



## **DYCOM INDUSTRIES, INC. MANAGEMENT DISCLOSURE COMMITTEE POLICY**

Dycom Industries, Inc. (“Dycom”) shall maintain a management disclosure committee (the “Disclosure Committee”) consisting of members of its senior management and staff. The Disclosure Committee brings together on a regular basis Dycom’s employees involved in the review and consideration of Dycom’s disclosures made in its quarterly reports on Form 10-Q and its annual report on Form 10-K, including Dycom’s senior financial reporting team.

The purpose of the Disclosure Committee is to (i) discuss events that could trigger potential disclosures and to review Dycom’s draft disclosures made in its Form 10-Q’s and Form 10-K, (ii) review and assesses Dycom’s disclosure controls, and (iii) assist and advise the Chief Executive Officer and Chief Financial Officer in making required certifications in Dycom’s quarterly and annual reports that are filed with the U. S. Securities and Exchange Commission. The Disclosure Committee shall meet as needed to discharge its duties.

The Audit Committee of Dycom’s Board of Directors may, as necessary, consult with members of the Disclosure Committee. The Disclosure Committee shall identify matters that should be raised with the Audit Committee and document these matters contemporaneously.

The Disclosure Committee shall report to Dycom’s Chief Executive Officer and its Chief Financial Officer and, as appropriate, to Dycom’s Audit Committee.