Code of Conduct
Dear colleagues,

At WSP, we are all connected by our commitment to creating sustainable solutions to meet future challenges. Our focus on sustainability and our service quality are the foundations of our success; they have helped us to forge our reputation worldwide and build trust with our colleagues, clients, and communities.

As a leading professional services firm doing business in an increasingly complex and globalized environment, we consistently apply a disciplined and professional approach to our work. We are motivated to do our best, to be our best and to behave at our best.

Integrity is our collective responsibility and a key to our ongoing success. Our Code of Conduct reflects our unwavering dedication to fair business practices. Please be sure to take the time to familiarize yourselves with this Code, follow its guiding principles and live by them.

Remember we are responsible for complying with the Code's principles in every aspect of our daily work. Each of us has a role to play in upholding the highest professional standards.

Alexandre L’Heureux
President and Chief Executive Officer
What we stand for

Our Guiding Principles

WSP’s culture is grounded in five *Guiding Principles* that serve us at all times:

- We value our people and our reputation.
- We are locally dedicated with international scale.
- We are future-focused and challenge the status quo.
- We foster collaboration in everything we do.
- We have an empowering culture and hold ourselves accountable.
Our Business Standards

We are committed to upholding the highest business standards in all our business activities. This means:

- We provide high quality services that have a positive impact on our environment and communities.
- We conduct business with honesty, integrity and respect.
- We do not tolerate any form of corruption.
- We promote equality, diversity, and inclusion, and safeguard human rights.
- We put the safety of our employees first and are committed to a Zero Harm vision.
- We deal fairly with others and value open competition.
- We protect our assets, take steps to deter fraud, and ensure accurate record-keeping company-wide.
- We protect our information, including our intellectual property, our confidential information, and personal information in our care.
- We communicate responsibly to the public.
- We foster a “speak up” culture and do not tolerate any form of retaliation.
We are committed to our Code

Our Code of Conduct sets out general principles designed to guide employees in their day-to-day activities in a way that reflects our Guiding Principles and honours our commitment to upholding the highest ethical standards.

You are responsible for understanding and following our Guiding Principles, this Code and WSP’s policies, and to always act with honesty, integrity and respect, regardless of where you are or your position within the company.
If the right thing to do is not clear, ask yourself:

1. Is it consistent with our Code?
2. Is it legal?
3. Does it follow our policies?
4. Does it benefit WSP as a whole, not just one individual or group?
5. Would I be comfortable if my actions became public knowledge?

If you answered “no” or “maybe” to any of the above questions, be sure to stop and get advice.

If you are not sure, it is always better to ask before you act.

Please contact one of the resources listed on page 55.
As a professional services firm with employees from many different backgrounds, WSP is also required to comply with the codes of ethics issued by various professional orders and organizations.

WSP does business in many parts of the world and must comply with the laws and regulations of multiple jurisdictions. If you face a situation in which our Code appears to be in conflict with local laws or regulations, contact your regional Legal team or your Ethics and Compliance representative. In general, the most restrictive rules will apply, whether in our Code or in other applicable laws or regulations.
Governance

The Code is reviewed annually and is approved by WSP’s Board of Directors.

Governance, Ethics and Compensation Committee

Made up of independent directors and is responsible for overseeing how the Code is reviewed, interpreted and applied.

Audit Committee

Made up of independent directors and is responsible for ensuring that internal controls are adequate, including processes for compliance with laws and regulations.
We want our work to be Future Ready®, so we seek sustainable solutions for long-term resilience and adaptability.

We are willing to take things to the next level to help our clients and communities thrive.

We tap into our global knowledge and expertise to come up with innovative and multi-faceted solutions.

We question the status quo so we can create a better future.
We provide high-quality services

Our clients expect us to deliver high-quality services and to provide accurate descriptions of the related benefits. We aim to meet or exceed those expectations.

To maintain our clients' trust:

- We offer services that our clients seek.
- We promote our services in a straightforward and honest manner.
- We encourage healthy/fair competition.
- We deal with clients in a courteous, professional and constructive manner.
- We only offer services we are authorized to deliver, whether working alone, under contract, in an alliance or through an agent.
We respect the environment

At WSP, we do business in an environmentally responsible way.

We comply with all applicable environmental laws and regulations. We are also committed to measuring, managing and improving our environmental performance and practices, including within our supply chain.

As an employee, you are expected to join us in our environmental efforts by:

- Using resources wisely and reducing waste.
- Participating in local recycling and conservation initiatives.
- Being aware of potential business, environmental and climate change risks, as well as opportunities.
- Providing clients with innovative and environmentally responsible solutions.

Always comply with WSP’s global and regional sustainability and environmental policies, including the Global Environmental, Social and Governance (ESG) Statement.
We respect our communities

WSP seeks to plan, design, manage and engineer our communities so they thrive.

We value and respect the communities we do business in. We provide our greatest benefits via the services we offer and the advice we give our clients in the built and natural environment, whether while delivering transport systems, designing durable buildings and infrastructure or supporting cities in their adaptation to climate change. To that end:

- We acknowledge indigenous communities’ unique and important interests in the lands, waters and other environments affected by our work.
- We respect the traditions, cultures and laws of the countries we operate in.
- We seek to employ qualified local people on our projects wherever possible.
- We work to minimize any negative impact our operations may have on people and their environments.
- We consider the wider community’s economic and other concerns, including national and local interests and those of indigenous communities, and address those concerns to the best of our abilities.

In addition to carefully considering local communities, we also participate actively by giving our time and lending our resources through donations, investments, partnerships and pro-bono work.

For more information, refer to our Global ESG Statement and Global Human Rights Statement.
At WSP, we put the highest ethical standards at the centre of all we do. You must act in accordance with our Guiding Principles, WSP’s Code and policies, and perform your duties with honesty, integrity and respect in all areas, including those not specifically addressed by the Code or policies.
Our expectations

As an employee, you are expected to:

- **Follow WSP’s Guiding Principles.**
  They should be guiding you in your daily activities.

- **Follow WSP’s Code and policies.**
  Read, understand and comply with our Code and policies. That way, you will be complying with applicable laws and regulations.

- **Think before you act.**
  Use good judgment and act with honesty, integrity and respect at all times.

- **Protect WSP’s reputation.**
  Do nothing that could damage WSP’s standing.

- **Ask for help.**
  If an answer is not clear, seek guidance.

- **Do your trainings.**
  Participate in WSP’s mandatory online or in-person activities.

- **Speak up.**
  Report potential misconduct that could violate our Code or policies, through available resources for reporting (see page 55).

- **Do your part.**
  Cooperate with internal investigations as required and never engage in any form of retaliation.

*For more information on how to report suspected misconduct, please refer to page 55.*
Our expectations

As a manager, you are also responsible for leading by example and following our Code. You are expected to:

- **Set the tone.**
  Promote a culture of integrity by making ethical decisions. Be honest and upfront in everything you say and do. Never encourage or ask any employee to do anything that would violate our Code or break the law.

- **Foster a healthy work environment.**
  Create and maintain a healthy and sustainable work environment that reflects the spirit of this Code.

- **Talk about WSP’s Code and policies.**
  Read and understand our Code and policies. If you have any questions, refer to the Code or contact your regional Ethics and Compliance representative. Ethics should be a regular topic of conversation.

- **Stay informed.**
  You might not always find the answers that you need in our Code, so know who to turn to if you have any questions.

- **Expect the best.**
  Discuss the importance of ethics and compliance and let employees know you expect them to always do the right thing.

- **Foster a “speak up” culture.**
  Encourage employees to come to you with questions or concerns. Listen to them carefully and offer guidance if they need help, including identifying available resources for reporting (see page 55).

- **Seek support.**
  Keep an eye out for potential misconduct that violates our Code or policies. If you witness potential misconduct, seek support or report it. Do not investigate matters on your own.

- **Do your part.**
  Cooperate with internal investigations as required and never engage in any form of retaliation.

For more information on how to report suspected misconduct, please refer to page 55.
We value our people

Employment policies

WSP strives to provide a workplace that fosters respect, fairness, inclusion and employee wellbeing.

We aim to provide a congenial working environment in which all individuals are treated with dignity and respect, free from harassment, discrimination, bullying, racism, violence or injustice.

We foster a work environment where people can reach their full potential, be their authentic selves and have sense of security, fulfillment and purpose.
A workplace that centres on employee wellbeing means:

- We act professionally and respectfully when dealing with colleagues and third parties.
- We view inclusion and diversity as the cornerstone of a culture focused on innovation, engagement and performance.
- We require all workplace relationships to be professional in nature at all times.
- We give our employees opportunities to grow, develop and reach their potential.
- We celebrate the individual and collective contributions of our colleagues.
- We comply with applicable employment and labour laws, as well as regulations governing employer-employee relations and all collective agreements.

If you have any related questions, refer to our regional employment policies and handbooks or consult your regional HR representative. If you experience, witness or become aware of any prohibited workplace behaviour or other misconduct, report the situation promptly to your manager, your regional HR representative or one of the resources listed on page 55.
At WSP, each and every one of us is responsible for respecting and promoting human rights and equality. This means:

— We promote equal treatment for our employees.
— We make decisions involving recruitment, hiring, compensation, development and promotion based solely on merit, ability and performance.
— We pay fair wages and benefits so our people enjoy a decent standard of living. We encourage them to maintain a good work-life balance by promoting flexible working conditions.
— We give our people the freedom to join any association or union, providing that local law is not violated. They also enjoy the right to collective bargaining, as applicable.
— We prohibit all forms of modern slavery, including forced labour, child labour, sexual exploitation and human trafficking.

For more information, consult our Global Human Rights Statement, Global Inclusion and Diversity Policy and Working with Third Parties Policy.
Human Rights

WSP is committed to doing business in compliance with local laws and international human rights standards, including the following:

- Universal Declaration of Human Rights
- ILO’s Declaration on Fundamental Principles and Rights at Work
- UN Guiding Principles on Business and Human Rights

WSP is a signatory to the United Nations Global Compact. Our human rights approach is among our core business practices.
Inclusion and diversity

WSP is committed to promoting a culture where employees are empowered, while providing a work environment in which inclusion and diversity are expected and prioritized. By supporting an inclusive and diverse workplace, we can all reach our full potential by feeling valued as an integral part of the organization.

For more information, refer to our Global Inclusion and Diversity Policy.
Alcohol, drugs and other substances

Consumption of alcoholic beverages while on duty is prohibited, except at events approved by your manager. Be sure to comply with all laws and applicable WSP policies. Always exercise moderation and good judgment.

If you are under the influence of alcohol, illegal drugs or controlled substances that could impair your judgment, undermine your performance or pose a safety risk, you are prohibited from reporting for work. Possessing, using, selling or offering illegal drugs or other controlled substances is prohibited under all circumstances while on duty or on WSP’s premises. Smoking is also prohibited in the workplace unless specifically provided for in designated areas.
We put the safety of our employees first

At WSP, we put the safety of our employees and of others first. Through our Zero Harm vision, we are committed to providing a safe and healthy workplace that supports the wellbeing of our employees. Each of us is accountable for the wellbeing of ourselves and others who may be affected by our activities.

While on official duty and travelling for work, you and all third parties working on our behalf are expected to comply with our Global Health, Safety & Wellbeing Policy at all times, as well as applicable regional laws and regulations.

If you ever see a situation that could put others at risk, take immediate action. Always strive to keep yourself and your colleagues injury-free.

To report a work-related incident or accident or to raise concerns about workplace health, safety and wellbeing, talk to your manager, your regional H&S representative or use WSP’s iSMS system. Health, safety and wellbeing incidents can also be reported via our Business Conduct Hotline.
We do business with integrity

Conflicts of interest

At WSP, we don’t let personal interests affect the business decisions we make on WSP’s behalf.

What is a conflict of interest?

A conflict of interest can arise when our personal or private interests (including those of our family) interfere or appear to interfere with our objectivity or impartiality. Personal or private interests may include personal relationships, activities outside of work or ownership interests in other companies.
When working and making decisions on WSP’s behalf, you must act in the company’s best interest and avoid any potential conflict situations, or the appearance of being in a conflict of interest. You are expected to recognize a potential conflict of interest when you see one. A conflict can arise when:

- You supervise or do business with someone you have a close personal relationship with.
- You have secondary employment that interferes with your responsibilities or performance as a WSP employee.
- You have a significant investment in one of our suppliers, customers, business partners or competitors.
- You own or do work for a company that competes, does business or wants to do business with WSP. (Serving in an advisory role or as a board member for another company could also pose a conflict.)
- You use WSP’s name, property or information to support a charitable, professional or community organization without obtaining prior approval.
- You take advantage of a business opportunity that was intended for WSP.

If you are unsure about how to proceed, seek guidance from your manager or your regional Ethics and Compliance representative.
If you are wondering whether you face a conflict of interest, ask yourself the following questions:

1. Will I feel obligated to someone else?
2. Is my independent judgment being compromised?
3. Could my conduct give the appearance of impropriety or divided loyalty?
4. Would I feel embarrassed to discuss the situation with my manager or colleagues?

If you answered “yes” or “maybe” to any of the above questions, you likely have a real, apparent or potential conflict of interest.

For more information, consult your regional conflict of interest guidelines, as applicable. Otherwise, seek advice from your regional Ethics and Compliance representative.

I’ve been approached to sit on the Board of Directors of another company outside of WSP. Do I need to get approval before accepting this position?

Inform your manager and contact your regional Ethics and Compliance representative for guidance on a potential conflict of interest. They will assess the situation by looking at the type of company, the services it provides and any impact on your responsibilities at WSP.
Reporting a conflict of interest

If you believe you face a real, apparent or potential conflict of interest, be sure to report the situation promptly to your manager and to your regional Ethics and Compliance representative. They will determine what steps should be taken.

Recording a conflict of interest

All conflicts of interest must be recorded in our Compliance Registry along with any steps taken to address the conflict of interest.
Zero tolerance to corruption

At WSP, we take a zero-tolerance approach to corruption of any kind, including bribery, kickbacks and facilitation payments. This applies to employees and all third parties we do business with.

You must never engage in any behaviour prohibited by anti-corruption laws. Also, you must exercise prudent judgment to avoid any situations that could give the appearance of corruption. Penalties and impacts on individuals and businesses can be severe.

Corruption concerns must be immediately reported to your regional Ethics and Compliance representative, the Chief Ethics and Compliance Officer or one of the resources listed on page 55.

For more information, refer to our Anti-Corruption Policy. For more information on how to identify and manage corruption risks relating to third parties, refer to our Working with Third Parties Policy.
At times, WSP may do business in countries, territories or regions with higher ethics, compliance, health or safety risks. You must be careful when doing business in those situations. Always remain vigilant and be alert to any potential corruption risks.

For more information, refer to our High Risk Countries and Sanctions Compliance Policy
Gifts, entertainment and hospitality

At WSP, we recognize that occasional modest exchanges of gifts, entertainment and hospitality (GEH) can be acceptable in the normal course of business. However, you must not solicit, give or receive GEH if it could appear to, or would, create an expectation of repaying the courtesy through a favorable business decision.

DO NOT...

Ask for, give or receive anything of value, such as gifts, gift baskets, tickets to sporting events, memberships, cash, gift cards, gratuities, special allowances, favours or benefits, whether directly or indirectly, to third parties WSP does business with, including clients and potential clients, to attempt (or appear to attempt) to unduly influence the judgment of the third party in order to obtain a business advantage.
When it comes to GEH, always follow these rules:

- Do not exchange GEH if this would create an appearance that either party is under an obligation to return a favour or to provide a business advantage.

- Avoid real, apparent or potential conflicts of interest by maintaining independence from third parties you do business with.

- Never accept or give GEH that is cash or equivalent, such as gift cards or vouchers.

- Decline or return GEH offered repeatedly or if you feel uncomfortable. Notify your immediate manager or your regional Ethics and Compliance representative.

- In case of doubt, seek advice from your regional Ethics and Compliance representative.

Recording a GEH exchange

GEH over a certain monetary value or involving public officials must be recorded in WSP’s Compliance Registry. Your regional GEH guidelines establish which GEH must be recorded.

For more information and guidance, or if you are unsure if a GEH is acceptable, refer to our Gifts, Entertainment and Hospitality Policy and regional guidelines, available on your regional intranet. Or, ask your regional Ethics and Compliance representative.
Money laundering and tax evasion

WSP complies with applicable anti-money laundering and counterterrorism financing laws. We only accept funds received from legitimate sources and we conduct business only with reputable clients that do business legitimately. We also avoid doing business in a way that promotes tax evasion.

Beware of any requests to:

- Transfer a payment to an unknown entity, country or bank account.
- Bypass WSP processes and policies to process a transaction.
- Make a payment in cash.

For more information on how to manage money laundering and tax evasion risks, refer to our Working with Third Parties Policy.

Pay attention to clients that are owned by governments or by politically exposed persons.
Political contributions and involvement

As a general rule, WSP does not make political contributions or engage in political activity.

In general, WSP does not make political contributions, which can take many forms, including cash or non-cash items, such as the use of corporate facilities, services, materials or employee time.

You are allowed to participate in political activities as a private person. However, they should be on your own time and at your own expense. Political activities must not place you in a real, apparent or potential conflict of interest. No personal financial contributions should be made under WSP’s name. You will not be reimbursed in time, money or any other form of compensation for your political activities.

For information on the specific requirements, policies and procedures applicable to WSP’s operating companies in the US, refer to the US Employee Handbook and Supplement to the Code of Conduct.

In dealings with colleagues and third parties, avoid expressing or imposing any political or social opinions for the purpose of securing support of any kind.
Charitable contributions and sponsorships

WSP values and supports its communities by making charitable contributions and sponsoring local initiatives.

Our charitable contributions and sponsorships are aligned with our Guiding Principles and attributed based on a selection process. All charitable contributions and sponsorships must be made following applicable regional guidelines.

Avoid soliciting colleagues to make contributions or donations. Do not insistently advocate for a cause as colleagues might feel uncomfortable or pressured to participate.
Lobbying

WSP complies with applicable legal requirements in dealing with governments and regulatory agencies worldwide.

If, in carrying out your role at WSP, you are called on to interact with public officials or government entities on WSP’s behalf for lobbying purposes, you are responsible for complying with applicable lobbyist registration and lobbying transparency laws.

You may be engaged in lobbying activities if your work involves:

- Contacts with legislators, public officials such as regulatory officials, branch officials or their staff members.
- Award of a government contract.
- Request for permits or licenses with governmental agencies.

For more information, contact your regional Legal team.
We deal fairly with others

Fair competition

At WSP, we compete fairly and value open competition. We will not enter into any business arrangements that could eliminate or discourage competition or give us an inappropriate competitive advantage. We comply with applicable anti-trust and fair competition laws and avoid the appearance of restricting competition unfairly.

Do not:

- Talk about our business strategies or plans with competitors.
- Exchange confidential information with current or potential competitors or other unauthorized parties.
- Engage in monopolistic, collusive or conspiratorial behaviour aimed at reducing competition.

- Formally or informally agree with third parties to:
  - Raise or fix prices, rates or costs on our services.
  - Divide or allocate clients, territories or markets.
  - Prevent another company from entering the market.
  - Refuse to deal with a customer or supplier.
  - Influence a bidding process by refusing to bid, withdrawing a bid or submitting an artificial bid (“bid-rigging”).

Information about competitors must always be collected via legal and ethical means.
When attending a conference or industry event where competitors are present, always be careful not to share any confidential information. If the conversation ever turns to a competitively sensitive subject, remove yourself from the discussion and report the situation immediately to your manager or your regional Ethics and Compliance representative.

For more information, refer to our Fair Competition Policy.

What should I do?

During an industry event, I noticed someone left behind confidential documents about our main competitor’s bid – a project on which we are also bidding. Should I look at the documents?

Definitely not! Reading those documents or using information you might discover could provide an unfair advantage, thus undermining fair competition.
Stock market transactions and insider trading

As an employee, you are not authorized to sell or purchase WSP’s shares or those of its business partners if you have knowledge of material non-public information obtained in the course of your employment. If you do possess such information, you are regarded as an “insider”. Sharing any such information would be considered “insider trading”.

Material non-public information is confidential information that WSP has not made public and could have an impact on our share price or that of a business partner. Examples include potential acquisitions, financial information, strategic plans, business results, operating statistics and major changes in senior management.

Do not:

- Inadvertently disclose confidential information to your spouse, family members or anyone else living in your household or to business partners, friends or acquaintances.
- Share material non-public information or “tip off” anyone else.

For more information, refer to our Insider Trading Policy.
Trade compliance and economic sanctions

Our international scale requires that we understand and respect not only local laws, but also the laws that govern trade between the countries where we operate. For example, we follow applicable laws and regulations that govern cross-border trade, including export controls, economic sanctions, embargoes and anti-boycott laws.

Whenever WSP is working in a country facing economic sanctions, you must ensure that all parties we do business with have been subject to adequate due diligence, in line with our Working with Third Parties Policy.

WSP’s High Risk Countries and Sanctions Compliance Policy is part of our global effort to comply with applicable sanctions regimes.

For more information, talk to your regional Ethics and Compliance representative.
We protect our assets

Accurate records

We report financial information truthfully, completely and in a timely fashion.

Therefore, our books, records and accounts are valid, complete, accurate, and based on verifiable supporting documentation. Inaccurate financial reporting could undermine shareholder confidence, impact our reputation and result in fines and penalties.
You are expected to comply with WSP’s financial controls and procedures and to ensure that all financial transactions are recorded completely and accurately so they reflect our overall operations. You must *never*:

- Make improper or inaccurate timesheet entries.
- Improperly accelerate or defer the recording of revenues or expenses to give the impression that financial targets or results have been attained.
- Keep assets or funds “in reserve” by not officially recording them in the books.
- Establish or maintain accounts and financial records in an inadequate, incomplete, fraudulent or misleading manner.
- Issue payments for reasons other than those stated in the supporting documents.
- Submit or approve expense reports if there is any suspicion that certain expenses were not actually incurred, are not accurate, do not clearly or accurately describe the expenditure or its purpose or do not comply with expense policies.
- Sign any documents that you know or suspect to be inaccurate or untruthful.
- Interfere with internal or external audits of WSP's accounts or seek to improperly influence the auditing process, either directly or indirectly.
- Conceal any transactions from management or WSP’s auditors.

*For more information on how to report suspected accounting irregularities involving WSP's resources or other misconduct, refer to page 55.*
Fraudulent or dishonest activities

At WSP, fraudulent or dishonest activities are prohibited. All statements and reports, including expense reports, invoices, pay slips and employee records, must be prepared carefully and honestly.

To avoid being involved in fraudulent or dishonest activities, you must never:

- Falsify supplier invoices or receipts.
- Engage in false payroll transactions.
- Issue false statements, either orally or in writing, about yourself, WSP, other employees, or work-related situations.
- Approve or receive payment for goods not received or services not performed.
- Misuse funds, securities, supplies or any other assets.
- Create or alter hardcopy or electronic documents with the intent to defraud WSP or its clients.
- Falsify financial or accounting data for cash transactions.
- Falsify WSP’s letterhead or use it for non-business-related purposes.

Be alert for any suspicious financial transactions—know the clients and third parties you do business with. Be sure to conduct proper due diligence to prevent illegal activity such as money laundering. Refer to our Working with Third Parties Policy for more details.
Responsible use of assets

We rely on WSP’s assets to perform our day-to-day work. Whether they are tangible (computer, mobile devices, IT hardware, vehicles, equipment, facilities, workplaces, etc.) or intangible (WSP’s name, logo, emails, information systems, intellectual property, confidential information, etc.), assets are entrusted to your care and should be used only for legal and legitimate business purposes.

You are expected to safeguard WSP’s assets, use them appropriately and take steps to prevent losses or situations that could result in injury, property damage, theft, abuse or unauthorized access to physical assets or property, information or to intellectual property (including data).

What should I do?

I started my own business and I don't yet have the equipment I need to conduct my activities, including a computer. Can I use WSP’s resources in the meantime?

I’ll be sure to use them when no one else needs them.

This would not be appropriate. WSP’s assets should not be used for personal business, including a freelance sideline activity, even outside working hours or when no one else is watching.

Internet and e-mail can be used for limited personal purposes. Any such use should be reasonable and appropriate and must not affect your productivity or effectiveness at work.
Do not:

- Make copies of software purchased or owned by WSP.

- Use software for which WSP does not have the required license or has not paid the required license fee (which could violate copyright or trademark laws).

- Install system applications, software or utilities (including those downloaded from the Internet) that have not been approved for use by IT and that are not in line with our policies.

- Use professional software for private purposes, unless approved by management.

- Connect your personal devices to WSP’s networks, unless in accordance with our policies.

You can protect WSP’s assets by always using a secure password, keeping it secret and by only storing information on WSP-approved devices, drives or Internet or cloud services.

- Use electronic resources to create, access, exchange, store or process legally prohibited content.

- Engage in any activities that are legally prohibited, that could affect WSP’s reputation in any way or that are inappropriate, offensive, defamatory, discriminatory, racist, violent, obscene, sexually explicit or promote harassment.

- Use WSP’s assets for solicitation, publicity or advocacy purposes not related to your employment (except for charitable or other activities approved in advance).

- Canvass on WSP’s premises for the benefit of any third party for any reason whatsoever.

For more information, refer to our Global Information Security Policy and other Information Security policies.
We protect our information

Intellectual property

Trademarks, trade secrets, patents, copyrights, business plans, engineering ideas, databases, customer lists are all critical assets that must be protected to preserve our competitive advantage. You are responsible for helping us protect WSP’s intellectual property and for respecting others’ intellectual property.

All inventions, discoveries, files, notes and reports you acquire or make in the course of your work with WSP are WSP’s property. This also applies to data generated on a WSP device/network.
What should I do?

I’m working on a client’s project site and I’m proud of what we are accomplishing. I’d like to show the world the great work WSP is doing. Can I post pictures on an engineering group page on Facebook?

By posting these pictures online, you might be inadvertently sharing WSP’s and/or the client’s confidential information. Therefore, it is better to avoid sharing any pictures or information online that relate to WSP or client projects.

While working for WSP, I developed an innovative tool that has significantly increased our productivity and delivery time. Since I’m the inventor and it’s not yet sold on the market, I want to start my own company after I leave WSP and sell the tool. Am I allowed to do that?

No. WSP owns any work product (such as processes and inventions) that you develop or design in the course of your work with us, to the extent permitted by law. That ownership status continues even after you leave WSP.
Information security

If you become aware of any actual, attempted or suspected events that could affect the confidentiality, integrity or availability of any information in WSP’s possession or care, including any security breaches, privacy breaches or unauthorized access, use, disclosure or destruction of information, you must report it promptly to the Global IT Service Desk or to your regional Information Security or Privacy Representatives.

Before storing any WSP information in a cloud service, be sure to comply with our Cloud Services and Application Development Policy and obtain IT Department approval. Since storing WSP information on cloud services reduces our control over our data, we want to make sure it is kept safely!

Do not:

- Bypass or disable any security controls or tools implemented by WSP.
- Disclose WSP information to any third parties unless authorized to do so by your manager.
- Use a colleague’s access to WSP resources, impersonate another individual or engage in any activities on a WSP network or device that could reasonably be considered “hacking.”

Always protect WSP information from unauthorised use, access or disclosure.
Protection of personal information

At WSP, we carefully protect the personal information of our employees, clients and third parties we do business with.

Personal information should be collected and processed only for legitimate business purposes, shared only with those who are authorized to access it, protected in accordance with information security policies and retained only for as long as necessary.

Data protection and privacy laws specify how to responsibly collect, store, use, share, transfer, dispose of and otherwise process personal information. We are committed to complying with those laws as they apply to WSP, wherever we do business. How WSP handles your personal information is set out in our Employee Privacy Notice.

You are also expected to protect any personal information entrusted to you and to comply with related WSP policies.
When dealing with personal information, you should always:

- Share it only in accordance with applicable data protection and privacy laws and WSP’s policies.
- Use it only in the way it is meant to be used and for a purpose directly related to your responsibilities at WSP.
- Avoid disclosing it to anyone, internally or externally, other than to those who legitimately need such information or when we are legally permitted to do so.
- Make sure that third parties with access to personal information are contractually obligated to protect it.

For more information on WSP’s commitment to protecting personal information, refer to our Global Privacy Policy and Information Classification and Handling Policy.

All information requests or requests to exercise data protection rights must be referred to WSP’s Privacy Office.
We communicate responsibly

At WSP, we encourage honest, open and consistent communications – we see this as an opportunity to enhance WSP’s image and help safeguard its reputation.

To ensure accurate and consistent information is shared externally, all media relations activities (including social media) are coordinated by the regional heads of Communications/Marketing, in accordance with our External Communications Policy.

If you are not an official WSP spokesperson, you should not interact with the media on WSP’s behalf. This means you should not respond to any media inquiries or initiate any communications with the media. Instead, refer media inquiries to the regional head of communications/marketing.
Disclosure obligations

As a publicly listed company, WSP is required by law to regularly inform the public about its business and financial situation. This is done primarily through our financial statements, management’s discussions and analyses, proxy circulars and press releases. If you are involved in preparing or providing such information, you are required to ensure that all disclosures are full, fair, accurate, timely and understandable.

To ensure maximum consistency with respect to publicly-disclosed information, only a limited number of individuals are authorized to communicate with the financial community on WSP’s behalf. They are the Chairman of the Board, the President and Chief Executive Officer, the Chief Financial Officer, the Chief Legal Officer, the Investor Relations Officer and other persons authorized by the Chief Financial Officer.

If you respond to media requests or communicate information publicly, the disclosure restrictions and prohibitions detailed in our Public Disclosure Policy apply.
Social media engagement

WSP’s official social media accounts are managed by designated representatives from our communications/marketing teams authorized to speak on WSP's behalf.

You are encouraged to use social media to interact with industry peers, colleagues and clients for professional purposes. However, when interacting on social media, always remember to:

- Clearly state that any opinions you express are your own and do not reflect those of the company. Only authorized WSP spokespersons are permitted to publicly represent WSP.
- Avoid posting anything that could negatively impact WSP's reputation or that of our clients.
- Avoid disclosing confidential business information about WSP, our clients, competitors or business partners. This includes use of unauthorized photographs. If in doubt, do not post.
- Be respectful and avoid posting anything inappropriate, offensive, defamatory, discriminatory, racist, violent, obscene, sexually explicit or that promotes harassment.
You should not create any type of blog or account in WSP’s name unless authorized to do so by the regional head of communications/marketing.

For more guidance, refer to our Social Media Policy and Guidelines.
We foster a "speak up" culture

At WSP, we believe in a culture in which everyone feels empowered to speak up and share their concerns. If something does not feel or look right or if you believe this Code, policy or applicable laws might have been violated, we are relying on you to report your concerns immediately.

Suspected violations of the Code and WSP’s policies must be promptly reported and will be investigated, where necessary. Disciplinary measures, including dismissal, may be taken against any employee involved in misconduct, whether covered by the Code and policies or not. For more information, refer to WSP’s Global Reporting and Investigations Policy.

What should I do?

I think, but am not certain, that someone is violating one of our policies. Should I keep my concerns to myself?

No! If you suspect a breach of policy, say something. It’s always better to share your concerns early on. We expect you to report your concerns in good faith, based on information you honestly believe to be true.

OK, so should I gather enough evidence before contacting you?

No! Do not try to investigate on your own. When reporting, share the information you have available and we’ll take care of the rest.
We encourage you to first reach out to your manager as they are most likely in the best position to understand and take the appropriate action.

You can also reach out at any time to your regional Ethics and Compliance representative.

There are people ready to support you if you have any questions or concerns or wish to report suspected misconduct.

Whom to contact
You can also share your concerns in any of the following ways:

### Internal Recipients

Concerns can be reported to the following internal recipients:
- Managers
- Human Resources representative
- Regional Ethics and Compliance representative
- Internal Audit representative
- Global Head of Investigations
- Chief Ethics and Compliance Officer
- Global Vice President of Internal Audit

### Global Ethics and Compliance Office

✉ **Mail**
Ethics and Compliance Office
1600 René-Lévesque Blvd. West, 18th floor
Montreal, Quebec, Canada H3H 1P9

✉ **Email**
ethics@wsp.com

### Business Conduct Hotline

WSP’s Business Conduct Hotline is operated by NAVEX EthicsPoint, an independent and secure reporting service. Reports can be filed anonymously by telephone or by completing an online form. The service is available in multiple languages, 24 hours a day, 365 days a year.

☎ **Telephone**
Call our worldwide helpline (877-315-9932) or local numbers here.

💻 **Online form**
Access via this link.
What to expect if you file a report

— **Expect WSP to take action.** Once you file a report, it will be reviewed, and an investigation will be initiated, if required.

— **Expect a fair and consistent investigation process.** Investigations are conducted fairly, confidentially and objectively, based on the information you provide.

— **Expect to cooperate.** If you report a concern or are a witness, you are required to cooperate with the investigation. You or anyone else with knowledge of the investigation must keep its existence confidential and must refrain from purposely interfering in the conduct of the investigation.

— **Expect action to be taken.** If the investigation reveals there was a breach of WSP’s Code, policies or procedures or of any applicable laws or regulations misconduct, you can expect appropriate remediation or disciplinary measures to be taken, up to and including dismissal.

— **Expect no retaliation.** We do not tolerate any form of retaliation against anyone for filing a report in good faith or for participating in an investigation. Anyone engaging in retaliation will face disciplinary measures.

For more information, refer to our Global Reporting and Investigations Policy.

Examples of retaliation include demotions, terminating employment, salary reductions, job reassignments, threats, harassment or any other actions taken against individuals because they reported suspected misconduct, participated in an internal investigation or attempted to deter someone from violating this Code.
Can we anticipate the unforeseeable, perceive the unexplainable, and plan something unbelievable?

What if we can?