

AMERICAN RAILWAYS

ETHICS AND INTEGRITY RULES



ABOUT AMERICAN RAILWAYS

American Railways, often abbreviated as AR, is an American multinational conglomerate corporation incorporated in Michigan, and headquartered in Detroit, Michigan, United States of America. The company is housed at General Motors Renaissance Skyscraper on the American-Canadian borders looking over Canada to the North and the United States to the South.

AR spans the globe as a leader in railways infrastructure, tracks welding, signaling and rail structures. The company owns and operates various subsidiaries around the world.



OUR SUBSIDIARY COMPANIES

 **AMERICAN RAILWAYS**

 **CANADIAN RAILWAYS**

 **AMIDAC**

A MESSAGE FROM AMERICAN RAILWAYS

The American Railways Company ("AR"), all its subsidiary companies, employees, officers, managers, lawyers, and shareholders are committed to unyielding Integrity and high standards of business conduct in everything we do, especially in our dealings with AR suppliers, customers, contractors and consultants on a global scale. As we enter new markets, we face exciting but new culture of conducting business in different parts of the world. We appreciate the generosity of international business culture, but we are strictly guided by ethics and integrity measures and rules that we cannot ignore.

For well over the prior decades of business, AR people have created an asset of incalculable value: the company's worldwide reputation for integrity and high standards of business conduct. That reputation, built by so many people over so many years, depends on upholding it in each business transaction we make.

AR bases its suppliers and customers relationships on lawful, efficient and fair practices, and expects them to adhere to applicable legal and regulatory requirements in their business relationships, including those with their employees, their local environments, and AR. AR ethics and integrity policies and rules apply to all owned subsidiary companies: American Railways, Canadian Railways and AMIDAC and to all employees, officers, managers, lawyers and shareholders of the entire group on a worldwide scale, every day, everywhere.

We thank you again for your business and we are looking forward to a legal, ethical and transparent business relationship that protects our reputation, name and integrity.

AR ETHICS AND INTEGRITY CORPORATE RULES

1. IMPROPER PAYMENTS

American Railways, Canadian Railways and AMIDAC, identified as "AR" Group Prohibit bribery in all business dealings, in every country around the world, with both governments and the private sector. The group prohibit even small facilitation payments to expedite routine administrative actions, except in extraordinary circumstances and with the prior approval of a AR compliance or general counsel, or where an employee's safety or security is at stake. Our goal is to eliminate all facilitation payments. We maintain strong controls aimed at preventing and detecting bribery. This includes a rigorous process for appointing and managing third parties acting on AR's behalf in business dealings. We maintain accurate books, records, and accounts that correctly reflect the true nature of all transactions.

2. SUPPLIERS AND CUSTOMERS RELATIONSHIPS

AR relationships with suppliers and customers must be based on lawful and fair practices. AR provides suppliers a fair opportunity to earn a share of AR's business, including small businesses, and businesses owned by the disadvantaged, minorities, women and disabled persons. AR only does business with suppliers and customers that comply with all applicable legal requirements and AR guidelines relating to labor, employment and environment, health and safety and that treat workers and others fairly and with respect. AR, as a business enterprise, promotes respect for human rights within our supply chain and customers' practices. AR safeguards information, including confidential and proprietary information and personal data, of both AR, customers and suppliers.

3. INTERNATIONAL TRADE COMPLIANCE

AR will comply with all export control, economic sanctions and customs laws that regulate cross-border transfers of goods and technology. AR maintains policies regarding State Sponsors of Terrorism (SSTs) and other sanctioned countries that are often stricter than applicable laws.

4. ANTI-MONEY LAUNDERING (AML)

AR is committed to complying with applicable anti-money laundering, corruption and terrorist financing laws and regulations. AR conducts business only with customers involved in legitimate business activities, with funds derived from legitimate sources. We adhere to risk-based “Know Your Customer” due diligence processes on prospective customers. AR has controls to detect, investigate and report suspicious activity. We recognize AML risks introduced by third party and business partner relationships and mitigate those risks by, for example, performing watch list screening.

5. WORKING WITH GOVERNMENTS

AR follows the highest ethical standards in conducting business with governments. AR commits to comply with all contract terms and conditions, laws, and regulations applicable to AR when working with governments. We must be truthful and accurate when dealing with governments. We maintain controls and procedures that target our government business activities specifically to ensure compliance in this highly regulated environment.

6. COMPETITION LAW

Every AR employee, manager, officer or shareholder has a responsibility to comply with all applicable competition laws, regulations, decrees and orders. AR must never collude with other companies on price fixing or terms to be offered to customers; agree with competitors to allocate markets or customers; reach a verbal or written understanding to fix price or limit free access of customers to fair pricing or manipulate the bidding process.

7. CONFLICTS OF INTEREST

Our employees, managers, officers and shareholders have a duty to ensure that nothing interferes with their ability to make all business decisions in the best interest of AR. This means that nothing they do should interfere, or appear to interfere, with their responsibility for objective and unbiased decision-making on behalf of the Company. No kick-backs, payments or anything of value in excess of \$100 USD either tangible or non-tangible should be offered to, or accepted by AR employees, managers, officers and shareholders. No activity at work or home should harm AR’s reputation or good name. AR employees, managers, officers and shareholders have a duty to disclose if their personal or financial activities may interfere or have the potential of interfering with their allegiance toward the Company. Misusing AR resources or influence is prohibited. Even when nothing wrong is intended, the perception of a conflict of interest may have negative effects.

8. INTELLECTUAL PROPERTY

AR aggressively protects its intellectual property (IP) and enforces its rights against others who take or use AR IP without proper authorization. AR respects valid IP rights and avoids unauthorized use of IP that belongs to other people or organizations. AR owns the IP created by its employees as part of their employment with the company and they do not have the right to license, use or transfer any IP to any customer, supplier or third party without written approval from the company.

9. CYBER SECURITY & PRIVACY

AR respects individual privacy rights. AR is committed to collecting, handling and protecting Personal Information responsibly, and in compliance with applicable privacy and information security laws and with AR’s Commitment to the Protection of Personal Information, where applicable. AR may transfer Personal Information globally, consistent with applicable law. AR seeks to protect its networks, systems, devices and information in our possession. It is our policy to use information only for legitimate purposes and to maintain appropriate access controls. AR’s policy is to conduct security testing on our products prior to release and to monitor for cyber security threats and vulnerabilities.

To report a violation or concern, please contact us below. All communications regarding ethics and integrity rules violations are confidential and will remain confidential.

AMERICAN RAILWAYS

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