

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

NOTICE IS HEREBY GIVEN THAT the annual meeting (the “Meeting”) of holders (the “Shareholders”) of common shares (the “Shares”) of WSP Global Inc. (the “Corporation”) will be held on May 13, 2021 at 11:00 a.m. (Eastern Time) for the following purposes:

- a. **to receive the audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2020 and to receive the independent auditor’s report thereon** (for details, see subsection “Presentation of the Financial Statements” under the “Business of the Meeting” section of the management information circular of the Corporation dated March 31, 2021);
- b. **to 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** (for details, see subsection “Election of Directors” under the “Business of the Meeting” section of the management information circular of the Corporation dated March 31, 2021);
- c. **to appoint the independent auditor of the Corporation for the forthcoming year and to authorize the directors to fix the auditor’s remuneration** (for details, see subsection “Appointment of Auditor” under the “Business of the Meeting” section of the management information circular of the Corporation dated March 31, 2021);
- d. **to consider and approve, in a non-binding advisory capacity, the Corporation’s approach to executive compensation policies** (for details, see subsection “Non-Binding Advisory Vote on Executive Compensation” under the “Business of the Meeting” section of the management information circular of the Corporation dated March 31, 2021); and
- e. **to 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 management information circular of the Corporation dated March 31, 2021.

This year again, the Corporation is holding the Meeting as a virtual meeting only, which will be conducted via live webcast, where all Shareholders 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. This decision was made once again in an effort to contain the spread of the coronavirus (COVID-19) and to prioritize and support the well-being of our Shareholders, employees, directors and other Meeting attendees. All Shareholders will be able to attend, participate, submit questions and vote at the Meeting by logging in online at <https://web.lumiagm.com/416700883> and following the instructions set forth in the management information circular of the Corporation dated March 31, 2021 under the section “General Proxy Matters - How to attend the Meeting”.

## 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 the Shareholders of this notice of annual meeting of Shareholders, the management information circular of the Corporation dated March 31, 2021 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, 2020, together with the independent auditor’s report thereon, and related management’s discussion and analysis (together, the “Financial Statements”). This year again, the Corporation has adopted notice-and-access for both registered and non-registered Shareholders. 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](http://www.wsp.com) under “Investors”/“Reports & Filings”

On SEDAR: [www.sedar.com](http://www.sedar.com) under the Corporation’s profile

**Shareholders are reminded to read the management information circular of the Corporation dated March 31, 2021 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

If your name appears on a share certificate, you are considered as a “registered Shareholder”. If your Shares are listed in an account statement provided to you by an intermediary, you are considered as a “non-registered Shareholder”. Whether you are a registered Shareholder or a non-registered Shareholder, you may request paper copies of the Meeting Materials and of the Financial Statements at no cost to you by calling AST Trust Company (Canada) (“AST”) at 1-888-433-6443 (toll free within North America) or 416-682-3801 (outside of North America), or by email at [fulfilment@astfinancial.com](mailto:fulfilment@astfinancial.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 11, 2021 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 April 30, 2021.

### After the Meeting

By telephone at 438-843-7519 or by email at [corporatecommunications@wsp.com](mailto: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 31, 2021. 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 at <https://web.lumiagm.com/416700883>.

Please see the “General Proxy Matters” section of the management information circular of the Corporation dated March 31, 2021 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. 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 such proxyholder.**

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. Your telephone or Internet vote authorizes the named proxyholders to vote your Shares in the same manner as if you mark, sign and return your proxy card or voting instruction form. If you vote by telephone or Internet, your vote must be received before 11:00 a.m. (Eastern Time) on May 11, 2021.

**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 management information circular of the Corporation dated March 31, 2021.**

## 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 AST at 1-800-387-0825.

**DATED** at the City of Montreal, in the Province of Quebec, this 31<sup>st</sup> day of March 2021.

**BY ORDER OF THE BOARD OF DIRECTORS**



**Alexandre L'Heureux**  
President and Chief Executive Officer



**Christopher Cole**  
Chairman of the Board of Directors