance with these laws, including certain registration, reporting and recordkeeping requirements, employees must comply with the following:
  - An employee, contractor, or agent may not engage in any Lobbying Activities, as described above, on behalf of Martin Marietta without prior approval and coordination with the General Counsel's office and must be in full compliance with applicable federal, state, and local laws.
  - An employee, contractor, or agent may not retain an outside consultant to provide Lobbying Activities, services in support of Lobbying Activities, or services otherwise related to government affairs or public policy without prior approval and coordination with the General Counsel's office.
4. The General Counsel's office will file or oversee the filing of all required federal and state periodic reports regarding expenditures associated with activities that support lobbying. In connection with this requirement, any lobbying activity engaged in or contracted by any employee on behalf of Martin Marietta will be reported to the General Counsel's office.

#### **I. Employee Political and Civic Activity**

Martin Marietta encourages its employees to become involved in civic affairs and to participate in political activities. In this regard, Martin Marietta acknowledges and respects the right of its employees to support any candidate or political party through personal contributions. Employees must recognize, however, that their involvement and participation must be on an individual basis, on their own time, and at their own expense. Employees should note the following:

1. Contributions will not be made from Company funds.
2. Employees are not reimbursed by the Company for personal political contributions, and employee compensation will not be increased or otherwise adjusted to reflect political contributions made.

3. Martin Marietta will not pressure or coerce employees to make political contributions and will not take any retaliatory action against employees who do not.
4. Employees will not use the Company's resources to participate in the political process. In this regard, employees should not use telecommunications systems, administrative support, email systems, email lists, conference rooms or other Martin Marietta facilities, stamps, envelopes, letterhead, the Martin Marietta logo, use of copiers, the internal office mail system or similar items without approval from the General Counsel's office because these actions may be considered an in-kind campaign contribution from the Company. Employees also may not offer to solicit others at the Company to make contributions or gather the checks of others at the Company for candidates or political committees.
5. In no instance should an employee or a family member make a campaign contribution at the insistence of government official or candidate in exchange for Martin Marietta being awarded a contract or receiving any other government benefit.
6. Employees will in no way suggest that he/she is representing the Company while engaged in individual political activity.
7. Managers may not request junior colleagues or colleagues whose work the manager supervises (administrative personnel included) to assist them in campaign fundraising or volunteer political efforts. Participation in political activities must be the independent, voluntary decision of each Martin Marietta employee.

#### **J. Compliance with Procedures**

Martin Marietta has established these procedures to ensure that corporate contributions to state and local candidates, committees, political organizations, including tax-exempt organizations, lobbying and other political contributions, gifts, outside lobbying contracts, and contributions, dues, donations and other payments made to third parties that could be political contributions are made in a legal and ethical manner that best represents the interests of the Company, its employees and its shareholders. No Martin Marietta funds or assets, including the work time of any employee, may be contributed or loaned, or made available to any political party, campaign or candidate other than after compliance with these procedures.

1. All contribution requests must be submitted to the Company's Chief Financial Officer or his designee.
2. A "Contribution Request Form" must be completed in connection with requesting any contribution. The form will be available on the Company's portal and will generally request:
  - The name and contact information of the employee making the request;
  - The legal name and address of the candidate or organization that would receive the contribution;
  - The form of the organization, *e.g.*, candidate political committee (for states that allow candidates to receive contributions from corporations), 501(c)(4) organization, 527 organization, or Independent Expenditure PAC;
  - For all corporate entities a copy of the W-9 for the organization making the request should be attached to the CRF;

- Copies of emails or letters from persons outside MM describing the organization and how the contribution will be used should be attached to the CRF; and
  - Any other information deemed relevant to the request or appropriateness of the contribution.
3. For contribution requests over \$5,000, information will be required as to how the requesting organization plans to use the funds, including the strategy and tactics the organization plans to employ.
  4. Martin Marietta employees making the request may not solicit or receive any promise of official action from the proposed recipient of the funds in exchange for a contribution from the Company.
  5. The Contribution Request Form will be signed by the employee making the request and the applicable division president.
  6. Reports will be generated by the Chief Financial Officer's office so as to comply with public reporting as required by law.
  7. The Company will conduct regular training and compliance system reviews to ensure all corporate political contributions are made in accordance with the law and Company policies.

**K. Approval of Political Contributions**

All Company political expenditures are reviewed by Martin Marietta's Chief Financial Officer to ensure compliance with applicable laws and this policy after consultation with the office of the General Counsel. Final authorization for political expenditures is required from the Chief Executive Officer, who may delegate such authority to an executive officer of the Company.

The total budget for corporate political contributions is determined annually by the Chief Executive Officer upon recommendation of the Chief Financial Officer.

**L. Oversight by the Board of Directors**

Management will review at least annually with the Finance Committee of the Board of Directors the Company's political contributions and other payments made in accordance with this policy, as well as any changes to this policy.