



WHITE CAP PARENT, LLC WHISTLEBLOWER POLICY

Purpose

WHITE CAP PARENT, LLC and WHITE CAP SUPPLY HOLDINGS, LLC (collectively the “Company”) is committed to high standards of ethical, honest and legal business conduct. In line with this principle and our commitment to open communication, this Policy provides an avenue for associates and other interested parties to bring to our attention illicit or illegal conduct and reassurance that they will be protected from reprisals for raising such concerns.

This policy is effective as of October 19, 2020. The Audit Committee of the Board of Directors of the Company (the “Audit Committee”) shall have oversight responsibility for and shall administer the policy.

This Policy is intended to cover protections for bringing to our attention questionable business conduct at the Company such as:

- 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;
- deficiencies in, or non-compliance with, the Company’s internal accounting controls;
- misrepresentation or 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.

Policy

It is the policy of the Company to encourage associates and other interested parties, when they, in good faith, reasonably believe that any questionable conduct regarding accounting, internal accounting controls or auditing matters, has occurred, is occurring or is about to occur, to report those concerns immediately. Such reports may be made anonymously and the identity of the reporter will be treated as confidential.

The Company strictly prohibits discrimination, retaliation or harassment of any kind by any Company officer, director, associate or agent against any associate or other interested party who in good faith reports or participates in an investigation of reported complaints of questionable or illicit conduct.

Reporting Procedures

The procedures in this Policy are intended for serious and sensitive issues. If an associate or other interested party has reason to believe that there exists questionable or illicit conduct, including concerns related to the Company’s Code of Business Conduct and Ethics or related to accounting methods, internal accounting controls, auditing matters or financial reporting practices, the associate or other interested party should immediately report those facts through the Company’s AlertLine secured Internet website at whitecap.ethicspoint.com or by calling White Cap’s AlertLine toll free at (844) 330-7090.

Concerns may also be sent via pre-paid mail or courier to:

WHITE CAP SUPPLY HOLDINGS, LLC
c/o General Counsel and Corporate Secretary
6250 Brook Hollow Pkwy
Norcross, GA 30071

The reporting individual should provide names, dates, places, and other details sufficient to facilitate an effective investigation.

Collection and Screening of Communications

The General Counsel will collect and review all communications addressed to the Audit Committee (or any of its members) and related matters covered by the Company's Code of Business Conduct and Ethics, legal issues, accounting or audit matters and will act as the agent of the Audit Committee for that purpose. Any communications that are not within this scope will be excluded from further review and processing under this policy and will instead be processed under the Board of Directors Communication Policy.

Investigations

A. Upon receiving a complaint under this Policy, the General Counsel will notify the Chairman of the Audit Committee that a complaint has been received. No person who is the subject of a complaint will receive such a notification.

B. The General Counsel, in conjunction with the Internal Audit Department, to the extent the General Counsel deems necessary or appropriate, will undertake a preliminary investigation on behalf of the Audit Committee to determine if the information can be substantiated. Upon receiving the results of the preliminary investigation, the Chairman of the Audit Committee will determine if any further action is required to follow up on the complaint.

C. The Chairman of Audit Committee has the power to take any appropriate action including, among other things to: (1) refer the matter to the full Audit Committee (2) refer the matter to the full Board of Directors; (3) further investigate the matter; (4) direct that a further internal investigation be conducted; or (5) retain outside counsel, accountants or other third-party advisors to investigate.

D. The General Counsel will maintain a log of all complaints received, tracking their receipt, investigation, and resolution. A periodic summary report will be provided by the General Counsel to the Audit Committee for all complaints received.

E. All information disclosed during the course of any investigation will remain confidential, except as necessary to conduct, conclude, and, if appropriate, prosecute the investigation. In the case of any anonymous complaint, a person who reports a suspected violation may not be informed of the results of an investigation.

F. All associates and members of management have a duty to promptly cooperate and provide accurate information in connection with any investigation of reports of questionable conduct, or of discrimination, retaliation or harassment resulting from the reporting or investigation of such matters.

G. Prompt and appropriate corrective action will be taken when and as warranted. The specific action taken in any particular case depends on the nature and gravity of the conduct or

circumstances reported, and the facts proven by investigation. The persons responsible for any misconduct, or those failing to cooperate or who provide false information during an investigation, will be subject to disciplinary action, up to and including termination.

Modification

The Audit Committee or the Board of Directors of the Company can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with applicable legal requirements or to accommodate Company organizational changes.
