

THE THOROUGHBRED CODE OF ETHICS

NORFOLK SOUTHERN CORPORATION



Ethics & Compliance

Lead, Inspire, Succeed



A Message from our Chairman & CEO



Jim Squires
Chairman, President and Chief Executive Officer

At Norfolk Southern, integrity is who we are and who we have been for more than 185 years. As we adapt to evolving markets and an ever-changing world, we must never forget that a steadfast commitment to fair and honest treatment of customers, investors, co-workers, and the communities we serve is the foundation of our long-running success.

Only by inspiring trust in the marketplace can we achieve our vision to be the safest, most customer-focused and successful transportation company in the world. As members of the Thoroughbred team, each of us has a stake in protecting the company's reputation and good name. That means the actions we take must reflect our SPIRIT Values and the standards of conduct outlined in our Thoroughbred Code of Ethics. In its pages you will find

guidelines for behavior, questions and answers for situations you might encounter on the job, and resources to seek advice, report concerns, and make the right decisions.

As individuals and as a team, we work safely, serve customers to the best of our ability, and act as good stewards for our owners. We also uphold the core values that make us proud to say we work for Norfolk Southern. Through that shared commitment, we will ensure that our railroad remains one of the nation's premier freight transportation companies for the next 100 years.

Thank you for your commitment to make Norfolk Southern the best in the business.

Sincerely,

A handwritten signature in black ink that reads "Jim Squires". The signature is written in a cursive, flowing style.

Our Vision

Be the safest, most customer-focused, and successful transportation company in the world



Our Creed

WE ARE RESPONSIBLE to our stockholders, customers, employees, and the communities we serve.

FOR ALL OUR CONSTITUENCIES, we will make safety our highest priority.

FOR OUR CUSTOMERS, we will provide quality service, always trying to reduce our costs in order to offer competitive prices.

FOR OUR STOCKHOLDERS, we will strive to earn a return on their equity investment that will increase the value of their ownership. By generating a reasonable return on invested capital, we will provide the security of a financially strong company to our customers, employees, stockholders and communities.

FOR OUR EMPLOYEES, our greatest asset, we will provide fair and dignified treatment with equal opportunity at every level. We will seek a talented, diverse work force and management with the highest standards of honesty and fairness.

FOR THE COMMUNITIES we serve, we will be good corporate citizens, seeking to enhance their quality of life through service, jobs, investment, and the energies and good will of our employees.

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About The Thoroughbred Code of Ethics

What is the purpose of The Thoroughbred Code of Ethics?

The Thoroughbred Code of Ethics (The Code) provides employees with a summary of Norfolk Southern's core values and the corporate policies and procedures that guide our business conduct and relationships with customers, shareholders, co-workers, and the communities we serve. It is the foundation of our corporate ethics and compliance program, which is overseen by the Ethics and Compliance Committee. Committee members include our chief executive officer, president, executive vice presidents, and vice president audit and compliance.

The Code explains general guidelines for behavior, provides questions and answers for situations you might encounter on the job, and lists resources you should contact for help with questions or concerns.

Every effort has been made to make The Code as thorough as possible. However, The Code cannot address every workplace situation, or list all of Norfolk Southern's policies, procedures, or rules related to workplace conduct. Use it as a reference for general guidance on appropriate business conduct.

Who must follow The Code?

The Code applies to all employees, officers, and directors of Norfolk Southern Corporation and its consolidated subsidiaries (excluding Norfolk and Portsmouth Belt Line Railroad Company). In The Code, "Norfolk Southern," "NS," and "Company" refer to the corporation and its subsidiaries. The use of "employees" includes every director, officer, and employee, whether agreement or nonagreement. The Code may also apply to other people who are working on Norfolk Southern's behalf or at our direction.

Waivers of The Code will be granted only in exceptional circumstances. Any waiver for a director or an executive officer must be made by the Board of Directors or by a committee of the Board and will be promptly disclosed to our shareholders. Any waiver of The Code for a nonexecutive officer or other employee must be made by our chief executive officer and will be promptly reported to the Audit Committee of the Board of Directors, no later than its next meeting.

What happens if The Code is violated?

Any violation of The Code by an employee will result in appropriate disciplinary action, up to and including termination of employment. Violations by nonemployees can result in termination of the business arrangement and barring the individual or company from Norfolk Southern facilities.

¹ References to corporate policies, procedures, rules, guides, or manuals are for employee reference only and are not part of The Thoroughbred Code of Ethics.

² Existing corporate policies, procedures, superintendents' bulletins, collective bargaining agreements, work rules, and other instructions or communications relating to your conduct continue in full force and effect.

Our Core Values

S

SAFETY

We put safety first by taking care of the people around us and following the rules.

P

PERFORMANCE

We are performance driven and committed to providing quality customer service. We act on facts and are accountable for results.

I

INTEGRITY

We do the right thing. We are open, fair, honest, and straightforward.

R

RESPECT

We believe in the importance of all of our stakeholders. We value the ideas and beliefs of co-workers.

I

INNOVATION

We constantly seek new ideas and creative solutions to business challenges.

T

TEAMWORK

We believe that working together always produces the best results.

Our SPIRIT Values are a fundamental part of everything we do at Norfolk Southern. Located at the bottom of each section page is a SPIRIT key. The values that best represent each section are circled for quick reference.

Ⓢ Safety Ⓟ Performance ⓘ Integrity Ⓡ Respect ⓘ Innovation ⓘ Teamwork



**Using The
Thoroughbred
Code of Ethics**

Using The Thoroughbred Code of Ethics

What is expected of me?

Norfolk Southern expects you to lead by example:

- Know the rules governing your work and follow those rules.
- Ask questions when in doubt.
- Report questionable conduct by others.

How do I use The Code?

- Read through the entire Code.
- Think about how The Code applies to your duties at Norfolk Southern. Consider situations you might encounter and think about how to act to comply with The Code.
- If you have trouble resolving an issue or have difficulty understanding NS policy, help is available. The “Asking Questions and Reporting Concerns” section on the following page lists available resources.
- Keep a copy of The Code handy for future reference.
- Use the Q&A sections to help clarify situations similar to those you might experience.

Remember that these examples cannot address all situations.

Ethical Decision Making

How can The Code help me make ethical business decisions?

Making business decisions can often be complex. Sometimes, a law or policy clearly dictates your response. The Code provides guidance for situations that are less clear.

When faced with a decision, ask yourself these questions about the action you are considering:

- Is it legal?
- Does it comply with NS policy and values, including The Code?
- How will it affect others – our customers, competitors, other employees, NS?
- How would you feel if your decision was published in the newspaper?
- Should you ask for help before acting?



Asking Questions and Reporting Concerns

Asking Questions and Reporting Concerns

As a Norfolk Southern employee, you have a responsibility to seek advice when you have a question or concern. If you suspect wrongdoing, including theft, fraud, or other violation of NS policies or the law, please report your concerns immediately.

These resources are here to help:

- **Your Supervisor:** He or she knows you and your job and is usually in the best position to help if you have a question or concern. You can also contact a higher level manager within your department.
- **Corporate Resources:** Several departments at Norfolk Southern serve as subject matter experts and can be contacted directly with your question or concern. A list of these departments and their contact information is listed under **Contacts** (page 59) at the back of *The Code*.
- **Ethics & Compliance Hotline (800) 732-9279:** If contacting a supervisor or a higher level manager is not practical, or if you're not sure who to call, contact the Ethics & Compliance Hotline.

The hotline is available 24 hours a day, 7 days a week. Hotline reports can be made anonymously. Reports also can be made using NS' online reporting form available at ethics.nscorp.com on the reporting concerns tab.

- All reports to the hotline are reviewed by trained compliance investigators and treated confidentially. At times, hotline reports are passed along to other departments, including Human Resources and Law, for appropriate handling.
- During an investigation of suspected violations, all employees must cooperate fully and truthfully so the matter can be properly investigated and resolved, with appropriate actions taken.

**You can access the Ethics & Compliance Hotline
24 hours a day, 7 days a week to ask a question or share
a concern.**

Non-Retaliation Policy

Norfolk Southern will not tolerate any kind of retaliation. You must not retaliate against any employee who reports, in good faith, what he or she believes is a violation of law, rule or regulation, NS policy, or The Code. Also, you must not retaliate against any employee who refuses to participate in an activity that he or she believes, in good faith, is a violation of law, rule or regulation, NS policy, or The Code.

Examples of retaliation (when any of these actions are taken because the employee reported an alleged violation or refused to participate in a violation) are outlined below:

- Firing or suspending
- Transferring to a less desirable position
- Giving a negative performance review
- Coercing or punishing an employee in any other way

Federal laws and some state laws also prohibit retaliating against an employee who engages in protected conduct. Under the Federal Railroad Safety Act, protected conduct includes, but is not limited to, reporting in good faith:

- Conduct that an employee reasonably believes violates a federal law, rule, or regulation relating to railroad safety or security
- A work-related injury or illness
- A request for medical or first-aid treatment by an employee injured while working

Other examples of protected conduct include, but are not limited to, taking FMLA or military leave and requesting an accommodation. Any employee who violates our non-retaliation policy will be subject to disciplinary action, up to and including termination of employment. In addition, the employee could potentially face personal civil liability to the employee retaliated against.





**Safe Work
Environment**

Safe Work Environment

Norfolk Southern is committed to being the safest, most customer-focused, and successful transportation company in the world. As such, all employees must be provided a safe, supportive workplace where employees recognize peers who perform their work safely and actively coach each other when risky behavior is observed. Safety is a shared value at Norfolk Southern: all employees are responsible for creating and maintaining a safe work environment.

Safety and General Conduct

Safety is Norfolk Southern's top priority. Our *Safety and General Conduct Rules* have evolved from the experience of many people on many railroads over many years. We must be familiar with and obey these rules.

No one should be exposed to unnecessary hazards and risks. As a Norfolk Southern employee, you are personally accountable for your actions on the job.

Remember:

- All injuries can be prevented.
- All exposures can be safeguarded.
- Prevention of injuries and accidents is the responsibility of each employee.
- Training is essential for good safety performance.
- Safety is a condition of employment.
- Safety is good business.

Safety and General Conduct Q & A

"We had a small accident in the yard not long ago, but no one was injured. Do we need to report this incident?"

Yes. Every incident, no matter how small, must be reported. In addition to being tracked to meet regulatory requirements, these incidents can be used to identify safety issues and trends, and therefore prevent serious injury in the future.

“What should I do if my supervisor asks me to disregard a safety rule in order to get a high priority job done on time?”

You should not do anything that would place you or others in danger and to the extent your supervisor does not support this, contact a higher level manager or the Ethics & Compliance Hotline at (800) 732-9279.

Who to Contact:

Report behavior that violates our *Safety and General Conduct Rules* or otherwise endangers people or property to your supervisor. If contacting your supervisor or a higher level manager is not practical, contact the Ethics & Compliance Hotline at (800) 732-9279.

Policy Reference:

Safety and General Conduct Rules

Corporate Policy 211: Safety and Health

Corporate Procedure 403.1: Report of Personal Injury, Fatality, or Occupational Illness

Environmental Regulations

Norfolk Southern is committed to protecting the quality of the environment. Our goal is to comply with the letter and the spirit of all federal, state, and local laws, regulations, and permits that protect the environment.

All NS employees are responsible for understanding and responding appropriately to potential environmental problems and for complying with applicable environmental laws. Your commitment and involvement is needed to meet our environmental quality goal. Non-compliance may subject you and Norfolk Southern to civil and criminal penalties. We must always make the responsible choice and protect the environment.

The Four Simple Rules:

- 1. Don't dump, bury, or burn anything**
- 2. Minimize waste**
- 3. Report and manage all spills**
- 4. When in doubt, call for help**

Environmental Regulations Q & A

I am on my facility's environmental compliance team and need to conduct and document weekly inspections. My other responsibilities sometimes interfere with my ability to conduct these inspections and to fill out the required inspection form. Can I sign inspection forms done by other employees if they do the inspections for me? It may take a while for these other employees to get the completed forms to me. Can I date my signature to coincide with the date of the inspection?

No. Environmental inspection forms MUST never contain any inaccurate information.

- The person identified as the inspector must be the person that actually conducts the inspection.
- The date of the inspection and the date of the signature must be accurately provided.
- Never provide an inaccurate inspector name, date, or signature. That is fraud and it subjects you and Norfolk Southern to possible criminal violations and prosecution.
- Speak to your supervisor to ensure appropriate personnel can conduct these inspections and complete the required paperwork, as required by regulation.
- Keep in mind that employees conducting these inspections must also attend the annual Clean Water Act (CWA) training conducted for your facility.

Who to Contact:

To report environmental concerns, including emergencies, on Norfolk Southern's property contact the Police Communication Center at (800) 453-2530.

If you have questions about whether your action or the actions of others complies with NS' environmental policy or the law, contact your supervisor or the Law Department at (757) 629-2755.

Policy Reference:

Safety and General Conduct Rules – Rules S, GR-20

Corporate Policy 209/Procedure 209.1: Environmental Quality

Our World Our Choice Reference Manual

Drugs and Alcohol

A workplace free of substance abuse is vital to the health and safety of employees and to maintaining the trust and confidence of our customers. Norfolk Southern and its railroad subsidiaries do not permit the employment of persons who use drugs that may impair sensory, mental, or physical functions. Substance abuse – the prohibited use of drugs or alcohol – is a safety risk, negatively affecting work performance and attendance.



Norfolk Southern's Drug and Alcohol Rehabilitation Services (DARS) program helps employees and their families with abuse or addiction problems. It is a voluntary program, designed to

help employees identify and resolve a drug or alcohol problem through proper treatment, resulting in improved health, quality of life, and productivity.

Drugs and Alcohol Q & A

On occasion my supervisor has returned from lunch with alcohol on his breath and appearing to be intoxicated. What should I do?

Reporting for duty under the influence of alcohol violates Rule G and is a risk to safety. You should contact a higher level manager or the Ethics & Compliance Hotline to report this situation. If the situation presents an immediate safety risk, contact another supervisor in your department or the Police Communication Center.

I have a substance abuse problem. What is going to happen to me if someone finds out? Will I get fired?

DARS' voluntary referral program is available to all employees. The DARS policy states:

- **"An employee who voluntarily requests help from the DARS program prior to the time that he or she violates the company's rules with respect to alcohol or drugs may do so without jeopardizing his or her employment. Such employee will, to the extent necessary for treatment and rehabilitation, be granted unpaid leave."**
- **An employee's voluntary participation in DARS is confidential; however, confidentiality is waived if the employee ceases to cooperate in treatment or later violates the company's rules.**



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Who to Contact:

If you are concerned about the use of prohibited substances, contact your supervisor or call the Ethics & Compliance Hotline at (800) 732-9279. If there is an immediate safety risk, contact the Police Communication Center at (800) 453-2530. You may also contact DARS at (800) 552-2306 x 2447.

Policy Reference:

Safety and General Conduct Rules - Rule G

Safety and General Conduct Rules - Policy on Alcohol and Drugs

Safety and General Conduct Rules - DARS Program

Corporate Policy 211: Safety and Health

Workplace Violence and Security

To preserve employee safety and security, Norfolk Southern will not tolerate acts or threats of violence in physical, written, electronic, or verbal form. In addition, NS prohibits employees from having loaded or unloaded firearms in their possession while on duty, on Company property or occupying facilities provided by the Company. The only exceptions apply to security and forestry officers who are authorized to use firearms while performing their jobs, employees who have written permission from the head of the Norfolk Southern Police Department, or where applicable law provides otherwise.

In many cases, abusive, erratic, or hostile words and actions are the first sign of more serious violent behavior. Be alert for: substance abuse; increased absenteeism; depression and withdrawal; verbal abuse to co-workers and/or supervisors; noticeably unstable emotional responses; resistance or over-reaction to changes; escalation of domestic problems; and, increased unsolicited or threatening comments about weapons or violence.

Situational awareness contributes to a safe work environment. We must each heighten our awareness, alertness, and commitment and do our share to improve safety and security. Every NS employee is part of the security team. You know who belongs in your office, on your train, on the right-of-way, and in or around restricted areas. If someone or something seems suspicious, take the time to report it to your supervisor or the NS Police.

Workplace Violence and Security Q & A

I noticed someone walking around the office that I've never seen before. They seemed out of place. What should I do?

Calmly approach the person and try to determine whether they have a business need to be there. If they don't, arrange to have them escorted off the property. As always, use good judgment, and do not place yourself at risk by confronting a stranger. In these cases, call the Police Communication Center.

In our yard's parking lot I saw a couple arguing near their car. What should I do?

If you see or hear any act that involves actual threats or violence, call 911 immediately. Then, contact your supervisor and the Police Communication Center. Do not confront the person making the threat unless you believe it is absolutely necessary.

Who to Contact:

Report behavior that threatens the safety or security of employees or property to your supervisor or the Police Communication Center at (800) 453-2530. If the situation involves threats or violence, contact 911 immediately. Then, contact your supervisor and the Police Communication Center. If you see an unfamiliar person or questionable situation, ask questions or call the Police Communication Center.

Policy Reference:

Safety and General Conduct Rules – Rule GR-12

Corporate Policy 211: Safety and Health

Corporate Policy 322: Workplace Violence

Support and Respect at Work



Support and Respect at Work

Norfolk Southern is dedicated to providing equal employment opportunity and a safe, supportive work environment. Employees are expected to treat co-workers, customers, suppliers, and competitors fairly and with sensitivity and professionalism.

Equal Employment Opportunity

Norfolk Southern complies with all applicable laws, regulations, and executive orders concerning equal opportunity and nondiscrimination. Our employees are hired, trained, paid, assigned, disciplined, and promoted based on qualifications and performance, regardless of race, religion, color, national origin, gender, age, status as a covered veteran, sexual orientation, gender identity, the presence of a disability, genetic information, or any other legally protected status not related to a person's ability to do a job. We make reasonable accommodations for employees with physical or mental disabilities.

NS' commitment to equal treatment and opportunity goes beyond mere compliance with civil rights legislation. Through affirmative action, we make every effort to comply fully with the spirit of equal employment opportunity.

Harassment and Discrimination

Norfolk Southern strives to provide a work environment free from offensive behavior directed at a person's race, religion, color, national origin, gender, age, veteran status, sexual orientation, gender identity, disability, genetic information, or any other legally protected status.

Our policy strictly prohibits such conduct. Anyone engaged in harassment will be subject to appropriate disciplinary action, including termination. Anyone who believes they are being harassed by an employee, supervisor, customer, or contractor should immediately report the behavior to their management supervisor – if the supervisor is not the subject of the complaint – or to the EEO staff.

Sexual Harassment

The Equal Employment Opportunity Commission defines sexual harassment as any unwelcome sexual advance, request for sexual favors, or other verbal or physical conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly as a term or condition of an individual's employment;
- Submission to or rejection of such conduct is used as the basis for employment decisions; or
- The conduct unreasonably interferes with an individual's work performance or creates an intimidating, hostile, or offensive work environment.

Sexual harassment is not always overt or deliberate. In many cases, it is subtle. Even innocent or unintentional behavior may constitute harassment. Examine your own actions. Be sure you understand that certain seemingly harmless actions could have a negative effect on others. Anyone engaged in sexual harassment will be subject to appropriate disciplinary action, up to and including termination.

Support and Respect at Work Q & A

One of my co-workers has a sexually explicit photo inside his tool box. When I complained to my supervisor he said I was "too sensitive" and said it was okay because there were no women working our shift. What can I do?

Offensive or sexually explicit materials in view on NS property could be considered a "hostile work environment." Report the incident to the EEO Helpline or staff.

Some of my co-workers make comments about the race or sexual orientation of other employees. The other employees don't complain but it makes some of us feel uncomfortable. What can I do?

These kinds of comments are not appropriate in our work environment and violate our commitment to a harassment-free workplace. Speak to your supervisor or contact the EEO Helpline or staff.

Who to Contact:

Employees are required to report any equal employment opportunity problems to their supervisor (management only - it is not sufficient to report concerns to union represented employees). The employee must report the problem to NS' EEO office if the management supervisor is unavailable, the supervisor is part of the problem, the employee is uncomfortable reporting the problem to the management supervisor, or the employee is dissatisfied with the management supervisor's handling of the situation.

A toll-free, voice-response EEO Helpline is available around the clock at (888) TALKEEO or (888) 825-5336 or you may send an email to eeonorf@nscorp.com.

Policy Reference:

Safety and General Conduct Rules – Rule GCR-1

Corporate Policy 305: Equal Employment Opportunity

Corporate Procedure 305.1: Collection and Maintenance of Employee Medical Records

Corporate Procedure 305.2: Equal Employment Opportunity Process

Corporate Policy 311/Procedure 311.1: Accessibility of Corporate Facilities to Individuals with Disabilities

Corporate Policy 305.3: Accommodating Employees and Applicants with Physical or Mental Impairments

Diversity & Inclusion

Diversity is the collective mixture of similarities and differences that impact Norfolk Southern's workforce, workplace, and marketplace. Our Chairman and Chief Executive Officer Wick Moorman has stated: "Some people think of diversity as having to do only with race, gender, religion, and nationality. But it goes far beyond that to define the perspectives that we all bring to our jobs. Increasingly, our company performs on a world stage, and in this highly competitive environment we need to keep a broad range of opinions and outlooks if we are to deliver for our shareholders, shippers, and employees."



Inclusion at Norfolk Southern is about creating an environment in which employees can do their best work through a shared sense of belonging, mutual respect, personal value, supportive energy, and commitment. Inclusion is represented by an employee-supportive workplace where equitable opportunity exists for all to participate and contribute to the company's success and their own personal success.

Our Principles of Diversity and Inclusion:

- Diversity and Inclusion are achieved through respect for others.
- Diversity and Inclusion work best when everyone participates.
- Diversity and Inclusion foster creativity and innovation.
- Diversity and Inclusion are critical business assets.

NS President Jim Squires states: "A culture of diversity and inclusion is critical to the success of Norfolk Southern. Only by marshaling the creativity, ingenuity, and energy of all of our employees can we hope to prevail in a changeable and competitive business environment."

At Norfolk Southern, we strive for an environment in which everyone is treated fairly and with respect, in which everyone is recognized and rewarded based on their unique abilities and contributions, and in which everyone has equal opportunity for growth and advancement. Diversity and Inclusion help us achieve the full potential of all our employees. This leads to increased job satisfaction, creativity, innovation, productivity, and safety, which contribute to the company's growth and profitability.

Diversity and Inclusion Q & A

How does Norfolk Southern expect me to incorporate diversity and inclusion into my everyday work?

As you go about your daily activities, you should ask yourself how you can use diversity and inclusion to achieve better business outcomes. Keep diversity and inclusion in mind as you form problem-solving teams and use it as a tool as you identify opportunities, develop objectives, and execute our business plans.

A co-worker likes to call me a nickname, which I consider to be offensive, and make remarks about my ability to do my job. I know I'm not as experienced as he is, but I feel put down. Is his behavior acceptable?

Your co-worker's behavior is inconsistent with our commitment to diversity and inclusion. By making these remarks, he's missing the opportunity to set an example of professional behavior, share his experiences, and learn from you.

Who to Contact:

E-Mail questions concerning diversity and inclusion to diversity@nscorp.com.



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UNDER WARRANTY



**Conducting
Business with
Integrity**

Conducting Business with Integrity

Norfolk Southern is committed to complying with all applicable federal, state, and local laws and regulations. Norfolk Southern has a responsibility to deal fairly with customers, suppliers, and competitors. To do so, we must conduct our business with fairness, honesty, respect, and good judgment. In all dealings, our integrity must remain intact and unquestioned.

Fair Competition

At Norfolk Southern, we must conduct the purchase or sale of NS goods, services, or property in a factual, honest, informative way, and in compliance with all laws and requirements. We will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

Antitrust

Antitrust laws were enacted to promote free and fair competition. These laws regulate what Norfolk Southern and its employees can do when acting alone or with our competitors. Antitrust laws prohibit conduct that goes beyond fair competition and is designed to harm a competitor, drive a competitor out of business, or prevent new competition. Antitrust laws also prohibit agreements among competitors that lessen competition between them, such as agreements to fix prices or allocate markets. While we are expected to conduct business in ways that enhance Norfolk Southern's competitiveness, we must abide by the principles of fair play.

Violations of antitrust laws, whether deliberate or accidental, expose our company and employees to serious civil or criminal penalties or lawsuits. Individuals found guilty of antitrust violations face jail time and fines, while companies found guilty face fines and large financial settlements to injured parties.

Our *Antitrust Compliance Guide* identifies general policies that are designed to minimize the risk of an antitrust violation. It should be used as a resource by employees who regularly interact with our competitors, customers, or suppliers.

Correspondence and Communications

A government agency or private plaintiff can require that virtually all material relating to an alleged antitrust violation, including written and electronic communications, be produced in litigation. It is important to avoid careless, overstated, or emotional communications, which may convey an impression of unlawful activity where none exists and invite needless antitrust action against Norfolk Southern and individuals.

Gathering and Using Competitive Information

Information about the prices and services of a competitor can be obtained from public sources and third parties without causing antitrust problems. For example, it generally is permissible to obtain information about a competitor's prices and services from a customer in order to offer effective competition; however, it would be improper to arrange with a customer to pass information between Norfolk Southern and any of its competitors.

Exchanges of information among competitors might be lawful, but they must be evaluated on a case-by-case basis with NS' Law Department. Exchanging price information among competitors for competing services should always be avoided because an illegal agreement to set prices may be inferred. Disclosures of other types of information pertaining to competitive services, including cost data, traffic statistics, and service information must be evaluated in advance by the Law Department.

Participation in Trade Associations and Industry Committees

Trade associations and industry committees bring together competitors to discuss industry topics. While these groups play an important role in coordinating railroad service and disseminating information about developments of interest, they always pose risks under antitrust laws. Employees participating in these groups must be especially alert to antitrust problems and should discuss any concerns or questions with the Law Department.

Fair Competition/Antitrust Q & A

I am attending a trade association meeting next month. If approached by another railroad at the meeting, can I discuss with that carrier any price-related topics other than specific interline issues involving NS and that carrier?

No, these would not be appropriate topics for discussion with our competitors. You should never discuss contract awards, prices, bids, terms, or similar business information with employees of competing railroads.

Who to Contact:

Direct questions or concerns about antitrust issues to the Law Department at (757) 629-2755.

Policy Reference:

Antitrust Compliance Guide

Corporate Policy 213: Confidentiality of Transportation Contracts and Other Confidential Rate Quotations



Conflicts of Interest

A conflict of interest exists when an employee's personal interests interfere – or even appear to interfere – with the interests of Norfolk Southern. When a conflict of interest exists, it may influence the employee's judgment and cause business decisions to be made for personal benefit instead of for the benefit of NS.

If a conflict arises, we must act in the best interests of NS, making sure the conflict is reviewed and handled in an ethical manner.

A potential conflict of interest exists when:

- You (or a member of your immediate family, which is defined to include spouses, children, parents, siblings, in-laws, and certain other persons living in your home) own or have other material interests in a company that provides goods or services to, competes with, or is a customer of Norfolk Southern.
- You (or a member of your immediate family) consult with or are employed by any customer, lessor, contractor, supplier, or competitor.
- You (or a member of your immediate family) have been or are a party to a transaction that involved Norfolk Southern as a participant.
- You participate in activities outside Norfolk Southern that interfere with your ability to perform your job.
- You use knowledge, confidential information, or influence gained as a result of your employment for personal profit or financial gain for you or an immediate family member.

If you believe you have a conflict of interest, inform your supervisor to ensure the conflict is handled appropriately and ethically.

Conflicts of Interest Q & A

My sister-in-law is part owner of a company that has supplied materials to NS for many years. I was recently promoted and in my new position I have the authority to contract with her company for supplies. Is this a conflict of interest?

Yes. Even though your sister-in-law's company has a long-term relationship with NS, an appearance of a conflict will be created the next time her contract is up for renewal. In this case, the conflict could be resolved by having another employee, such as your supervisor, make the decision rather than you. Remember, you must disclose the potential conflict to your supervisor.

Who to Contact:

If you are faced with a potential conflict of interest or know of a conflict of interest involving another employee, speak to your supervisor, who will discuss the issue with your division or department head, or contact the Ethics & Compliance Hotline at (800) 732-9279.

Policy Reference:

Safety and General Conduct Rules – Rules GR-5, GR-6, GCR-5

Corporate Procedure 212.2: Code of Ethical Conduct for Senior Financial Officers

Corporate Procedure 212.3: Conflicts of Interest and Related Person Transactions

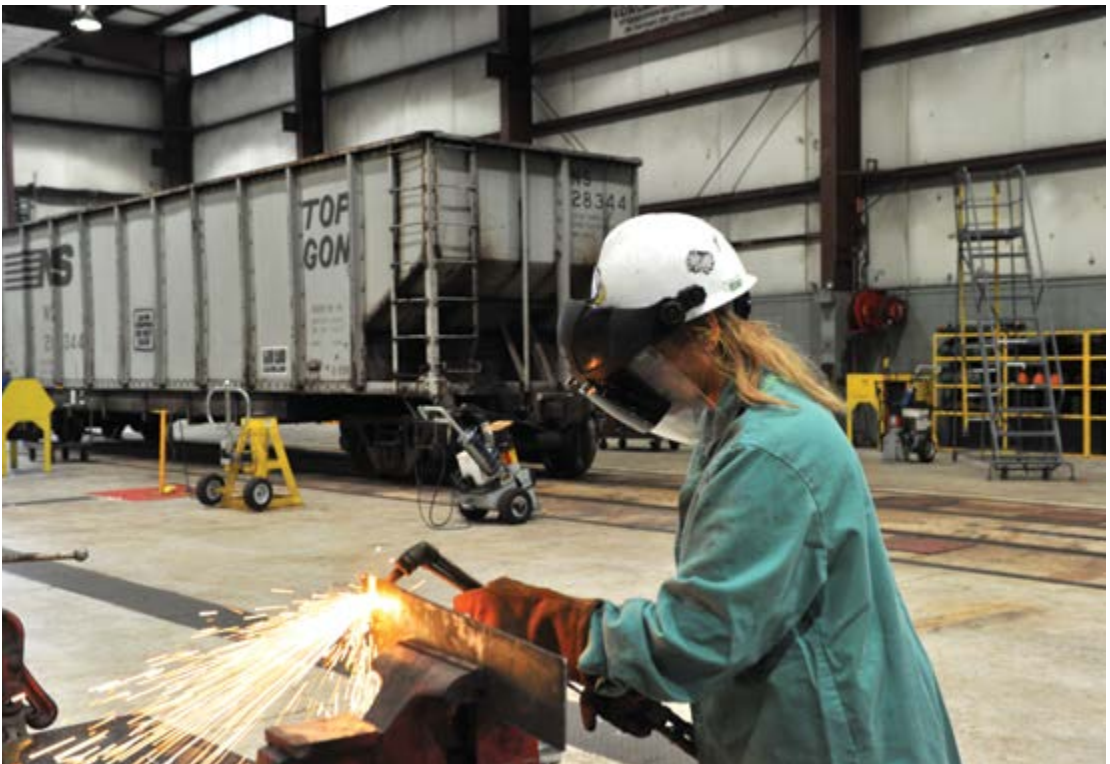
Gifts and Entertainment

Gifts and entertainment should never influence, or give the appearance of influencing, your ability to make business decisions that are in the best interests of Norfolk Southern. The gift or entertainment should be consistent with customary business practices, reasonably related to the business relationship, and not something that would damage NS' reputation if made public.

As a general rule, employees should not give, offer, receive, or solicit any gift to or from a customer, supplier, or other party doing or seeking to do business with Norfolk Southern, unless the gift has a nominal value or such offer or acceptance is determined to be in NS' best interest. Gifts of nominal value include such things as promotional items with a value clearly less than \$100 per year from a single organization. Cash is never an acceptable gift to or from a customer, supplier, or other party doing or seeking to do business with Norfolk Southern. Cash equivalents such as a gift card may be acceptable; however, they are subject to additional review and must be approved by your department head.

To be in NS' best interests, the gift or entertainment must be legal and must not improperly influence your business judgment. As an example, accepting air transportation or overnight lodging is generally not acceptable; however, it could be determined in advance to be in Norfolk Southern's best interests if, for example, it involves traveling to receive a customer award on behalf of Norfolk Southern.

We also must make sure that entertainment or hospitality provided by Norfolk Southern or provided by others to our employees does not compromise Norfolk Southern. Ordinary social amenities, such as a meal or refreshments, are acceptable if their value and frequency are not excessive. Both the person offering and the person accepting the entertainment or hospitality must be present.



Gifts and Entertainment Q & A

I purchased work supplies at a retail store using my NS Purchase Card and in exchange they gave me a promotional store credit (rebate, gift card, etc.) to be used during a future purchase. Can I keep this reward for my own personal use?

No. These promotional rewards should be discussed with your department head and if determined that acceptance of such gifts is in the company's best interest, the reward must be used for future company-related purchases.

The owner of a trucking company who provides services to us all the time offered me two box seats to a weekend baseball game. Can I accept this offer?

NS does not encourage acceptance of sporting event tickets as part of maintaining business relationships with suppliers, particularly tickets in high demand such as the World Series or Super Bowl.

However, the offer may be accepted if the owner is in attendance at the event and if, in advance, you and your department head determine that your attendance furthers the business relationship without improperly influencing your decisions about NS' business with the trucking company.

Who to Contact:

If you are asked to make or accept a gift or payment, report all relevant circumstances to your supervisor. If you are unsure whether a gift is of nominal value or otherwise complies with company policy, contact the Ethics & Compliance Hotline at (800) 732-9279 for guidance.

Policy Reference:

Corporate Procedure 212.3: Conflicts of Interest and Related Person Transactions
Corporate Procedure 212.5: Gifts to Government Representatives and Labor Officials
Corporate Procedure 219/Procedure 219.1: Foreign Corrupt Practices Act
Corporate Policy 502: Business Travel and Entertainment Expenses
Corporate Procedure 502.1: Reimbursement of Business Travel and Entertainment Expenses
Business Travel and Entertainment Guidelines

Foreign Corrupt Practices Act

The Foreign Corrupt Practices Act (FCPA) prohibits U.S. companies and their employees from offering to pay, promising to pay, making payment, or authorizing the payment of money or anything of value to a foreign official in order to influence any act or decision of the foreign official in his or her official capacity or to secure any other improper advantage in order to obtain or retain business. Simply put, it is illegal to provide or offer money or provide or offer a gift to a foreign official in order to “get the business” – even if this is considered a normal or acceptable way of doing business in that country. Impermissible payments and gifts can include entertainment and charitable donations.

Any employee or agent of our company involved with foreign transactions or activities must comply with the FCPA. When setting up transactions with foreign agents, do a background check or other due diligence to assess their reputation for honesty, integrity, and quality.

The FCPA also requires all publicly owned companies to maintain records that accurately reflect the transactions of the company. This provision is designed to prevent a company from hiding illegal payments through false or mislabeled entries in the company’s books and records.

Foreign Corrupt Practices Act Q & A

My department negotiates with several foreign companies, but we do not deal with foreign governments; do I need to be concerned about FCPA?

Yes. Many foreign companies are owned at least in part by the government of their home country, which could make the employees “foreign officials” under FCPA. If you intend to provide gifts, hospitality, etc. to representatives of foreign companies (that are otherwise consistent with NS policies), contact the Law Department first.

Who to Contact:

If you have questions concerning international transactions, governmental transactions, or if you are asked to make a payment to facilitate or expedite a transaction, contact the Law Department at (757) 629-2755.

Policy Reference:

Corporate Procedure 212.5: Gifts to Government Representatives and Labor Officials
Corporate Policy 219/Procedure 219.1: Foreign Corrupt Practices Act

Business with the Government

Special regulations and reporting requirements apply when we do business with the government. We must ensure that we comply with these requirements, including any federal, state, and local laws and regulations that govern contract awards and procurement. Violations of procurement laws can result in criminal and civil penalties and the loss of the ability to do further business with the government.

In addition, no funds, gifts, or corporate assets should be offered to any government official or employee (including foreign officials) except when permitted by law and authorized by the Law Department. These rules apply equally to companies or individuals who act as intermediaries or facilitators for a government entity.

Bribery is a federal crime, and prosecution does not require proof of your intent to influence an official act. As a general rule, never give, offer, or promise anything of value to a government official to influence any official act or otherwise violate the law.

Government Investigations

It is important for Norfolk Southern to cooperate with government investigations or inquiries. If you believe that a government investigation or inquiry is in progress, make sure that an appropriate supervisor and the Law Department is aware of the investigation. It might be necessary to contact the Law Department, especially when the investigation involves non-routine requests. The Law Department can then coordinate the investigation to ensure that we protect NS' legal rights and respond adequately and completely to the government's requests.

This policy is not meant to prevent an employee from disclosing information to the government when required by law or when an employee has reason to believe that the information discloses a violation of, or noncompliance with, the law.

Government Investigations Q & A

A Federal Railroad Administration (FRA) inspector is in my area. What should I do if I am approached and asked a question by the inspector?

FRA inspectors routinely visit NS to conduct investigations. However, as with all government investigations, NS prefers that these inspectors be accompanied by an NS supervisor. You should take direction from your supervisor, but be cooperative with the inspector and answer any questions asked truthfully and completely.

A government inspector from an agency that I wasn't familiar with arrived in my area and started asking me questions. What should I do?

NS cooperates fully with any government investigation. However, it is normal to ask an inspector to wait until NS' responsible supervisor is present to conduct a visit. Make the inspector comfortable and provide him or her with any required safety equipment. Then contact your supervisor and the Law Department because of the non-routine nature of this visit.

Who to Contact:

If you are subpoenaed or contacted in any way by a government investigative agency concerning a Norfolk Southern matter, contact an appropriate supervisor before responding. If the investigation involves an EEO matter, contact EEO at (888) 825-5336. For other non-routine matters, contact the Law Department at (757) 629-2755 before you respond.

Policy Reference:

Safety and General Conduct Rules - Rule GCR-2

Corporate Procedure 210.1: Handling Legal Process

Corporate Procedure 305.2 (Section II): Equal Employment Opportunity Process





Ensuring Financial Integrity

Ensuring Financial Integrity

Accurate financial records are critical to meeting our obligations to investors, employees, suppliers, and other stakeholders. They also are required for compliance with tax and financial laws and regulations.

Financial Records, Accounting, Internal Controls, and Auditing

Our financial records must be maintained properly to comply with legal requirements and our company's internal controls. Employees are responsible for reporting and recording information promptly, accurately, completely, and honestly. No financial entry or disclosure should disguise or incorrectly characterize the true nature or monetary impact of any financial transaction in a financial report. Sign only those documents that you believe are accurate and truthful.

Laws levy stiff penalties for inaccurate records or for destroying documents with mandated retention periods. Noncompliance with these laws or regulations is often made public, which results in negative publicity that damages relationships and causes irreparable harm to a company's reputation.

NS Purchase Card

Many employees have been issued an NS Purchase Card to make it easier to legitimately purchase company materials and selected services. The card is not to be used to purchase materials or services in excessive quantities, at excessive prices, or for personal use. Card holders are responsible for the card, its use, and timely and accurately reviewing and approving transactions. Lost or stolen cards should be reported immediately.

Financial Records and the NS Purchase Card Q & A

I have seen co-workers engaging in fraudulent transactions with local suppliers. Some employees accept gifts from suppliers in return for purchasing goods using their NS Purchase Card. I have reported the matter to my supervisor but nothing seems to have changed. What should I do?

Contact a higher level manager or the Ethics & Compliance Hotline.

I accidentally used my NS Purchase Card when I was in the grocery store last week. I know it's meant for company expenses only. What can I do?

You should promptly contact your supervisor and explain the situation. Your supervisor will arrange for you to repay expenses associated with the inadvertent misuse of the Purchase Card.

Who to Contact:

If you have questions or concerns about financial records, including the NS Purchase Card, contact your supervisor or the Ethics & Compliance Hotline at (800) 732-9279. Report concerns or complaints about Norfolk Southern's financial reporting, accounting, internal controls, or auditing matters immediately.

Policy Reference:

Corporate Procedure 212.2: Code of Ethical Conduct for Senior Financial Officers

Corporate Policy 212A/Procedure 212A.1: Reporting Concerns and Complaints Regarding Accounting, Internal Controls, and Auditing Issues

Corporate Policy 500: Purchasing and Material Control

Corporate Procedure 500.2: Purchase/Procurement of Materials and Services (Section I)

Corporate Policy 501/Procedure 501.1: Approval of Payable Documents

Corporate Policy 504/Procedure 504.1: Billing

Purchase Card Guidelines and Instructions

Purchase Card Guidelines for Internet Purchases





Safeguarding Our Corporate Assets and Information

Safeguarding Our Corporate Assets and Information

To protect our corporate assets and information, we all must work together. Our actions could make the difference between keeping the assets secure and intact or allowing them to be altered, stolen, or destroyed.

Use of Corporate Assets

Corporate assets – including time, equipment, proprietary information, intellectual property, and supplies – are intended to help employees achieve legitimate business goals. Employees are expected to handle corporate assets and information with integrity, responsibility, and confidentiality.

Personal use of company telephones, computers, and other related equipment is allowed if the use is within reason and not abused, does not promote a personal benefit, does not promote any illegal activity, and does not interfere with job performance.

Company business opportunities also are corporate assets and should be used only to advance the interests of Norfolk Southern. You may not take personal advantage of business opportunities that come to you through the use of corporate property, corporate information, or your position at Norfolk Southern.

Corporate Assets Q & A

I saw a co-worker, who is also a friend of mine, steal supplies from the yard. Although he is a friend, I don't like the fact that he is stealing from NS. What can I do?

While this person is a friend, you owe it to yourself and NS to contact your supervisor or the Ethics & Compliance Hotline.

I would like to borrow some tools from NS to tackle some projects at my home. Can I do this?

No. Company equipment, tools, and vehicles should not be used for personal home repair and maintenance.

Who to Contact:

If you have questions or concerns about the use of corporate assets, contact your supervisor or the Ethics & Compliance Hotline at (800) 732-9279.

Policy Reference:

Safety and General Conduct Rules – Rules L, GR-6, GR-23

Corporate Policy 207/Procedure 207.1: Employee Inventions and Patents

Corporate Procedure 212.2: Code of Ethical Conduct for Senior Financial Officers

Corporate Procedure 212.3: Conflicts of Interest and Related Person Transactions

Computer Compliance Guide

Confidential Information

Norfolk Southern's confidential records, files, data, and technical or proprietary information must be protected and only given or released to authorized employees who have a need to know the information.

Using confidential information you obtained as a result of your work at NS, either directly or indirectly, for personal benefit is prohibited. Improperly releasing confidential information also might violate antitrust regulations and federal securities laws regarding insider trading.

Examples of confidential company information include nonpublic statistics, reports, correspondence, records, and other materials such as information or data about business and financial plans; personnel or labor relations; processes, practices or designs; machinery and equipment; customers or suppliers; possible acquisitions or dispositions of assets; legal matters; and research activities.

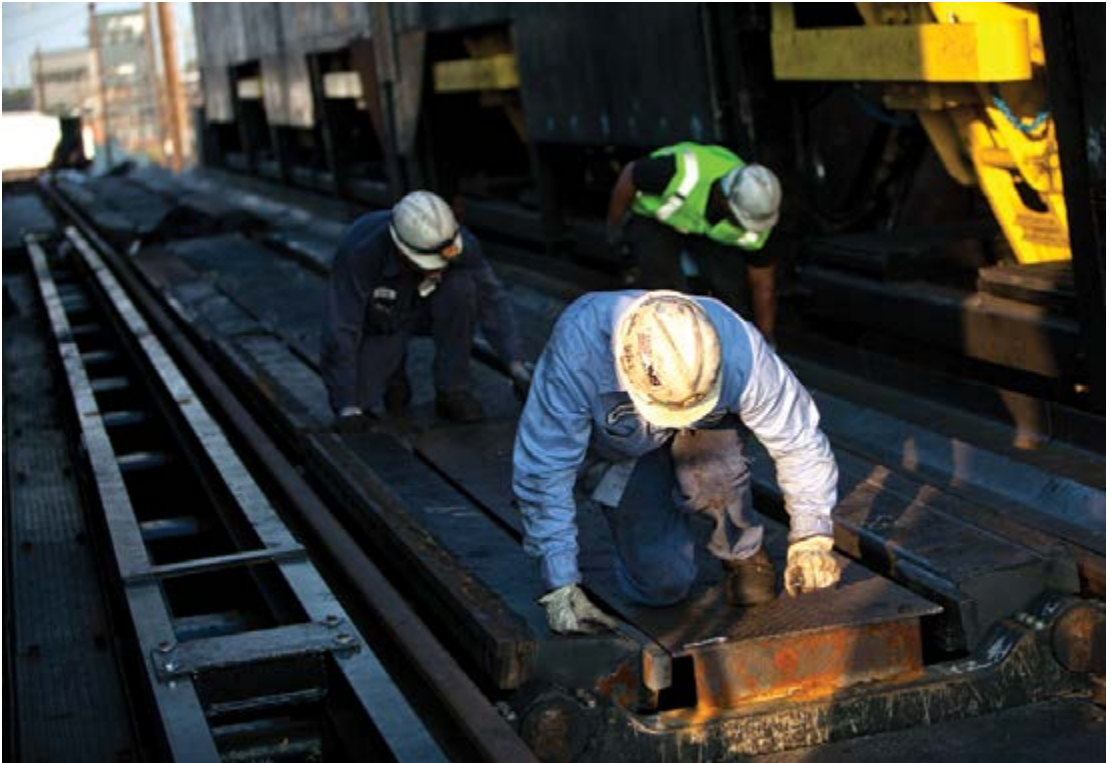
Confidential information about NS employees also must be protected. Do not disclose any employee information, including social security number, compensation or other personal data, medical information, reasons for termination, or any other employment matter, except as permitted by company policy.

Confidentiality rules also apply to transportation contracts and rate quotations that are not publicly available and to information that could affect procurement negotiations or the relationship between Norfolk Southern and its suppliers.

Confidential Information Q & A

My supervisor has requested to see my medical records. Will NS allow him to see this information?

Personal information about your medical condition or history will not ordinarily be shared. The only personal medical records that will generally be shared are those that contain administrative information such as your ability to return to work after an illness or injury, or records related to an incident that led to an on the job injury. If you have concerns about the release of medical records, you can contact the Ethics & Compliance Hotline.



Sometimes suppliers or customers ask me specific questions about Norfolk Southern's business operations. I like to maintain good relations with these folks, but answering the questions means I would be divulging confidential information. Is this okay?

No. You may reveal confidential information only if the supplier or customer has signed a confidentiality or non-disclosure agreement and if the information is truly necessary and appropriate for the work they are doing. If you have questions, ask your supervisor or contact the Law Department.

Who to Contact:

If you have questions about the release of confidential information, ask your supervisor or contact the Law Department at (757) 629-2755. If you have concerns about the release of confidential information, contact the Ethics & Compliance Hotline at (800) 732-9279.

Policy Reference:

Safety and General Conduct Rules: Rules R, GCR-4

Corporate Policy 213: Confidentiality of Transportation Contracts and Other Confidential Rate Quotations

Corporate Policy 216/Procedure 216.1: Requests for Information from Financial Analysts and Investors

Corporate Procedure 305.1: Collection and Maintenance of Employee Medical Records

Corporate Policy 307/Procedure 307.1: Release of Employee Information

Fair Disclosure Guide

Securities Laws and Insider Trading

Material nonpublic information is information that has not been disclosed to the public and that a reasonable investor would consider important when deciding whether to buy or sell a security, such as a company stock or bond. "Insider trading" occurs when a person who is aware of material nonpublic (inside) information buys or sells securities or shares that inside information with another person who then buys or sells securities. This trading based on inside information is illegal under securities laws.

Material nonpublic information can include unpublished financial results involving earnings reports or projections, a dividend change, the addition or loss of a major customer, or a merger proposal.

You might acquire material nonpublic information about Norfolk Southern or other companies in the normal course of business, regardless of your position at NS. If you are aware of material nonpublic information, do not divulge it to others and do not engage in a transaction with a third party involving securities of Norfolk Southern. This includes a cashless exercise of a stock option or a change to an election concerning any Norfolk Southern stock fund under the company's 401(k) savings plans - TIP and TRIP.

Violations of securities laws expose both Norfolk Southern and its employees to serious civil and criminal penalties and lawsuits.

Securities Laws and Insider Trading Q & A

I am interested in working as a consultant for a type of company called an “expert network” that would connect me with investors interested in railroad stocks. I would share my knowledge of NS and the rail industry for compensation. They say they aren’t going to ask that I share confidential information about NS. Can I do this?

It is illegal to disclose material, nonpublic information for compensation, and working as a consultant can often lead to this illegal activity. As discussed in the NS Fair Disclosure Guide, employees are prohibited from selectively disclosing material nonpublic (inside) information to any person outside the Corporation.

I happen to know about a deal that Norfolk Southern will soon be announcing. If I tell my cousin about this and he buys stock based on what I told him, could that be considered insider trading?

Yes, the rules on “inside” information apply if you buy or sell stock or if you give information to someone else who then buys or sells stock. In this case, both you and your cousin could be charged with violating federal securities laws.

Who to Contact:

If you are unsure about what is considered material nonpublic information or have questions or concerns about the use or release of this information, contact the Law Department at (757) 629-2755.

Policy Reference:

Corporate Policy 216/Procedure 216.1: Requests for Information from Financial Analysts and Investors *Fair Disclosure Guide*

Information Security

Information security is everyone’s responsibility. Because security breaches can cause costly and embarrassing losses, information technology assets are intended for corporate business only. Each employee is responsible for keeping these assets confidential, available and secure and for preventing unauthorized use, modification, misappropriation, theft, disclosure, and destruction. Responsible incidental personal use is allowed as long as it is not excessive or offensive and does not interfere with job performance.



We must protect our personal user IDs, passwords, tokens, and smart cards. Do not allow unauthorized people to use or access them. When terminals, computers, or workstations are left unattended, protect them from unauthorized use by logging off or locking the system. Additional information on Information Security can be found in the *Computer Compliance Guide*.

Electronic Communications – Email and the Internet

All electronic communications, including voice mail, email, and fax, are considered company property and might be monitored by authorized Norfolk Southern personnel. Do not use company electronic communications to send or receive material that violates this Code, such as harassing, offensive, or obscene messages or material. Do not use electronic communications, including blogs and internet chat forums, to misrepresent yourself or Norfolk Southern.

Do not access, download, store, or print material that is illegal, offensive, disrespectful to others, or that otherwise violates the *Computer Compliance Guide*. If you accidentally connect to a site that contains sexually explicit, racist, or other offensive material, immediately disconnect from the site.

NS reserves the right to terminate a user's internet access at any time, or to deny access to users who do not have a legitimate business need for such access.

Information Security and Electronic Communications Q & A

My supervisor asked me for my password because I am going to be on vacation. Can I give it to him?

No. There is no business reason that would require you to give your password to your supervisor (or anyone). Sharing your password also makes you responsible for anything that person does while using your passwords.

I have a lot of quiet time on my shift. I sometimes surf the Internet to pass the time. Is this acceptable?

Speak with your supervisor about your use of the Internet to ensure that it will not interfere with your job duties and is in compliance with company policy, including the *Computer Compliance Guide*.

Who to Contact:

Report any suspected information security violations to your supervisor, your departmental security point of contact (SPOC), the IT Help Desk at (404) 529-1527, or contact the Ethics & Compliance Hotline at (800) 732-9279.

Policy Reference:

Safety and General Conduct Rules - Rule GCR-6

Corporate Policy 205: Computer and Information Systems Security Policy

Computer Compliance Guide

Using Your Company Computer

Social Computing Guidelines

Intellectual Property

Intellectual Property (IP), including patents, trademarks, copyrights, and trade secrets, is a corporate asset. Legal protection of IP is based on NS taking reasonable steps to protect it. So as employees, we have a duty to safeguard Norfolk Southern's IP.

Software provided by NS on a computer is copyrighted, and must not be copied to another computer. All software installations must be supervised by a system administrator or by a departmental group assigned that function.

Our company respects the IP rights of others. All computer software must be properly licensed. Never knowingly purchase or use counterfeit goods on the company's behalf, no matter what the price advantage may be.

Intellectual Property Q & A

I have a home computer that I sometimes use to do company work. Is it okay to load software from my PC in the office on to my home computer?

License agreements for software vary significantly by vendor and product. Check with the PC/LAN group responsible for your work PC regarding the specific licensing agreements for your software. Also note that several of our major software vendors - including Microsoft and McAfee - have "Home Use" programs that provide software at little or no cost to the employee.

Who to Contact:

If you have questions about IP, such as whether you are permitted to use a certain name, logo, document, image, song, or video, or questions regarding an NS or third-party patent, contact the Law Department at (757) 629-2755.

Policy Reference:

Corporate Policy 204/Procedure 204.1: Corporate Identity Standards

Corporate Policy 205: Computer and Information Systems Security Policy

Computer Compliance Guide

Records Management

Government regulations and legal requirements dictate that certain company records be stored in specific ways and for specified time periods. These records include hard copies and electronic documents, such as emails. In an emergency, or during an investigation or lawsuit, Norfolk Southern must be able to quickly retrieve important records.

Norfolk Southern's records management procedure governs our record retention and destruction. Each of us is responsible for maintaining the records under our care until the retention period has ended. Records should then be destroyed as appropriate in accordance with the records management procedure.

At times, pending document destruction is put on hold to comply with internal or external requests. This generally is referred to as a "hold." Once the hold is lifted, the records should be destroyed as appropriate.

Records Management Q & A

What is a Records Retention Schedule?

A Records Retention Schedule is a tool that NS uses in order to guarantee that records are kept as long as legally and operationally required and that obsolete records are disposed of in a systematic and controlled manner.

Who to Contact:

If you are uncertain about how to store, archive, or destroy a company record, speak with your department's records coordinator or contact the Law Department at (757) 629-2755.

Policy Reference:

Corporate Policy 206/Procedure 206.1: Records Management

Representing Our Company with a Unified Voice



Representing Our Company with a Unified Voice

Norfolk Southern's communications with the public, whether written or verbal, must be uniform, timely, and accurate. We can achieve this only by speaking with one voice.

Communications with the Public

Only certain officers and employees of the Corporate Communications Department are permitted to communicate information about Norfolk Southern to the public or the media. If you receive oral or written questions from the news media about a company matter, including crisis situations, direct the matter to the Corporate Communications Department.

As a publicly traded company, Norfolk Southern has an obligation to avoid selective disclosure of material nonpublic information and to ensure that all members of the investment community have equal access to material information. To help meet this obligation, Norfolk Southern has identified a limited group of authorized spokespersons. Only these spokespersons are authorized to discuss NS matters with the investment community. If you receive oral or written questions from a financial analyst or investor and you are not an authorized spokesperson, direct the matter or the caller to Investor Relations.

Do not attempt to answer questions yourself.

If you will be speaking on NS' behalf at a conference or other event, refer to the Fair Disclosure Guide to determine if a review of your speech or presentation is necessary.

If you express a personal view in a public forum, such as a letter to the newspaper, do not use NS letterhead or email.

Communications with the Public Q & A

I would like to post some information to an online forum about the railroad industry. I really think I have a lot to add to the discussion. Is this allowed?

Employees should not use online bulletin boards, blogs, or chat forums to discuss Norfolk Southern business. If you mention the company, limit your comment to basic facts that you know are publicly available on our websites or in nonconfidential printed publications that have been distributed to audiences outside of the company.

I received a call from an industry magazine asking me to provide information on equipment maintenance. I am well-versed in this area and have the statistics at hand. What should I do?

You should contact the Corporate Communications Department and ask if they will allow you to speak on behalf of the company.

Who to Contact:

Media requests, including those involving requests for information on crisis situations, should be referred to the Corporate Communications Department at (757) 823-5204 or (757) 629-2713.

Requests for information from financial analysts or investors should be referred to Investor Relations at (757) 629-2861, unless the request involves a stockholder who needs assistance with stock certificates or enrollment in the Dividend Reinvestment or other similar plan. Those requests should be referred to the Corporate Secretary at (757) 629-2645.

Policy Reference:

Corporate Policy 208/Procedure 208.1: News Media Inquiries

Corporate Policy 216/Procedure 216.1: Requests for Information from Financial Analysts and Investors

Corporate Policy 401/Procedure 401.1: Crisis Communication

Fair Disclosure Guide

Social Computing Guidelines

Political and Charitable Activities

Norfolk Southern takes seriously its role as a corporate citizen. Company resources, both human and financial, have been committed to support communities where we operate. In many cases, the Norfolk Southern Foundation, which directs and implements our company's charitable giving programs, is involved.

No corporate funds or assets can be lent or contributed to any political party or organization, candidate, or elected public official, unless allowed by law and authorized by Norfolk Southern.

Examples of such unauthorized activities include:

- Contributions by an employee that are reimbursed by Norfolk Southern.
- Direct contributions by Norfolk Southern.
- Contributions in kind, such as lending employees to political parties or providing corporate assets for use in political campaigns.
- Indirect contributions by Norfolk Southern through suppliers, customers, or agents.

Federal and state laws govern Norfolk Southern's lobbying activities. These laws require that lobbying activities and expenses be reported regularly and in a prescribed manner. To ensure that NS complies with the law and is effective in its advocacy of public policy, only authorized employees may engage in lobbying on behalf of the company. For each calendar quarter, any employee who engages in research, preparation, planning, coordination, or other work intended for use in lobbying on behalf of NS must complete a form reporting time spent on such activities. The form is available from the administrator of political programs (politicalprograms@nscorp.com).

Political and Charitable Activities Q & A

My neighbor is running for office in a local election, and he has asked me to write an endorsement letter to be included in his campaign materials. I'm sure my letter would have more impact if I used Norfolk Southern letterhead. Is this acceptable?

No. While all Norfolk Southern employees may participate in all aspects of civic life, employees may not represent or imply representation of the company in any way unless officially designated to do so.

Who to Contact:

If you have questions about lobbying activities or whether your actions or the actions of others comply with NS policy on political contributions, contact politicalprograms@nscorp.com.

You may also contact the Law Department at (757) 629-2755.

Policy Reference:

Corporate Procedure 212.3: Conflicts of Interest and Related Person Transactions
Corporate Procedure 212.5: Gifts to Government Representatives and Labor Officials
Corporate Policy 218: Political Activities
Corporate Procedure 218.1: Lobbying
Corporate Policy 316/Procedure 316.1: Matching Gifts Program



Contacts

Contacts

EEO Helpline:

(888) TALKEEO/(888) 825-5336/eeonorf@nscorp.com

Ethics & Compliance Hotline:

(800) 732-9279 or online form at ethics.nscorp.com

IT Help Desk:

(404) 529-1527/(800) 525-2360

Law Department:

(757) 629-2755

Police Communication Center:

(800) 453-2530

In order to be flexible and continue to adapt, Norfolk Southern might change, withdraw, add to, or suspend The Thoroughbred Code of Ethics at any time, with or without advance notice. NS will attempt to keep employees informed of these changes through written information, postings on the Ethics & Compliance website (ethics.nscorp.com), or other methods.

The Thoroughbred Code of Ethics is not intended to and does not create any rights in any employee, client, supplier, competitor, stockholder, or any other person or entity. It does not, in any way, constitute an employment contract or an assurance of continued employment.

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Ethics & Compliance Hotline
(800) 732-9279



Three Commercial Place | Norfolk, Virginia 23510 | www.nscorp.com