

Notice of Annual Meeting of Shareholders and of Availability of Proxy Materials

NOTICE IS HEREBY GIVEN THAT WSP Global Inc. (the “Corporation”) will hold its annual meeting of shareholders (the “Meeting”).

When	Where
Thursday, May 12, 2022 11:00 a.m. Eastern time	Virtual meeting via live audio webcast online at https://web.lumiagm.com/409927361  Password: WSP2022 (case sensitive)

This year again, the Corporation is holding the Meeting as a virtual meeting only, where all holders (the “Shareholders”) of common shares (the “Shares”) regardless of geographic location will have an equal opportunity to participate at the Meeting. Shareholders will not be able to attend the Meeting in person. The Corporation views the use of technology-enhanced shareholder communications as a method to facilitate individual investor participation, making the Meeting more accessible and engaging for all involved, by permitting a broader base of shareholders to participate in the Meeting, which is consistent with the goals of the regulators, stakeholders, and others invested in the corporate governance process. The virtual-only format for the Meeting will also help mitigate health and safety risks to the community, shareholders, employees and other stakeholders in light of the current continuing COVID-19 environment. All Shareholders will be able to attend, participate, submit questions and vote at the Meeting by logging in online and following the instructions set forth in the management information circular of the Corporation dated March 30, 2022 (the “Circular”) under the section “General Proxy Matters - How to attend the Meeting”.

BUSINESS OF THE MEETING

At the Meeting the Shareholders will:

Business of the Meeting	For more details
1. Receive the audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2021 and the independent auditor’s report thereon	See subsection “1. Presentation of the Financial Statements” under the “Business of the Meeting” section of the Circular
2. Elect each of the directors of the Corporation to hold office until the end of the next annual meeting of the Shareholders or until their successors are appointed	See subsection “2. Election of Directors” under the “Business of the Meeting” section of the Circular
3. Appoint the independent auditor of the Corporation for the forthcoming year and authorize the directors to fix the auditor’s remuneration	See subsection “3. Appointment of Auditor” under the “Business of the Meeting” section of the Circular
4. Consider a non-binding advisory resolution on the Corporation’s approach to executive compensation	See subsection “4. Non-Binding Advisory Vote on Executive Compensation” under the “Business of the Meeting” section of the Circular
5. Consider such other business, if any, that may properly come before the Meeting or any adjournment thereof	Information respecting the use of discretionary authority to vote on any such other business may be found in the subsection “Completing the Form of Proxy” under the “General proxy matters” section of the Circular

NOTICE-AND-ACCESS

As permitted by Canadian securities regulators, you are receiving this notification as the Corporation has decided to use the “notice-and-access” mechanism for delivery to both registered and non-registered Shareholders of this notice of annual meeting of Shareholders, the Circular prepared in connection with the Meeting and other proxy-related materials (the “**Meeting Materials**”) as well as the annual audited consolidated financial statements of the Corporation for the financial year ended December 31, 2021, together with the independent auditor’s report thereon, and related management’s discussion and analysis (together, the “**Financial Statements**”). Notice-and-access is a set of rules that allows issuers to post electronic versions of proxy-related materials online, via SEDAR and one other website, rather than mailing paper copies of such materials to Shareholders. Under notice-and-access, Shareholders still receive a proxy form or voting instruction form enabling them to vote at the Meeting. However, instead of paper copies of the Meeting Materials and of the Financial Statements, Shareholders receive this notice which contains information on how they may access the Meeting Materials and the Financial Statements online and how to request paper copies of such documents. The use of notice-and-access will directly benefit the Corporation by substantially reducing our printing and mailing costs and is more environmentally friendly as it reduces paper use.

How to access the meeting materials and the financial statements

On our website

www.wsp.com  under “Investors”/“Reports & Filings”

On SEDAR

www.sedar.com  under the Corporation’s profile

Shareholders are reminded to read the Circular and other Meeting Materials carefully before voting their Shares.

HOW TO REQUEST A PAPER COPY OF THE MEETING MATERIALS AND OF THE FINANCIAL STATEMENTS

Before the Meeting

You may request paper copies of the Meeting Materials and of the Financial Statements at no cost to you by calling TSX Trust Company (“**TSX Trust**”) at 1-888-433-6443 (toll-free within North America) or 416-682-3801 (outside of North America), or by email at tsxt-fulfilment@tmx.com .

Please note that you will not receive another form of proxy or voting instruction form; please retain your current one to vote your Shares.

In any case, requests for paper copies should be received at least five (5) business days prior to the proxy deposit date and time, which is set for May 10, 2022, at 11:00 a.m. (Eastern Time) in order to receive the Meeting Materials and the Financial Statements in advance of such date and the Meeting date. To ensure receipt of the paper copies in advance of the voting deadline and Meeting date, we estimate that your request must be received by no later than 5:00 pm (Eastern Time) on May 3, 2022.

After the Meeting

By telephone at 438-843-7519 or by email at corporatecommunications@wsp.com . Paper copies of the Meeting Materials and of the Financial Statements should be sent to you within ten (10) calendar days of receiving your request.

VOTING AND QUESTIONS AT THE MEETING

The record date (the “**Record Date**”) for determination of Shareholders entitled to receive notice of and to vote at the Meeting is March 30, 2022. Only Shareholders whose names have been entered in the register of Shares on the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting. Shareholders who acquire Shares after the Record Date will not be entitled to vote such Shares at the Meeting.

Shareholders and duly appointed proxyholders will be able to listen to the Meeting live, submit questions and submit their vote while the Meeting is being held by accessing the live audio webcast of the Meeting. Please see the “General Proxy Matters” section of the Circular for further details.

Shareholders who are unable to attend the Meeting or who wish to vote in advance of the Meeting, are asked to carefully follow the instructions on the proxy or voting instruction form. Only registered Shareholders and proxyholders may attend and vote at the Meeting.

Registered Shareholders	Non-Registered Shareholders
<p>You are a “registered Shareholder” if your Shares are held in your name.</p>	<p>You are a “non-registered Shareholder” if your Shares are listed in an account statement provided to you by an intermediary.</p> <p>If you are a non-registered Shareholder and wish to appoint yourself as proxyholder to attend, participate and vote at the Meeting, you MUST register such proxyholder after having submitted your voting instruction form identifying yourself as proxyholder.</p> <p>Non-registered Shareholders whose Shares are registered in the name of an intermediary should carefully follow the voting instructions provided by the intermediary or as described elsewhere in the Circular.</p>

It is recommended that you vote by telephone or Internet to ensure that your vote is received before the Meeting. To cast your vote by telephone or Internet, please have your proxy card or voting instruction form in hand and carefully follow the instructions contained therein. If you vote by telephone or Internet, your vote must be received before 11:00 a.m. (Eastern Time) on May 10, 2022.

QUESTIONS

If you have any questions regarding this notice, the notice-and-access mechanism or the Meeting, whether you are a registered or non-registered Shareholder, please call TSX Trust at 1-800-387-0825.

DATED at the City of Montreal, in the Province of Quebec, this 30th day of March 2022.

BY ORDER OF THE BOARD OF DIRECTORS



Alexandre L'Heureux
President and Chief Executive Officer



Christopher Cole
Chairman of the Board of Directors