

# Our Code of Conduct

Markel Group | January 2026



**MARKEL  
GROUP**



# A Letter from Our CEO

**To: All Markel Group Employees**

Many of you know that one of my heroes is Mark Twain. Sometimes he can say more in a single quote than most books do in a hundred pages, and one of my favorites from him is this: "Always do right; this will gratify some people and astonish the rest."

Isn't that the truth?

It's inevitable that in the course of doing the work we do, many of us may face very real temptations to do the wrong thing, whether it's taking an improper shortcut, not being totally honest, or acting in some other way that is out of line with our cultural values embodied in the Markel Style or the laws and regulations applicable to our businesses. These temptations can arise from social pressure, stress, or a drive to reach performance goals, but I can promise you this: These are the moments that make great and enduring companies.

The statistical probability that a company will exist for more than 90 years is close to zero, and the average lifespan of an S&P 500 company continues to decline (it's now less than 20 years). This invites the question of how our family of companies has been able to defy these odds for so long. If you really study this, you'll see that it's not just our products, services, prices, or business strategies that power our success—it's much deeper than that.

Our success is more about **who we are** than any product we sell.

It's a lesson best learned from the generations of people who built the companies in Markel Group. They show us that when we work hard with honesty and fairness in our hearts, we will win. When we treat people with respect and value teamwork, we will win. When we do the right thing, we will win. And that's what our Code of Conduct is all about.

The Code of Conduct below is the moral compass for our family of companies. It represents the values and principles that will power our journey to build one of the world's great companies. I see it as one of the most important documents that we have, so please do read it carefully and ask questions if you have any. Every one of us is expected to follow it.

If you encounter a situation in which you believe our principles are not being followed, please discuss your concerns with your manager or contact one of the individuals listed in the "Helpful Contact Information" section of this document. If you would prefer to share your concerns anonymously, the "Helpful Contact Information" has instructions on how to do so.

Thank you for taking the time to read this Code of Conduct, and most importantly, thank you for living the values that it contains each and every day.

Sincerely,

A handwritten signature in black ink that reads "Tom Gayner".

Tom Gayner  
Chief Executive Officer

# Statement of Principles

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The overarching objective of our Code of Conduct is to promote a culture of integrity and encourage “doing the right thing.” The below Principles (described in greater detail in the following pages) set forth Markel Group’s expectations of appropriate conduct in a variety of circumstances but do not cover or address every situation. Behavior unbefitting an Employee, Executive Officer or Director that could be detrimental to Markel Group and any one of its subsidiaries (Markel Group and each subsidiary considered the Company, as applicable to one’s employment) shall be considered a breach of the Code of Conduct. We are all called upon to exercise personal responsibility and good judgment in every circumstance and to obtain guidance when appropriate or necessary.

## **1. Avoid Conflicts of Interest.**

We should not allow outside interference or private/personal interests to affect our contribution to the Company. This includes being sensitive to the “appearance” of a conflict of interest.

## **2. Respect Privacy and Confidentiality.**

We must respect the privacy of our customers and protect our confidential business information.

## **3. Do Not Discriminate or Harass.**

We deserve fair and equal treatment, free from discrimination and harassment.

## **4. Deal Fairly.**

We should deal fairly with the Company’s customers, competitors and other third parties with whom the Company does business.

## **5. Handle Company Assets Carefully.**

We should handle the assets of the Company as carefully as our own.

## **6. Keep Accurate Records.**

We should keep accurate and complete records to ensure that we make accurate, timely and complete disclosure of material information.

## **7. Comply with the Law.**

We should comply with applicable law in carrying out our duties.

## **8. Report Illegal or Unethical Behavior.**

We should report any illegal or unethical behavior.



# Responsibilities

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This document sets forth the principles of the Company to guide our business dealings. While this document serves as a general statement of principles we also expect it to serve as a Code of Ethics to be followed by all of us - Employees, Executive Officers and Directors.

This Code of Conduct provides a broad range of information about the standards of integrity and business conduct that the Company expects us to understand and follow. It does not address every situation or set forth every rule or policy, nor is it a substitute for personal responsibility and accountability to exercise good judgment and obtain guidance when appropriate or necessary. This Code of Conduct is not a contract of employment and does not create any contractual rights of any kind between the Company and its Employees, Executive Officers or Directors.

We are expected to understand and uphold the principles set forth in this Code of Conduct, as well as all applicable Company policies and laws. Ethical behavior is a matter of spirit and intent, as well as a matter of law. Each of us should follow the spirit of these principles. Honesty and integrity are characterized by open and truthful communication. If we keep these principles in mind, questions of ethical behavior are easily answered in most situations.

**Each of us should consider the following questions when faced with ethical decision-making:**

- Do I have all the necessary information to make a decision?
- Is the action legal?
- Is it ethical?
- Is it in the best interests of the Company and its Employees, shareholders and customers?
- Is it consistent with the Markel Style?
- Does it comply with Company policy?
- Is it consistent with this Code of Conduct?
- Is it defensible if the action is made public?

If the answer is No to any of these questions or you are unsure about the application of these principles to a given situation, stop and ask your manager or contact one of the individuals provided in the Helpful Contact Information section of this Code of Conduct.



# Explanation of Principles

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## 1. Avoid Conflicts of Interest.

We should not allow outside interference or private/personal interests to affect our contribution to the Company. This includes being sensitive to the “appearance” of a conflict of interest.

A “conflict of interest” or the “appearance of conflict of interest” exists when a person's private/personal interests, activities or personal relationships interfere or appear to interfere in any way, with the interests of the Company. A conflict situation can arise when you take action or have interests that may make it difficult to perform your Company work objectively and effectively. A conflict of interest, or the appearance of a conflict of interest, may also arise when you or members of your family are involved in transactions with the Company. Often, the appearance of a conflict may be overcome if the relevant facts are fully disclosed to an impartial decision maker for approval.



### Putting the Code into Practice:

**Avoid conflicts.** You should avoid actual or apparent conflicts of interest.

**Disclose potential conflicts.** Any time you believe a conflict of interest may exist, you must disclose the potential conflict of interest to your manager and also as a part of the annual Code of Conduct certification. Any activity that is approved, despite the actual or apparent conflict, must be documented.

**Obtain approval if required.** A potential conflict of interest that involves a Markel Group Executive Officer or Director must be approved by Markel Group’s Board of Directors or its designated committee. A potential conflict of interest involving an Employee must be approved in accordance with the protocols in place at each particular Company. Please refer to the appropriate person in the Helpful Contact Information section of this Code of Conduct for guidance.

**Examples:** It is not possible to describe every conflict of interest, but some situations that would need to be evaluated for whether they create a conflict or the appearance of a conflict include:

- The Company doing business with family members or businesses owned or controlled by them;
- Having a familial or legal relationship with another Employee in the Company when one Employee directly or indirectly supervises the other Employee;
- Having a financial interest in another company or firm with whom we do business or compete against;
- Taking a second job, particularly in a related industry;
- Managing your own business;
- Serving as a director of another business;
- Being a leader in some outside/external organizations;
- Civic or political activities and contributions that interfere with your employment at the Company or appear to be on behalf of the Company (including but not limited to engaging in these activities during work hours or conducting them using Company resources);
- An outside role or activity that interferes with your ability to perform your obligations and duties as a Company Employee;
- Use of social media that interferes with your employment with the Company or which appears to be on behalf of the Company, unless authorized to do so;
- Diverting a business opportunity from the Company to another company or for personal gain;
- You or a family member receiving improper or inappropriate personal benefits as a result of your position with the Company (such as directing other Employees or business partners to a business owned by you or a family member);
- Purchasing assets or services from the Company on other than an arm’s length basis.

## 2. Respect Privacy and Confidentiality.

**We must respect the privacy of our customers and protect our confidential business information.**

We are responsible for protecting confidential information. “Confidential information” is any information not generally known to the public about the Company’s business. Confidential information with respect to the Company and its Employees, customers and other third parties with whom the Company does business is to be used solely for internal purposes and continues to be considered confidential even after termination of employment with the Company. You may not transmit such confidential information to any other person, internal or external, except when disclosure is legally mandated, authorized by the Company or required, with appropriate approval, for the proper conduct of business. In addition, the Company restricts access to certain types of information and you should not attempt to evade these restrictions.



### Putting the Code into Practice:

**Safeguard confidential information.** This includes confidential information of the Company and confidential information that you may learn in the course of your employment regarding Employees, customers, other third parties with whom the Company does business or anyone else with which the Company has an actual or prospective business relationship. Never discuss confidential information in public places or where others may overhear, or enter confidential information in any public websites or search engines or on any Artificial Intelligence tool, including but not limited to ChatGPT.

**Use confidential information acquired in the course of business only for business purposes.** You may not use confidential information for your own personal use or advantage in any way.

**Comply with limited access restrictions.** Do not evade or attempt to evade access restrictions.

**Do not respond to media or investor inquiries.** Only those individuals who are authorized to speak on the Company’s behalf may disclose information to the public.

**Examples:** Examples of protected confidential information include:

- Personally identifiable information, protected health information, payment card industry data types, other personal information, business sensitive information, technology configuration items;
- Customer data and other information;
- Third party discount programs;
- Employee personnel records;
- Customer credit and other personal data;
- Confidential business plans and forecasts;
- Information about potential acquisition targets or business partners;
- Material financial information before it has been publicly disclosed.

### 3. Do Not Discriminate or Harass.

**We deserve fair and equal treatment, free from discrimination and harassment.**

You should treat everyone with respect. We are committed to providing equal employment opportunities and respectful working environments for all our Employees and will not tolerate any speech or conduct that is intended to, or has the effect of, discriminating against or harassing any qualified applicant or Employee because of his or her race, color, religion, sex (including pregnancy, childbirth or related medical conditions), sexual orientation, gender identity, marital status, national origin, age, physical or mental disability, veteran status or any characteristic protected by law. We will not tolerate discrimination or harassment by anyone – managers, co-workers, contractors, or third parties. This principle extends to every phase of the employment process, including: recruiting, hiring, training, promotion, compensation, benefits, transfers, discipline and termination, layoffs, recalls, and Company-sponsored educational, social and recreational programs, as applicable.



#### **Putting the Code into Practice:**

**Refrain from discriminatory or harassing conduct.** You must understand your obligation to contribute to providing equal employment opportunities for everyone at the Company. This involves treating others fairly in all phases of employment.

**Report discriminatory or harassing conduct.** If you observe conduct that you believe is discriminatory or harassing, or if you feel you have been the victim of discrimination or harassment, you should notify your manager or, as applicable, one of the designated contacts provided in the Helpful Contact Information section of this Code of Conduct.

**Examples:** Examples of discrimination or harassment can include:

- Unfavorable treatment in any phase of the employment process on the basis of any characteristic protected by law;
- Unwelcome conduct that is intimidating, hostile or abusive;
- Unwelcome gestures or physical contact;
- Offensive jokes, derogatory comments, epithets, slurs, innuendoes, objects or pictures;
- Bullying and cyberbullying, name-calling;
- Any other treatment that affects an individual's dignity or psychological or physical integrity.

## 4. Deal Fairly.

**We should deal fairly with the Company's customers, competitors and other third parties with whom the Company does business.**

We expect honesty and fairness in all our dealings with customers, competitors and other third parties with whom the Company does business. When we fail to negotiate, perform or market in good faith, we may seriously damage our reputation and lose the loyalty of our clients. We must conduct business honestly and fairly and not take unfair advantage of anyone through any misrepresentation of material facts, manipulation, abuse of privileged information, fraud or other unfair business practice. We are dedicated to treating fairly and impartially all persons and firms with whom we do business. Misunderstandings can usually be avoided by conduct that makes clear that our Company conducts business on an ethical basis and will not seek or grant special considerations.



### Putting the Code into Practice:

**Do not engage in unfair business practices.** You may not misrepresent facts, manipulate information, or engage in similar conduct to get an unfair business advantage.

**Do not give or receive items of value in order to influence business.** You must not solicit, give or receive gifts, entertainment or gratuities that could influence or be perceived to influence business decisions. In particular, you may not accept gifts of cash. If the item of value is considered a bribe, the act can have serious consequences for the Company – and for the individuals involved.

**Ask if you are not sure.** If you are not sure whether a specific gift or entertainment is permissible, or if you are dealing with a government employee, contact your manager or the appropriate person in the Helpful Contact Information section of this Code of Conduct.

**Examples:** Some examples of situations include:

- All information provided to customers should be complete and accurate, not misleading;
- Do not discuss customers, rates/pricing, territories/markets, terms and conditions, or any other competitively sensitive information with competitors that may appear to restrict trade, including during trade association and professional organizational meetings;
- Only gather competitive information (including but not limited to competitor price information) legally and ethically from public or permitted sources;
- Generally, a gift with a value of \$150 (or its foreign currency equivalent) or less will not be deemed significant and will not require disclosure under this Code of Conduct;
- You may accept novelty or promotional items or modest gifts related to commonly recognized occasions (such as a promotion, holiday, wedding or retirement) and invitations to a sporting activity, entertainment or meal if such gift or entertainment:
  - is reasonable and customary
  - is not intended to influence a business decision
  - would not embarrass our Company or the people involved if publicly disclosed
- Gifts of nominal value and reasonable entertainment for clients, potential clients and other third parties with whom we do business are generally permitted subject to applicable laws. However, any gift or entertainment must:
  - be reasonable and customary
  - not be intended to influence a business decision or made contingent upon the client purchasing a product from the Company in return
  - not embarrass our Company or the recipient if publicly disclosed
- Under no circumstances can any bribe, kickback, or illegal payment or gift of cash or cash equivalents be made. Also, additional rules may apply when dealing with government employees.



## 5. Handle Company Assets Carefully.

**We should handle the assets of the Company as carefully as our own.**

We have a responsibility to protect Company assets entrusted to us from loss, theft, carelessness, misuse and waste. Company assets and funds may be used only for business purposes and may never be used for illegal or unethical purposes. Unless otherwise instructed by your Company of employment, incidental personal use of telephones, copy machines, computers/laptops, e-mail, internet access and similar equipment is generally allowed if it is occasional, there is no significant added cost to us, it does not interfere with your work responsibilities and is not related to an illegal activity or outside business. If you become aware of loss, theft, waste or misuse of our assets or funds or have any questions about your proper use of them, you should speak immediately with your manager or the Company's Internal Audit Department. See the Helpful Contact Information section at the end of this Code of Conduct.



### Putting the Code into Practice:

**Protect Company assets.** Take reasonable steps to ensure the security of Company assets entrusted to you.

**Report theft, waste or misuse.** If you become aware of situations where Company assets are being stolen, wasted or misused, report the situation.

**Examples:** With respect to handling Company assets carefully:

- Do not leave portable Company assets, such as laptops, cell phones, etc. unattended or otherwise unsecured (e.g. by passcode), especially while traveling;
- Do not use Company resources to download, display or send material that is not for business purposes or is inappropriate or illegal;
- Do not use Company resources to conduct outside business;
- Protect Company assets from unauthorized access to Company systems;
- Protect all licensed software, copyrighted material, trademarks and other intellectual property.

## 6. Keep Accurate Records.

**We should keep accurate and complete records to ensure that we make accurate, timely and complete disclosure of material information.**

All information you record or report on the Company's behalf, whether for our purposes or for third parties, must be done accurately and honestly. All of our records (including accounts and financial statements) must be maintained in reasonable and appropriate detail, must be kept in a timely fashion, and must appropriately reflect our transactions. Falsifying records or keeping unrecorded funds and assets is a severe offense and may result in prosecution or loss of employment. When a payment is made, it can only be used for the purpose spelled out in the supporting document.

Information derived from our records is provided to our shareholders and investors as well as government agencies. Thus, our accounting records must conform not only to our internal control and disclosure procedures but also to generally accepted accounting principles and other laws and regulations, such as those of the U.S. Securities and Exchange Commission. Our public communications and the reports we file with the U.S. Securities and Exchange Commission and other government agencies should contain information that is full, fair, accurate, timely and understandable in light of the circumstances surrounding disclosure.

Our auditing functions help ensure that our financial books, records and accounts are accurate. Therefore, you should provide the Company's finance and accounting department, internal audit, and outside auditors with all pertinent information that they may request. We encourage open lines of communication with Company internal audit, internal finance and accounting departments and the Company's outside auditors and require that all Employees cooperate with them to the maximum extent possible. It is unlawful for you to fraudulently influence, induce, coerce, manipulate or mislead the Company's outside auditors for the purpose of making our financial statements misleading.



### Putting the Code into Practice:

**Keep accurate records.** Accurate records are necessary for Markel Group's public filings and dealings with Employees, customers, government regulators and other third parties with whom the Company does business.

**Cooperate with the Company's outside audit team to the maximum extent possible.** Answer all audit-related questions fully and honestly.

**Ask questions if you have concerns about an accounting matter.** If you are unsure about the accounting treatment of a transaction or believe that a transaction has been improperly recorded or you otherwise have a concern or complaint regarding an accounting matter, our internal accounting controls, or an audit matter, you should confer with any of Markel Group's internal audit department, Chief Legal Officer, Chief Financial Officer or the audit committee of Markel Group's Board of Directors by contacting any of these individuals as provided in the Helpful Contact Information section of this Code of Conduct. If you wish, you may submit your concern anonymously.

**Examples:** Some examples of keeping accurate records include:

- Record all information accurately and completely;
- Never provide misleading information during an internal or external audit.

## 7. Comply with the Law.

**We should comply with applicable law in carrying out our duties.**

The Company must comply with all laws – foreign, federal, state and local - applicable to its business and can be held accountable for your actions. Violation of the law could seriously compromise the reputation and integrity of all of us, as well as result in severe civil and criminal penalties against the Company and/or you. Therefore, you are expected to comply with all applicable laws. Although you may not know all aspects of all the laws applicable to the Company, you are expected to exercise good judgment and, most importantly, to ask questions whenever in doubt.



### Putting the Code into Practice:

**Comply with the law.** Achieving business results should never be at the expense of complying with all applicable laws.

**Exercise good business judgment.** You are expected to follow the spirit and intent of all applicable laws, to act ethically, and to know when to seek assistance from managers or the individuals provided in the Helpful Contact Information section of this Code of Conduct.

**Ask if you have questions.** If you are not sure whether a certain situation is governed by law, please contact Markel Group's Chief Legal Officer or as provided in the Helpful Contact Information section of this Code of Conduct.

**Examples:** The following are important areas of law that apply to the Company. The areas identified are not all-inclusive but are significant examples of legal requirements with which the Company must comply.

- Laws and industry-specific regulations in the jurisdictions where the Company conducts business;
- Securities laws and regulations which prohibit trading in Company securities when in possession of material non-public information as well as communicating such information to other third parties;
- Employment laws relating to discrimination, harassment and/or retaliation;
- Laws relating to privacy, data privacy and data security;
- Laws relating to anti-boycott, anti-trust and competition;
- Laws relating to bribery & corruption, financial crime (e.g., fraud, terrorist financing, handling of proceeds from illegal activity, etc.) and money laundering;
- Laws relating to export controls, economic and trade sanctions, and international business;
- Other laws with specific jurisdictional applicability to particular subsidiaries of Markel Group such as human rights and modern slavery.

## 8. Report Illegal or Unethical Behavior.

**We should report any illegal or unethical behavior.**

Each of us is accountable for knowing, understanding and complying with Company guidance contained in the preceding pages. We also have an obligation to comply with not only the letter, but also the spirit of this Code of Conduct, to report improper conduct and to know how to make the “right” decisions whenever we encounter ethical questions and dilemmas. Many different methods of communication are set forth in the Helpful Contact Information section. As a condition of employment for Employees and Executive Officers and as a matter of policy for Directors, certification of compliance with the Code of Conduct will be required on an annual basis.



### Putting the Code into Practice:

**Comply with and understand the Code of Conduct.** You are required to comply fully with this Code of Conduct, as well as any Company policies and applicable laws.

**Report illegal or unethical behavior.** You have a duty to report any suspected violations of this Code of Conduct to your manager or any of the individuals as provided in the Helpful Contact Information section of this Code of Conduct.

**Cooperate during an investigation.** You have a duty to cooperate fully and truthfully during any investigation.

**Examples:** Examples of situations to report:

- A potential conflict of interest arises or changes since the last certification;
- You suspect a violation of this Code of Conduct;
- You suspect a violation of any Company policy;
- You suspect any illegal or unethical activity;
- You are asked by someone else to violate the Code of Conduct.

# Enforcement; Penalties for Violation

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Violation of this Code of Conduct will be subject to disciplinary action, up to and including termination of employment. Also, violations of this Code of Conduct may result in prosecution of the individual under any applicable criminal statutes. Failure to report a violation may also be subject to disciplinary action.

## Retaliation Prohibited

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The Company will not tolerate any retaliation in response to your use of the various systems and procedures implemented to foster communications or attempts to comply with this Code of Conduct, other Company policies, or applicable laws. Any retaliation must be reported immediately to the appropriate person in the Helpful Contact Information section of this Code of Conduct. No attempt to limit your access to higher level management or, where accounting or auditing matters are involved, Markel Group's Audit Committee of the Board of Directors, will be tolerated.

## Board Approval; Amendments & Waivers

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This Code of Conduct has been approved and its circulation authorized by Markel Group's Board of Directors. It may be amended by the Board of Directors.

A waiver that involves a Markel Group Executive Officer or Director must be approved by Markel Group's Board of Directors or its designated committee.



# Helpful Contact Information

If you believe that a violation of this Code of Conduct has occurred, report your concern to your immediate manager, your relevant human resources contact or, as applicable, to one of the contacts listed below. All reports will be investigated thoroughly in a timely manner.

Richard Grinnan, Senior Vice President, Chief Legal Officer and Secretary, Markel Group	804-965-1717	<a href="mailto:Richard.Grinnan@markel.com">Richard.Grinnan@markel.com</a>
Brian Costanzo, Chief Financial Officer and Principal Financial Officer, Markel Group	804-527-7752	<a href="mailto:Brian.Costanzo@markel.com">Brian.Costanzo@markel.com</a>
Jessica Richardson, Head of Internal Audit, Markel Group	804-864-3691	<a href="mailto:Jessica.Richardson@markel.com">Jessica.Richardson@markel.com</a>
Joanna Browning, Chief People Officer, Markel Insurance (International)	+442079536502	<a href="mailto:Joanna.Browning@markel.com">Joanna.Browning@markel.com</a>
Sue Davies, Executive Vice President and Chief Human Resources Officer, Markel Insurance (US)	804-527-3803	<a href="mailto:Sue.Davies@markel.com">Sue.Davies@markel.com</a>
Amy McCann, Deputy General Counsel, Markel Group	804-249-6343	<a href="mailto:Amy.McCann@markel.com">Amy.McCann@markel.com</a>

While you are encouraged to contact the individuals listed above directly, the Company has also established a procedure for receiving confidential, anonymous submissions from Employees of concerns regarding any Code of Conduct issues, including concerns regarding questionable accounting or auditing matters. **Any Employee wishing to use this procedure should contact the outside service retained by the Company through the web-based reporting tool, digital intake tool or toll-free hotline.**

- Web-based reporting tool: <https://markel.ethicspoint.com>.
- Digital intake tool:



- Toll-free hotline numbers:

Country	Hotline Number
Australia	1800 518 003
Bermuda	1 855 234 7633
Canada	1 888 475 8390
France	0801 13 00 10
Germany	0800 183 0615
Hong Kong	800 902 101
India	00080005 03829
Ireland	1 800 456 796
Malaysia	1800 81 1054
Singapore	800 852 3860
Spain	900 752 134
Switzerland	0800 121 172
The Netherlands	0800 0224870
United Arab Emirates	800 0120254
United Kingdom	0800 066 8362
United States	888 475 8390

Information regarding questionable accounting or auditing matters may also be sent in writing to:

Audit Committee,  
Board of Directors  
Markel Group Inc.  
4521 Highwoods Parkway  
Glen Allen, Virginia 23060