



WSP GLOBAL INC.

ANNUAL MEETING OF SHAREHOLDERS

May 12th, 2022, at 11 a.m. Eastern Time

RULES OF CONDUCT AND PROCEDURES

Welcome to the Annual Meeting of Shareholders (the “**Annual Meeting**”) of WSP Global Inc. (the “**Company**” or “**WSP**”). It is our desire to conduct a fair and informative Annual Meeting. Kindly observe the following Rules of Conduct and Procedures.

1. Our Company’s bylaws describe requirements for meetings of our shareholders and the chair of the Annual Meeting will conduct the meeting consistent with those requirements.
2. The business matters to be conducted at the Annual Meeting are the matters set forth in the Management Information Circular and Notice of Annual Meeting of Shareholders dated March 30st, 2022. We will strictly follow this agenda as we conduct the meeting.
3. Only registered shareholders (and duly appointed proxyholders) who have held shares as of the close of business on the record date of March 30st, 2022 are eligible to vote while participating in the virtual Annual Meeting by logging into the webcast at <https://web.lumiagm.com/40992736> and entering their 13-digit control number and password “WSP2022” (case sensitive). If you have voted your shares prior to the start of the Annual Meeting, your vote has been received by the Company’s scrutineers and there is no need to vote those shares during the Annual Meeting, unless you wish to revoke or change your vote.
4. The polls will be open for the duration of the formal part of the Annual Meeting. The chair of the Annual Meeting will clearly indicate opening and closure of the polls.
5. If a shareholder has a question about one of the matters in the agenda to be voted on by the shareholders at the Annual Meeting, such question may be submitted in the tab provided in the web portal at or before the time the matters are before the Annual Meeting for consideration. We will answer questions on any matters in the agenda to be voted on by the shareholders at the Annual Meeting before the voting is closed.
6. Only registered shareholders and duly appointed proxyholders are permitted to ask questions during the Annual Meeting either by typing a question in the tab provided in the web portal, or if you would like to ask a question verbally, by entering your telephone number in such tab and an operator will contact you when it is your turn to ask a question.
7. Note you will not be able to vote your shares on the phone during the Annual Meeting and will have to use the online webcast for that purpose if you have not done so in advance of the Annual Meeting.
8. When you address the meeting, be as brief and to the point as possible, to respect both time constraints and others.
9. Guests will not be able to submit questions or vote at the Annual Meeting, however they will be able to join the webcast as a guest at <https://web.lumiagm.com/40992736>.
10. Following adjournment of the formal business of the Annual Meeting, the Company’s management will give a presentation about the Company’s business. At the conclusion of this presentation, the Company will address appropriate general questions from shareholders regarding the Company. Such questions may be submitted in the field provided in the web portal during the Annual Meeting.
11. To allow us to answer questions from as many shareholders as possible, we will limit each shareholder to two questions. It will help us if questions are succinct and cover only one topic per question. Questions from multiple shareholders on the same topic or that are otherwise related may be grouped, summarized and answered together. Any questions that we are not able to answer during the Annual Meeting will be answered on the Company’s website at www.wsp.com.
12. Shareholder questions are welcome, but conducting the business set out in the agenda for the benefit of all shareholders will be paramount. The Company does not intend to address any questions that are, among other things:
 - irrelevant to the business of the Company or to the business of the Annual Meeting;
 - related to material non-public information of the Company;
 - related to personal grievances;



- derogatory references to individuals or that are otherwise in bad taste;
 - repetitious statements already made by another shareholder;
 - in furtherance of the shareholder's personal or business interests; or
 - out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the chair or secretary of the Annual Meeting in their reasonable judgment.
13. If there are any matters of individual concern to a shareholder and not of general concern to all shareholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting corporatecommunications@wsp.com
 14. Recording of the Annual Meeting is prohibited. A webcast playback will be available on WSP's website at www.wsp.com under the Investors section 24 hours after the adjournment of the Annual Meeting.
 15. In the event of technical malfunction or other significant problem that disrupts the Annual Meeting, the chair of the Annual Meeting may adjourn, recess, or expedite the Annual Meeting, or take such other action that the chair determines is appropriate considering the circumstances.
 16. If you are experiencing any difficulty connecting or watching the Annual Meeting, ensure your VPN setting is disabled or use a computer on a network not restricted to security settings of your organization. For further assistance, you may contact Lumi technical support at support-ca@lumiglobal.com, which is available starting one hour prior to the Annual Meeting.

Thank you for your cooperation and for joining WSP at the Annual Meeting.