

CODE OF ETHICS

LEGENGE CORP.

(adopted September 11, 2025)

The Board of Directors (the “Board”) of Legence Corp. (together with its subsidiaries, the “Company”) has adopted this Code of Ethics (the “Code”) in order to deter wrongdoing and promote:

1. honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
2. full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with, or submits to, the Securities and Exchange Commission (the “SEC”) and in other public communications made by the Company;
3. compliance with applicable governmental laws, rules and regulations;
4. protection of Company assets, including corporate opportunities and confidential information;
5. fair dealing practices;
6. the prompt internal reporting of violations of the Code to an appropriate person or persons identified in the Code; and
7. accountability for adherence to the Code.

All directors, officers and employees are required to be familiar with the Code, comply with its provisions and report any suspected violations as described below.

HONEST AND ETHICAL CONDUCT

The Company’s policy is to promote high standards of integrity by conducting its affairs honestly and ethically.

Each director, officer and employee must act with integrity and observe the highest ethical standards of business conduct in their dealings with the Company’s customers, suppliers, partners, service providers, competitors, employees and anyone else with whom they have contact in the course of performing their job.

CONFLICTS OF INTEREST

A conflict of interest occurs when an individual’s private interest (or the interests of their family) interferes, or even appears to interfere, with the interests of the Company as a whole. A conflict of interest can arise when an employee, officer or director (or a member of their family) takes actions

or has interests that may make it difficult to perform their work for the Company objectively and effectively. Conflicts of interest also arise when an employee, officer or director (or a member of their family) receives improper personal benefits as a result of their position in the Company.

Loans by the Company to, or guarantees by the Company of, obligations of directors, officers, employees or their family members are of special concern. Loans by the Company to, or guarantees by the Company of, obligations of any director or executive officer (or their family members) are expressly prohibited.

Whether or not a conflict of interest exists or will exist can be unclear. Conflicts of interest should be avoided unless specifically authorized as described in the paragraph below.

Persons other than directors and executive officers who have questions about a potential conflict of interest or who become aware of an actual or potential conflict should discuss the matter with, and seek a determination and prior authorization or approval from, their supervisor or the General Counsel. A supervisor may not authorize or approve conflict of interest matters or make determinations as to whether a problematic conflict of interest exists without first providing the General Counsel with a written description of the activity and seeking the General Counsel's written approval. If the supervisor is themselves involved in the potential or actual conflict, the matter should instead be discussed directly with the General Counsel.

Directors and executive officers must seek determinations and prior authorizations or approvals of potential conflicts of interest exclusively from the Audit Committee of the Board (the "Audit Committee").

CORPORATE OPPORTUNITIES

All directors, officers and employees owe a duty to the Company to advance its interests when the opportunity to do so arises. Directors, officers and employees are prohibited from taking for themselves personally (or for the benefit of friends or family members) opportunities that are discovered through the use of Company property, information or position. Directors, officers and employees may not use Company property, information or position for personal gain (including for the gain of friends or family members). In addition, no director, officer or employee may compete with the Company.

CONFIDENTIALITY

Directors, officers and employees should maintain the confidentiality of information entrusted to them by the Company or by its customers, suppliers or partners, except when disclosure is authorized or legally mandated or, in certain circumstances, permitted by law. Confidential information includes all non-public information (regardless of its source) that might be of use to the Company's competitors, or harmful to the Company or its customers, suppliers or partners if disclosed.

FAIR DEALING

Each director, officer and employee must deal fairly with the Company's customers, suppliers, competitors, partners, service providers, employees and anyone else with whom they have contact in the course of performing their job. No director, officer or employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts or any other unfair dealing practice.

GIFTS AND ENTERTAINMENT

The Company is dedicated to treating fairly and impartially all persons and firms with whom it does business. Therefore, the Company's directors, officers and employees must not give or receive gifts, entertainment or gratuities that could influence or be perceived to influence business decisions. Under the right circumstances, a modest gift can be considered a thoughtful "thank you," or a meal might help strengthen a business relationship. However, if not handled thoughtfully, the exchange of gifts and entertainment can damage the Company's reputation, especially if it happens frequently or if the value is large enough that someone might think it is influencing a business decision. In addition to the Company's directors, officers or employees, these rules on receiving gifts and entertainment apply to such person's spouse, children, parents and siblings, as well as any other family members living in such person's home.

In general, gifts should only be accepted if

1. the gift was not solicited or requested by anyone at the Company;
2. the gift is not cash or cash equivalents;
3. the person or entity providing the gift only occasionally gives gifts to the Company or its directors, officers and employees;
4. the gift is reasonable in value (approximately \$200 or less);
5. disclosure of the gift would not embarrass the Company or the people involved; and
6. the gift could not reasonably be construed as intended to influence favorable treatment by the Company.

In general, invitations to a sporting activity, entertainment or meal should only be accepted if:

1. there is a valid business purpose involved;
2. the person or entity extending the invitation only occasionally invites the Company or its directors, officers and employees to these events;
3. the activity is of reasonable value and not lavish; and
4. the person extending the invitation or another representative of his or her company is present at the event.

If you are asked to attend an overnight event, you must obtain prior approval from your supervisor prior to attending.

The foregoing guidelines of specific situations and circumstances is not all inclusive. If you have any doubt about whether a gift or entertainment is proper under this Code, you should discuss it with your supervisor, the General Counsel or the Company's Human Resources department. If offered a gift or other entertainment that you believe would conflict with this Code, you should discuss it with your supervisor, the General Counsel or the Company's Human Resources department. If your supervisor, the General Counsel or the Company's Human Resources department determines that it would be inappropriate to accept an offered gift or entertainment, you should extend appreciation for the offer but decline the offered gift or entertainment.

Employees should be aware that in some situations the provision of gifts or entertainment can violate applicable law, such as when dealing with regulators and other government officials. You should not provide even modest business gifts or entertainment to government officials without clearing it with the Company's General Counsel in advance.

PROTECTION AND PROPER USE OF COMPANY ASSETS

All directors, officers and employees should protect the Company's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Company's profitability and are prohibited.

All Company assets should be used only for legitimate business purposes, though incidental personal use may be permitted. Any suspected incident of fraud or theft should be reported for investigation immediately.

The obligation to protect Company assets includes the Company's proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business and marketing plans, engineering and manufacturing ideas, designs, databases, records and any non-public financial data or reports. Unauthorized use or distribution of this information is prohibited and could also be illegal and result in civil or criminal penalties.

COMPLIANCE

Directors, officers and employees should comply, both in letter and spirit, with all applicable laws, rules and regulations in the cities, states and countries in which the Company operates.

Although not all directors, officers and employees are expected to know the details of all applicable laws, rules and regulations, it is important to know enough to determine when to seek advice from appropriate personnel. Questions about compliance should be addressed to the Legal department.

Insider trading is unethical, illegal and a violation of the Company's Insider Trading Policy.

ANTI-CORRUPTION LAWS

The Company complies with the anti-corruption laws of the countries in which it does business, including the U.S. Foreign Corrupt Practices Act. The Company will not tolerate any acts of corruption by directors, officers and employees in the conduct of Company affairs. Directors, officers and employees may not offer or provide any illegal or inappropriate inducements to any supplier, any customer or potential customer, or any government official in connection with any Company business. The Company has adopted a comprehensive Anti-Corruption Compliance Manual to assist directors, officers and employees in understanding their obligations under this policy and complying with these requirements on a day-to-day basis.

DISCLOSURE

The Company's periodic reports and other documents filed with the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws and SEC rules.

Each director, officer and employee who contributes in any way to the preparation or verification of the Company's financial statements and other financial information must ensure that the Company's books, records and accounts are accurately maintained. Each director, officer and employee must cooperate fully with the Company's accounting and Internal Audit department, as well as the Company's independent public accountants and counsel.

Each director, officer and employee who is involved in the Company's disclosure process must:

1. be familiar with and comply with the Company's disclosure controls and procedures and its internal control over financial reporting; and
2. take all necessary steps to ensure that all filings with the SEC and all other public communications about the financial and business condition of the Company provide full, fair, accurate, timely and understandable disclosure.

REPORTING AND INVESTIGATION OF VIOLATIONS

Actions prohibited by this Code involving directors or executive officers must be promptly reported to the Audit Committee. Actions prohibited by this Code involving anyone other than a director or executive officer must be promptly reported to the reporting person's supervisor or the General Counsel.

In particular, each person must promptly report any information he or she may have concerning (a) significant deficiencies in the design or operation of internal and/or disclosure controls that could adversely affect the Company's ability to record, process, summarize and report financial data or (b) any fraud that involves executive officers or other employees who have a significant role with the Company's financial reporting, disclosures or internal controls.

Reporting an existing or potential breach of this Code may also be done through the Company's Accounting and Compliance Whistleblower Hotline at legence.integrityline.com or by dialing 1-

800-461-9330. This website and telephone number are hosted by an independent third party to maintain confidentiality and anonymity when requested.

After receiving a report of an alleged prohibited action, the Audit Committee, the General Counsel or the relevant supervisor must promptly take all appropriate actions necessary to investigate.

All directors, officers and employees are expected to cooperate in any internal investigation of alleged misconduct.

PROHIBITION ON RETALIATION

The Company does not tolerate acts of retaliation against any director, officer or employee who makes a good faith report of known or suspected acts of misconduct or other violations of this Code, and any such retaliation may be a violation of the Company's Whistleblower Policy.

ENFORCEMENT

The Company must ensure prompt and consistent action against violations of this Code.

If, after investigating a report of an alleged prohibited action by a director or executive officer, the Audit Committee determines that a violation of this Code has occurred, the Audit Committee will report such determination to the Board.

If, after investigating a report of an alleged prohibited action by any other person, the relevant supervisor determines that a violation of this Code has occurred, the supervisor will report such determination to the General Counsel.

Upon receipt of a determination that there has been a violation of this Code, the Board or the General Counsel will take such preventative or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal and, in the event of criminal conduct or other serious violations of the law, notification of appropriate governmental authorities.

WAIVERS

The Board (in the case of a violation by a director or executive officer) or the General Counsel (in the case of a violation by any other person) may, in its discretion, waive any violation of this Code.

Any waiver for a director or an executive officer shall be disclosed as required by SEC and Nasdaq rules.

ACKNOWLEDGMENT OF RECEIPT AND REVIEW¹

To be signed and returned to the Legal Department.

I, _____, acknowledge that I have received and read a copy of the Legence Corp. Code of Ethics. I understand the contents of the Code and I agree to comply with the policies and procedures set out in the Code.

I understand that I should approach the Legal department if I have any questions about the Code generally or any questions about reporting a suspected conflict of interest or other violation of the Code.

[SIGNATURE]

[PRINTED NAME]

[DATE]

¹ Code of Ethics to be distributed to each officer, director and employee (1) at the time the person joins the Company, (2) any time the Code is revised and (3) regularly on an annual basis, requiring completion of this acknowledgment at such times.