BUSINESS PARTNER CODE OF CONDUCT

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INTRODUCTION

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WSP Global Inc. and its subsidiaries (“WSP”) is a leading professional services firm, that strives for and promotes the highest standards of conduct, ethics, integrity, and sustainability. WSP seeks like-minded partners who do the same.

WSP is a signatory to the United Nations Global Compact, has committed to implement its Ten Principles and contributes to the United Nations’ Sustainable Development Goals.

In this Business Partner Code of Conduct (“Business Partner Code”), ‘business partners’ means all persons engaged to act on behalf of or in partnership with WSP, including representatives or sponsors; joint venture, consortium, or equity partners; and service providers such as suppliers, vendors, consultants, subconsultants, contractors and subcontractors; and their employees or persons acting on their behalf.

We expect our business partners to follow the standards set out in this Business Partner Code when they conduct business for, on behalf of or in partnership with WSP. Our business partners may expect that WSP employees will follow the same standards and will never expect or ask anyone to violate them.

COMPLIANCE

Business partners must comply with this Business Partner Code as well as with applicable laws, regulations and associated requirements and industry standards. They are expected to take reasonable measures to ensure that these standards and principles apply to their own business partners and throughout their supply chain. This Business Partner Code supplements any contractual obligations between WSP and a business partner.

Business partners must never act in a way that could cause WSP to violate laws, regulations and associated requirements and industry standards or expose it to any penalties. In the case of non-compliance with this Business Partner Code or where the business partner is materially misaligned with WSP’s values, WSP reserves the right to implement stringent measures. Measures may include working with our partners to ensure corrective actions are implemented or terminating the business relationship.

HUMAN RIGHTS AND EQUALITY

WSP adopts and promotes practices that safeguard human rights. WSP expects that business partners will:

- Adopt policies and practices that safeguard human rights in all their dealings;
- Not engage in or with any form of modern slavery, human trafficking or activities that encourage human trafficking, including any use of forced, enslaved, compulsory, bonded or prison labour at any level of their supply chain and regardless of local customs;
- Not coerce labour or suppress reports of mistreatment by threats of penalty at any level of their supply chain;
- Not engage in the use of child labour, and align their practices with those set out in the International Labour Organization's Minimum Age Convention;
- Allow their employees to leave their positions freely or to terminate their employment with reasonable notice;
- Not require employees to surrender government-issued identification or work permits as a condition of employment;
- Comply with applicable modern slavery and human trafficking laws and regulations; and
- Be open and transparent about their recruitment practices, policies and procedures in relation to modern slavery and take steps that are consistent and proportionate with their sector, size and operational reach.

EMPLOYMENT PRACTICES AND WORKPLACE

WSP promotes inclusion and belonging, and a working environment in which all individuals are treated fairly, with dignity and respect, free from harassment, discrimination, bullying, racism, and violence. WSP expects that business partners will:

- Ensure a respectful and safe workplace;
- Provide their employees and supply chain with a work environment that is free of verbal, physical or mental harassment (including sexual harassment) and any discriminatory, violent, harsh or inhumane treatment;
- Offer fair compensation (e.g., minimum or statutory wage, maximum hours of work, days of rest) without discrimination and in compliance with local labour laws and regulations;
- Respect their employees' freedom to associate, form and join organizations and collectively bargain;
- Offer equal opportunities to their employees by making employment decisions including hiring, placement, promotion, development, training and compensation based on the person's qualifications, experience, performance, skills and potential and without distinction for any of the grounds of discrimination noted below;
- Support and encourage an inclusive work environment; and
- Protect their employees from any form of retaliation.

Discrimination includes adverse treatment based on race, perceived race, ancestry, ethnic origin, citizenship, creed, colour, religion, age, sex, sexual orientation, gender identity, gender expression, marital or family status, physical or mental disability, political belief, political affiliation or activity, social condition, lawful source of income, association, military status, genetic data, or pardoned conviction.

SUSTAINABILITY

We provide high quality services that have a positive impact on our environment and communities. WSP expects that business partners:

- Protect the environment and adopt policies, procedures and systems to conduct business sustainably;
- Strive to reduce the environmental impact of their activities;
- Provide complete and accurate data necessary for WSP and its clients to meet their compliance obligations;
- Prevent pollution and implement response procedures to reduce damage from environmental incidents;
- Work with WSP to identify opportunities to reduce environmental risk and impact and support WSP's environmental goals; and
- Consider environmental impacts throughout their supply chain.

WSP strongly encourages business partners to report on their environmental and climate performance and to measure and report scope 1, scope 2 and scope 3 greenhouse gas (GHG) emissions, as defined by the GHG Protocol Corporate Standard.

Business partners may be required to:

- Collect complete, consistent and accurate scope 1, 2 and 3 GHG emissions data and report data to WSP through the CDP Climate Change questionnaire;
- Provide independent or third-party assurance of their reporting;
- Adopt science-based GHG emissions reduction and renewable electricity targets;
- Evaluate climate risks and opportunities and implement climate resilience measures;
- Communicate their commitment to environmental responsibility to management, employees and business partners;
- Apply for and maintain ISO 14001 or equivalent certification; and
- Audit their environmental performance frequently and consistently and issue progress reports.

Specific requirements for data disclosure, assurance and reduction targets will be included in business partner contracts or communicated in writing by WSP to business partners.

RESPECT FOR COMMUNITIES INCLUDING INDIGENOUS COMMUNITIES

We value and respect the communities where we do business. WSP expects that business partners will actively consider the interests of Indigenous Peoples and their communities, and will work collaboratively with local and Indigenous Peoples' communities, groups and businesses to act to mitigate any impacts on them.



HEALTH, SAFETY, ENVIRONMENT & QUALITY

WSP puts the health and safety of all employees first and fosters alignment across the globe by establishing minimum environment and quality guidelines. WSP expects that business partners will:

- Align with the WSP Global Health, Safety, Environment and Quality Policy;
- Proactively identify and eliminate health and safety hazards and environmental and quality risks associated with projects;
- Conduct project risk assessment and/or field level risk assessments as appropriate, develop a fit-for-purpose HSEQ plan, and minimize any impacts associated with significant risks on project sites;
- Implement standard work instructions and provide appropriate personal protective equipment;
- Provide project-level training, procedures and guidance in a language that employees understand;
- Follow and adhere to project-specific HSEQ procedures and applicable WSP HSEQ manuals, management systems and action plans;
- Comply with applicable health, safety and environmental laws, regulations and industry requirements, including permitting requirements; and
- Report immediately any HSEQ incident or situation in accordance with local procedures and contracting requirements.

INTEGRITY

WSP conducts business with honesty, integrity and respect. We do not tolerate any form of corruption. WSP expects that business partners will:

- Never accept, request, offer, promise, give or authorize a bribe, kickback, payment or anything of value (financial or otherwise) to obtain an unfair or improper advantage, retain business or influence a third party's actions or decisions;
- Never offer or accept gifts, entertainment or other business courtesies on behalf of WSP without prior documented authorization from WSP;
- Never offer or accept business courtesies of more than modest value, offer or accept cash or cash equivalents, or exchange any benefit with a public official or other recipient involved in an active procurement process or that would otherwise appear to reward preferential treatment or create an obligation;
- Ensure that any business courtesy exchanged is recorded, auditable and suited to the occasion and roles of those involved;
- Comply with applicable anti-corruption and lobbying laws, and acknowledge that Canada's Corruption of Foreign Public Officials Act, the United Kingdom Bribery Act, and the United States Foreign Corruption Practices Act, one or more of which govern the activities of WSP, may apply, including to its business partners; and
- Refrain from making facilitation payments on behalf of WSP or for its intended benefit, even where legal.
- Ensure that these standards of integrity extend to any third party engaged by the business partner in relation to WSP.

CONFLICTS OF INTEREST

WSP believes that personal interests should not affect business decisions made on WSP's behalf. WSP expects that business partners will:

- Act in WSP's best interest and must avoid any real, apparent or potential conflict of interest.
- Document adequately any activity that has been approved to proceed related to an identified conflict of interest and approved mitigation strategies; and
- Promptly disclose in writing to WSP's Ethics Team any real, apparent or potential conflict of interest that has arisen during their business relationship with WSP, with proposed mitigation strategies

FAIR COMPETITION

WSP values fair and open competition. WSP expects that business partners will:

- Carry out their activities in a manner that safeguards fair, open and transparent competition;
- Comply with applicable anti-trust and fair competition laws and regulations; and
- Never participate in illegal practices such as price fixing, market or customer allocation, market sharing, bid rigging or monopolistic conduct.

FRAUD AND MONEY LAUNDERING

WSP prohibits fraudulent or dishonest activities. WSP expects that business partners will:

- Never engage in fraudulent practices, false claims, criminal facilitation, money laundering or tax evasion;
- Comply with applicable anti-money laundering and counterterrorism financing laws; and
- Have reasonable internal controls in place to prevent, detect and respond to unusual or suspicious activity.

TRADE COMPLIANCE AND ECONOMIC SANCTIONS

WSP respects the laws that govern trade between the countries where we operate. WSP expects that business partners will:

- Have reasonable procedures in place to adequately vet their own business partners and supply chain, including ultimate beneficial owners;
- Have reasonable procedures in place to identify and comply with applicable laws and regulations that govern cross-border trade, export controls, economic sanctions, embargoes and anti-boycott laws, including those administered by the U.S. Office of Foreign Assets Control; and
- Never include a contractual clause that would result in the illegal boycotting a of country, entity or person.

CONFIDENTIAL INFORMATION

- WSP values the protection of information of our employees, clients and business partners. WSP expects that business partners will:
- Act with vigilance when handling WSP Confidential Information;
- Limit the use of WSP Confidential Information to individuals who require it to perform their work;
- Protect WSP Confidential Information from unauthorized access, even after the termination of their business relationship with WSP;
- Comply with applicable data privacy and data protection laws and regulations;
- Comply with WSP's Privacy Policy, information security policies and contractual requirements when processing, collecting, storing, accessing, modifying, sharing or transferring WSP Confidential Information;
- Ensure that WSP Confidential Information is only stored in, uploaded to or otherwise processed by non-public systems, including Artificial Intelligence tools and then only where there are adequate contractual protections in place;
- Ensure that approval from WSP is obtained prior to the processing of WSP Confidential Information within Artificial Intelligence tools; and
- Report promptly any suspected or actual accidental or unlawful destruction, loss, alteration, unauthorized disclosure or use of, or access to, WSP Confidential Information by the business partner or the business partner's supply chain to WSP's Information Security Office within 24 hours of awareness.

WSP Confidential Information includes all information provided to or accessed by a business partner that pertains to WSP, its clients, employees and business partners, unless designated otherwise by a member of WSP.

WSP SYSTEMS ACCESS

WSP expects users of our systems to safeguard our assets and use them appropriately. WSP expects that business partners will:

- Make no attempt to bypass any security controls within WSP systems;
- Ensure that any equipment or system connected to WSP systems is free of and does not contain any codes or mechanisms that collect information or assert control of the systems without WSP's consent or that may restrict legitimate access to WSP systems;
- Ensure that any equipment or system connected to WSP systems does not introduce any spyware, adware, viruses, trojans, worms or any other codes or mechanisms via any means designed to permit unauthorized access to or disrupt WSP systems; or to destroy or render unusable WSP information; and
- Ensure that any equipment provided by WSP is used in compliance with WSP's Information Security Policies.

ACCURATE RECORDS

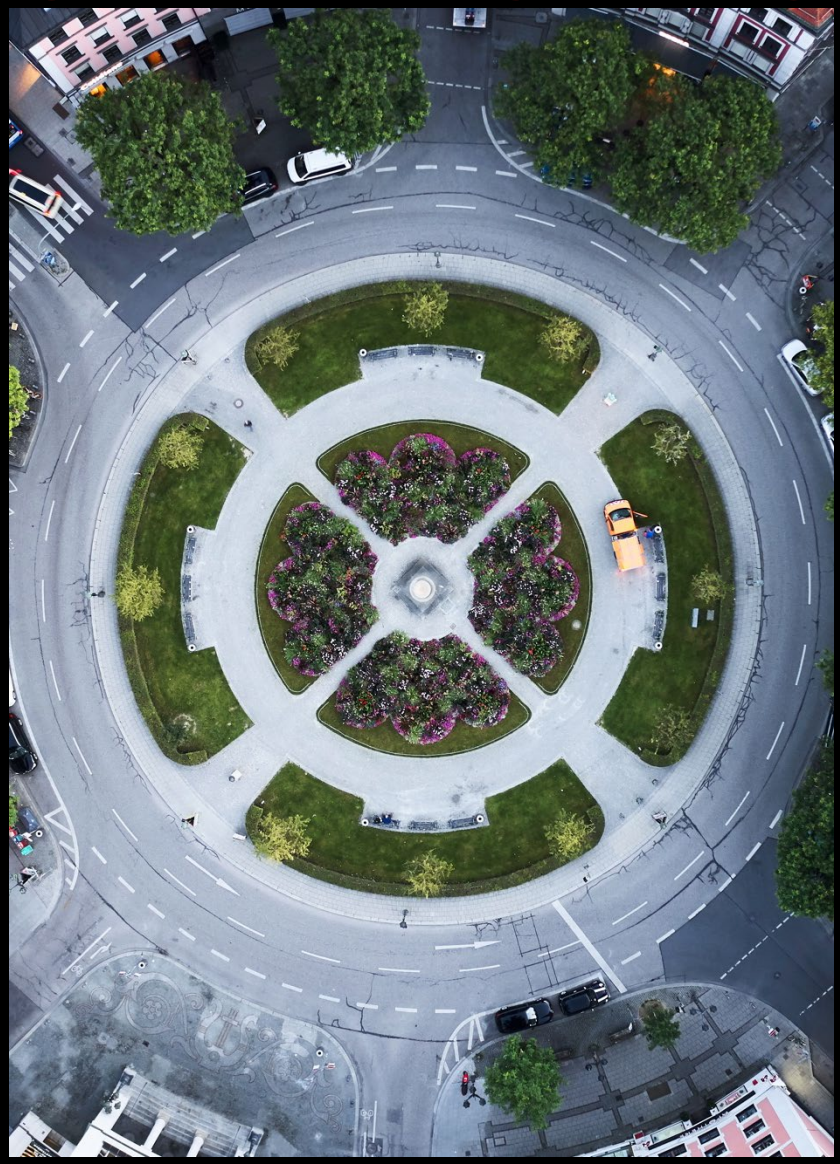
WSP takes steps to deter fraud and ensure accurate record-keeping. WSP expects that business partners will:

- Maintain complete, accurate and honest records for business conducted with WSP;
- Never make false, overstated, artificial or misleading entries or omissions in any systems, books or records;
- Comply with proper recordkeeping and retention practices and applicable standards and laws; and
- Grant WSP the right to audit and access all relevant books, records and documents to assess compliance with this Business Partner Code, upon reasonable notice, for a minimum of six years or longer unless otherwise specified by the contractual agreement entered into between WSP and the business partner.

DUE DILIGENCE

As part of the onboarding process and from time to time, WSP conducts due diligence on its business partners. Due diligence reduces reputational, commercial, and legal risks and promotes compliance with international sanctions, anti-corruption, modern slavery, human rights, human trafficking, and data protection laws. Our business partner onboarding process includes a review of relationship, transaction, country, reputation, legal risks, and sustainability practices, as well as data security and privacy practices, where relevant.

WSP's due diligence process may include verifications of the business partner through online databases and systems, questionnaires, certifications, and on-the-ground investigations. Business partners should expect to be subject to regular monitoring and re-assessments, which can result in a re-evaluation of their qualifications to do business with WSP.



REPORTING SUSPECTED VIOLATIONS

WSP believes in a culture in which everyone is empowered to speak up. WSP is committed to protecting reporting parties from retaliation whenever reports are made in good faith, including when reports come from an external reporting party. We expect our business partners to do the same and to understand and comply with applicable whistleblowing laws and regulations.

Business partners must promptly report any suspected violations of applicable laws or regulations or any WSP policy, including this Business Partner Code or WSP's Code of Conduct. WSP reserves the right to conduct audits and investigate any reasonably suspected breaches. Business partners are expected to cooperate during any such audits or investigations.

Concerns or suspected violations can be reported in the following ways:

- WSP's Business Conduct Hotline
- WSP's Ethics Team
- A WSP manager

QUESTIONS OR COMMENTS?

Any questions or comments on the content of this Business Partner Code should be directed to WSP's Ethics Team.

WSP is one of the world's leading professional services firms, uniting its engineering, advisory and science-based expertise to shape communities to advance humanity. From local beginnings to a globe spanning presence today, WSP operates in over 50 countries and employs approximately 72,800 professionals, known as Visioneers. Together they pioneer solutions and deliver innovative projects in the transportation, infrastructure, environment, building, energy, water, and mining and metals sectors. WSP is publicly listed on the Toronto Stock Exchange (TSX:WSP).

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