



CODE OF ETHICS AND BUSINESS CONDUCT
THE QUANTA WAY

QUANTA SERVICES

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A MESSAGE FROM EARL C. “DUKE” AUSTIN, JR.

Quanta was founded in 1997 with the vision to “be the undisputed industry leader in specialized contracting services”. A lot has changed since then, but our commitment to our customers, employees, and shareholders has not.

We are committed to doing the right thing. While innovation and responsiveness are key to winning in the marketplace, we want our teams to take smart risks to win. Our Code explains the conduct expected of each of us while we work.

Take the time to read the Code. Understand it. Follow it. Ask questions. Expect others to do the same and hold them accountable by speaking up when someone does not.

We have always worked this way. We always will. We are Quanta.



Sincerely,
Earl C. “Duke” Austin, Jr.
Chief Executive Officer



THE QUANTA WAY

Working the Quanta Way means believing the way we do our business is as important as the business that we do.

WHAT THE Q STANDS FOR:

The people of Quanta and its subsidiaries represent the Q at work every day. It is the symbol of our culture, and therefore our badge of pride. At its very core, the Q stands for the character of our people, which is reflected in how we do business and how we conduct ourselves every day.

1

SAFETY

There is nothing more important than the safety of our employees, our customers and the communities in which we work. Safety is ingrained into everything we do.

2

QUALITY

We regularly handle the largest, toughest, and most complex projects in the industry. Customers entrust these projects to us because they know we will deliver quality. Our customers come back because we come through.

3

INTEGRITY

Our business model is simple. We are accountable to our employees, our customers, and our shareholders. We keep our promises. There are no surprises, no hidden agendas, no corners cut. Integrity isn't just woven into our company. It is the very fabric of who we are.

4

SERVICE

Our customers have come to rely heavily on our competencies because we have a track record of success and innovation. We are committed to adding value for our customers through new ideas and ways of doing things. We partner with them to get the job done safely, on budget, and on time.

The Code explains the conduct expected from each of us while we work. Although the Code does not address every situation you may encounter, it creates a framework of ethical standards within which all of us must operate. It is a resource for you to use when you need information or guidance before making a decision.



THE CODE APPLIES TO ALL OF US

The Code applies to all of employees of Quanta and its subsidiaries worldwide. The Code also applies to members of the Board of Directors of Quanta Services, Inc. In addition, we hold our intermediaries, suppliers, contractors, contract labor, and other business partners to similar standards when they are acting on our behalf.

Each of us is responsible for reading, understanding, and abiding by our Code and company policies. If a local custom, culture, or law sets a different standard than the Code, you should ask the Legal Department for guidance.

If you suspect misconduct, a legal or regulatory violation, or a violation of the Code, you should promptly report it.

Q. I work for one of Quanta’s operating units outside the United States. **Does the Code apply to me?**

A. Yes. The Code applies to all employees of Quanta and its subsidiaries worldwide.

SPEAK UP

Working the Quanta Way and doing the right thing means speaking up. If you do not feel comfortable using your name, you can share your concerns anonymously. One of the most important ways you can make a difference is by being aware of any unethical or illegal workplace activity and promptly reporting it. You have a responsibility to share information so that the company can quickly respond and take appropriate action.

NON-RETALIATION POLICY

Our company will not retaliate against a person who:

- Reports what he or she believes in good faith is a violation of our Code, our policies, or the law.
- Raises a compliance question or seeks advice about a particular business practice, decision, or action.
- Cooperates in an investigation of a potential violation.

You cannot lose your job or your benefits, or be demoted, suspended, threatened, harassed, or discriminated against, for raising a potential Code violation in good faith.

ADVICE

If you are in doubt about whether to seek guidance or raise a concern, ask yourself:

- Is the action legal?
- Does it comply with the Code?
- How would I feel if I read about it in a newspaper?

If you hesitate when answering any of these questions, don't take action. Seek guidance.



REPORTING IN “GOOD FAITH”

Reporting in “good faith” means providing all the information you know and believe to be true. Filing a report to retaliate against another individual, gain an advantage in a personal conflict, or to harass or intimidate is dishonest and is not reporting in good faith. Dishonest reporting, under the Code, is in itself a violation of the Code. If you believe someone is retaliating against you, please report it as you would a violation of the Code.

INVESTIGATION OF REPORTS

Reports of misconduct will be treated confidentially to the extent practical and legally permissible. We will promptly investigate all reports and take necessary action. You may be asked to participate in an investigation, and if so, are required to comply with any such request.

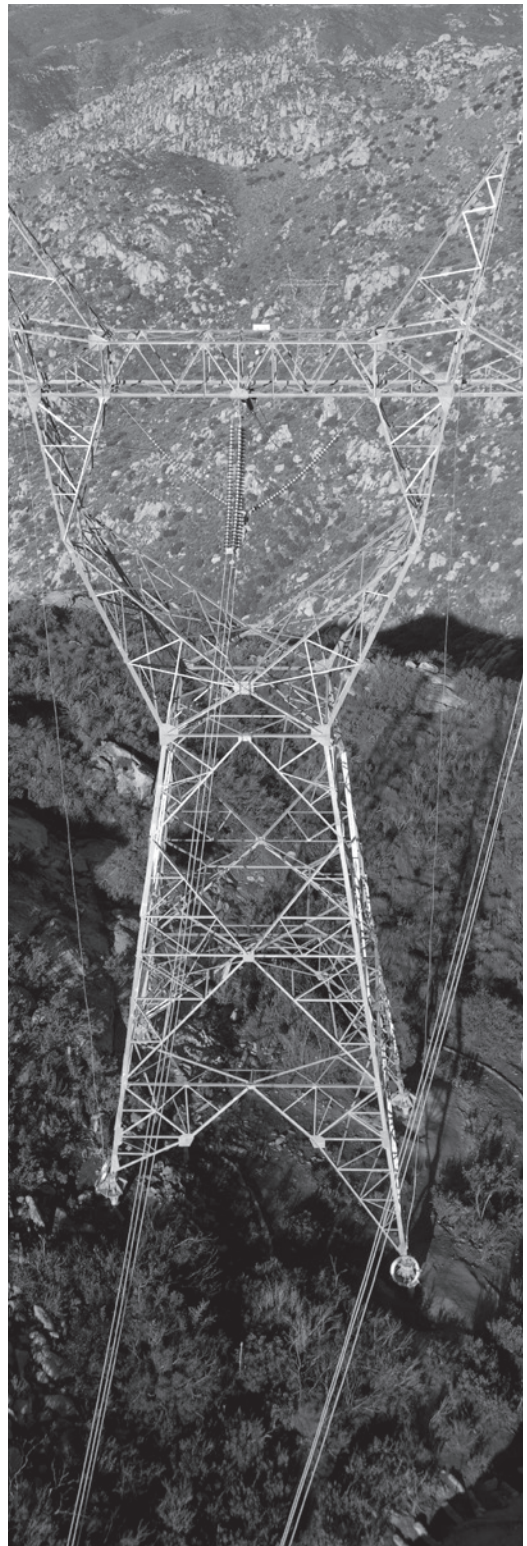
You may choose to remain anonymous. It may be more difficult, however, to conduct a thorough investigation if you do not identify yourself in some way. You are encouraged to share your identity to assist with a complete and thorough investigation.

ASKING QUESTIONS OR REPORTING CONCERNS

We all have an obligation to report suspected violations of the Code. If you have questions about the Code or you are aware of suspected violations, there are several resources available to you. See **RESOURCES FOR ASKING QUESTIONS OR REPORTING CONCERNS** at the end of this Code.

Q. I came across a situation that I am concerned about, but it is not mentioned in the Code. **Do I still need to report my concern to someone?**

A. The Code does not address every situation you may encounter. Instead, it creates a framework of ethical standards within which all employees must operate. You should seek guidance about the situation that concerns you.



OBLIGATIONS OF SUPERVISORS

Although every employee is expected to abide by our Code, supervisors have an additional responsibility to promote an ethical and compliant workplace. If you are a supervisor, you should:

- Fully understand our Code and be able to explain and discuss its meaning to those who report to you.
- Lead by example and model your behavior consistent with the Code.
- Take the time to listen to questions, develop a relationship of trust with employees, and report acts of misconduct.
- Foster an environment that encourages others to come forward with any concerns.
- Take your team's questions and concerns seriously. Speak up if you see or suspect a Code violation.
- Ensure the employees you supervise feel confident that they can discuss their questions and concerns with you without fear of retaliation.

OBLIGATIONS OF PEOPLE RECEIVING REPORTS

People who receive reports of potential Code violations play a very important role in upholding the Code. Those who receive reports of potential Code violations need to be prepared and know how to handle any Code concerns.

Once a potential Code violation is reported to you:

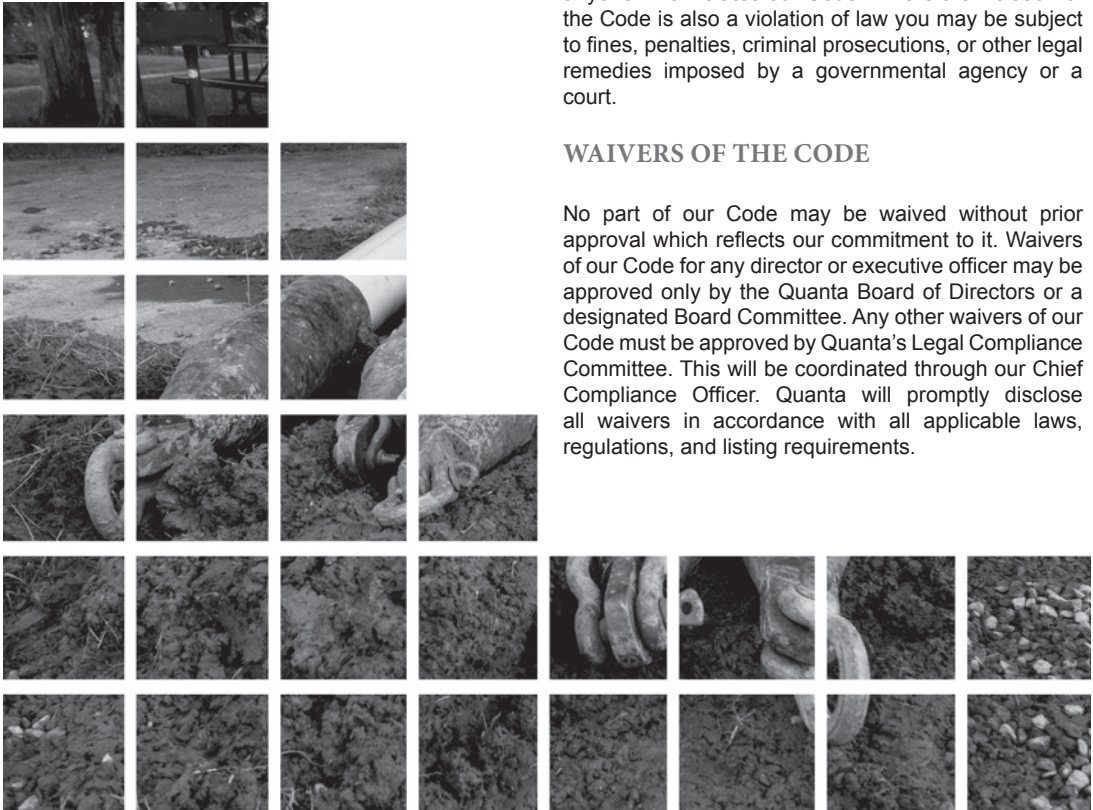
- Feel free to seek guidance before responding.
- Raise all concerns to the appropriate persons within our company.
- Support team members who raise concerns honestly and treat them with respect.
- Never let team members feel that their concerns are being ignored.
- Ensure that no retaliation occurs against someone for reporting a suspected violation of the Code in good faith.

VIOLATIONS OF THE CODE

Quanta takes Code violations seriously and will take disciplinary action—including termination—against anyone who violates our Code. Where the violation of the Code is also a violation of law you may be subject to fines, penalties, criminal prosecutions, or other legal remedies imposed by a governmental agency or a court.

WAIVERS OF THE CODE

No part of our Code may be waived without prior approval which reflects our commitment to it. Waivers of our Code for any director or executive officer may be approved only by the Quanta Board of Directors or a designated Board Committee. Any other waivers of our Code must be approved by Quanta's Legal Compliance Committee. This will be coordinated through our Chief Compliance Officer. Quanta will promptly disclose all waivers in accordance with all applicable laws, regulations, and listing requirements.



CONDUCT WITH OUR TEAM

Do's:

- **Making employment decisions based on merit**
- **Treating people with respect**
- **Promoting workplace diversity**

Don'ts:

- **Hiring or firing based on race, color, age, sex, national origin, disability, religion, veteran status, sexual orientation, or other categories protected by law**
- **Treating people unfairly**
- **Threatening others**

- Mandate fair employment practices worldwide and offer equal opportunities to all our employees.
- Expect all employees to treat each other professionally, based on mutual respect, trust, and individual dignity.
- Prohibit any form of harassment or other actions that are hostile, offensive, or degrading.
- Never use any differences protected by law (such as race, color, age, sex, national origin, disability, religion, veteran status and sexual orientation, or any other status protected by federal, state, or local law) as a factor in hiring, firing or promotion decisions;
- Never use any differences protected by law (as described above) when determining terms or conditions of employment, such as work assignments, employee development opportunities, vacation, or overtime
- Never engage in any verbal or physical harassment regarding the racial, ethnicity, religious, physical, or sexual characteristics or sexual orientation of another.
- Require all employees to use these same standards when interacting with customers and contractors, and other stakeholders.

FREEDOM OF ASSOCIATION

We are committed to respecting our employees' right to freedom of association, including:

- The right to organize in accordance with national laws and practices.
- The right to collective bargaining through representatives of their own choosing.
- The right of their chosen representatives to have reasonable access to our employees in order to represent them.
- The right to engage in other protected activities.
- The right to refrain from such activities.

GLOBAL HUMAN RIGHTS

We are committed to recognizing human rights on a global basis. We share the responsibility to respect human rights by protecting and enhancing the human dignity of everyone who works with us. This means we must all uphold any laws and regulations designed to protect human rights, while respecting cultural differences.

EQUAL OPPORTUNITY, DISCRIMINATION, AND HARASSMENT

Our policy is to recruit, select, train, and pay our employees based upon merit, experience, and other work related criteria. We require compliance with all applicable equal employment, discrimination, and harassment laws and regulations. Offensive or hostile working conditions created by discrimination or harassment will not be tolerated. You have a duty to refrain from engaging in conduct in the workplace that constitutes discrimination or harassment.

As part of our commitment to diversity and fair employment practices, we will:

DATA PRIVACY AND PROTECTION

As part of our everyday work, many of us have access to personal information of our employees and third parties. Laws around the world impose responsibility on us and our employees to protect and lawfully use that information. We are committed to protecting the personal information of our employees and third parties.

Personal information may be collected and used only for lawful purposes. Any transfer of such personal information across international boundaries must comply with applicable company rules and law.



IMMIGRATION LAWS

Our business involves the international movement of personnel to meet the needs of our customers. We are committed to ensuring that the travel, transfer, employment, and residence of employees comply with applicable immigration and employment laws.

While our immigration compliance program is designed to ensure that the company complies with applicable laws, every employee is accountable for maintaining immigration status in compliance with the laws of the countries in which we operate.

WORKPLACE SAFETY

Our employees are our greatest asset. We are committed to:

- The health and safety of all employees, customers, contractors, and communities.
- Providing and maintaining safe and healthful working conditions that help to prevent injuries and illnesses and minimize human and property losses.

No cost saving, time saving, or competitive advantage is worth an injury of any kind. Every employee has the right to refuse to do work reasonably perceived to be dangerous to personal health or safety.

RESPECTFUL WORKPLACE

We are committed to providing our employees with a work environment free from harassment, intimidation, and other inappropriate behavior. You are expected to treat others with respect and abide by all applicable employment laws.

WORKPLACE VIOLENCE

We are committed to a workplace free of violence. Violence includes physical or verbal threats, acts of intimidation, or instilling fear in others. We should each:

- Report any act, whether physical or psychological, which threatens or harms an employee in a violent or potentially violent manner.
- Never engage in, tolerate, or ignore any form of violence while working at our company.

Any reported situation that contains even the slightest possibility for workplace violence, even if meant as a joke, will be investigated.

Do's:

- **Reporting employee impairment or unsafe work practices to a supervisor**
- **Stopping a task if you see an unsafe working condition**
- **Refusing to perform a task you are not properly trained to do or don't have the proper tools to perform**

Don'ts:

- **Trying to finish a job or work more quickly at the expense of safety**
- **Working without personal protective equipment (PPE) or other safety equipment**
- **Continuing to work when you lack the proper tools or training**

DRUGS AND ALCOHOL

Substance abuse threatens our safety by limiting our ability to think clearly and respond quickly. We are committed to maintaining a safe and productive work environment, free from the harmful effects of alcohol, controlled substances, or legal or illegal drugs.

Do not manufacture, process, sell, use, or be under the influence of alcohol, non-prescribed drugs, narcotics or any other "controlled substance," as defined by applicable laws, while at work except for the lawful use of legally obtained prescription drugs to the extent such use does not impair job performance, or alcoholic beverages served and consumed in connection with a company event.



CONDUCT WITH OTHERS

OUR CUSTOMERS AND SUPPLIERS

We are committed to fair dealing with our customers and suppliers. As part of this commitment:

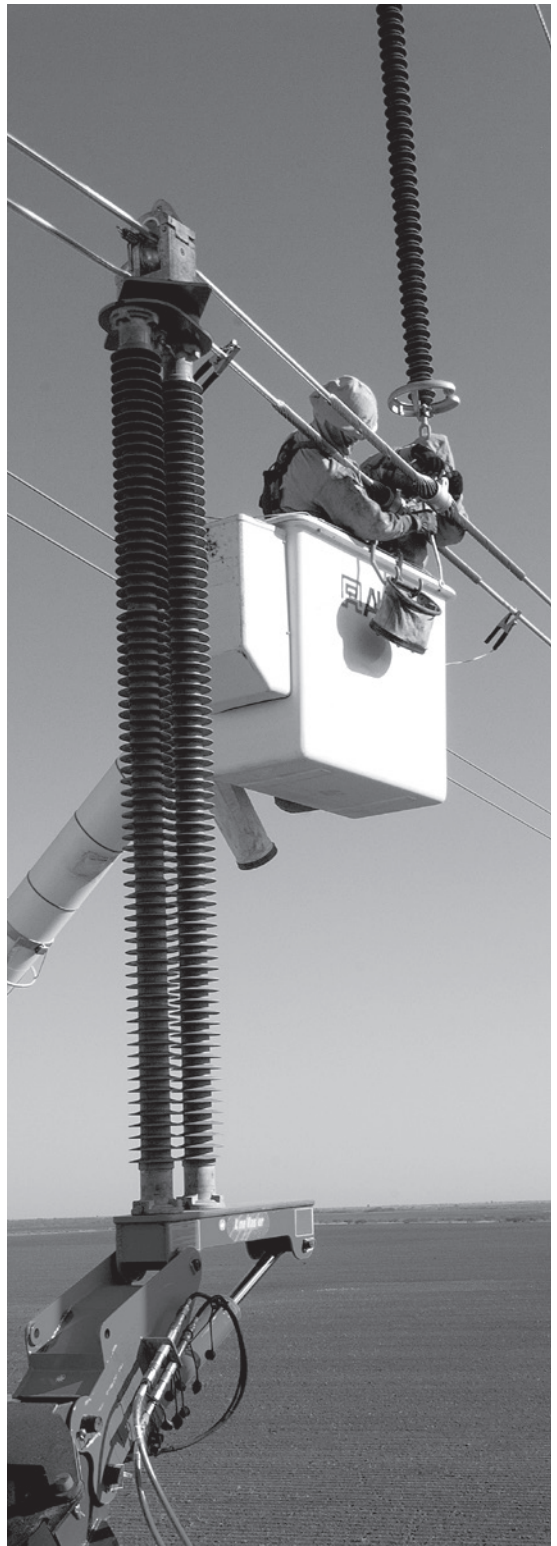
- Do not mislead, misrepresent, deceive, or take unfair advantage of customers or suppliers.
- If you know of a mistake, whether it is in our favor or not, correct it.
- When buying goods or services on behalf of the company, treat all potential suppliers fairly and honestly.
- Never indicate to any supplier that our relationship with them may be affected by personal favors, gifts, or donations to charity.
- Do not offer gifts, entertainment, or favors to win or keep business.

SOCIAL MEDIA

We view personal and social forum Web sites and Web logs ("blogs") positively and respect the right of employees to use them as a medium of self-expression. We must, however, use care and consideration in posting or sharing anything online:

- Only authorized employees may use social media on behalf of the company. If you are not so authorized, you should identify when making posts that you are an employee and make it clear that any opinions expressed are your own and not those of the company.
- Do not use social media to defame, harass, or harm the company, its employees, customers, business partners, suppliers, competitors, or other stakeholders.
- Use caution to protect all confidential and proprietary information of the company, our employees, and third parties.
- Ensure that your profile and related content are consistent with how you want to present yourself to colleagues and customers.

Our brand is represented best by its people. What you publish may reflect on all of us. If you have any questions about posting anything online, you can contact your supervisor, the Human Resources Department, or the Legal Department for assistance.



COMPETITION

We are committed to fair competition in compliance with antitrust laws (also called competition laws) in every country, state, and locality where we do business. We compete vigorously and ethically by making independent decisions on how to compete that do not treat customers unfairly or undermine free competition in the marketplace.

In general:

- Never discuss topics with competitors that could affect pricing or marketing decisions such as prices, sales terms, business plans, margins, costs, bids, production capacity, inventory levels, trade promotions, or discounts.
- Never agree with competitors to fix prices, limit production or sales, or divide territories, customers, or suppliers.
- Do not agree with other companies to boycott suppliers or customers.
- Contact the Legal Department for specific guidance about the laws in your country and report any inappropriate conversations with competitors.

ENVIRONMENT

We are committed to operating our business in a way that protects the environment and promotes the sustainable use of natural resources. We should each:

- Know and comply with applicable laws and regulations.
- Know and comply with all company policies, including the Quanta Safety Manual, the Quanta Safety Code of Conduct and all local operating unit policies.

All employees are expected to act as responsible citizens and environmental stewards by adhering to laws, regulations, and standards concerning the environment.

For further information, read the following: **[Quanta Safety Manual and Quanta Safety Code of Conduct.](#)**

Q. While working on a project I witnessed activity that could be hazardous to the environment. **What should I do?**

A. Report it immediately to your supervisor. It is your responsibility to help protect our environment by reporting any potential violation of law or company policies.





GOVERNMENT

As a global company, we are subject to the laws of all countries in which we operate. We are committed to complying with all applicable government laws, rules, and regulations. Compliance with the Code reflects the minimum standard acceptable. Where local or specific provisions are relevant and require an even higher standard of conduct, the more stringent rules may apply.

Additionally, many countries sometimes apply their laws to company operations and personnel outside their borders. Always contact the Legal Department if you are not sure what laws apply to your situation.

GOVERNMENT CONTRACTS (U.S.)

Our customers include U.S. federal, state, and local governments; therefore, it is necessary to comply with all statutes, regulations, rules, and ordinances that apply to these transactions.

The federal government has special rules on accounting for costs, proposal and bidding procedures, pricing, and time charging. Furthermore, the company may be required to certify accuracy regarding cost or pricing data, and compliance with specifications, quality control, and testing requirements for government projects. These rules may apply whether the company is performing as a prime contractor or as a subcontractor.

Employees involved in negotiating government prime contracts or subcontracts must ensure that all statements, communications, and representations to the customer representatives are accurate and truthful.

TRADE CONTROLS AND ANTI-BOYCOTT LAWS

As a global company, we work in many countries throughout the world. Most of these countries have customs laws and foreign policy based trade controls, including economic sanctions and embargoes governing the import or export of the products or services we offer.

We must strictly comply with all import and export controls laws and trade controls that apply to us, wherever we do business. Each of us is responsible for taking appropriate actions to ensure that every import,



temporary import, export, or re-export of products, services, technology, or software complies with all relevant local and international trade laws and rules, including customs regulations.

GIFTS, ENTERTAINMENT, AND OTHER FAVORS

Accepting or giving gifts, entertainment, and other favors may create a potential, perceived, or actual conflict of interest or even violate local laws. It may create an appearance of impropriety.

“Gifts, entertainment, and other favors” means anything of value. Examples of these include, but are not limited to; meals, lodging, discounts, prizes, travel, tickets, money in any form, or stock.

ACCEPTING

In the course of your work, you may be offered gifts, entertainment, or other favors from customers, suppliers, vendors, subcontractors, or other business contacts. Accepting such things may give the appearance that business decisions are improperly influenced and not made in the best interest of the company. To prevent such situations, the gifts, entertainment, and other favors must:

- Comply with ordinary and customary business practices for the industry.
- Be directly related with business discussions.
- Not be intended to improperly secure something in return.
- Not be in cash or cash equivalent.

If you are uncertain about whether a gift, meal, or event is appropriate for you to accept, please discuss the matter with your supervisor or contact the Legal Department.

GIVING

We are committed to winning business based on the superior features, benefits, and quality of services. Offering gifts, entertainment, or favors in order to win or keep business is unethical and may be illegal. However, there are occasions where it is acceptable to give a gift or entertainment to a business contact in order to build or sustain a business relationship and goodwill.

In general:

- Do not give gifts, entertainment, or favors to the same person or company more than occasionally.
- Limit gifts, entertainment, and favors to what is ordinary and customary business practice for the industry.
- Do not give gifts, entertainment, or favors if you are doing it to make the other person feel obligated to give business to the company.
- Do not give gifts or entertainment that may appear to violate our commitment to respect each other.
- Make sure that you are not violating the other company's gift and entertainment policy.
- Never give cash, checks, money orders, gift certificates, coupons, loans, or other types of money or money equivalent.
- Ensure you are in compliance with any local policy applicable in your region/country



Before offering a gift or entertainment, ask yourself the following:

- Is it intended to build a business relationship or influence a business decision?
- Is the timing such that it could cause others to doubt the recipient's objectivity or your intentions?
- Is it legal both in your country and in the country of the other party, and allowed by the recipient's organization?

Q. What does it mean to avoid “the appearance of impropriety”?

A. It means that you should avoid any conduct that may appear to others to be in violation of the law, ethical standard or the Code. As a general rule, consider if you would feel comfortable seeing this conduct reported on a TV news program or in a newspaper.

ZERO TOLERANCE FOR CORRUPTION

NEVER OFFER OR ACCEPT A BRIBE OR INDUCEMENT

You must never give or receive any kind of bribe or hidden payment—or anything else of value—for any reason, in order to:

- Influence someone's judgment about our services or those of another company.
- Gain improper advantage when selling our services, conducting business transactions, or representing company interests.
- Influence the use of discretionary authority by any government official.

This includes payments to any government official in any branch of government (or anyone exercising governmental powers), political candidates or parties, officers or employees of any corporation owned or controlled by the government, any customer, or anyone else. This applies not only to direct payments, but also to offers to make payments or payments through agents, consultants, suppliers, customers, or other third parties, or reimbursing a payment that you or someone else may have made personally.

For further information, read the following: **Anitcorruption Compliance Policy.**

CONTRIBUTIONS TO POLITICAL PARTIES AND CANDIDATES FOR PUBLIC OFFICE

The company is politically neutral. You must not make any contributions of the company's funds or assets to political parties or organizations, their leaders, or candidates for or in public office.

Q. Who is a government official?

A. A government official is anyone employed by any government or government-controlled enterprise or political party, such as officers, environmental inspectors, customs officers, postal workers, members of a legislative body, and employees of government-owned energy or utility companies.

Q. A customs official in another country told me I cannot get my equipment out of customs unless I pay him an additional “release fee” in cash. I have never been required to pay this sort of fee before. **Should I pay the fee?**

A. No. This type of payment to a government official is against the law and prohibited by Quanta. Report the request immediately to your supervisor, the Chief Compliance Officer, or the Legal Department and wait for proper instructions on how to proceed.



CONDUCT WITH OUR COMPANY

PROTECTING COMPANY INFORMATION AND RESOURCES

Protecting Quanta's information and resources is crucial to keeping Quanta successful. Each of us must do our part to respect, protect and use company information and resources responsibly.

CONFLICTS OF INTEREST

When conducting company business, we each have a duty to act in the best interest of the company and to avoid actual, potential, or perceived conflicts of interest. A conflict of interest arises when personal interests, activities, or relationships interfere with our objectivity, such as when an employee uses his or her position for personal gain.

Some conflicts of interest are obvious, such as a kickback payment for awarding business to a vendor. Other conflicts of interest may be less obvious, such as conducting business with a firm owned by a close family member, even when that firm appears to be offering the best value.

We should each:

- Avoid actions that create or even appear to create conflicts of interest with the company.
- Never use your position at the company for improper personal gain.
- If you think you may be aware of an actual, potential, or perceived conflict of interest, contact your supervisor or the Legal Department.
- Ensure that you comply with the Related Party Transactions Policy.

The Related Party Transactions Policy requires preapproval for certain conflicts of interest. Any concerns you have regarding actual, potential, or perceived conflicts of interest should be discussed with your supervisor or the Legal Department. Here are some examples of actual or potential conflicts of interest:

OUTSIDE EMPLOYMENT

- You or a close relative is employed by, provides services for, or receives payment from any competitor, supplier, or customer.
- You or a close relative owns a business that does business with the company.
- You have outside employment or business

interests that interfere with your ability to do your job at the company (e.g. by causing you to spend company time on your outside employment).

- You conduct business on the side for your personal benefit (not for the company) with any company vendor, supplier, customer, or contractor.



FINANCIAL INTERESTS

- You or a close relative has an investment or other financial interest in a privately-owned supplier, competitor, or customer of Quanta.

SPEECHES AND PRESENTATIONS

- You are offered a fee for outside speeches or presentations in connection with your work for Quanta.

PERSONAL RELATIONSHIPS

- You supervise or are supervised by a close relative.
- You are considering hiring a close relative as an employee or contractor.

POLITICAL RELATIONSHIPS

- You work on a political campaign during working hours.
- You are expressing political views in a setting where your audience may think you are speaking on behalf of Quanta.
- You make contributions or payments to political parties or candidates on behalf of Quanta.

For further information, read the following: **Related Party Transactions Policy.**

Q. My wife has a staffing company and would like to provide services for my operating unit. **Is her company allowed to perform services on a Quanta project?**

A. It depends. Your wife may approach Quanta to offer her company's services as long as you have no responsibility for procuring these services, and you have no involvement in the selection process. Her company will need to go through the established selection process and meet Quanta criteria and your operating unit. You may also require approval under Quanta's Related Party Transaction Policy.



CONFIDENTIAL INFORMATION

Disclosing sensitive information outside the company could hurt the company's competitive position and its shareholders.

Confidential information and trade secrets must be protected in the same manner that other company assets are secured and be held in the strictest confidence. Reasonable care should be exercised in dealing with such information in order to avoid inadvertent or improper disclosure.

We are committed to protecting confidential information. In the course of our work, many of us have access to confidential information, including:

- Business plans, including potential acquisitions or dispositions.
- Contract terms, rates, or fees offered to certain customers.
- Strategic plans.
- Marketing strategies.
- Technological innovations.
- Financial information.
- Patent applications.
- Employee and salary information.
- Proprietary work methods and procedures.

Do not disclose any confidential business information to anyone outside the company, even to members of your own family, unless the disclosure is for a legitimate business purpose and properly authorized. In some situations, it may be necessary to have a written confidentiality agreement.

Confidential business information must not be used in any way other than in the performance of your employment duties. Even within the company and among your co-workers, confidential information should only be shared on a need-to-know basis.

Q. I am the communications manager of my operating unit. I received an email from Quanta about an acquisition. **May I send out a tweet about the deal or post an announcement on our website?**

A. No, you may not tweet this information or post it on a website unless you have prior approval from Quanta's Communications Department.

Q. I attended a public meeting of a customer after the award of a bid to my operating unit. A local reporter approached me after the meeting who said "This is a very significant project. How can you justify charging this much for the job?" I was involved in the bid preparation and am very capable of explaining how the fee was determined and how the project delivers value for cost. The reporter said anything I said would be "off the record". **Should I have talked with the reporter?**

A. No, you should not engage the reporter in such a discussion. Even if the discussion is "off the record" you should refer the reporter to Quanta's Communications Department.



Do your part to protect confidential information:

- Be cautious discussing company business in public, such as in elevators, airplanes, and restaurants, and when using mobile phones.
- Refer any questions from investors, analysts, and the media to Communications Department or Investor Relations.
- Do not allow anyone access to company facilities without proper written authorization.

Media tools such as social networking sites, blogs, or wikis are subject to the same rules as any other communications. Do not post any information about acquisitions, organizational changes, relationships with customers or vendors, financial information, or personal employee information (address, phone numbers, employee identification numbers, etc.), as once posted, it may become available to anyone in the world, including our competitors, even if the post is subsequently deleted. You should assume that company information is confidential unless you are certain the company has publicly released the information.

Upon termination of employment for any reasons, you may not copy or retain any documents or data stored in any form containing Quanta confidential or proprietary information. The rule against disclosing confidential and proprietary information extends beyond your employment. Likewise, if you have been granted access to confidential materials from third parties, such as a prior employer, you must abide by any obligation to keep those materials confidential.

Q. I am a new employee. I still have several policies and subcontractor pricing information that I used at my prior employer. I think this information would be very helpful for my operating unit. **Can I share this information with my new colleagues?**

A. **No. Sharing confidential information from your prior employer would breach our Code, your obligations to your previous employer, and possibly also the law.** You are obliged to protect your past employer's confidential information, just as our employees are obliged to protect ours. You can still use the general knowledge and skills you learned in your previous job, but you cannot bring to your operating unit any confidential or protected materials produced by you or anyone else for your former employer. If you have any questions about any specific information, you should discuss with your supervisor or the Legal Department.



INSIDE INFORMATION

Many countries, including the U.S., have enacted laws prohibiting the trading of securities based on material, non-public information. Under U.S. law, information is generally considered “material” if a reasonable investor would consider that information important in making a decision to buy, hold, or sell securities. Any information that could be expected to affect Quanta’s stock price or impact an investor’s decision to buy or sell stock, whether it is positive or negative, should be considered material.

Using material, non-public information gained while working at Quanta or one of its operating units to purchase any amount of stock or ownership in Quanta or another business is strictly prohibited by this Code and could result in criminal and civil liabilities. This includes providing information to third parties, including family members.

For further information, read the following: **Insider Trading Policy.**

USE OF COMPANY RESOURCES

We are committed to protecting Quanta’s resources. Company resources include, but are not limited to:

- Equipment, machinery, tools, and spare parts.
- Telephones and copiers.
- Computers, laptops, mobile phones, tablets, printers, and other technology resources.
- Confidential information and records.
- Files, records, and reports created or acquired in the course of your employment.
- Inventions and ideas.
- Trademarks, copyrights, and patents.
- Trade secrets and plans.
- Receivables.
- Business relationships.
- Reputation.

EACH OF US MUST:

- Use company resources responsibly to ensure that they are not misused or wasted.
- Respect and protect the reputation of the company.
- Manage budgets, expenses, and other funds accurately.
- Follow company travel rules and expense policies which are designed to maximize efficiencies and minimize costs.



RECORD RETENTION

We are committed to creating company records that accurately and fairly represent our activities and transactions, and then maintaining those records for so long as required by law or our record retention schedules. Every operating unit is responsible for making sure that its records are retained or destroyed according to local laws as well as any company policy that governs document retention and destruction.

At times, you may be directed by the company to retain documents, in electronic or other formats, in connection with certain specific subjects. Documents identified for retention must be retained because failure to do so could result in criminal, civil, or administrative penalties or disciplinary action.

FINANCIAL REPORTING

We are committed to providing fair, accurate, and timely disclosure of financial information. Reporting of financial information requires the highest standard of fairness and honesty.

The integrity of the company's accounting and financial

records is based on the accuracy and completeness of the company's books and accounts. The harm done to the company's reputation and to its investors by fraudulent or misleading reporting can be severe.

All employees have a role in ensuring our financial integrity:

- Ensure transactions are properly authorized and recorded properly in a timely manner.
- Properly protect company assets and compare asset records with actual assets regularly.
- Submit or approve only valid business expenses for reimbursement.
- Make accounting decisions based on accounting standards and company policies.
- Do not make any false or unsupported statements or entries in the books and records of our company or in any public disclosure, or in any internal or external correspondence.

If you become aware of any omission, falsification, or inaccuracy of reported information, promptly report it.



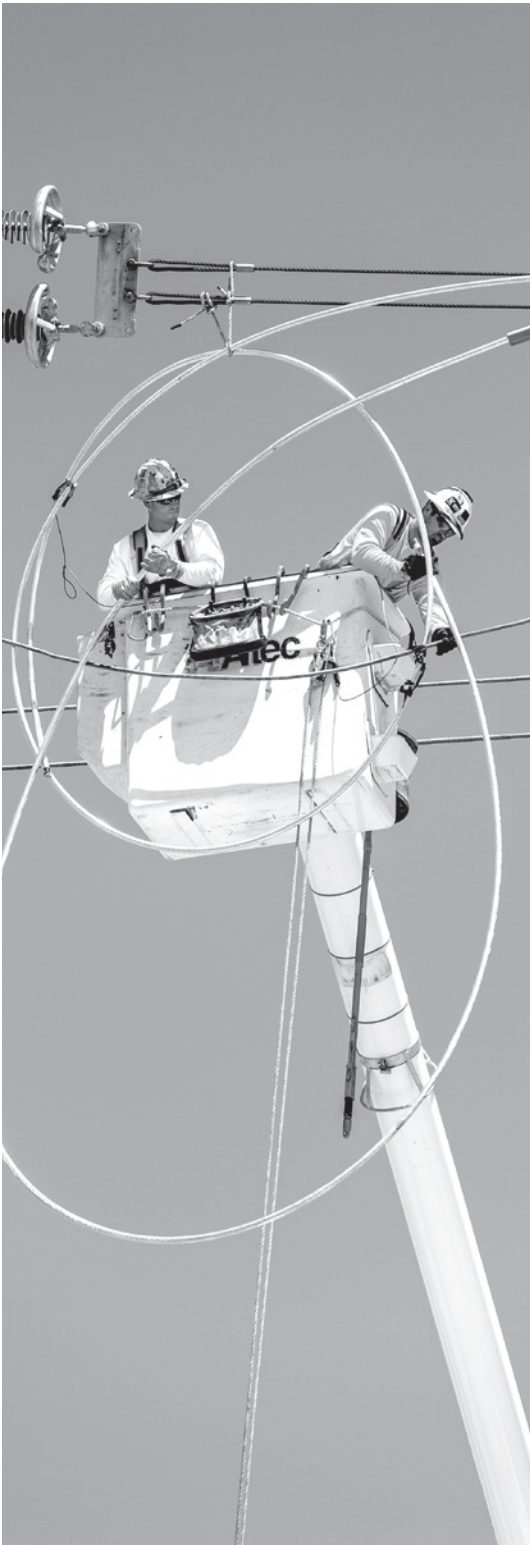
DOING THE RIGHT THING IS THE QUANTA WAY

Reading the Code is just a start. We expect all of our employees, officers, and directors to act ethically, legally, and in compliance with the Code at all times. Each of us is responsible for our own compliance with the Code, to report suspected violations, and to cooperate in the company's investigation of potential violations. You cannot lose your job or your benefits, or be demoted, suspended, threatened, harassed, or discriminated against for raising a Code of Conduct concern in good faith.

The Code is intended to provide guidance on what is “right” when dealing with customers, suppliers, other employees, competitors, and the public. However, the Code cannot address every situation you may encounter. There are a number of resources available to you to answer questions or for reporting violations. See **RESOURCES FOR ASKING QUESTIONS OR REPORTING CONCERNS** at the end of this Code.

ADDITIONAL INFORMATION

For further information about Quanta's policies on ethics and business conduct, please contact the Chief Compliance Officer. Copies of our Code as well as our Corporate Governance Guidelines are available on our Internet web site (www.QuantaServices.com) under Investors & Media, Corporate Governance.



RESOURCES FOR ASKING QUESTIONS
OR REPORTING CONCERNS

YOUR SUPERVISOR

You should take your questions and concerns to your direct supervisor. If you do not want to tell your direct supervisor about your concern, you can also discuss your questions and concerns with another supervisor with whom you are comfortable or any of the following resources:

ANY MEMBER OF THE HUMAN RESOURCES
DEPARTMENT

You may contact your operating unit Human Resources representative or any member of Quanta's Human Resources Department.

QUANTA'S GENERAL COUNSEL

Phone: +1 (713) 351-3860

Mail: Quanta Services, Inc.
2800 Post Oak Blvd., Suite 2600
Houston, TX 77056-6175
Attention: General Counsel

THE CHIEF COMPLIANCE OFFICER

Phone: +1 (713) 457-7675

Mail: Quanta Services, Inc.
2800 Post Oak Blvd., Suite 2600
Houston, TX 77056-6175
Attention: Chief Compliance Officer

Email: QuantaLCE@quantaservices.com

CHAIRMAN OF THE AUDIT COMMITTEE

The failure to comply with the company's accounting practices, internal accounting controls or auditing practices could have severe consequences for Quanta and its shareholders. In addition to the resources listed above, if you have concerns with respect to these matters, you may also report your concerns to the Chairman of the Audit Committee.

Mail: Quanta Services, Inc.
2800 Post Oak Blvd., Suite 2600
Houston, TX 77056-6175
Attention: Corporate Secretary

THE ETHICS HELPLINE

You may report concerns using the Ethics HelpLine on an anonymous basis.

TELEPHONE LINES

- In the US/Canada:
+1 (866) 7QUANTA
- Chile, 1-step dialing:
1230-020-0495
- Colombia, 1-step dialing:
01-800-5-1-85317
- Ecuador, 2-step dialing:
1.Dial Country's AT&T Direct Code (available at www.business.att.com/bt/access.jsp),
2.Then 877-776-0993
- Mexico, 1-step dialing:
001-844-863-8108
- Panama, 1-step dialing:
001-844-863-8110
- Peru, 1-step dialing:
0800-77-045
- Indonesia, 1-step dialing:
001-803-1-003-6843
- The Philippines, 1-step dialing:
1-800-1-111-0951
- Norway, 1-step dialing:
800-14769

EMAIL

EthicsHelpLine@quantaservices.com

INTERNET SUBMISSION

<https://quantaservices.ethicspoint.com>



