



CONFLICT OF INTEREST POLICY

1. PURPOSE

Kodiak Gas Services, Inc., a Delaware corporation (individually, and together with its subsidiaries, the “Company” or “Kodiak”), clearly expects its employees and personnel to avoid impermissible conflicts of interest.

2. APPLICABILITY

This Policy applies to all employees, directors and officers of the Company. This Policy also applies to the Company’s agents, consultants, contractors, joint venture partners, and any other third-party representatives that conduct business or are likely to conduct business on behalf of the Company.

3. STATEMENT OF POLICY

Employees and others who act on behalf of Kodiak have an obligation to act in the best interest of Kodiak. Employees cannot engage in, or give the appearance of engaging in, any activity involving a conflict, or a potential conflict, between their personal interests and the interests of Kodiak.

A conflict of interest occurs when an individual’s personal interests conflict, or even appear to conflict, with Kodiak’s interests. A conflict of interest also arises if an individual (or member of his or her family) receives improper personal benefits as a result of his or her position at Kodiak. A conflict of interest also can occur if an employee engages in activity that makes it difficult for the employee to perform their job for Kodiak effectively and efficiently.

No Kodiak employee, officer or director should have or appear to have any personal or financial interests, relationships or affiliations that conflict with, potentially might conflict with, or appear to conflict with the interests of Kodiak. Conflicts of interest can be actual, potential or perceived. Any of these types of conflicts can violate this policy and Kodiak’s *Code of Conduct* if not disclosed.

Examples of conflicts not allowed under this policy without required approval (which might not be granted in all instances) include:

- Other employment can be a conflict of interest in violation of this policy. A second job (either as an employee for another company or self-employed) that could interfere with an employee’s willingness and availability to work for Kodiak. Kodiak employees may not have employment for another employer performing the same or similar duties to those they perform for Kodiak. For example, an accountant who works full time for Kodiak cannot be an accountant for another company. A Kodiak employee also cannot perform the same or similar duties as a consultant/sole proprietor for non-Kodiak clients.



- An employee who is provided a Company vehicle to use or receives a vehicle allowance uses that vehicle to perform work for another employer. Kodiak employees cannot use their job benefits and allowances for the benefit of another company.
- You or a member of your household is a vendor for Kodiak or receives payments from Kodiak (including cash or checks) for services rendered to Kodiak. Relatives and members of an employee's household cannot benefit from an employee's relationship with Kodiak.
- A member of your household is an employee of a customer, vendor or supplier and influences the customer's decision to use Kodiak or Kodiak's decision to use a vendor. Employees, their family and/or household members cannot be employed by a customer, vendor or supplier (or potential customer, vendor or supplier) if it might result in an improper benefit for Kodiak because competitive information provides an unfair advantage to Kodiak.
- You or a family member want to buy an ownership interest in another company and that company might receive a financial or other benefit from your knowledge of Kodiak's confidential information. Using Kodiak's money, influence or confidential information for your financial gain and/or personal benefit is a conflict of interest.
- Working during your Kodiak work time for a personal side business, even if that business is not related to Kodiak's business. Even if a personal business has nothing to do with Kodiak's business offerings, performing work for another business during your Kodiak work hours is a conflict of interest.
- Using the receipt of gifts or entertainment as a factor in Kodiak's decision to use a vendor. Business decisions cannot be based on gifts or compensation. These can be perceived as bribes and might violate laws in some instances. For more information, please refer to Kodiak's *Anti-Bribery and Anti-Corruption Compliance Policy* and the *Code of Conduct*.

In any situation involving a potential conflict of interest, Kodiak employees must timely disclose that potential conflict. All employees are responsible for disclosing any existing or contemplated activity, interest or relationship that could reasonably be viewed as impairing their objectivity, judgment or effectiveness. Even if you think that there is not a conflict for you personally, if the situation might be viewed as a possible conflict of interest, you must disclose it.

Disclosures of possible conflicts of interest should be made to Human Resources, Legal or Compliance. Failure to disclose an actual or potential conflict of interest that the Company later learns about may result in discipline, up to and including termination of employment.

4. QUESTIONS ABOUT THE POLICY

If you have questions about this Policy, contact the Chief Legal Officer, Chief Human Resources Officer or the Legal/Compliance Department.



5. REPORTING POLICY VIOLATIONS

To report potential violations of this Policy, immediately notify the Legal/Compliance Department (chiefcomplianceofficer@kodiakgas.com or compliance@kodiakgas.com or 832-924-7259) or anonymously report your concern to the Company's compliance hotline at:

1-844-989-1482

or

<http://kodiakgas.ethicspoint.com>