

Stantec is committed to upholding the highest standards of business conduct in everything we do. Every partner and sub-consultant (collectively “Partners”) must adhere to applicable legal and regulatory requirements in their business relationships and apply business practices consistent with this **Stantec Partner Code of Business Conduct** (the “Code”). Please contact the Stantec manager you work with or the Stantec Corporate Integrity department if you have any questions about this Code or the expected standards of business conduct.

You, as a Partner to Stantec, agree:

Abide by the Law: (i) To comply with applicable laws and regulations.

Fair Employment Practices: (i) To observe applicable laws and regulations governing wages and hours, including the fundamental standards of the International Labor Organization; (ii) to prohibit discrimination, harassment and retaliation, and workplace violence; and (iii) allow collective bargaining, where applicable.

Environment, Health & Safety: (i) To comply with applicable health and safety and environmental plans, laws and regulations; (ii) to provide workers a safe and healthy workplace; and (iii) not to adversely affect the local community or the environment; (iv) protect the environment; and (v) promote positive social impacts.

Human Rights: (i) To respect the human rights of your employees and others in your business operations and your activities for Stantec; (ii) not to employ workers below the applicable minimum age; (iii) not to use forced, prison or indentured labor, or workers subject to any form of compulsion or coercion, or to engage in or abet trafficking in persons; and (iv) to protect the rights of and seek opportunities to work and engage with underrepresented and Indigenous populations.

Anti-Bribery: (i) To maintain and enforce a policy requiring adherence to lawful business practices, including a prohibition against bribery of government officials or private individuals; (ii) not to offer or provide, directly or indirectly, anything of value, including cash, bribes, gifts, entertainment or kickbacks, including offers of employment to any Stantec employee, representative or Stantec customer or to any government official in connection with any Stantec procurement, transaction or business dealing; (iii) to provide supporting data to Stantec when requested; and (iv) not to pay or tender, directly or indirectly, any commission or finder's or referral fee to any person or firm in connection with its activities related to the work for Stantec.

Competition Law: Not to share or exchange any price, cost or other competitive information or engage in any collusive conduct with any third party with respect to any proposed, pending or current Stantec procurement.

Intellectual Property: To respect the intellectual and other property rights of Stantec and third parties, including patents, trademarks and copyrights.

Security and Privacy: (i) To respect privacy rights and secure the data of Stantec employees, customers, and suppliers (collectively, “Stantec Data”); and (ii) to implement and maintain physical, organizational and technical measures to ensure the security and confidentiality of Stantec Data in order to prevent accidental, unauthorized or unlawful destruction, alteration, modification or loss of Stantec Data; misuse of Stantec Data; or unlawful processing of Stantec Data; and protect Partner operations and facilities against exploitation by criminal or terrorist individuals and organizations.

Trade Controls & Customs Matters: Not to transfer Stantec technical information to any third party without the express, written permission of Stantec, and to comply with all applicable trade control laws and regulations in the import export, re-export or transfer of goods, services, software technology or technical data including any restrictions on access or use by unauthorized persons or entities.

Accounting: To ensure that all invoices submitted to Stantec or governmental authorities or audited by third parties in connection with transactions involving Stantec accurately describe the goods and services provided or delivered and the price thereof and ensure that all documents, communications and accounting are accurate and honest.

Qualifications: (i) That you are fully qualified without conflicts to provide the services for which you are being considered; and (ii) you or your company have not within the last five (5) years been the subject of a criminal investigation or been convicted of a crime nor debarred or suspended.

Dealing with Clients: (i) To faithfully represent both Stantec and yourself in any and all dealings with the Client.

Reporting a Concern:

Subject to local laws and any legal restrictions applicable to reporting, each Stantec Partner must inform Stantec promptly of any concern related to this Code that affects Stantec. Stantec Partners must also take such steps as Stantec may reasonably request to assist Stantec in a related investigation. In the event of a suspected violation of any provision, Stantec shall have access to applicable records to confirm no breach has occurred.

Online Reporting:

www.ethicspoint.com/stantec

Telephone Reporting:

(CAN/U.S.) 1-855-389-9170

(Other countries listed at

www.ethicspoint.com/stantec)

Email:

integrity@stantec.com

Name _____

Company _____

Signature _____

Date _____