



ESG Initiative & Committee Charter

February 2022

ESG Initiative

Overview

American Roads has made a formal commitment to Environmental, Social, and Governance (ESG) matters to become more sustainably responsible stewards of its assets. This commitment aligns with American Roads' core values and is part of its strategy to maintain high-quality infrastructure assets that provide sustainable returns. The objective of this initiative is to deliver returns responsibly through active engagement as part of our fiduciary duty.

Guiding Principles

American Roads has agreed upon five guiding principles that are integrated into all aspects of its business. With each principle, key performance indicators (KPIs) have been set and monitored to ensure compliance with our commitment. The following principles drive our ESG strategy:

- Safety - Including the health & safety of workers, customers and surrounding communities
- Human Capital & Community - Including issues of training, diversity, labor rights, local employment, and charitable giving initiatives
- Environment - Including energy savings, waste, biodiversity, and water
- Governance - Including issues of board independence and conflicts of interest, management of ESG, bribery and corruption, cybersecurity, and related privacy protection
- Climate Resilience - Including climate risk management, preparation for extreme weather events and identifying pathways to reduce emissions with a goal of net zero target by 2050 or sooner

Implementation Framework

American Roads will implement this ESG initiative across all of its assets, and complete the following procedures to assist with the governance of the initiative:

- Assess compliance with applicable environmental, social and governance laws and regulations, and where possible, benchmarking ESG performance against relevant best practice standards;
- Seek to share ESG best practices inside and outside our asset portfolio and engage with stakeholders reasonably across all of American Roads' assets;
- Encourage our offices to reduce, reuse and recycle waste and to implement energy-saving initiatives. Staff are also encouraged to volunteer their own time to support the transition to a low carbon economy if they wish to;
- Utilize the American Roads ESG indicator tracking tool to ensure company-wide compliance with ESG initiatives and KPIs governing American Roads and its assets;
- Furthermore, American Roads is measuring its carbon footprint and offsetting it in order to reduce our carbon footprint where possible; and
- Use of performance targets for employees linked to ESG

ESG Committee

A cross-functional ESG Committee has been set-up to promote and oversee American Roads' ESG initiatives and ensure reporting requirement compliance. The ESG Committee is accountable for American Roads' ESG strategy, ensuring that ESG matters are addressed with key stakeholders and ESG is accounted for as a core value across all of its assets.

Stakeholder Communication

At American Roads, we focus on enhancing our companies' competitive advantage, while safeguarding stakeholder interests. We are committed to reporting ESG risks to our key stakeholders and ensuring they are actively involved in the implementation of the ESG initiative through appropriate training and information sharing.

Continuous Improvement

At American Roads, we offer ESG understanding and accountability throughout our entire portfolio. To ensure that we continue to conduct our due diligence and provide services at the highest level possible, American Roads is committed to reviewing the efficacy of its ESG initiative and strategy and being an industry leader in all ESG matters.

ESG Committee Charter

Mission

To provide guidance to American Roads' management team about ESG matters.

Composition

The ESG Committee will include employees the ESG Committee Chair deems appropriate, taking into account such employee's expertise in relevant and varied disciplines. The ESG Committee shall consist of the following members:

- Director of Internal Audit and Financial Planning, ESG Committee Chair;
- Senior Manager of Risk, Pension, Health and Safety;
- Network Engineering Specialist; and
- Marketing Associate

Major Roles and Functions

- Assist the American Roads' management team in setting the Company's general strategy with respect to ESG matters, and to consider and recommend policies, practices, and disclosures that conform with the strategy;
- To consider and bring to the attention of the American Roads' management team, and the Board as appropriate, current and emerging ESG and climate matters that may impact the business, operations, performance or public image of the Company or are otherwise pertinent to the Company and its stakeholders, and to make recommendations on how the Company's policies, practices and disclosures can be adjusted to or address current ESG matters.
- To review and approve the ESG Initiative;
- To monitor the implementation of the ESG strategy and policy into practice within the different American Roads business areas;
- To pursue initiatives to promote ESG internally and externally;
- To set American Roads ESG objectives, targets and KPIs for American Roads' staff;
- To complete, review and approve the annual ESG Survey and Report;
- To review and monitor ESG training for American Roads' staff; and
- To monitor the Company's Ethics and Compliance hotline.

Governance

- ESG Committee has decision making capacity;
- Department heads implement ESG policy in its own area; and
- ESG Committee reports to the American Roads' management team about its activities.

Operating Mode

Meet at least once every quarter with additional meetings as needed.

ESG Reporting

The work done during each financial quarter is summarized in a Board package which is presented to the Board on a quarterly basis. Presentations displaying best practices and initiatives are communicated industry-wide and to key stakeholders. In addition, the work done during each calendar year is summarized in the ESG Survey.