

FOREIGN BUSINESS POLICY

September 24, 2014

Policy

In order to maintain a consistent standard of Stantec business practices in all jurisdictions in which it conducts business, Stantec, its operating companies, and their directors, officers, and employees operating in a foreign jurisdiction shall abide by all applicable laws. The payment of bribes to public officials or others by employees, agents, or representatives of Stantec is prohibited. Soliciting or receiving bribes from others is also prohibited.

Practice

Agents and representatives may be retained only by means of a written agreement that specifies the general obligations of the agent or representative and makes reference to this policy.

All payments made to agents or representatives should be made against the delivery of a written invoice and pursuant to and in strict accord with the terms of the written agreement.

All international agents and representatives must be made known to both

- The general counsel of the Company, who shall be responsible for implementing the execution of the written agreement
- The chief financial officer of the Company, who shall be responsible for ensuring that all payments to agents and representatives are properly documented and in accordance with the written agreement

All employees are required to report to the general counsel of Stantec any demands for bribes or illegal payments or inducements by foreign officials.