



POLICY AND PROCEDURES FOR PUBLIC DISCLOSURES AND COMMUNICATIONS WITH ANALYSTS, INVESTORS AND MEDIA

1. Objective and Application

(a) Objective

The objective of this Disclosure Policy is to ensure that communications to the public by or on behalf of Atlas Corp. (the "Company") are:

- Factual and accurate;
- Disseminated on a timely basis and in a manner reasonably designed to provide broad, non-exclusionary distribution of information to the public; and
- Made in a manner that complies with applicable laws and the general principles of Regulation FD.¹

(b) Application

This Disclosure Policy applies to all officers, directors and employees with knowledge of the Company's business activity.

2. General Guidelines

(a) Company Spokespersons

The Company has designated each of the Chief Executive Officer (the "CEO") and the Chief Financial Officer (the "CFO") as a Company spokesperson (collectively, the "Spokespersons"). All public disclosures of material nonpublic information about the Company, and communications with analysts, market professionals (e.g., securities analysts, institutional investors, investment advisors, brokers and dealers), shareholders, investors, media and other members of the public will be made by the Spokespersons or their delegates, which may include, among others, members of the Company's Investor Relations Department (the "IR Department"). All requests for information from analysts, market professionals, shareholders, investors and financial media will be directed to the Spokespersons, or their delegates, which may include, among others, Company employees assigned to the Company's Investor Relations Department (the "IR Department"). No other individual is authorized to disclose material, nonpublic information regarding the Company to any third party prior to the broad public dissemination of that information or without consent by one of the Spokespersons. The Company will maintain procedures designed to ensure that the Spokespersons are kept informed of material developments affecting the Company.

Notwithstanding the paragraph above in this clause (a), members of the Company's IR Department may respond to routine inquiries for publicly available information and disseminate information in a manner consistent with guidelines established from time to time by a Spokesperson. In

¹ As a "foreign private issuer," the Company technically is not subject to Regulation FD but acknowledges that certain principles underlying the rule apply to all public companies.



addition, senior managers may make announcements and conduct interviews about their business, technology and significant developments with the media; however, these announcements or interviews may not contain financial projections or other material, nonpublic information.

(b) Approval of Public Releases

All press releases and scripted communications that will disclose material nonpublic information or that are directed primarily to analysts, market professionals, shareholders, investors or the financial media will be approved by a Spokesperson prior to any public release.

(c) No Comment Policy

The Company will follow the "no comment" policy described in Sections 9 and 10, which restricts the Company's disclosures or responses to inquiries or comments on rumors concerning analyst or Company projections, potential transactions or unusual market activity.

(d) Failure to Comply

Any Company representative who discloses Company information in violation of this policy may be subject to disciplinary action, up to and including termination for cause.

3. Determination of Materiality and Need for Disclosure

The Spokespersons, will determine whether Company information is material and whether it needs to be disclosed.

(a) Definition of "Material" Information, Examples

Information is material if there is a substantial likelihood that a reasonable investor would consider it important in deciding whether to buy, hold or sell a security. In simple terms, material information is any type of information that could reasonably be expected to affect the price of Company securities. While it is not possible to identify all information that would be deemed "material," the following types of information ordinarily would be considered "material":

- Financial performance, especially quarterly and year-end earnings and key financial metrics, and significant changes in revenue trends, financial condition or performance or liquidity;
- Projections of earnings or losses, including expressions of comfort or discomfort with any guidance provided by the Company regarding an uncompleted or unreported period;
- Expressions of comfort or discomfort with the "range" or with a particular analyst's projections about future operating results;
- The Company's strategic plans;
- Defaults on outstanding debt or preferred stock;
- Bankruptcy or receivership;
- Potential mergers, dispositions and acquisitions or significant sales of assets;



- Changes or disputes with the Company's independent auditor;
- New major contracts or customers, or the loss thereof;
- Significant events regarding Company securities, such as splits, public or private securities offerings or establishment of or changes in securities repurchase programs or dividend policies or amounts;
- Significant changes in senior management;
- Actual or threatened major litigation or other legal or regulatory action, significant developments relating to or the resolution of such litigation or other legal or regulatory action; and
- Updates regarding any prior significant disclosure that has materially changed.

(b) No Disclosure Required

If it is determined that disclosure of certain material nonpublic information is not required, it is the Company's general policy not to release the information unless (i) the Company has regularly released that type of information in the past and (ii) such release is made in compliance with this policy.

(c) Forward-Looking Information

The Company may, on a quarterly basis in conjunction with its quarterly public announcement of earnings, provide guidance regarding the Company's expected future financial performance and such other key metrics of the Company's business that the Board of Directors, the CEO or the CFO determines from time to time is appropriate for public disclosure.

Except as may otherwise be determined from time to time by the Board of Directors, the CEO or the CFO, the Company will not provide guidance regarding the Company's expected future financial performance other than in the manner described in this Disclosure Policy.

Except to the extent imposed by law, the Company will not undertake, and will specifically disclaim, any obligation to update any forward-looking information provided by the Company.

(d) Other Required Disclosure

The Company may disclose other nonpublic Company information that a Spokesperson and the General Counsel determine may be disclosed on a case-by-case basis.

(e) No Selective Disclosure

Material nonpublic information about the Company will not be disclosed to any third party or select audience, be it analysts, market professionals, investors, shareholders, media, friends, relatives or others.



(f) Exclusions

Specifically excluded from this policy are communications made to a person (i) who owes the Company a duty of trust or confidence, such as attorneys, investment bankers, commercial bankers or accountants, or (ii) who has first executed a nondisclosure agreement in form and substance satisfactory to a Spokesperson and the General Counsel.

4. Manner of Disclosure

The Company will make disclosures of material nonpublic information only:

- By means of a press release which is distributed in a manner reasonably designed to ensure wide dissemination;
- On a conference call or in another forum that is reasonably designed to provide broad, non-exclusionary distribution of the information to the public and for which adequate advance notice has been provided;
- In a filing with the SEC on an appropriate form;
- By any other means, including posting on the Company's website, which is believed to provide broad, non-exclusionary distribution of the information to the public in a manner satisfying the requirements of Regulation FD and other applicable laws; or
- Pursuant to a written nondisclosure agreement provided by the Company or by such other means which, is believed to be in compliance with Regulation FD and other applicable laws.

5. Social Media

The Company recognizes that employees may wish to individually use social media such as, but not limited to, Facebook, Twitter, Pinterest, Instagram, LinkedIn and MySpace, etc. Social media is broadly defined to include a range of online sites, services and activities, including online social networks, discussions or other forums of online publishing, including blogging, wiki, professional networks, social bookmarking services, newsgroups and chat rooms. Employees should refer to the Company's Social Media Policy for specific guidelines and restrictions regarding their use of social media. It is important to note that communications made by or on behalf of the Company in these forums are subject to securities laws, rules and regulations. Unless specifically authorized by the Company, the Company prohibits all persons subject to this Disclosure Policy from discussing business information that belongs to the Company in these forums. Persons subject to this Disclosure Policy need to know that unless they are a Spokesperson, their discussion of material nonpublic information regarding the Company or its business or financial condition or results in any of these forums may compromise sensitive Company information, have a detrimental impact on the Company, and could be considered selective disclosure in violation of securities laws..

6. Statement Preparation and Content

(a) Preparation and Content

One or more of the Spokespersons will draft (or cause to be drafted) scripts for analyst meetings and prepare (or cause to be prepared) other Company statements.



(b) Completeness and Accuracy

Company statements will be the product of good faith best efforts of all persons involved to present the information fully and fairly, together with all relevant and related material information, including information that has previously been made public.

(c) Appropriate Cautionary Language

All public disclosures of forward-looking information, oral or written, will include cautionary language that acknowledges the uncertainty of forward-looking statements.

Written statements may also be accompanied by the "risk factors" that may have a negative bearing on the subject matter of the statement or on the Company's overall performance as it relates to the statement.

7. Conference Calls or Webcasts with Analysts

(a) Public Access to Webcasts/Conference Call

The Company will allow any interested person to listen to webcasts or conference calls regarding discussions, between management and analysts that provide research coverage of the Company, of the Company's quarterly financial results and other significant events that arise in the course of the Company's business, through either a dial-in number or via link to the webcast. The Company will provide advance public notice of the date, time and access procedures of the conference call or webcast by issuing a broadly disseminated press release and posting this information on its website. The conference call or webcast press release should also state whether and for how long the Company will make a replay of the call available on its website. For regularly scheduled quarterly conference calls or webcasts, this notice should be given approximately one week before the call.

The Company may, at its discretion, limit those participants who may ask questions and restrict others' participation to a listen-only mode.

(b) Press Release to be Disseminated Prior to Conference Call or Webcast

The Company will not hold the conference call or webcast until after the press release that is the subject of the call or webcast has been broadly disseminated.

(c) No Selective Additional Disclosure

Subject to Section 3(f), the Company will not selectively disseminate any additional material nonpublic information after the call or webcast.

(d) Cautionary Statement Regarding Forward-Looking Information

The Company Spokesperson will begin each conference call or webcast by reading a cautionary statement that warns of the uncertainty of forward-looking statements in light of "risk factors" and identifies the most recent SEC filing detailing those risk factors.



(e) Archives of Conference Calls and Webcasts

The Company will archive quarterly investor conference calls for approximately two weeks after the conference call. In addition, a playback of the webcast will be available for approximately 12 months at the Company's website.

8. One-on-One Calls or Meetings with Market Professionals, and Investors, Shareholders and Financial Media

(a) Timing of One-on-One and Limited-Access Conversations

The Company generally will not, whenever practicable, engage in one-on-one or limited-access conversations with market professionals, investors, shareholders or financial media during any Company "blackout" period. In addition, the Company normally will not comment on its financial outlook from the last day of the each fiscal quarter until after the earnings results are publicly released for that quarter.

(b) Limited Subject Matter Addressed

The Spokespersons and, as applicable, members of the Company's IR Department will limit questions answered in these conversations to information that has been publicly disclosed or is not material and will not disclose any new material nonpublic information.

- **Previously Disclosed Factual or Generally Known Information.** In the course of any one-on-one or limited-access conversations, the Spokesperson and, if applicable, members of the Company's IR Department may educate analysts, investors and others about the Company using previously disclosed historical factual information, or facts that are generally known. However, analysts must independently formulate their estimates of the Company's future performance or stock price.
- **No Assistance With or Pre-Release Comment on Projections.** The Company will inform securities analysts that it is the Company's policy not to review draft reports in advance of their publication and will request that such drafts not be sent to the Company.

(c) Conduct of One-on-One and Limited-Access Conversations

Whenever possible, two Spokespersons or members of the Company's IR Department will be present during any one-on-one or limited access conversation with an analyst or other market professional, investor, shareholder or member of the financial media. When speaking with any of these persons on a one-on-one or limited access basis, the Spokesperson or member of the Company's IR Department will:

- If the Spokesperson or member of the IR department is sharing forward-looking information, reference a cautionary statement concerning forward-looking information; and
- Ensure that the person understands that the Spokesperson or member of the Company's IR Department does not intend to disclose material information selectively.



(d) Post-Conversation Consulting with General Counsel

If a Spokesperson or member of the Company's IR Department believes that he or she may have disclosed material nonpublic information during a one on one or limited access conversation with an analyst or other market professional, investor, shareholder or member of the financial media, the Spokesperson or member of the Company's IR Department should consult with the General Counsel promptly following such conversation.

9. Public Comment on Analyst Projections

(a) No Comment

The Company generally will not comment on analyst projections, and will not refer to or distribute analyst projections. If contacted by someone outside the Company and asked to comment, the response will be "It is our policy not to comment on these items" or "No comment." Questions may also be referred to a Spokesperson.

(b) Incorrect Attribution of a Projection to the Company

If a projection is incorrectly attributed to Company sources, either directly or indirectly, the Spokesperson will publicly deny Company responsibility for the information, and reaffirm that the Company has no comment on the accuracy of the analysts' projection.

10. Public Comment on Transaction Discussions or Unusual Market Activity

(a) General Policy

The Company generally will not comment on unusual market activity or market rumors and generally will not disclose ongoing discussions regarding potential transactions. If contacted by someone outside the Company and asked to comment, the response given by the Company typically will be "It is our policy not to comment on rumors (or other applicable item)" or "No comment." Questions may also be referred to a Spokesperson.

This general no comment policy covers inquiries regarding, but is not limited to, the following:

- Potential financing;
- Restructuring;
- Acquisition or merger discussions; and
- Trading activity in the Company's stock or in the stock of any company associated with the Company or by any company or individual associated with the Company.

(b) Statement of "No Comment" Policy

To allow the Company to respond to inquiries regarding potential financing, restructuring, acquisition or merger discussions, other business activities or unusual market activity in an appropriate, consistent way that will not inadvertently force premature disclosure, the Company's policy is that, unless required by law, the Company will not comment on whether or not such discussions are under way and



will not comment on the reasons for any such unusual market activity. Accordingly, except as required by law, whether or not discussions (preliminary or otherwise) are under way and whether or not the reasons for the unusual market activity are known to the Company, the Company will not comment with respect to inquiries regarding the offer or sale of its securities, the acquisition, merger, sale of assets, or other change of control of the Company or its subsidiaries or of other entities by the Company or on unusual activity in the market for the Company's stock.

11. Private Comment on Company Projections

The Company may, subject to Section 3(c) as applicable, provide estimates, projections or other forward-looking information in the Company's quarterly earnings releases, on the Company's earnings conference calls and related summaries, in press releases, or through a filing with the SEC, in each case in accordance with the terms of this Disclosure Policy. Spokespersons and members of the IR department will not selectively or privately comment on expected changes to, or update or re-affirm the accuracy of, prior estimates, projections or forward-looking information to market professionals, investors, shareholders or financial media. The Company will ensure that any reaffirmations of or updates or changes to estimates, projections or forward-looking information will be made through broad, non-exclusive public distribution.

12. Discussions with Potential Investors in Nonregistered Offerings

Disclosures made to investors in connection with certain "shelf" and all unregistered offerings (e.g., Regulation S and PIPE offerings and private placements) shall not include any material nonpublic information unless the investor has executed an express written agreement to keep the information confidential.

Adopted March 10, 2020