Position Description:
Chair of the Audit Committee

February 25, 2026

WSP GLOBAL INC. (THE "CORPORATION")

POSITION DESCRIPTION

CHAIR OF THE AUDIT COMMITTEE

The board of directors of the Corporation (the "**Board**") has adopted a position description for the Chair of the audit committee of the Board (the "**Audit Committee**"). The Chair of the Audit Committee leads the Audit Committee in all aspects of its work and is responsible to effectively manage the affairs of the Audit Committee and ensure that it is properly organized and functions efficiently.

The Chair of the Audit Committee shall be appointed by the Board. If there is a vacancy in such office, then the members of the Audit Committee shall appoint, by a majority vote of the full Audit Committee membership, one of its members to fill the vacancy until such time as it is filled by the Board.

The primary responsibilities of the Chair of the Audit Committee are to:

1. establish procedures to govern the Audit Committee's work and the discharge by the Audit Committee of its duties;
2. encourage an effective working relationship between management and the members of the Audit Committee;
3. in consultation with the President and Chief Executive Officer (the "**CEO**"), the Corporate secretary and the Chair of the Board, determine the frequency, dates and locations of meetings of the Audit Committee;
4. set the Audit Committee meeting agendas, in collaboration with management, to ensure all required business is brought before the Audit Committee to enable it to efficiently carry out its duties and responsibilities;
5. oversee the flow of information to the Committee and monitor the adequacy and timeliness of materials provided by management to enable the Audit Committee to exercise its duties;
6. chair every meeting of the Audit Committee and encourage candid, free and open discussion at the meetings;
7. ensure, in consultation with the CEO, the Chief Financial Officer and the Corporate Secretary, that all items requiring the Audit Committee’s approval are appropriately tabled;
8. report to the Board on the matters reviewed by, and on any decisions or recommendations of, the Audit Committee at the next meeting of the Board following any meeting of the Audit Committee;
9. ensure that external advisors retained or to be retained by the Audit Committee are appropriately qualified and independent;
10. review the annual assessment of the Audit Committee and take the measures to correct the weaknesses underlined by the assessment and to make appropriate improvements;
11. attend meetings of shareholders to respond to questions from shareholders as may be put to the Chair of the Audit Committee; and
12. carry out any other duties as requested by the Board, depending on need and circumstances.

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Owner	**Approver**	**Approval date**	
Global Legal Department	Board of Directors, upon recommendation from the Governance, Ethics and Compensation Committee	Amended on: February 27, 2024 Last review: February 25, 2026	