

# Supplier Code of Conduct

**Norfolk Southern**

July 24, 2024

Contents

Message from the CEO ..... 3

Sourcing Sustainability Statement ..... 4

Sourcing Supplier Inclusion Statement ..... 4

Applicability of the Supplier Code ..... 5

HUMAN RIGHTS AND LABOR ..... 6

    We respect human rights..... 6

    We comply with labor and employment laws..... 6

    We work safely ..... 7

    We prevent harassment and discrimination..... 7

BUSINESS ETHICS..... 7

    We comply with the law ..... 7

    We do not engage in bribery and corruption ..... 8

    We compete honestly and fairly ..... 8

    We comply with international trade laws ..... 8

    We avoid conflicts of interest ..... 8

    We give and receive gifts and entertainment responsibly ..... 9

DATA PROTECTION, PRIVACY, AND MANAGEMENT ..... 9

    We protect our information ..... 9

    We maintain accurate records ..... 9

ENVIRONMENT ..... 9/10

    We help build a sustainable future ..... 9/10

ADMINISTRATION..... 10

## Message from the CEO

At Norfolk Southern, we have an unwavering commitment to safely, sustainably, and reliably serving our customers. Our suppliers play a vital role in helping our team deliver for families, businesses, and communities across our network.

Within our Supplier Code of Conduct, we define the expectations we have for our partners. They reflect the values of our company and the standards to which we hold our Norfolk Southern colleagues. We do the right thing, the right way — and we are always striving for improvement.

Thank you for your shared commitment to operating with excellence and integrity.

## Sourcing Sustainability Statement

Norfolk Southern is committed to sustainability by being a responsible steward of the environment and helping to protect the communities where we operate and source materials. We strive to partner with companies that hold the same ideals through their demonstration of sustainable projects and policies.

Norfolk Southern encourages vendors and suppliers to adopt these and other sustainability initiatives that are appropriate for the particular service, industry, or company. Consideration will be given to suppliers who demonstrate a sustainability focus, including the above initiatives. We recognize our top suppliers and shippers in this area with our annual Thoroughbred Sustainability Partner Awards.

Norfolk Southern's commitment to purchase from companies that demonstrate sustainability in their products, processes, and operations is one element of the company's long-term strategy to effectively meet present business needs without compromising the ability of future generations to meet their own needs. We hope to encourage the producers and suppliers of products and services purchased and used by Norfolk Southern to adopt and pursue business practices that also reduce their environmental impact.

## Sourcing Supplier Inclusion Statement

At Norfolk Southern, we strongly believe our strength is in our diversity. We recognize that inclusive sourcing practices create long-term term value for our customers, shareholders, and the communities we serve. We strongly believe the diversity of our supply chain is an integral component of our success in the marketplace. We are therefore committed to maximizing sourcing opportunities and creating mutually beneficial business relationships with qualified and innovative small and diverse firms. We encourage our suppliers to do the same. Suppliers are encouraged to incorporate inclusion sourcing practices to strengthen their operations and supply chain while enriching our communities through economic advancement. Please visit our [Supplier Inclusion](#) webpage for more information.

## Applicability of the Supplier Code

This Supplier Code sets standards of ethical conduct which NS expects from our suppliers, consultants, and contract workers (collectively, “suppliers”) when doing business with or on behalf of NS. Suppliers should implement these requirements in a manner appropriate and proportional to the nature and scale of their activities, the goods they supply, and the services they perform.

In alignment with the United Nations Guiding Principles on Business and Human Rights, the provisions in this Code are derived from and respect internationally recognized standards including:

- International Labour Organization’s (ILO) Declaration on Fundamental Principles and Rights at Work
- ILO Core Conventions (No. 29, 87, 98, 100, 105, 111, 138, 182) and Labor Standards
- United Nations Convention on the Rights of the Child Article 32
- United Nations Global Compact Principles
- International Bill of Human Rights, including the Universal Declaration of Human Rights and the main instruments through which it has been codified: the International Covenant on Civil and Political Rights, and International Covenant on Economic, Social and Cultural Rights.

# HUMAN RIGHTS AND LABOR

## Better Together: We respect human rights

We at Norfolk Southern are committed to upholding the human rights of all individuals, and we expect our suppliers to do the same.

### **Forced labor**

NS will not knowingly work with suppliers who engage in forced labor, modern slavery, or human trafficking. Suppliers must ensure that employment is freely chosen.

Suppliers will not unreasonably restrict workers' freedom of movement. Suppliers must never charge employees recruitment fees or use misleading or fraudulent tactics in recruiting.

Suppliers must allow their workers the right to leave work and freely terminate their employment within legal notice period requirements.

### **Child labor**

Child labor must not be used under any circumstance.

Suppliers must not employ anyone under the age of 15, or under the age for completing compulsory education, or under the legal minimum working age for employment, whichever requirement is greatest. Suppliers must implement an appropriate mechanism to verify the age of workers.

For more information, please click [here](#).

## Better Together: We comply with labor and employment laws

### **Working conditions (e.g. working hours, physical/ mental demands of the workplace, wages, benefits)**

Working hours are not to exceed the maximum set by law.

Suppliers must abide by all laws and must respect any applicable collective bargaining agreements regarding work hours, overtime, rest period requirements, and paid vacation. Suppliers must comply with minimum wage and overtime pay requirements.

Suppliers should provide all workers with clear and understandable employment documentation, outlining worker terms and conditions and their rights and responsibilities.

### **Freedom of association and collective bargaining**

Suppliers must respect the right of all workers to associate freely and bargain collectively and must comply with local law regarding the activities of trade unions and works councils.

For more information, please click [here](#).

## Everything starts with Safety: We work safely

### Occupational Safety and Health

**Everything begins with safety at NS. Suppliers shall ensure hazards are identified, and associated risks are assessed, mitigated, and assigned root cause for corrective action to minimize impact to worker safety and health.**

Suppliers must ensure compliance with all applicable occupational safety and health laws as well as the [Norfolk Southern Operating Guidelines for Contractors](#).

Suppliers must provide a safe, clean, and healthy work environment and abide by all applicable laws regarding occupational safety and health.

Suppliers shall implement appropriate safety procedures and preventative maintenance, deploy training, and provide Personal Protective Equipment, as required.

Suppliers shall maintain an ISN account, E-RAILSAFE Profile, training records, and safety records, as required by NS. This includes:

- Encouraging worker reporting
- Classifying and recording injury and illness cases
- Providing necessary medical treatment
- Investigating cases
- Implementing corrective actions to eliminate their causes, and
- Facilitating employees' return to work.

For more information, please click [here](#).

## Better Together: We prevent harassment and discrimination

### Discrimination and harassment

Suppliers must respect their employees' rights to be treated with dignity and respect. They must commit to a workforce and workplace free of harassment, unlawful discrimination, and retaliation. Suppliers must comply with all applicable discrimination and harassment laws.

For more information, please click [here](#).

## BUSINESS ETHICS

### Do the right thing, the right way: We comply with the law

#### Ethics and Compliance

NS is committed to complying with applicable law and doing business with integrity. We want to work with suppliers who share these commitments. Suppliers are required to act in accordance with all laws and regulations applicable to their business and in the jurisdictions in which they operate.

For more information, please click [here](#).

**Do the right thing, the right way: We do not engage in bribery and corruption**  
**Anti-bribery and corruption**

NS prohibits bribery and corrupt payments of all kinds. Under no circumstances can NS suppliers offer, provide, or accept bribes or inappropriate gifts of any kind. Suppliers must comply with all applicable anti-bribery laws, including the U.S. Foreign Corrupt Practices Act (“FCPA”) and all other applicable anti-corruption and anti-money laundering laws.

For more information, please click [here](#).

**Do the right thing, the right way: We compete honestly and fairly**  
**Antitrust**

Suppliers must comply fully with all applicable antitrust and competition laws and compete fairly for Norfolk Southern’s business. Suppliers must not pay bribes or kickbacks or give anything of value to NS employees or others in order to secure an improper advantage.

Suppliers must independently develop proposals and bid responses without consultation with other bidders or NS personnel outside the standard bidding process.

For more information, please click [here](#).

**Do the right thing, the right way: We comply with international trade laws**  
**Trade regulatory compliance**

As a U.S. company, NS is committed to complying with all U.S. trade control laws. Suppliers must ensure that they are not providing shipments that are prohibited for import or export; that they do not transfer controlled technology, equipment, or software without import or export licenses; and that they screen transactions to identify persons or entities on restricted or sanctioned parties lists.

Suppliers are not permitted to participate in boycotts that are not sanctioned by the U.S. government.

For more information, please click [here](#).

**Do the right thing, the right way: We avoid conflicts of interest**

Norfolk Southern recognizes that suppliers may be involved in business relationships with other companies, including NS’ competitors. These relationships must not interfere, or appear to interfere, with the supplier’s ability to make an objective business decision regarding NS and to fulfil its contractual responsibilities toward NS. Any situation that may reasonably create even an appearance of a conflict of interest must immediately be disclosed to NS.

For more information, please click [here](#).



## Do the right thing, the right way: We give and receive gifts and entertainment responsibly

Suppliers may not provide improper personal benefits to NS employees or members of their families. Gifts and entertainment such as a meal or an event that is attended with an NS employee may be provided so long as they are not of substantial value, cannot reasonably be interpreted as an improper payment, and can be disclosed publicly without any embarrassment to NS. No gifts or entertainment are permitted if the supplier is participating in an NS Request for Proposal (“RFP”) process.

For more information, please click [here](#).

## DATA PROTECTION, PRIVACY, AND MANAGEMENT

### Better Together: We protect our information

#### **Data protection**

Suppliers must safeguard and not improperly disclose any confidential, sensitive, and non-publicly available information pertaining to NS, including but not limited to its employees, customers and suppliers, financial information, and intellectual property.

Suppliers must adhere to applicable information security, data protection, and privacy laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and deleted.

Suppliers must comply with any contractual requirements on information security and data protection and destruction and report any data breach in accordance with applicable contracts and laws.

For more information, please click [here](#).

### Better Together: We maintain accurate records

#### **Accurate Records**

NS expects suppliers to accurately record, maintain, and report business documentation, including but not limited to financial records, environmental reports, time records, expense reports, and other relevant documentation in accordance with applicable law and the terms of their supplier contract. For more information, please click [here](#).

## ENVIRONMENT

### Better Together: We help build a sustainable future

NS works with suppliers that align with our environmental commitments and promote environmental health. Suppliers must conduct their operations in compliance with applicable environmental laws and regulations.

Suppliers should implement measures to prevent pollution and reduce greenhouse gas emissions and other pollutants.

Suppliers are encouraged to efficiently use energy and to use energy from renewable sources, as feasible.

Suppliers must implement appropriate procedures to identify, manage, reduce, and dispose of or recycle any identified hazardous substance and non-hazardous waste from their operations, in accordance with applicable laws and regulations.

For more information, please click [here](#).

## ADMINISTRATION

### **Compliance Programs and Reporting Concerns**

We expect suppliers to maintain a compliance program that is appropriate for their size and the nature of their business. We also expect suppliers to provide employees with avenues for raising legal or ethical concerns without fear of retaliation.

Suppliers may ask questions or raise concerns to NS Ethics and Compliance at **1-800-732-9279**.

### **Communicating with Employees about the Supplier Code**

Suppliers must effectively communicate this Supplier Code to all employees and subcontractors involved in doing business with NS.

### **Monitoring for Compliance**

NS expects suppliers to actively audit and monitor their NS work to ensure compliance with this Supplier Code. NS may periodically ask suppliers to confirm compliance with this Code.

### **Enforcement**

The contents of this Code are additional to and do not impact NS rights and remedies under relevant contracts with suppliers. The enforcement and interpretation of this Code rests solely with NS.

### **No Rights Created**

This Code does not create an employment relationship or an employment contract. This Code is not intended to and does not create any obligations to or rights in any employee, client, supplier, shareholder or any other person or entity.