

GATX CORPORATION
ENVIRONMENTAL SOCIAL & GOVERNANCE
COMMITTEE CHARTER

January 20, 2021

1. Purpose: The purpose of Environmental Social and Governance Committee (the “Committee”) is to (i) oversee the policies, programs, and strategies of GATX Corporation (the “Company”) regarding sustainability matters of significance to the Company and the public at large and (ii) monitor the Company’s relationships with external stakeholders regarding social responsibility matters, as well as the Company’s reputation with its stakeholders, and advise management on strategies that affect and enhance the Company’s role and reputation among its stakeholders. Although it is management’s responsibility to direct the Company’s role as a sustainable organization and speak for the Company, Committee members may, from time to time, meet or otherwise communicate with various external stakeholders that are involved with the Company at the request of management.
2. Meetings and Membership: The Committee consists of a minimum of three (3) members and meets not less than four (4) times per year and more frequently as necessary. Committee members are appointed by the management.
3. Authority and Responsibilities: The Committee shall have the following authority and responsibilities:
 - The Committee shall oversee the Company’s policies and programs related to environmental, safety, human rights and other social responsibility matters (“ESG Matters”).
 - The Committee shall coordinate the Company’s public disclosures of policies, procedures, programs, data, reports and other information related to ESG Matters.
 - The Committee shall monitor the state of the Company’s relationships with external stakeholders as a sustainable organization, as well as the Company’s reputation with its stakeholders.
 - The Committee may, in its discretion, form and delegate all or a portion of its authority to subcommittees.
 - The Committee shall provide periodic reports on ESG matters to the Governance Committee of GATX’s Board.
 - The Committee may perform such other duties and responsibilities consistent with this Charter or as otherwise requested by management.