

# Business Partner Code of Conduct

# Business Partner

## Code of Conduct

**WSP Global Inc. and its subsidiaries (“WSP”) is a leading engineering and professional services consulting 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 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 requirement 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.





# Reporting Suspected Violations

We provide high quality services that have a positive impact on our environment and communities.

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 report promptly 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 and Compliance Office.
- A WSP manager.



# Human Rights and Equality

**WSP promotes equality, diversity and inclusion and safeguards human rights.**

WSP expects that business partners:

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

WSP expects that business partners:

- 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 above;
- Support and encourage a diverse and 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.



# Environment

**We provide high quality services that have a positive impact on our environment and communities.**

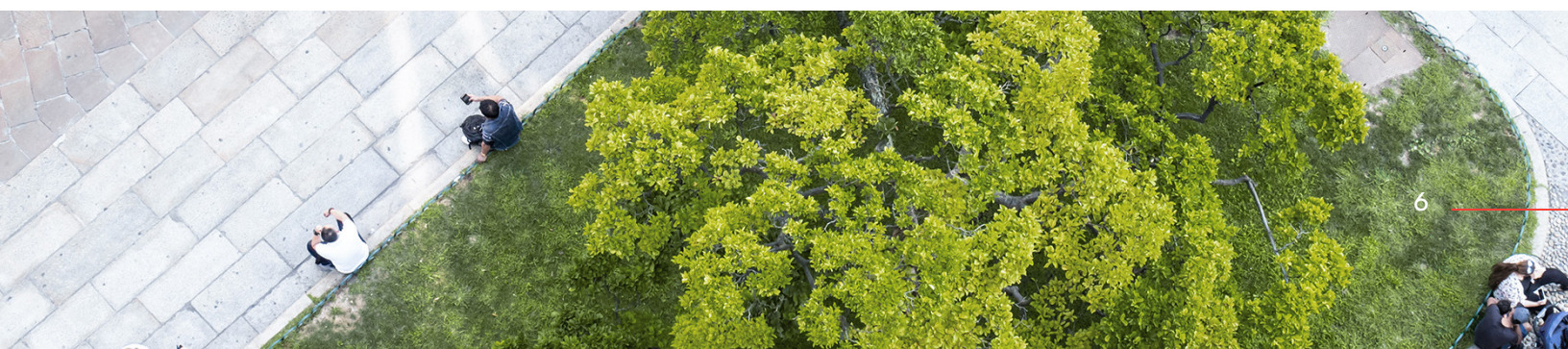
WSP expects that business partners:

- 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;
- Comply with applicable environmental laws and regulations, including permitting requirements; and
- Report promptly any environmental incidents involving or affecting WSP in accordance with local procedures and contracting requirements.

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;
- Communicate their commitment to environmental responsibility to management, employees and business partners;
- Provide independent or third-party assurance;
- Apply for and maintain ISO 14001 or equivalent certification; and
- Adopt science-based GHG emissions reduction and renewable electricity targets
- Audit their environmental performance frequently and consistently and issue progress reports.
- Evaluate climate risks and opportunities and implement climate resilience measures;

Specific requirements for data disclosure, assurance and reduction targets will be 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 we do  
business in.**

WSP expects that business partners:

- Work collaboratively with local and Indigenous communities, groups and businesses, and act to mitigate any impacts on them; and
- Actively consider interests of Indigenous communities, and act to mitigate any impacts on them.



# Health and Safety

## WSP puts the safety of all employees first.

WSP expects that business partners:

- Proactively identify and eliminate health and safety hazards associated with work sites;
- Conduct project risk assessment and/or field level risk assessment and develop the fit for purpose safety plan;
- Implement standard work instructions and provide appropriate personal protective equipment;
- Provide training, procedures and guidance in a language that employees understand; no employees to be allowed in the field without the proper training;
- Implement a health and safety management program to drive continual improvement and transparent reporting;
- Follow and adhere to site-specific health & safety procedures and applicable WSP action plans;
- Minimize impacts associated with any significant risks identified on project sites;
- Comply with applicable health and safety laws, regulations and industry requirements; and
- Report immediately any incident, unsafe act, situation or insecure environment 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:

- 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 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 Corrupt 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.





# Conflicts of Interest

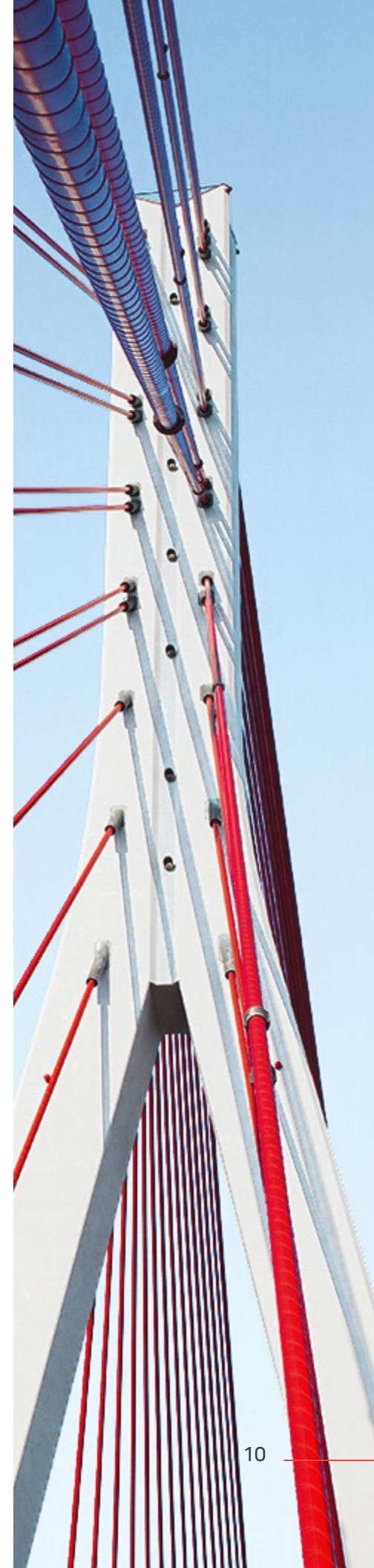
WSP believes that personal interests should not affect business decisions made on WSP's behalf. WSP expects that business partners:

- 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 despite an identified conflict of interest; and
- Promptly disclose in writing to WSP's Ethics and Compliance Office 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:

- 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:

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

# Trade Compliance and Economic Sanctions

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

- 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.
- Never include a contractual clause that would result in the illegal boycotting a of country, entity or person; and



# Confidential Information

WSP values the protection of information of our employees, clients and business partners.

WSP expects that business partners:

- 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; and
- Report promptly any suspected or unauthorized access, use, disclosure or loss of 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 by WSP and pertaining 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:

- Make no attempt to bypass any security controls within WSP systems;
- Ensure that any equipment 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 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:

- 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 businesspartner.



# 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 to international sanctions, anti-corruption, modern slavery, 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.







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- WSP's Ethics and Compliance Office.
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## Questions or Comments?

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