

# GOVERNANCE

MATERIALITY ASSESSMENT

GOVERNANCE

MANUFACTURING CAPITAL

NATURAL CAPITAL

HUMAN CAPITAL

INTELLECTUAL CAPITAL

SOCIAL & RELATIONSHIP CAPITAL

## Governance

Our corporate governance structure is disclosed in our Annual Reports and Proxy Statements. Specifically pertaining to corporate responsibility, the Board is responsible for the oversight and monitoring of management’s assessment of major risks and strategy for risk management, including performing periodic reviews of the Company’s environmental and safety programs and practices, Corporate Governance Guidelines, and Legal and Ethical Conduct Policy. The Board is regularly briefed on such matters and visits Company operations at least annually.

In 2022, the Board of Directors established the select, *ad hoc* Corporate Responsibility Committee to assist with and coordinate oversight of sustainability/ESG strategies and practices.

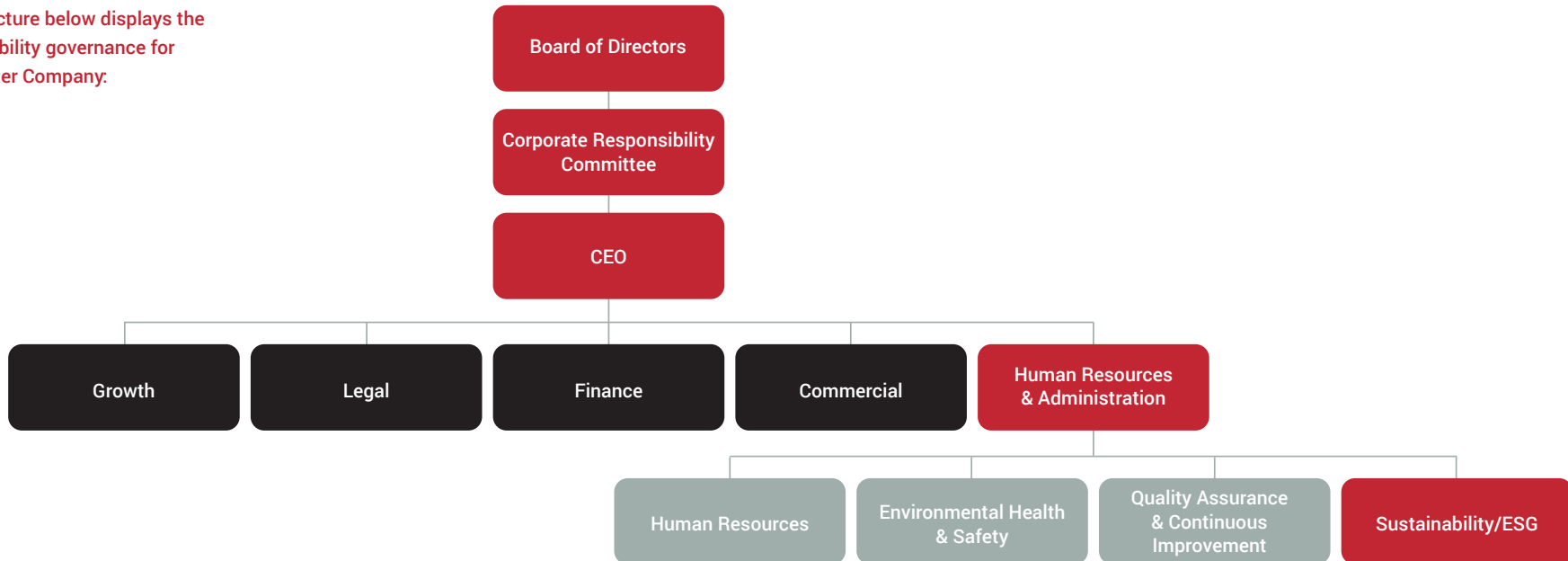
Our focus in our sustainability efforts requires collaboration with:

- **HR for managing Human Capital:** Establishing a highly effective workforce including employee practices and retention rates, Company demographics across business functions, and training & development;
- **EHS for managing Natural Capital:** Minimizing air, water & waste impacts; and creating a culture of safety performance;
- **Our SPIRIT Model:** Our focus is Safety, People, Integrity, Respect, Innovation, Teamwork. We believe that what we achieve and how we achieve it are of equal importance;

- **QA/CI for optimizing Manufacturing Capital:** Optimizing plant and process operations to realize efficient and productive work environments; and
- **Other cross functional collaboration** occurs with R&D, marketing & communication, commercial business leaders, and plant/manufacturing management.

Collectively, with guidance from the Board, these stakeholders develop sustainability-related governance, strategy, risk management, metrics, and targets for disclosure and financial value.

The structure below displays the sustainability governance for L.B. Foster Company:



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## ETHICS & BUSINESS CONDUCT

L.B. Foster's Legal and Ethical Conduct Policy (the "Ethics Policy") is posted on [Corporate Governance | L.B. Foster Company \(investors.lbfoster.com\)](#) and sets forth the guiding principles by which we operate our Company and conduct our daily business with our shareholders, customers, vendors, and each other. The Office of the General Counsel and Corporate Secretary oversees compliance with the Ethics Policy.

We require employees to review and refamiliarize themselves with the Policy, and the Company provides ongoing employee training on ethics and compliance, including regularly online via a third-party provider and in-person as needed for new hires and functional groups. Training is focused on key legal and ethical topics, including anti-bribery, conflicts of interest, insider trading, the U.S. Foreign Corrupt Practices Act, and the U.K. Bribery Act. Customized training is also provided for finance and sales, which addresses the United States Securities and Exchange Commission (SEC) and other regulatory compliance and contract formation, and HR-related matters such as harassment and hiring practices. Employees and directors certify compliance with the Ethics Policy on an annual basis.

## ETHICS REPORTING

L.B. Foster Company offers our employees an outsourced reporting service for anonymous and confidential use in reporting complaints or concerns about our business practices. We have established the L.B. Foster Ethics and Compliance Line (available at 855-219-7327) and an internet reporting system (EthicsPoint) accessible through the Company website and intranet. These resources provide a completely anonymous way to report any concern about unethical, illegal, or questionable business activity. They are available to employees around the world 24/7 to confidentially report

any concerns or complaints, and it is illegal for the Company to retaliate on the basis of reporting. It is also available to the Company's suppliers and customers.

## HUMAN RIGHTS

We believe in responsible and ethical business practices and consider respect for human rights to be an integral component of business behavior. Our Company's employment practices are designed to comply with all applicable labor regulations where we operate. Our policy on human dignity and rights contains prohibitions against forced labor, human trafficking, and child labor. Other aspects of our policy include Diversity & Inclusion, Harassment in the Workplace, Freedom of Association, Health & Safety, Work Hours, Wages & Benefits, and Employee Conduct. Additionally, we have supplemental policies that are applicable to where we operate, such as:

- **Modern Slavery Policy (Europe)** [Modern Slavery Policy | L.B. Foster \(lbfoster.com\)](#)
- **California Transparency in Supply Chain** [Disclosure](#)

## CONFLICT MINERALS

L.B. Foster Company is committed to the highest standards of ethics and business conduct. Accordingly, we comply with Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act which aims to prevent the use of certain "Conflict Minerals" that directly or indirectly finance, or benefit armed groups in The Democratic Republic of the Congo (DRC) and adjoining countries (as defined in the Act). Via the Responsible Minerals Initiative, we complete the Conflict Minerals Reporting Template (CMRT) and submit on an annual basis to the United States SEC under Form SD: Specialized Disclosure Report.

*In the 10+ years since the adoption of our Ethics Reporting Service, more than 85 percent of calls have been related to human resources and employee relations issues rather than ethics. Management investigates and responds to every call. Regarding employee relations matters, our HR professionals follow up to address reported issues. In situations where complaints involve ethics concerns, legal, financial, accounting, and high-level operational matters, our executive personnel undertake fact-finding and remedial actions where appropriate.*

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*“Security is not about closing doors at L.B. Foster, it’s about safely and responsibly fostering productivity and innovation long-term. Our security program ensures that our business is sustainable through responsible decision making, appropriate controls, and a top tier educational program that creates shared responsibility at all levels of L.B. Foster.”*

VP, Information Technology

## CYBERSECURITY AT L.B. FOSTER

We view our cybersecurity strategy as an evolving tool to protect our Company and defend our business from harm. We also know that our cybersecurity strategy is vital in ensuring our business is sustainable and that our digital platforms can be trusted and depended upon by our employees, customers, and suppliers, therefore, giving our investors confidence in our strategy.

We believe that cybersecurity is a shared responsibility throughout all levels of our organization. One of the most important lines in our cybersecurity defense is to have a well-educated workforce, and one of our primary goals is to inform and educate our people and to validate that training through our cybersecurity awareness program. We are proud to be able to demonstrate that our people are consistently performing above industry-peer average when identifying threats such as phishing.

### Industry Benchmark Data

L.B. Foster Average Phish-prone %

**2.6%**

Average Phish-prone percentage refers to a third-party metric used to assess a company's vulnerability to a phishing attack.

Industry Phish-prone %

**5.9%**

Industry Phish-prone percentage is representative of mid-sized manufacturing organizations with a similar size user base and maturity of their cybersecurity educational program.

In addition to our people, we operate next generation cyber detection and response technologies that work 24/7 to identify threats – both known and unknown – and stop them in their tracks, and to isolate any issue that could harm our wider environment. We have tools that hunt for vulnerabilities in our environment before they can be used to compromise our network.

Our cybersecurity program includes a documented incident response plan that outlines our process for responding to cybersecurity incidents as an organization. We validate our security strategy by conducting vulnerability scans and also engage third parties to perform penetration testing. Our Vice President of IT and Director of Security and Enterprise Architecture oversee our cybersecurity program. The full Board receives periodic briefings on cyber threats and our cybersecurity program to enhance director literacy on cyber issues.

With regard to acquisitions, we focus on cybersecurity to mitigate adverse third party actions. Our efforts include third party penetration testing of all new entities for threats before integration.

### Cybersecurity Incidents

	2022	2023
Cybersecurity breaches	0	0
Evidence of ransomware, propagation of malware, or cyber extortion	0	0
Data loss through theft or leaks, and no customer data was affected by theft or leak	0	0