

# **NEW JERSEY RESOURCES CORPORATION**

## **Audit Committee**

### **Procedures for Receipt, Retention and Treatment of Complaints and Concerns Regarding Accounting, Internal Accounting Controls and Auditing Matters**

#### **INTRODUCTION**

New Jersey Resources Corporation and its subsidiaries (collectively, the “Company”) have adopted a Code of Conduct applicable to all employees that urges employees promptly to report to their supervisor, senior corporate officers, or the General Counsel and Chief Compliance Officer events of a questionable, fraudulent, or illegal nature. As an additional measure to support our commitment to ethical conduct, the Audit Committee of our Board of Directors has established the following procedures pursuant to Rule 10A-3(b)(3) under the Securities Exchange Act of 1934, as amended (which implements § 301 of the Sarbanes-Oxley Act of 2002) for: (i) the receipt, retention and treatment of complaints regarding accounting, internal accounting controls, or auditing matters, and (ii) the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters. Any complaints or concerns of employees or other persons regarding accounting, internal accounting controls, or auditing matters (which are referred to in these procedures as “Accounting Matter Complaints”) will be considered by the Company in accordance with these procedures, subject to the oversight of the Company’s Audit Committee. The Company is committed to achieving compliance with all applicable securities laws and regulations, accounting standards, and internal accounting controls.

Any employee of the Company who submits an Accounting Matter Complaint in good faith should have no fear of retaliation of any kind.

#### **SCOPE OF MATTERS COVERED BY THESE PROCEDURES**

These procedures apply to Accounting Matter Complaints, relating to, among other things, the following:

- Fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Company;
- Fraud or deliberate error in the recording and maintaining of financial records of the Company and the misapplication of generally accepted accounting principles;
- Deficiencies in or noncompliance with the Company’s internal accounting controls;
- The misrepresentation of a fact or the making of a false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Company; or
- Deviation from full and fair reporting of the Company’s financial condition.

#### **RECEIPT OF ACCOUNTING MATTER COMPLAINTS**

Employees and nonemployees with Accounting Matter Complaints may report their complaints or concerns to: (i) the General Counsel and Chief Compliance Officer of the Company; or (ii) the independent Chairman of the Company’s Board of Directors, or, if the Board Chairman is not independent, the Lead Director of the Company’s Board of Directors, and the Chairperson of the Company’s Audit Committee. Contact details for the General Counsel and Chief Compliance Officer are included in the Company’s Code of Conduct. Accounting Matter Complaints may be reported to the independent Chairman of the Company’s Board of Directors or the Lead Director of the Board of Directors, as applicable, and the Chairperson of the Audit Committee by calling EthicsPoint, Inc., a toll-free hotline service at 1-866-384-4277. EthicsPoint is an independent company whose trained, professional personnel will take complaints 24 hours a day, seven days a week, 365 days a year. Complaints may also

be submitted online through the EthicsPoint website at [www.ethicspoint.com](http://www.ethicspoint.com). No matter the method of communication, if a complainant requests that the Accounting Matter Complaint be treated in an anonymous, confidential basis, the request will be honored. All Accounting Matter Complaints, no matter how submitted, and whether by employees or nonemployees, such as shareowners, creditors, customers and suppliers, will be forwarded to the independent Chairman of the Board of Directors or the Lead Director of the Board of Directors, as applicable, and the Chairperson of the Audit Committee.

The report of any Accounting Matter Complaint should be factual rather than speculative or conclusory, and should contain as much specific information as possible to allow for proper assessment. An Accounting Matter Complaint describing an alleged violation or concern should be candid and set forth all of the information that the complainant knows regarding the allegation or concern. In addition, all Accounting Matter Complaints must contain sufficient corroborating information to support the commencement of an investigation. The Chairperson of the Audit Committee may, in his or her reasonable discretion, determine not to commence an investigation if an Accounting Matter Complaint contains only unspecified or broad allegations of wrongdoing without appropriate informational support.

### **TREATMENT OF ACCOUNTING MATTER COMPLAINTS**

Upon receipt of an Accounting Matter Complaint, the Chairperson of the Audit Committee will: (i) determine whether the Accounting Matter Complaint is a credible complaint; and (ii) when appropriate, acknowledge to the sender receipt of the Accounting Matter Complaint.

Each credible Accounting Matter Complaint will be reviewed and investigated by the General Counsel and Chief Compliance Officer and/or such other persons as the Chairperson of the Audit Committee determines to be appropriate, under the Audit Committee's direct review, direction and oversight.

The Chairperson of the Audit Committee shall have the authority to retain outside legal or accounting expertise in any investigation as he or she deems necessary to conduct the investigation in accordance with the Audit Committee charter and these procedures.

Information disclosed during the course of the investigation will, to the extent practical and appropriate, remain confidential, except as may be reasonably necessary under the circumstances to facilitate the investigation, take remedial action, or comply with applicable law. The identity of the complainant will be shared only as may be reasonably necessary and only with persons whose decisions are not implicated by the Accounting Matter Complaint.

All credible Accounting Matter Complaints will be investigated to a resolution. The Audit Committee will ensure that the Company's management takes prompt and appropriate corrective action when and as warranted in the judgment of the Audit Committee, including, where appropriate, reporting any violation to the relevant regulatory authorities.

The Audit Committee will determine the appropriate report to be made to the Company's external independent auditor.

### **PROHIBITION ON RETALIATION**

Any individual who in good faith reports an Accounting Matter Complaint, even if the report is mistaken, or who assists in the investigation of an Accounting Matter Complaint, will be protected by the Company. Retaliation in any form against any such individual will not be tolerated. Any act of retaliation should be reported immediately and will be disciplined appropriately.

Specifically, the Company will not discharge, demote, suspend, threaten, harass, or in any other manner discriminate or retaliate against any employee in the terms and conditions of the employee's employment because of any lawful act done by that employee to either: (a) make a good faith report of any Accounting Matter Complaint, or (b) file, cause to be filed, testify, participate in, or otherwise assist in a proceeding filed or, to the employee's knowledge, about to be filed relating to an alleged violation of any such law, rule, or regulation.

## **REPORTING AND RETENTION OF COMPLAINTS AND INVESTIGATIONS**

All Accounting Matter Complaints shall be added to the Company's Code of Conduct log, tracking their receipt, investigation and resolution. Copies of Accounting Matter Complaints and such log will be maintained in accordance with the Company's document retention policy.

## **POLICY ADMINISTRATION**

The Audit Committee will be responsible for the administration of this policy, including any updates which may be necessary or appropriate.

## **COMPLIANCE WITH THE POLICY**

A link to the current version of this policy will be maintained on the Company's website. All employees must follow the procedures outlined herein and cooperate with any investigation initiated pursuant to this policy. Adhering to this policy is a condition of employment. The Company must have the opportunity to investigate and remedy any alleged violations of this policy or employee concerns, and each employee must ensure that the Company has an opportunity to undertake such an investigation. This policy does not constitute a contract of employment or change the at-will status of any employee.

Reviewed: July 14, 2020