



Quality Distribution Agrees to Sell its Quality Carriers Business to CSX Corporation

--Unique Transaction Provides Strong Growth Potential for Quality Carriers and Boasso Global--

--Boasso Global and Quality Carriers to Both Maintain Headquarters in Tampa, FL--

TAMPA, FL, May 12, 2021 – Quality Distribution, Inc. (“Quality Distribution” or the “Company”), a privately-held global logistics and transportation provider with market-leading businesses, today announced that it has entered into a definitive agreement to sell its Quality Carriers business to CSX Corporation (NASDAQ:CSX).

Quality Carriers, which operates the largest liquid bulk chemical trucking network in North America, will become a standalone entity within CSX and remain headquartered in Tampa. Quality Carriers customers will have access to a wider range of cost-effective shipping options for their needs, utilizing a combination of rail and trucking transportation networks that will allow customers to maximize capacity and delivery efficiencies in the first truly integrated trucking and rail offering.

“Transitioning Quality Carriers to CSX is a tremendous positive for all of our key stakeholders, including our drivers, employees, customers and investors,” said Gary Enzor, Chairman and Chief Executive Officer of Quality Distribution. “It’s incredibly exciting to see the creation of the CSX/Quality Carriers combination, which has the potential to be a game-changer for our industry. This transaction gives CSX and Quality Carriers the unique opportunity to offer a powerful combination of truck and rail solutions to customers, with the added benefit of maintaining QC’s headquarters in Tampa.”

As a result of the transaction, the Company’s wholly-owned subsidiary Boasso Global will become a standalone entity and be headquartered in Tampa. Boasso Global is an international provider of intermodal tank container and depot services with operations in seven different countries and the largest such provider in North America. Boasso will continue to focus its efforts on strong organic and inorganic expansion opportunities in the high-growth, international ISO Tank market. The Quality Distribution name will be phased out after the closing of the transaction.

In total, over 99 percent of the Company’s existing workforce will remain in place, as all terminal and depot-based employees and the majority of Tampa-based corporate office personnel will stay in their existing jobs and locations. Randy Strutz will continue in his role as President of Quality Carriers going forward, with all of QC’s leadership team retaining their current roles.

The transaction also will not change day-to-day operations for Quality Carriers’ network of independent owner-operators and independent affiliates, though it will create significant opportunities for drivers.

In conjunction with the transaction, Gary Enzor has elected to step down from his role as Chairman and CEO. Enzor joined Quality Distribution in 2004 as Executive Vice President and Chief Operating Officer, was named CEO in 2007, and has served as Chairman since 2013. During Enzor’s tenure, both Quality



Quality Distribution

Carriers and Boasso Global have grown into leaders in their respective industries. Mr. Enzor will continue as a member of Boasso Global's board of directors going forward.

Upon closing, Joe Troy (currently a board member and EVP & CFO of the Company), will lead Boasso Global as its Chief Executive Officer. Troy joined the Company in 2010 as CFO and has been actively involved in expanding Boasso's business, having led all M&A activity since its first acquisition in 2011. More recently, Troy has worked closely on a day-to-day basis with Tony Morsovillo, President of Boasso, who will continue in his current capacity.

"Over the last 15 months I have worked more closely with Tony and his team, and it is abundantly clear to me that he has built an unmatched group of operational experts in the global ISO Tank industry," Troy said. "They deliver outstanding value to their customers, have a strong safety mindset and are eager to operate on a standalone basis to help further accelerate Boasso Global's growth. When augmented by a strong group of Tampa-based executives who will be joining Boasso Global going forward, I feel confident that we will be in an excellent position to enhance the business' strong momentum."

Funds advised by Apax Partners, which acquired Quality Distribution in 2015, will continue to be the predominant shareholder of Boasso Global. "We are extremely pleased with this transaction, as Boasso Global can now build on its impressive record of success as a standalone entity," said Ashish Karandikar of Apax Partners. "We believe the future is bright for both Boasso Global and Quality Carriers."

Quality Distribution and Apax Partners were advised by Kirkland & Ellis, LLP as legal counsel and J.P. Morgan Securities, LLC as lead financial advisor, while Morgan Stanley & Co. LLC also provided financial advice.

The acquisition of Quality Carriers by CSX is subject to customary closing conditions, including the expiration of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act. The transaction is expected to be completed in the third quarter of 2021.

About Quality Carriers

Headquartered in Tampa, Florida, Quality Carriers operates the largest liquid bulk chemical trucking network in North America. Quality's network of company terminals, independent affiliates and independent owner-operators provides nationwide liquid bulk chemical transportation and related services. Quality Carriers is an American Chemistry Council Responsible Care® Partner and is a core carrier for many of the Fortune 500 companies that are engaged in chemical production and processing. For more information, visit www.qualitycarriersinc.com.

About Boasso Global

Headquartered in Tampa, Florida, Boasso Global is a leading international provider of depot and transportation services to a fast-growing, global ISO Tank Container industry. Boasso offers a multitude of mission-critical services through a network of international depots, including 15 in North America, 7 in the United Kingdom, and 6 in Continental Europe. Boasso is an American Chemistry Council "Partner Member." For more information, visit www.boassoglobal.com.

**About Apax Partners**

Apax Partners LLP ("Apax") is a leading global private equity advisory firm. For nearly 50 years, Apax has worked to inspire growth and ideas that transform businesses. The firm has raised and advised funds with aggregate commitments of more than \$60 billion. The Apax Funds invest in companies across four global sectors of Healthcare, Tech, Services and Internet/Consumer. These funds provide long-term equity financing to build and strengthen world-class companies. For further information about Apax, please visit www.apax.com. Apax is authorized and regulated by the Financial Conduct Authority in the UK.

About CSX

CSX, based in Jacksonville, Florida, is a premier transportation company. It provides rail, intermodal and rail-to-truck transload services and solutions to customers across a broad array of markets, including energy, industrial, construction, agricultural, and consumer products. For nearly 200 years, CSX has played a critical role in the nation's economic expansion and industrial development. Its network connects every major metropolitan area in the eastern United States, where nearly two-thirds of the nation's population resides. It also links more than 230 short-line railroads and more than 70 ocean, river and lake ports with major population centers and farming towns alike.

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