

Anyone, regardless of position or title, found through investigation to have engaged in harassment or discrimination will be subject to discipline up to and including termination of employment.

If you experience or are aware of discrimination or harassment of any kind, talk to your manager or Human Resources Business Partners immediately. For more on our

breach of confidential information, inform our Legal team or call our Ethics & Compliance Helpline immediately.

Conflicts of Interest

Avoid situations where your personal or outside business interests may interfere with the interests of Zayo. We use the word “may” here because even the appearance or perception of a conflict of interest can have a negative impact on our business. Always err on the side of caution and disclose any potential conflicts of interest before acting.

If you’re unsure if something constitutes a conflict of interest, talk to your manager, Human Resources Business Partner or the Legal team.

Potential conflicts of interest:

Engaging a relative or close friend to provide services to Zayo

Accepting gifts of a value that may appear to or tend to influence business decisions or otherwise compromise independent judgment

Loans by Zayo to employees, executives, or their family members

Integrity

“Earn trust by acting in their best interests”

Financial Accounts, Records, and Disclosures

Financial integrity is an essential Zayo value and priority. All of Zayo’s books, records, accounts, and financial statements must be maintained in reasonable detail, appropriately reflect our transactions, and conform and comply with applicable legal requirements, applicable generally accepted accounting principles, and other criteria, such as local statutory reporting and tax requirements and our system of internal controls, policies, and procedures. Our filings with the U.S. Securities and Exchange Commission, as well as our other public disclosures, must be timely, understandable, fair, accurate, and complete in all material respects. Our internal controls must enable

us to demonstrate that entries in our financial records are accurate and complete and made in accordance with applicable regulations.

It is your responsibility to ensure that appropriate approvals, signatories, and execution procedures are followed in connection with any transaction in which you are involved, including those contained in any Delegation of Authority applicable to you and your business group.

Examples of financial practices that are prohibited and must be reported:

Approving or making any payment if you know that any part of that payment is to be used for any purpose other than that described by the supporting documents, or if such approval exceeds your authority.

Fraud in preparing, evaluating, reviewing, or auditing any financial statement, such as concealing or falsifying data given to internal or external auditors or making false representations in the quarterly letter/certification process.

Fraud in recording and maintaining financial records, such as intentionally recording revenue or expenses in the wrong period, capitalizing items that should be expensed, or recording personal expenses as business expenses.

Noncompliance with internal controls processes or legal requirements.

Misrepresenting to a senior officer or to our internal or external auditors or accountants a matter contained in our financial records, financial reports, or audit reports.

Anti-Bribery Laws

We compete with openness, honesty, and fairness. Zayo is subject to a number of anti-bribery laws, including the U.S. Foreign Corrupt Practices Act, the Canadian

subject the perpetrator to disciplinary action by the Company, up to and including termination. In addition, unlawful conduct may subject the offender to civil, and in some cases, criminal liability. For more, see our Whistleblower Protection Policy.

Waiver

Any waivers of this Code must be approved by the Nominating and Governance Committee, subject to approval by the Board in the case of any waiver with respect to a director or executive officer. Waivers will only be granted in exigent circumstances and will be disclosed promptly to the extent required by the SEC or the NYSE.

Frequently Asked Questions

Q: Why do we have a Code?

A: Our Code allows us to put our Purpose and Values into practice.

Q: Who should follow the Code?

A: Zayo's Code applies to all Zayoites. Whether you're an officer, director, full- or part-time