

**CABLE ONE, INC.**

**CODE OF BUSINESS CONDUCT AND ETHICS**

**May 2019**

**A LETTER FROM OUR PRESIDENT AND CEO**

Cable One, Inc. has always had strong principles guiding the way we do business and the way we treat each other, our customers, suppliers and partners. We seek to conduct our operations in accordance with the highest standards of business ethics and compliance with both the letter and the spirit of the law.

All associates and members of the Board of Directors (the “Board”) are covered by this Code of Business Conduct and Ethics (this “Code”), and we expect that our contractors, consultants, agents or anyone else who operates in our name observe the same high standards.

Our associates work in locations across the United States — many in small operations with just a few people. We want to make sure that every associate at every location shares our way of doing business and understands the high priority that we place on ethical business conduct.

This Code represents an overview of the corporate policies that should govern all associates’ actions. It is not a replacement for standard operating policies, guidelines and procedures (collectively, “policies”) that address the specifics of each department, some which may impose stricter or more detailed requirements. No policy or code can cover every potential situation or provide definitive answers to all issues that may arise, but this Code establishes general principles and indicates where to go for answers.

High standards of ethical business conduct are central to who we are and what we believe. We are a Company with associates who act in good faith, responsibly, with due care, competence, and diligence. We believe in doing the right thing and that the long-term success of our business depends on it.

Please read this document, ask questions and take pride in working for a Company that demands the best.

Sincerely,

Julia M. Laulis  
Chair of the Board, President and Chief Executive Officer

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**Note:** Throughout this Code, the terms “we,” “us,” “our” or the “Company” refer to Cable One, Inc. and/or the subsidiary in which an associate works, depending on the context.

## **COMPLIANCE WITH LAWS, RULES AND REGULATIONS**

The Company's policy is to promote full compliance with all applicable laws, rules and regulations of federal, state, county and local governments, and other appropriate private and public regulatory agencies. To the extent an associate has questions about a particular circumstance that may involve unlawful conduct, that individual should seek advice from the General Counsel.

## **FINANCIAL POLICIES**

### **Company Assets**

The Company's assets are to be used exclusively for the Company's business except for incidental personal use that does not interfere with job performance, is not related to an unlawful activity or outside business and is in accordance with Company policies. Associates are prohibited from using Company assets for personal gain or convenience or making Company assets available for the gain or convenience of anyone else, or for any purpose other than conducting the Company's business. Associates have a responsibility to safeguard Company assets from loss, damage, theft, misuse and waste and to report situations where Company assets are lost, damaged, stolen, misused or wasted.

Some examples of Company assets include:

- Equipment, vehicles and tools;
- Facilities, property, supplies, computers, software and intellectual property;
- Services, such as telephones, internet, video and computer networks; and
- The time and efforts of associates.

### **Authority to Make Commitments**

Only specific associates are authorized to make financial or other commitments on behalf of the Company. Some examples of authorized commitments include:

- Ordering equipment or materials,
- Authorizing business travel,
- Approving invoice payments or expense reports,
- Authorizing budget overruns,
- Signing leases or other contracts,
- Disposing of Company assets,
- Undertaking significant new product development,
- Settling litigation or other claims,
- Borrowing money,
- Setting compensation or associate benefits, and

- Making charitable contributions and other transactions.

No associate should make a Company commitment unless the associate has the authority to do so, and all associates should execute any commitments in accordance with Company policies and as authorized by management.

### **Integrity of Records and Reports**

The Company's records are relied upon to produce reports to various stakeholders, including the Company's management, stockholders, creditors, governmental entities and others. All Company records and reports produced from those records (including accounting records and financial statements) must be prepared accurately, maintained in reasonable and appropriate detail and fairly reflect the Company's operations, results and activities. Records and reports must be maintained, secured and made available in accordance with the applicable law.

Responsibility for accurate and complete records does not rest solely with any single department. All associates have the responsibility to comply with our policies and are responsible for accurate, honest and complete reporting of information. Accruals and estimates included in internal reports (such as business plans, budgets and forecasts) must be supported by appropriate documentation and based on good-faith judgment.

Any associate who is unsure about the treatment of a transaction, believes that a transaction may have been improperly recorded or otherwise has a concern regarding our records should confer with any of our Chief Financial Officer, General Counsel, internal audit department or the Audit Committee of the Board. Associates can also report any issues through our Ethics Hotline and may elect to remain anonymous. See the section entitled "Administration of the Code — Escalating or Reporting a Violation" section of this Code for further information.

### **Payments and Disbursements**

All payments made by or on behalf of the Company must be properly documented in the accounting records with appropriate approval(s) and an adequate description of the business purpose of the disbursement.

### **Cash Deposits and Bank Accounts**

All cash received by the Company shall be promptly recorded in the accounting records and deposited in a bank account properly authorized by the Company. All bank accounts and other cash accounts shall be clearly and accurately recorded in the accounting records. No unrecorded accounts, funds or assets shall be established for any purpose.

### **Cooperation with Inquiries**

Associates shall provide complete and accurate information in response to inquiries from the Company's internal auditors and outside independent auditors as well as the Company's internal and external legal counsel and human resources personnel.

### **POLITICAL CONTRIBUTIONS AND ACTIVITIES**

No Company funds or assets, including the working time of an associate, will be contributed, loaned or made available, directly or indirectly, to any political party, candidate or committee or the campaign of any candidate for a local, state, federal, or foreign office.

Associates may engage in personal political activities, including making political contributions, so long as the activities or contributions are on the associate's own time, at the associate's own expense and do not infringe upon the associate's duties to the Company. If an associate speaks on public issues (regardless of the medium), it must be clear that the opinions expressed are those of the individual and not the Company.

## **IMPROPER PAYMENTS AND WORKING WITH GOVERNMENT PERSONNEL**

### **Bribes and Other Improper Payments**

Associates are prohibited from making payments (either directly or through agents) to any government official or other individual, or to any company or organization, for the purpose of obtaining or retaining business, securing the performance of some government action, or otherwise improperly influencing the actions of the recipient. This policy does not prohibit normal, legal and customary business expenses, such as reasonable entertainment, trade organization dues or similar expenses, which must be properly reported on an appropriate expense report form.

### **Working with Government Personnel**

Federal, state, local and foreign governments have various regulations prohibiting government personnel from accepting entertainment, gifts, gratuities or other business courtesies that may be acceptable in the private sector. There may also be restrictions on discussing or offering employment to government personnel. All associates who may have to make decisions concerning any of these matters must understand and comply with the letter and intent of such regulations.

## **CONFLICTS OF INTEREST AND CORPORATE OPPORTUNITIES**

Every associate should act with honesty and integrity, avoiding actual or apparent conflicts of interest.

The actions and decisions of associates should promote the best interests of the Company (consistent with the highest standards of ethics and integrity). Occasionally, situations arise where the personal interests of an associate interfere, have the potential to interfere or appear to interfere with the ability of the associate to act in the best interests of the Company. The basic factor that exists in all conflict situations is thus an actual, potential or apparent division of loyalty between the personal interests of an associate and the associate's obligation to promote the Company's interests. Many, but not all, conflict situations arise from an associate's personal relationships or personal financial dealings.

Although the mere existence of an actual, potential or apparent conflict of interest does not imply wrongdoing on anyone's part, eliminating or otherwise appropriately managing such conflicts is essential to maintaining the Company's reputation and to protecting its financial and other interests.

It is not possible to describe every circumstance which might give rise to a conflict of interest, but the following section illustrates several examples of situations where that risk is present.

### **Potential or Apparent Conflict of Interest Situations**

Depending on the specific facts, a conflict of interest might exist if an associate or a member of the associate's family or household, or an individual with whom the associate has a close, personal relationship:

- Owns, has a substantial financial interest in or works for:
  - A competitor of the Company; or

- Any business entity which does business with or which seeks to do business with the Company if the associate is involved in the transactions in any way.
- Competes with the Company to acquire or dispose of property, rights or interests of any kind, including those in which it is known that the Company might have a future interest.
- Accepts or solicits any cash, loans, gifts of more than nominal value or other substantial favors from any of the Company's competitors, suppliers, contractors or advertisers.

Or if an associate:

- Uses or discloses confidential Company information for non-business reasons or for the personal profit or advantage of the associate or any other person.
- Uses his or her position with the Company to influence an outside concern for the personal profit or advantage of another person.
- Engages in any outside business or employment, except with the prior written consent of the General Counsel or the Conflict of Interest Committee.

Circumstances other than those described in this section can also present conflicts of interest, and associates should be alert for any situation where there is an actual or apparent conflict between their personal interests and their obligation to act in the best interests of the Company.

If an actual, potential or apparent conflict of interest arises for a director, the director shall promptly inform the Chair of the Board and the Lead Independent Director. All directors will recuse themselves from any discussion or decision affecting their business or personal interests.

**Disclosure Required — *When in Doubt, Ask!***

Associates must promptly and fully disclose to their managers any circumstances they become aware of that could possibly be viewed as creating a conflict of interest, even if the individual associate does not believe that the associate's objectivity is being compromised in any way by those circumstances. In some cases, the relevant manager may conclude that no actual or apparent conflict exists and that nothing further need be done. In other cases, specific actions may be required to eliminate the conflict or the appearance of a conflict or to protect against the effects of a conflict that cannot be eliminated. The important point to remember is that every associate must promptly disclose any situation that presents even the appearance of a conflict of interest. If the associate is unsure whether there is an appearance of a conflict, the situation should still be brought to the attention of the associate's manager.

**Corporate Opportunities**

All associates are prohibited from using the Company's property, information or position for personal gain or from making personal use of opportunities that are discovered through the use of the Company's property, information or position. A permitted exception to this policy exists if, after full disclosure of the facts is made, the disinterested members of the Board or the Chief Executive Officer and/or the Chief Financial Officer, as appropriate, determine that the Company will not pursue the opportunity.

## **EMPLOYMENT MATTERS**

### **Equal Employment Opportunity**

The Company is committed to provide equal employment without regard to race, creed, color, religion, national origin, nationality, ancestry, sex/gender, pregnancy, affectional or sexual orientation, age, disability, marital status, citizenship, genetic information, veteran status or any other category protected by applicable law.

This policy applies to all terms and conditions of employment including but not limited to hiring, placement, promotion, termination, transfer, leave of absence, compensation and training. Any conduct in violation of this policy is cause for disciplinary action, up to and including termination. Furthermore, the Company affirmatively seeks to source, attract, hire, retain and progress qualified minority and female applicants for employment, as well as qualified disabled individuals, in accordance with applicable law.

### **Anti-Harassment and Non-Discrimination**

The Company is firmly committed to providing a work environment free from all forms of unlawful discrimination and harassment. This commitment includes providing a workplace where everyone is treated with dignity and respect, in an environment free from all forms of unlawful discrimination, including sexual and any other type of discriminatory harassment on the basis of any factor prohibited by applicable law, including race, creed, color, religion, national origin, nationality, ancestry, sex/gender, pregnancy, affectional or sexual orientation, age, disability, marital status, citizenship, genetic information, veteran status or any other basis prohibited by applicable law.

Harassment in any form, including verbal and physical conduct, visual displays, threats, demands and retaliation, is prohibited. All associates are required to treat each other with understanding, respect and courtesy, recognizing each associate's individuality and dignity. The Company will not tolerate harassment by associates, supervisors, customers, suppliers, vendors or others.

Examples of what can constitute "harassment" include but are not limited to lewd or vulgar remarks, unwelcome slurs, suggestive comments, posters, pictures and calendars, pressure for dates or sexual favors and unacceptable physical contact. It is important to realize that what may not be offensive to one associate may be offensive to other associates. Harassment by contractors, vendors or other non-associates also will not be tolerated. Actions or words that harass or intimidate others because of other protected characteristics are also strictly forbidden and will not be tolerated.

The Company is committed to vigorously enforcing this policy against discrimination and harassment, including but not limited to sexual harassment, at all levels within the Company. The policy applies to all incidents of alleged discrimination or harassment, including those which occur off-premises or off-hours (i.e., business trips, meetings and social events) where the alleged offender is a supervisor, coworker or even a non-associate with whom the associate is involved, directly or indirectly, in a business or potential business relationship. This policy applies to electronic communications.

Any associate who believes they have been subject to any form of harassment, including sexual harassment, should, as soon as possible, report the complaint to their immediate supervisor, system manager, ad sales manager or appropriate vice president. The Vice President of Human Resources, General Counsel and President and Chief Executive Officer are also available to discuss any such complaints. All such complaints will be promptly investigated.

Any associate who is found to have engaged in conduct constituting harassment, including sexual harassment, will be subject to disciplinary action, up to and including termination.

The Company will not tolerate retaliation against any associate who is a victim or witness to an instance of harassment, including sexual harassment, and, in good faith, complains or provides information in connection with any such complaint.

### **ILLEGAL AND IMPAIRING SUBSTANCES**

Associates may not possess, use, sell, distribute or be under the influence of illegal drugs while on Company property or while conducting Company business anywhere. Such behavior is a violation of Company policy and the law.

When reporting for work and throughout the work shift, associates must be fit for duty at all times and not pose a safety hazard to themselves or others through their use of alcohol or other legal, but impairing, substances.

### **WORKPLACE VIOLENCE**

The Company cares about the safety of our associates and is committed to providing a safe workplace. The Company prohibits acts of violence or threats of violence by any associate against any other person on Company property or in connection with Company business elsewhere at any time.

Associates are prohibited from possessing firearms or weapons while on Company property or while conducting Company business anywhere, except as may be authorized in writing by the Company.

### **ENVIRONMENTAL PROTECTION**

The Company is committed to the environmental protection of its operations. In keeping with this commitment, we will continue to:

- Comply with all applicable federal, state and local environment laws and safety regulations; and
- Encourage associates to report any violation of laws or regulations to supervisors or Company officers.

### **FAIR DEALING**

The Company is committed to succeed through open, fair and honest competition. The Company seeks superior performance but never through unethical or illegal business practices. Each of us should endeavor to deal fairly with our customers, suppliers and competitors.

### **ANTITRUST**

The antitrust laws are intended to foster free and open competition, and it is important that we comply with the letter and the spirit of such laws. Agreements that reduce business competition are a core concern of the antitrust laws and violations may result in severe civil and criminal penalties to the Company and to individuals. Antitrust laws pertain to dealings with customers and suppliers as well as competitors.

In some cases, depending on the circumstances, the antitrust laws prohibit discussions among competitors about competitively sensitive subjects. The most serious antitrust violations are agreements among competitors that directly restrict competition among them.

These include agreements:

- To raise, lower or stabilize prices;
- To divide the areas in which they will do business or the customers they will serve; or
- To refuse to deal with certain customers or suppliers.

Conduct intended to drive a competitor out of business may also violate antitrust laws.

Antitrust is a complex area of the law and violations have serious consequences for the Company and for individuals personally. The Company's legal department should be consulted with any questions.

### **COPYRIGHTS AND TRADEMARKS**

United States and international copyright laws prohibit the copying, distribution, use or display of a copyrighted work without the prior permission of the copyright owner. These restrictions apply to software as well as written material and extend to the making of derivative works or compilations of any copyrighted material.

Neither the Company nor any associate should copy or use unauthorized copies of:

- Newsletters, newspapers, books, magazines, photos, artwork, musical works, audio, video, film, etc.;
- Computer software or databases;
- Trademarks, logos or brand names not owned by the Company; or
- Other copyrighted or trademarked material in any manner that infringes on the rights of its owner or violates copyright laws or a relevant licensing agreement.

Violations can result in civil and criminal penalties for the Company and its associates. Check with the Company's legal department to determine if a use that you might want to make is acceptable.

### **ACCESS TO NETWORKS**

Associates depend on access to the internet, Company networks, telephone, e-mail and/or other technology to do their jobs. These tools come with risks and responsibilities that all associates must understand and accept.

Associates must use these resources only for the Company business activities and comply with applicable Company policies.

### **Company Property and Privacy**

Computer networks, electronic communication systems and all messages and log files generated on or handled by them (including backup copies) are the property of the Company.

There should be no expectation of privacy in these electronic interactions. The Company may monitor the content of individuals' electronic communications or monitor the content of a server log files to review what websites or other internet locations an individual has visited and what files the individual may have sent or received. Computer networks, e-mail systems, voice mail systems and server logs are monitored regularly to support routine and non-routine activities such as operations, maintenance, auditing, security

and investigations. Associates should also keep in mind that the Company may be required to turn over this information to law enforcement authorities and other third parties.

Associates may not intercept or disclose, or assist in intercepting or disclosing, electronic communications or Internet activity except as specifically provided above and only then with appropriate authorization.

### **Authorized Users**

Company computer networks, e-mail and voicemail systems and internet access generally must be used only for Company business activities. However, incidental personal use is permitted if:

- It does not interfere with any Company business activity or with associate productivity;
- There is no significant added cost to the Company; and
- It is otherwise consistent with Company policies.

### **Prohibited Uses**

Under no circumstances should Company computer networks, e-mail and voice mail systems or Internet access be used:

- For any illegal activity;
- To communicate offensive sexual, racial or other remarks, jokes, slurs and obscenities;
- For personal business, commercial or solicitation activities; or
- For chain-letter communications of any kind.

The following uses of Company systems are also generally prohibited:

- Political activities;
- Charitable endeavors that are not Company-sponsored or authorized, including any fundraising;
- Mass mailings;
- Gambling; or
- Pornography

Additional uses may be prohibited or limited by other provisions of this Code or by other Company policies.

### **CONFIDENTIAL INFORMATION**

Many associates have access to confidential Company information in the course of their jobs in order to perform important functions. It is vitally important that all associates handle confidential information properly.

There are two major concerns:

- Preventing the unauthorized release or use of information that might adversely affect the Company's businesses; and
- Avoiding violations of the law, particularly the securities laws relating to disclosure of material financial or other information before that information is made public.

### **What is Confidential Information?**

What follows is not a complete list of what is considered to be confidential information, but it illustrates examples of what is typically confidential unless it has been disclosed by the Company in a financial filing, press release or other authorized formal or official public communication:

- Financial results, budgets or forecasts;
- Business plans, operating plans, strategy statements, operating manuals, organization charts and other internal communications;
- Company investments, acquisitions or divestitures;
- New products, services, pricing data or plans and advertising and marketing plans (other than as publicly announced by the Company);
- Whether a product, service or business is meeting financial or other expectations;
- Business relationships or the terms of any business arrangement, including prices paid or received by the Company;
- Operating statistics;
- Customer data, such as names, addresses, spending levels or any confidential business information of the customer;
- Prices (other than publicly announced prices) and anything relating to pricing changes or price negotiations;
- Wages and salaries, bonus or compensation plans or unannounced personnel changes; and
- Personal information about any associate.

In general,

- If information about the Company has not been made public by the Company, it should be treated as confidential; and
- Information is confidential even if you know it incidentally rather than because it is part of your job.

## **Non-Disclosure and Non-Use**

Associates may not disclose to unauthorized persons or use for their own personal benefit or profit, or the benefit or profit of another, any confidential information that they obtain as a result of their employment at the Company. This obligation continues after an associate's employment with the Company ends.

## **Public Disclosures**

Associates may be asked for information about the Company by the media, trade groups, consultants and others collecting information for various purposes. No associate should make public statements on behalf of the Company or provide confidential information in response to external inquiries unless the associate has been authorized to do so by the Chief Financial Officer or General Counsel.

## **Proper Disclosures**

Some associates must disclose confidential Company information as a part of their job responsibilities. This policy concerning confidential information is not intended to prohibit such authorized disclosures.

Some examples of situations in which confidential information might properly be disclosed are:

- Disclosure of operational data to vendors or consultants in connection with providing services to the Company;
- Participation in legitimate and authorized industry surveys;
- Providing data to governmental agencies as part of required filings; or
- An authorized associate responding to media or financial analyst inquiries.

Associates should be certain that they understand what they have been authorized to disclose, and to whom, prior to disclosing any confidential information.

## **Respect for the Confidential Information of Others**

Some associates may become familiar with another company's or person's confidential information as a result of their position with the Company. Associates must take care to respect the confidential nature of this information and not use or reveal it without authorization.

## **"Inside" Information and Insider Trading**

Some financial information is not required to be made public, and the Company may choose to keep it confidential. An example of this kind of information is the information contained in the Company's budget. Similarly, the Company's operating results are confidential until publicly released by the Company.

Any associate in possession of such "inside" information must refrain from discussing it with anyone outside the Company. This includes not only financial analysts and the press, but also business associates and personal friends. It is a serious mistake to disclose such information to anyone simply because you are confident that the person will neither try to benefit from it nor disclose it to others.

Associates must not trade in the Company's stock when they have material information about the Company that is not yet public. Associates who have knowledge of the Company's operating results for any quarter or for the year must be very careful about trading in Company stock. Such associates should not buy or sell

Company securities during the period surrounding the release of financial results or other important inside information to the public.

Associates should contact the Company's General Counsel with any questions about their buying or selling of Company securities.

**Engaging in insider trading, or providing confidential information that is used in insider trading, is illegal and can result in substantial fines and criminal penalties for the associate.**

## **GOVERNMENT INVESTIGATIONS AND LITIGATION**

### **Government Investigations**

It is Company policy to cooperate with reasonable and valid requests by federal, state or local government investigators. At the same time, the Company is entitled to all the safeguards provided in the law for persons under investigation, including representation by counsel.

Accordingly, if a government investigator requests an interview with any Company personnel, seeks information or access to files, or poses written questions, he/she should be told that you must first consult with the Company's legal department. You should immediately contact the Company's legal department, which will then provide advice as to further action.

### **Penalties**

Associates should be aware that criminal sanctions could be imposed upon any person who submits false or misleading information to the government in connection with any government investigation. Full cooperation and proper legal supervision of any response in connection with a government investigation is essential from both corporate and individual viewpoints.

### **Litigation**

The Company's legal department must be consulted before any associate — in the name of and on behalf of the Company — initiates litigation of any kind or complains to a government agency about the actions of anyone else. Notwithstanding the foregoing, the provisions of this Code are not intended to, and shall be interpreted in a manner that does not, limit or restrict a person from exercising any legally protected whistleblower rights (including pursuant to Rule 21F under the Securities Exchange Act of 1934).

In the event any litigation is begun or threatened against the Company, associates should notify the Company's legal department immediately, even if the action or threats appear to be without merit or insignificant.

## **POLICIES, PROCEDURES AND CERTIFICATIONS**

### **Other Policies and Procedures**

This Code does not contain all of the policies of the Company or all of the details of the policies that are included. The Company has written policies and procedures (including the Associate Handbook) that provide more information on some of the topics in this Code. These more detailed policies and procedures are particularly useful to any associate who is directly involved in financial, purchasing or human resources functions, and are essential to any associate responsible for management of these functions.

Talk to your manager about the Company policies and procedures that you are responsible for following in your job and make sure that you have reviewed and understand them.

### **Certifications**

Some associates, due to the nature of their positions in the Company, will be required to certify in writing periodically that they have complied with Company policies.

### **ADMINISTRATION OF THE CODE**

The Chief Financial Officer and the General Counsel have final responsibility for administration and enforcement of this Code relating to associates, except executive officers. The Audit Committee of the Board (or its designee) has final responsibility for administration and enforcement of this Code relating to executive officers and directors of the Company. The Audit Committee may designate another Board committee or the full Board, as it deems appropriate, to handle the administration and enforcement of a particular provision as it applies to executive officers and directors of the Company.

#### **Every associate has an obligation to:**

- **Comply** with this Code, which prohibits violation of local, state, federal or foreign laws and regulations applicable to our businesses, and requires compliance with all Company policies;
- **Be familiar** with laws and Company policies applicable to the associate's job and communicate them effectively to subordinates;
- **Ask questions** if a policy or the action to take in a specific situation is unclear;
- **Be alert** to indications and/or evidence of wrongdoing; and
- **Report** violations and suspected violations of this Code to the appropriate person as described below under the heading "Escalating or Reporting a Violation" and elsewhere in this Code.

Managers have a specific responsibility to be aware of and question circumstances or behaviors that suggest a violation of this Code may have occurred. A manager's failure to follow up on reasonable questions is, in itself, a violation of Company policy.

#### **Escalating or Reporting a Violation**

Any associate who has information about a violation or suspected violation of this Code must promptly report the violation to the associate's manager (unless the violation or suspected violation involves such manager), appropriate vice president, the Chief Financial Officer, General Counsel and/or Vice President of Human Resources. If a violation or suspected violation of this Code involves senior management, an associate should report such matter to the President and Chief Executive Officer, Chief Financial Officer, General Counsel and/or Vice President of Human Resources. Members of the Board should report these matters to the Chair of the Board or the Lead Independent Director, as appropriate. Alternatively, an associate can call the Ethics Hotline described below or submit information in writing to the chair of the Audit Committee, c/o the Corporate Secretary.

The Company's open door policy also encourages associates to raise work-related issues or concerns in good faith with management as such issues arise. Examples of concerns the Company encourages associates to raise to their manager include:

- Conduct or behavior in the workplace that you perceive to be inappropriate;
- Violations or potential violations of local, state, federal or foreign laws and regulations; and
- Violations of this Code of Ethics and Business Conduct or other Company policies.

Talking directly with an associate's manager or the person involved in the issue can often resolve issues or concerns. If an associate is not comfortable raising an issue with the associate's manager, escalation to the next level manager, appropriate vice president, the Chief Financial Officer, General Counsel or Vice President of Human Resources is encouraged.

### **Ethics Hotline**

Associates can report possible violations of this Code or concerns about ethics or integrity in the workplace through the Company's Ethics Hotline at 1-855-558-2009. The Ethics Hotline is available 24 hours a day, seven days a week, and is operated by an independent company that uses trained communications specialists to answer calls. Reports are forwarded to appropriate individuals within the Company for investigation. Associates who contact the Ethics Hotline do not have to give their names, but they will be asked to provide information about the location where they work so their concerns can be investigated. An associate who elects to remain anonymous will be given a confidential code and a contact date so he/she can check on the status of the investigation and respond to any follow-up questions. The Ethics Hotline has translators available for non-English-speaking associates and also offers TTY service for hearing-impaired associates.

### **Follow-up to the Report of a Violation**

#### ***Responsibility***

Investigations, discussions and actions taken as a result of violations reported in good faith will be conducted by senior managers, the Company's human resources department and/or the Company's legal department, who will report to the Chief Executive Officer and President. Individuals who are alleged to be involved in a violation will not participate in its investigation.

#### ***Confidentiality***

Reports of suspected violations will be kept confidential to the extent possible and consistent with the conduct of an appropriate investigation.

#### ***No Retaliation***

Retaliation in any form against an associate who has, in good faith, reported a violation of this Code will not be tolerated.

### **Consequences of a Violation**

Associates who violate this Code, or who fail to report violations of which they are aware or should be aware, will subject themselves to disciplinary action up to and including termination. Some violations may also result in civil liability and/or lead to criminal prosecution.

### **CODE APPROVAL AND AMENDMENTS; WAIVERS**

The Board has approved this Code and may amend this Code at any time.

Waivers of this Code will not be granted except in very limited circumstances. Any waiver of this Code that involves an executive officer or director of the Company may only be made by the Board or a designated committee of the Board after disclosure of all material facts by the individual seeking the waiver and will be promptly disclosed as required by applicable law, regulation or stock exchange listing standard. Any waivers for other individuals may only be granted by the Chief Executive Officer or General Counsel after disclosure of all material facts by the individual seeking the waiver.

### **KEY COMPANY CONTACTS**

Associates may access key contact information from the Company's CONEX intranet site.

**IMPORTANT NOTICE ABOUT YOUR EMPLOYMENT WITH  
CABLE ONE, INC. OR WITH ONE OF ITS SUBSIDIARIES**

This Code is not a legal contract and may be modified or discontinued without notice and in the sole discretion of Cable One, Inc. Violations of this Code may result in disciplinary action, up to and including termination.

No representative of Cable One, Inc. or its subsidiaries has the authority to make an agreement or authorize conduct contrary to this Code except with specific written authority of Cable One, Inc. in accordance with Company policies.

No representative of Cable One, Inc. or its subsidiaries has the authority to enter into any agreement for employment for any specified period of time except with specific written authority of Cable One, Inc. in accordance with Company policies. Except as otherwise provided by written agreement or applicable law, associates of Cable One, Inc. and its subsidiaries are employed at will, and Cable One, Inc. reserves the right to take employment action, including termination, at any time for any reason and without prior notice.