

2023

TTX Company
Code of Conduct



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A Message from the President & CEO

This past year, we sharpened the focus on our Core Values with frequent communications from Senior Leadership describing how our values shape who we are as an organization. Our Core Values are at the heart of TTX's culture, define our most important priorities, and form the foundation from which our Code of Conduct is derived. This year, as you review the Code of Conduct, I ask you to take the time to think about how each provision is tied to our Core Values, stated below:

Serve Our Railroad Customers

- We act in the best interest of our internal and external customers, industry, and TTX.
- We invest in high-trust, mutually beneficial relationships across our customers, industry, and TTX.
- We advance outcomes making decisions based on required TTX and customer perspectives and expertise.

Live Safety

- We require full compliance and accountability for safety benchmarks and practices across TTX.
- We thrive on shared accountability for the health and well-being, and security of our people, data, physical assets, and customers.
- We prioritize the health and well-being of our people in all decisions and actions.

Do the Right Thing

- We act with purpose in line with TTX mission, vision, and values.
- We encourage diverse qualities and perspectives of our people.
- We operate consistently with equity, integrity, and professionalism.

Seek Excellence

- We all hold ourselves accountable and demand the highest level of quality and service in all we do.
- We cultivate and optimize the passion, talent, and potential of our people.
- We initiate meaningful change and continuous improvement.
- We navigate our work with the honesty, rigor, and flexibility required to deliver great value.

Know Our Business

- We strive to strengthen TTX's value and presence as an industry leader and partner.
- We equip our people, partners, and customers with real-time, inclusive industry knowledge to elevate practices and results.
- We bring innovation and creativity to advance and evolve industry benchmarks and our work.

Thank you for your dedication to TTX, for ensuring that our reputation in the industry remains one of integrity, and for acting consistent with our Core Values and Code of Conduct.

Sincerely,



Tom Wells
President & CEO

January 2023

Introduction

The purpose of the Code of Conduct (the “Code”) is to provide guidance to TTX Company’s (“Company”) employees regarding the ethical conduct the Company requires. Illegal, improper, unsafe, or unethical conduct or use of company resources and assets, can harm business relationships within the Company, as well as external relationships with customers, suppliers, and other members of the public. Unethical conduct or misuse of company resources or assets can bring legal liability to the Company and, under some circumstances, civil or criminal liability to the employee. Each year, the Compliance Officer must report any ethical violations to the Audit Committee of the Company’s Board of Directors. It is, therefore, of the utmost importance that all employees understand the Code and comply with its requirements and guidance. Adherence to the Code is a condition of continued employment and employees violating the Code may be subject to discipline, up to and including dismissal.

The Code describes the minimum standards of business conduct for all employees. Employees are expected to observe the highest standards of ethical conduct in their work and to avoid even the appearance of impropriety. If any employee has a question about the Code or its application to a particular situation, he or she should access the resources that are referenced in the Code itself. Of course, questions are welcome and should be directed to the Company’s Compliance Officer, Shannon Bagato.

Each employee must, on an annual basis, read the Code and complete the Certification. To ensure understanding of the Code, each headquartered employee, FMO salaried employee and salaried Shop employee is also required to take a brief Quiz. The Code process will be available in eSHIFT and a hard copy of the Code may be requested at any time from the Law Department.

Neither the Code, nor execution of the Certification, is intended to create an employment contract between the Company and any employee. Employment at the Company is at will (unless the employee is covered by a collective bargaining agreement) and may end at any time, regardless of whether the employee has complied with the Code.

Reporting Violations

DO THE RIGHT THING

The Company supports open and honest communication about anything that is or appears to be illegal, unethical, or unsafe. Employees are required to report actual and apparent violations of the law, the Code, and any Company Policy. Reports can be made to any of the following:

- The employee's supervisor
- The Human Resources Department
- The Compliance Officer at 312-984-3834

The Ethics & Compliance Helpline at 1-877-265-5194. This is a toll-free service managed by an independent organization that is available 24 hours per day/7 days a week. Calls to the Ethics & Compliance Helpline may be made anonymously.

Supervisors or managers who learn of any employee's concern about conduct in violation of the Code or its policies, whether in a formal complaint or informally, must immediately report the issues raised to either the Human Resources Department, the Law Department, or the Compliance Officer.

All Reports will be thoroughly investigated in accordance with Section 3.

Calls to the Ethics & Compliance Helpline can be made 24/7.



Section 1

No Retaliation

DO THE RIGHT THING



Retaliation against any employee for the good faith reporting of an apparent or actual violation of the law, this Code, any Company Policy, or for participating in any investigation of a suspected violation, is prohibited and could lead to disciplinary action, up to and including dismissal. Employees should raise concerns of retaliatory action to their manager, the Ethics & Compliance Helpline, Human Resources Department, or the Compliance Officer.

Section 2

Retaliation can lead to disciplinary action.

Internal Investigations

DO THE RIGHT THING

The Company will take appropriate steps to investigate all reports of misconduct and will implement corrective action as appropriate based on the results of the investigation.

Employees must avoid any action to fraudulently influence, coerce, manipulate, or mislead internal or external investigators. Reports concerning: 1) questionable accounting, internal accounting controls, and auditing matters; or 2) allegations of fraud or violations of securities or other laws or regulations of the Securities and Exchange Commission or other governmental agencies will be investigated and analyzed by the appropriate compliance department(s) depending on the type of misconduct and reported to the Audit Committee of the Board of Directors of the Company. Allegations of other misconduct (e.g. employee relations matters) will also be analyzed and investigated by the appropriate department.

All employees have a duty to cooperate fully and honestly with internal investigations.

Reports of misconduct will be investigated.



Section 3

Compliance with the Law and Fair Dealing

SERVE OUR RAILROAD CUSTOMERS DO THE RIGHT THING



The Company is committed to complying with federal, state and local laws and regulations in all jurisdictions in which it conducts business. Therefore, all actions that employees take while performing their jobs must comply with the law.

In addition, employees are expected to deal fairly with others. Each employee should endeavor to deal fairly with the Company's owners, customers, suppliers, competitors, and employees.

If there is a question about whether an activity is legal or not, please contact the Law Department. Note that ignorance of the law is not an excuse.

Section 4

No employee shall take unfair advantage of another person in business dealings, whether through misrepresenting material facts or any other unfair practice.

Fraud and Theft

SERVE OUR RAILROAD CUSTOMERS

DO THE RIGHT THING

The Company's customers and owners expect its employees to be good stewards of their resources and we, at the Company, must maintain that level of honesty, fairness, loyalty, and accountability that has become our standard in order to preserve that trust. The Company maintains a zero-tolerance policy toward fraud, theft, embezzlement or other similar wrongdoing. Company employees have an affirmative duty to report fraud or theft. In your area of responsibility, you have a heightened duty to be aware of fraud, theft, or other wrongdoing and to take steps to detect and report such activity.



Report suspected fraud, theft, or other wrongdoing to the Compliance Officer at 312-984-3834 or call the Compliance Helpline at 1-877-265-5194.

Section 5

Document Retention

DO THE RIGHT THING SEEK EXCELLENCE



Each department is charged with creating a Record Retention Schedule in conjunction with the Law Department and updating it as necessary. Records are to be preserved and destroyed consistent with your department's Schedule.

Records may be required to be preserved or produced pursuant to court order, actual or anticipated litigation, or an investigation. Any records that are subject to a document "hold" issued by the Law Department or its designee must be preserved and not destroyed, even if they might be scheduled for destruction under the Record Retention Schedule. Records that are subject to a Law Department "document request" must be produced to the Law Department. Any questions concerning your department's Record Retention Schedule should be directed to the Law Department.

Records include, but are not limited to, documents that are written, typed, printed, copied, scanned or photographed, as well as electronic records such as emails, documents in any format (i.e., Word, Excel spreadsheets, PowerPoint presentations, PDFs., etc...), calendars, and videos. Employees must not generate, copy, or store Company records outside the Company's systems.

Section 6

Questions concerning the Record Retention Schedule shall be directed to the Law Department.

Antitrust

DO THE RIGHT THING KNOW OUR BUSINESS

It is the Company's policy to comply fully with all federal and state antitrust laws. The antitrust laws prohibit agreements or understandings among actual or potential competitors to fix or control prices, fix bids, or boycott suppliers or customers. While some of the Company's functions are conducted under immunity from the antitrust laws granted by the federal Surface Transportation Board (STB), employees should not assume that all Company activities are immune. To the contrary, this means that employees should be especially vigilant and cautious when potential antitrust issues arise.

Key guidelines:

- The Company's immunity extends to activities only within the pooling activities approved by the STB. Anything not within the approved activities is not immune.
- Never agree with a competitor to any type of agreement that limits competition.
- Never agree with a customer to boycott a supplier or to restrict purchase from a supplier.
- Help those at Company-sponsored meetings abide by the antitrust laws; do not let members engage in discussions that could be outside of the legitimate scope of the pooling activities. Member railroads cannot discuss railroad customer issues at a Company meeting and you should not be a conduit for the exchange of such information.

Participation in trade associations (such as the Association of American Railroads or Railway Supply Institute) is a valuable way to interact with industry counterparts, but it brings its own issues. Be cautious at trade association meetings; do not engage in conversation about suppliers that could be misconstrued. Do not discuss market plans or pricing with competitors. If a discussion is of concern, leave the meeting and have your objection and departure recorded.



Section 7

**Do not assume
that all TTX activity
enjoys antitrust immunity.**

Government Investigations and Requests for Information

DO THE RIGHT THING



The Company will comply fully with proper investigations by any government agency and will respond appropriately to other investigative requests. All subpoenas, government inquiries, or requests for information should be immediately directed to the Law Department.

If a governmental official appears at a Company facility and seeks to inspect the facility, or seeks data or access to files, contact the Law Department prior to agreeing to any inspection or turning over any information. In some cases, procedures have been established and communicated about site inspections by certain agencies (OSHA, the FRA, or local environmental authorities, for example) and those procedures should be followed. However, the Law Department should be immediately informed when any person or department within the Company has been notified of a government inspection.

Section 8

**Work with the
Law Department when
responding to government
requests for information.**

Equal Employment Opportunity

DO THE RIGHT THING SEEK EXCELLENCE

The Company is an equal opportunity employer and, as such, makes hiring and other personnel decisions based on performance criteria, not on race, color, religion, national origin, sex, age, marital status, veteran status, disability, sexual orientation or any other legally protected classification.

The primary criteria used in selecting individuals for positions or promotions includes demonstrated performance, abilities and qualifications. The Company's EEO policy can be found in the Equal Employment Opportunity Policy Statement below.

Relatives of TTX employees may be considered for employment at TTX in accordance with EEO guidelines and will be subject to the same application process as all other candidates. Additional information regarding prohibited employment relationships can be found in the Company's Employment of Relatives Policy.

Discriminatory conduct can subject the Company to serious legal consequences, and the individual practicing the discrimination may, under certain circumstances, be personally liable as well. The Company takes discrimination complaints filed by employees very seriously. All complaints will be referred to the Law Department.



Section 9

The Company is an Equal Opportunity Employer. We are committed to providing equal opportunities in compliance with federal, state and local laws for recruiting, hiring, placing, compensating, accommodating, promoting and training employees. We will not discriminate against any individual based upon race, color, religion, national origin, sex, age, marital status, protected veteran status, disability status, genetics, sexual orientation, gender identity or expression, or any other characteristic protected by federal, state or local laws.

Workplace Harassment

DO THE RIGHT THING SEEK EXCELLENCE



Harassing behavior can create a hostile environment and is destructive to our culture and values. The Company is committed to maintaining a positive work environment for all employees. We expect our employees to treat each other with respect and dignity. To that end, the work environment shall be free from harassment based upon race, religion, religious creed, color, age, sex, sexual orientation, gender identity, gender expression, national origin, ancestry, marital status, medical condition as defined by state law (cancer or genetic characteristics), disability, military service and veteran status, genetic information, pregnancy, childbirth and related medical conditions, or any other characteristic protected by applicable federal, state or local laws and ordinances.

Unlawful harassment will not be tolerated. Reports of harassment will be fairly and thoroughly investigated and any violations will result in appropriate corrective action or discipline. Additional information can be found in the Company's Workplace Harassment & Discrimination Policy. Every supervisor or manager who learns of any employee's concern in violation of this policy must immediately report the issue raised to the Law Department or Human Resources.

Harassment can subject the Company to serious legal consequences and the individual engaged in the harassment may, under certain circumstances, be personally liable as well.

Section 10

The Company has a zero tolerance policy towards harassment and discrimination in the workplace.

Securities Law

KNOW OUR BUSINESS DO THE RIGHT THING

Although the Company is a private company, most of its owners and many of its suppliers are publicly held. Information acquired through relationships with these companies that is not known to the public is “inside information” and may not be relied upon to trade in the securities of such companies. Inside information should remain confidential and employees must not disclose any inside information (such as a future order of railcars) to any outsiders, even to family members.

Further, the Company prohibits employees from purchasing or selling securities in any railcar supply company or component supplier (e.g., Greenbrier, Trinity, etc.) including rail industry sector funds. If any employee, or relative of an employee, owns such securities, that employee should speak with the Compliance Officer.

To own or trade the securities of the Company’s component suppliers is prohibited.



Section 11

Environment, Health & Safety

LIVE SAFETY DO THE RIGHT THING



Section 12

Safety is a priority and the Company is committed to ensuring the safety and health of its employees and their work environment.

The Company is committed to providing safe and healthy work environments as well as protecting the environment and complying with environmental, health, and safety laws and regulations. The Company actively continues to improve its environmental, health, and safety performance by:

- instilling a culture of commitment and compliance by consistently modeling exceptional safety, health, and environmental leadership behaviors;
- educating and training employees to conduct their activities in an environmentally responsible and safe manner;
- developing and implementing preventative and monitoring programs to facilitate compliance with this Policy, including but not limited to, encouraging sick employees to stay home to protect other employees and to report any at-risk conditions or injuries to a supervisor ;
- auditing company practices to ensure compliance with applicable environmental, health, and safety laws and regulations;
- promoting the conservation of resources by minimizing waste, reusing materials and recycling;
- using environmentally sound treatment and disposal methods and services for the Company's waste; and
- working with government entities as appropriate in remediation efforts addressing impacted properties.

Environment, Health & Safety (Continued)

	<p>The Company will take responsibility for any harm it may cause the environment and make every reasonable effort to remedy the damage caused to people, property or the environment. While environmental protection is a primary management responsibility, it is also the responsibility of every Company employee.</p> <p>In addition, employees should report any workplace condition believed to be unsafe or unhealthy, so that the Company can take appropriate action. Prevention of injuries and accidents is the responsibility of each employee.</p> <p>Also, use of drugs and alcohol jeopardizes safety and impairs safe work performance. Employees are, therefore, prohibited from possessing, using, being impaired by or being under the influence of drugs or alcohol while performing work for the Company. Additional information can be found in the Company's Drug & Alcohol Policy.</p>
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Conflicts of Interest

DO THE RIGHT THING KNOW OUR BUSINESS

A conflict of interest is a situation where an employee's personal interests, especially financial interest, could be inconsistent with the Company's interest. When that occurs, the individual's ability to be impartial can be compromised, and, even if it is not, the appearance of impropriety remains. Employees should avoid situations that could be construed as a conflict of interest.

Key guidelines:

- Do not do business with:
 - close personal friends;
 - relatives;
 - or family or household members who have any type of employment or financial relationship with the Company, a competitor, or a supplier or vendor of goods or services that does work for the Company .
- Do not accept gifts or favors from companies or individuals doing business with the Company. (See also Section 14).
- Do not accept a personal benefit if it is given because of your position at the Company.
- Do not purchase property from a Company supplier on terms that are not available to the general public.
- Do not accept a position on a board of directors (including non-profit, charitable, religious, educational, social or civic), without prior approval of the Compliance Officer.

The Code does not attempt to describe all conflicts of interest, so should one arise during the course of your employment related to your position, any trade association or industry group membership, board membership, secondary employment, or otherwise, you should contact the Compliance Officer. Should you have any questions, please contact the Compliance Officer.



Section 13

Avoid situations that may even appear to be a conflict of interest.

Gifts, Entertainment, and Prohibited Payments

DO THE RIGHT THING



Section 14

Employees may accept gifts under the limited permitted value provided they are given and accepted consistent with the Code.

No payment, fees, gifts of cash or non-cash items, or gratuities may be made to, or received from, any customer, supplier or government official or any other person or entity with which the Company does business with the intent of improperly influencing any transaction. In certain situations, employees may provide or receive small business courtesies where customary and legal, but these must be of limited value and of such nature that they cannot be misinterpreted as intending – by giver or receiver – to be a bribe or payoff. Receiving gifts totaling \$200 or less per source, each year, will be viewed as “of limited value” under this Code and thus permissible. Under certain circumstances employees may be permitted to receive gifts that exceed this limit, but the receipt of such gifts should be reviewed and approved by the Compliance Officer. *Reasonable expenditures* for business-related meals and entertainment are not considered a bribe or payoff. NEVER pay money to or for the benefit of a government official, whether in the United States or in a foreign country. (See also Section 15).

Employees may not solicit or accept gifts as a “quid pro quo” for doing business with the Company. Nothing should be accepted by an employee that might impair, or appear to impair, the employee’s ability to perform Company duties or exercise judgment in a fair and unbiased manner. Employees are prohibited from using Company funds to provide gift cards, gift certificates or other cash-equivalent gifts for other employees unless otherwise approved in advance, in writing by the Compliance Officer.

Prohibited Payments to Foreign Government Officials

DO THE RIGHT THING KNOW OUR BUSINESS



The Foreign Corrupt Practices Act (FCPA) prohibits businesses from providing anything of value to a foreign official, as defined below, for the purpose of obtaining or retaining business. Pursuant to the Company's commitment to conduct business with integrity and comply with the FCPA and similar laws in other jurisdictions, Company employees, consultants, officers, directors, and independent contractors are prohibited from engaging in such transactions. This conduct is prohibited even if it is a customary way of doing business or legal in a foreign country and even if it is done to advance the Company's otherwise legitimate interests.

Foreign officials include persons employed by the government or any state enterprise such as a state-owned utility. Transfers of value may include, for example, charitable donations, consulting fees, travel expenses, or even employment offers to a foreign official's friend or relative. Providing a foreign official with a small business courtesy is permitted so long as it is of limited value and of such a nature that it could not be misinterpreted as intended, by the giver or receiver, to be a bribe or a payoff. Examples of small business courtesies would be paying for reasonable – not lavish -- dining expenditures, paying for a shared taxi, or giving material bearing the Company logo, such as a shirt. The Company is also responsible for the conduct of its consultants acting on behalf of the Company. . You may be required to attend special training if your job responsibilities include representation of the Company in a foreign jurisdiction. When in doubt about a proposed expenditure, the employee or consultant should contact the Compliance Officer in advance.

Section 15

Never pay money or offer something of value to or for the benefit of a foreign official, whether you are in or outside the United States for the purpose of obtaining or retaining business.

Government Affairs & Political Contributions

SERVE OUR RAILROAD CUSTOMERS KNOW OUR BUSINESS

Given the scope of the Company's presence in North America, an important component is managing governmental affairs. The mission of Government Affairs is primarily to protect TTX Company's interests in the Federal, State and Local government arena and ensure TTX Company's "voice" is heard on issues of importance to TTX and the rail industry. This is accomplished by evaluating existing and pending legislation impacting the organization, as well as maintaining a positive working relationship with key policymakers. Government Affairs is also charged with cultivating a civic presence throughout our organization so that TTX employees may be actively engaged in the legislative process, as necessary.

Corporate funds, material or services may not be used in direct or indirect support of candidates for public office or political parties except in situations where such contributions are in compliance with applicable local, state and federal laws and regulations. The Company has a legally constituted political action committee called the TTX PAC managed by the Company's Government Affairs function. TTX PAC serves as a medium for educating its membership about politics, legislation and civic involvement opportunities.

Any Company corporate contributions to an organization engaged in political activities and corporate memberships or event sponsorships are to be reviewed by the Company's Law Department prior to payment.

Gifts or business entertainment offered to any government employee, elected official or candidate for local, state or federal office may be provided only if in compliance with applicable federal, state or local laws or regulations.



Section 16

TTX PAC
is funded by voluntary
employee contributions.
For more information,
email TTXPAC@ttx.com

Accounting and Reporting

KNOW OUR BUSINESS DO THE RIGHT THING



The Company maintains accurate records so that it can make responsible business decisions and provide truthful and timely information to Company officers and our owners, as well as preserve our reputation as a trustworthy organization.

The Company requires that all financial records be kept in accordance with Generally Accepted Accounting Principles (GAAP). Records must accurately reflect corporate transactions and no false or misleading accounting entries are permitted for any reason.

Additionally, employee submission of travel and entertainment expenses should occur after incurring the expense and in accordance with the Reimbursable Expenses Policy. Accounting entries must not be falsified or altered to conceal or distort assets, liabilities, revenues, expenses or performance measures. No one may take action to fraudulently influence, coerce, manipulate or mislead the Company's internal or external auditors. Any reports of financial irregularity of a material nature will be reported to the Audit Committee of the Board of Directors of the Company.

Section 17

Reimbursable business expenses should occur within a reasonable period of time.

Safeguarding Company Resources & Assets

LIVE SAFETY

Company Resources include all physical property and business information the Company owns or produces such as its various systems, technologies, data, information (hereinafter “Resources”) and other corporate assets which are provided to employees to conduct Company business. We are the front line of defense in protecting those Resources, and the Company’s reputation. As such, all employees should take proper precautions to protect these Resources and assets and ensure their proper and efficient use.

Security of Company Resources and Assets is every employee’s responsibility. As such, reporting any security incidents accurately and timely is critical. Also, theft, carelessness, misuse, abuse and waste of company resources and assets have a direct impact on the Company’s profitability. Information Security and Technology Policies, covering use of Company-provided email, internet, telecommunications systems, data and devices can be found on the Company’s SharePoint homepage. The Law Department will periodically conduct audits to ensure that Company systems are being used in compliance with Company policies and this Code. Employees have a responsibility to be diligent about unlawful, unsolicited, or inappropriate access to Company data or systems and to respect company property and assets, according to company policies.

Key guidelines:

- Company Resources such as internet, electronic mail (email), telecommunications systems such as Microsoft Teams chats and supplies should be used for legitimate Company business.



Section 18

Security is the responsibility of every Company employee.

Safeguarding Company Resources & Assets (Continued)

- Limited personal use of these Company Resources may be permissible provided that such use does not interfere with job performance, hinder Company communications, embarrass the Company or violate standards set forth in Company policies and this Code.
- Use of Company services, devices and facilities for personal business or gain is prohibited unless authorized in writing by Management.
- Copying, selling, using or distributing information, software and other forms of intellectual property in violation of license agreements is prohibited.
- Employees do not have a right to privacy in their use of Company data, equipment, facilities or systems.
- Access to information and communications technologies is a privilege, not a right, and employees must abide by all policies and the Code to retain that privilege.
- All security incidents, concerns or suspicions should be reported quickly to the TTX Service Desk at 312-984-3709 to avoid an impact on Company operations or reputation.
- **No one should assume that any electronic communications over Company systems or network are private. Likewise, no one should assume that desks, lockers or other Company property are private.**

Section 18

Digital Security

LIVE SAFETY

Protecting the security and integrity of digital information systems is the responsibility of every Company employee. This requires every employee to be mindful of the following:

- Credentials for accessing Company information systems are issued to authorized personnel only. Company access credentials, (e.g., username and password, , proximity card) must never be shared with anyone and are to be safeguarded at all times.
- Passwords used to access Company systems should never be used on any other systems. Use unique and different credentials for other accounts such as: other rail industry systems, bank and finance systems, personal email, social media accounts, etc.
- Company credentials are protected by two-factor authentication (2FA). Configure 2FA on other Company business-related accounts wherever it is available.
- Never click on unexpected or unrecognizable links or attachments in email. If in doubt, contact the sender directly via telephone or separate email. Never use email to send sensitive information; unless protected with additional encryption tools, email is not secure.
- Phone calls or other requests asking for credentials or other sensitive information related to the Company should be refused and reported to the TTX Service Desk.
- The Company's Information Security and Technology Policies prohibits the installation of software unless approved in advance by the Company Information Technology Department, and provided for under a license agreement approved by the Company's Law Department. Unapproved software may cause information security problems or have licensing terms that expose the Company to legal liability.



Section 19

**Report suspicious emails
by forwarding them to
Phishing@ttx.com.**

**Report lost or stolen
computing devices
promptly to the TTX
Service Desk.**

**If you suspect a security
incident has occurred,
call the
TTX Service Desk
312-984-3709.**

Confidential Information

DO THE RIGHT THING SERVE OUR RAILROAD CUSTOMERS



From time to time, Company employees may have access to confidential information. Confidential Information, whether tangible or intangible, provided in whatever form or medium includes, but is not limited to:

- attorney-client privileged information;
- strategic plans and forecasts (e.g. railcar fleet plans, container fleet plans, freight growth forecasts, commodity volumes, freight flows, equipment acquisition information and maintenance plans);
- financial information (e.g. rates, value of equipment, car hire, maintenance billing, contract labor rates);
- marketing and commercial strategies; information regarding negotiations, agreements or dealings between the Company and third parties;
- UMLER systems and information contained therein (e.g. rates);
- eSHIFT, personnel and employee-related information including payroll and medical records; software; intellectual property (e.g. trade secrets, patent applications);
- proprietary business information provided by railroads, customers, suppliers or other third parties to the Company; and
- any other non-public information that might be of use to competitors or detrimental to the Company if disclosed even to co-workers or third parties.

Section 20

Employees are not to provide or divulge Confidential Information to anyone outside the Company without advance approval from the Law Department.

The Company understands the importance of safeguarding the privacy, confidentiality and security of personal information and shall comply with all applicable privacy and data protection laws.

Company employees shall not use or disclose Confidential Information for any purpose without the prior approval of the Law Department.

Confidential Information (Continued)

Section 20

Company employees who sign the Company's Confidentiality & Invention Assignment Agreement acknowledge that unauthorized disclosure or use of such Confidential Information may cause the Company or others irreparable harm.

Company employees shall retain in trust and confidence all Confidential Information learned by, disclosed to or used by them.

Employees also acknowledge their responsibility to ensure that all proprietary and confidential information employees are exposed to during the course of employment is not disclosed during or after their employment with the Company.

Intellectual Property

KNOW OUR BUSINESS

The Company possesses a wide variety of material that is protected by copyright or trademark (e.g. Company logos). The Company also works with and develops ideas and products that could be patented or protected by trade secret. Refer to the Company's Copyrights and Trademarks Policy and the Patents and Trade Secrets Policy for more detailed information regarding use and protection of the Company's Intellectual Property. Remember, Intellectual Property is considered Confidential Information subject to Section 20 of this Code.



The Company's Intellectual Property includes its copyrights, trademarks, service marks, patents, design rights and trade secrets.

Section 21

Workplace Violence

DO THE RIGHT THING



The Company strives to create a working environment and culture that is free from violence by establishing preventative measures, creating accountability and providing assistance and support to victims. For more information see the Company's Workplace Violence Policy. Employees engaged in workplace violence will be subject to discipline, up to and including termination. Workplace violence includes, but is not limited to: intimidation, bullying, threats, property damage, stalking and physical attack. Violence outside the workplace that adversely affects an employee's ability to perform their assigned duties, threatens the safety of a Company employee, or adversely affects the Company's business can also subject an employee to discipline, up to and including termination.

Employees are the first line of defense against workplace violence, for this reason, employees are required to report workplace violence to the Human Resources Department, a supervisor or a member of management, whether it is directed towards them or another, they are a witness to the violence, or they become aware of information that could result in violence. In order to protect the safety of all employees, any employee who has a court order of protection, restraining order, or is applying for such, must notify Human Resources and provide a copy, if any.

Section 22

If an immediate response is required to address workplace violence, and it is safe to do so, contact the Company's REACT Team 24/7 at: 1-833-TTX-SAFE (833-889-7233).

Communications with the Public & the Media

SEEK EXCELLENCE

Public communications must be clear, consistent, and responsible. As such, employees are not permitted to speak publicly on issues related to the Company, its ownership or the rail industry or engage in “off the record” communications without prior authorization from the Company’s Senior Staff. Addressing such requests without prior authorization may be subject to disciplinary action, including termination.

Any request for information from the media or the public should be directed to Brian Powers, Chief Human Resources Officer.

Company employees should also be conscious of their representations when posting to social media. Personal use that impacts the Company’s business, reputation, or other employees can become a work-related matter. Employees must not use any means, including social media, to harass, intimidate, or otherwise mistreat other employees, customers, vendors or other business associates. When using social media, you must clarify that you are communicating as a private individual and not on behalf of the Company and always maintain a professional tone.

All media inquiries should be directed to Brian Powers, the Company’s CHRO.



Section 23

Conclusion

Certain situations may present us with difficult choices and often times the decisions we have to make fall into gray areas. Situations where integrity is questioned can be difficult because it is personal. In addition, laws and regulations concerning ethical issues may be complex and subject to interpretation. We hope this Code and the Company's Policies & Procedures provide you with guidance as to how to best conduct yourselves while employed by the Company.

If you are uncertain about your or a co-worker's conduct or actions, you must speak up. Ask questions. In such situations, ask yourself the following:

- Is the behavior legal?
- Is it consistent with this Code?
- Does it comply with Company Policies & Procedures?
- How will the decision to act in a particular way be perceived by others?
- How will the decision affect others?
- Would additional advice be helpful in making the right decision?

You are encouraged to talk with your supervisor or manager, senior management, the Compliance Officer, the HR Department or the Law Department about any issues or concerns you may have.. They are often in the best position to fairly evaluate the situation confronting you and offer advice about moving forward.



Conclusion

Company Contact List

Chief Human Resources Officer 312.984.3701
Compliance Officer: 312.984.3834

Human Resources Department Human_Resources@ttx.com
Reporting Suspicious Email Activity Phishing@ttx.com

TTX Ethics & Compliance Helpline: 1.877.265.5194
TTX Engineering Helpdesk EngHelp@ttx.com
TTX Service Desk 312.984.3709
TTX Main Number: 312.853.3223
TTX Political Action Committee (PAC) TTXPAC@ttx.com
TTX Incident Management Team
(COVID matters) IncidentManagementTeam@ttx.com

Company's REACT Team 1-833-TTX-SAFE
(833-889-7233).

