



WELCOME

2016 ANNUAL MEETING OF SHAREHOLDERS

CHRISTOPHER COLE

CHAIRMAN OF THE BOARD



RICHARD BÉLANGER

LEAD INDEPENDENT DIRECTOR



TODAY'S AGENDA

- ▶ Financial Statements
- ▶ Election of Directors
- ▶ Appointment of Auditors
- ▶ Advisory resolution on executive compensation
- ▶ Varia

MEETING PROCEDURE

2015 FINANCIAL STATEMENTS

ITEMS REQUIRING A VOTE

ELECTION OF DIRECTORS

NEW DIRECTORS



SUZANNE
RANCOURT



PIERRE
FITZGIBBON



ALEXANDRE
L'HEUREUX

ELECTION OF DIRECTORS



RICHARD
BÉLANGER



CHRISTOPHER
COLE



PIERRE
FITZGIBBON



ALEXANDRE
L'HEUREUX



BIRGIT
NØRGAARD



JOSÉE
PERREAULT



GEORGE
J. PIERSON



SUZANNE
RANCOURT



PIERRE
SHOIRY

APPOINTMENT OF AUDITORS

APPOINTMENT OF AUDITORS



PricewaterhouseCoopers LLP,
Chartered Professional Accountants

ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION

ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION

“Resolved, on an advisory basis and not to diminish the role and responsibilities of the Board of Directors, that the Shareholders accept the approach to executive compensation disclosed in the Corporation’s Circular delivered in advance of the 2016 annual meeting of Shareholders.”

ADJOURNMENT OF FORMAL PART OF THE MEETING

CHRISTOPHER COLE

CHAIRMAN OF THE BOARD

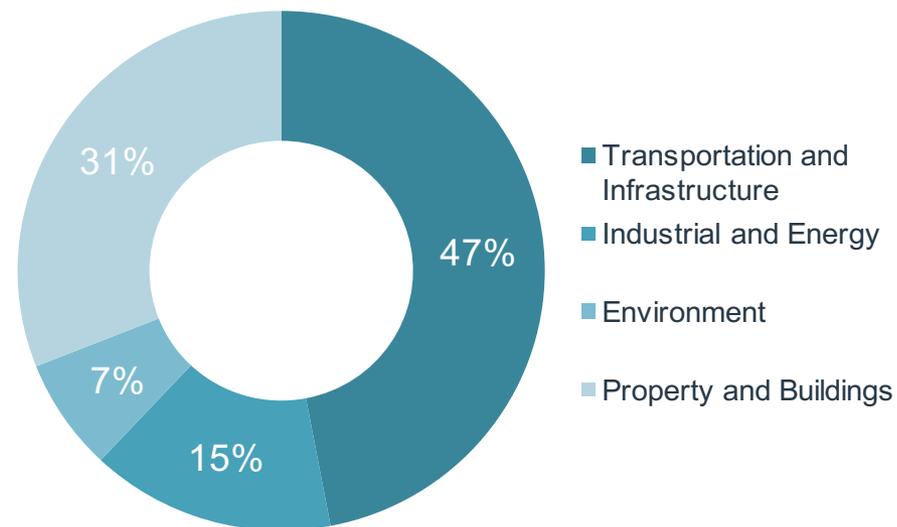
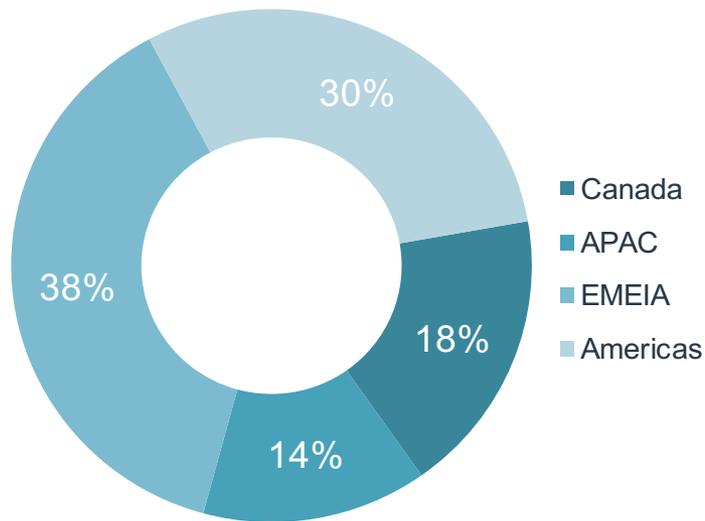


PIERRE SHOIRY

OUTGOING PRESIDENT & CEO
VICE CHAIRMAN OF THE BOARD



ONE OF THE MOST DIVERSIFIED FIRMS



INTEGRATION INITIATIVES

- ▶ Integration of regional organizational structures
- ▶ Implementation of companywide employees communication tools



- ▶ Better skills to clients
- ▶ Improved opportunities for employees
- ▶ Increased revenue and value for shareholders

2015 SCORECARD

MEASURE	2015 TARGET RANGE	RESULT
Net revenues*	Between \$4,100 million and \$4,600 million	✓
Adjusted EBITDA*	Between \$390 million and \$430 million	✓
Tax rate	Approximately 25%	✗
Seasonality and adjusted EBITDA* fluctuations	Between 20% to 29%, the first quarter being the lowest and the third quarter being the highest	✓
Free cash-flow* as a % of net earnings	>100%	✓
DSO*	75 to 80 days	✓
Amortization of intangible assets related to acquisitions	Approximately \$60 million	✓
Capital expenditures	Approximately \$90 million	✓

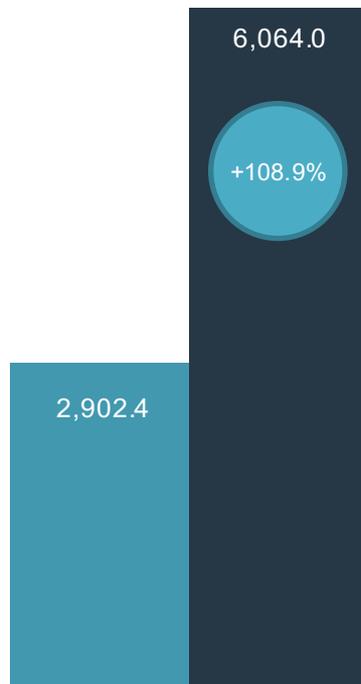
* Non-IFRS measures

✓ Target achieved excluding foreign exchange fluctuations and transactions occurring after March 17, 2015, the date of publication of the 2015 Outlook section in the 2014 Annual MD&A

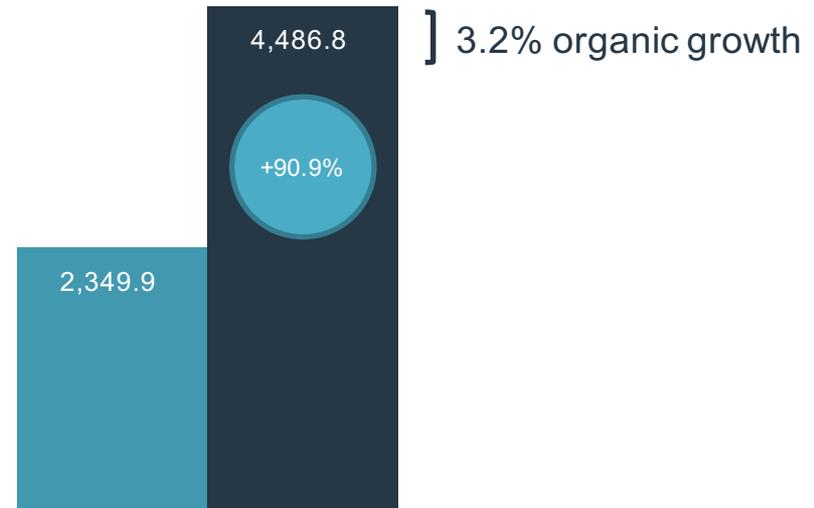
✗ Target not achieved

REVENUES AND NET REVENUES

Revenues



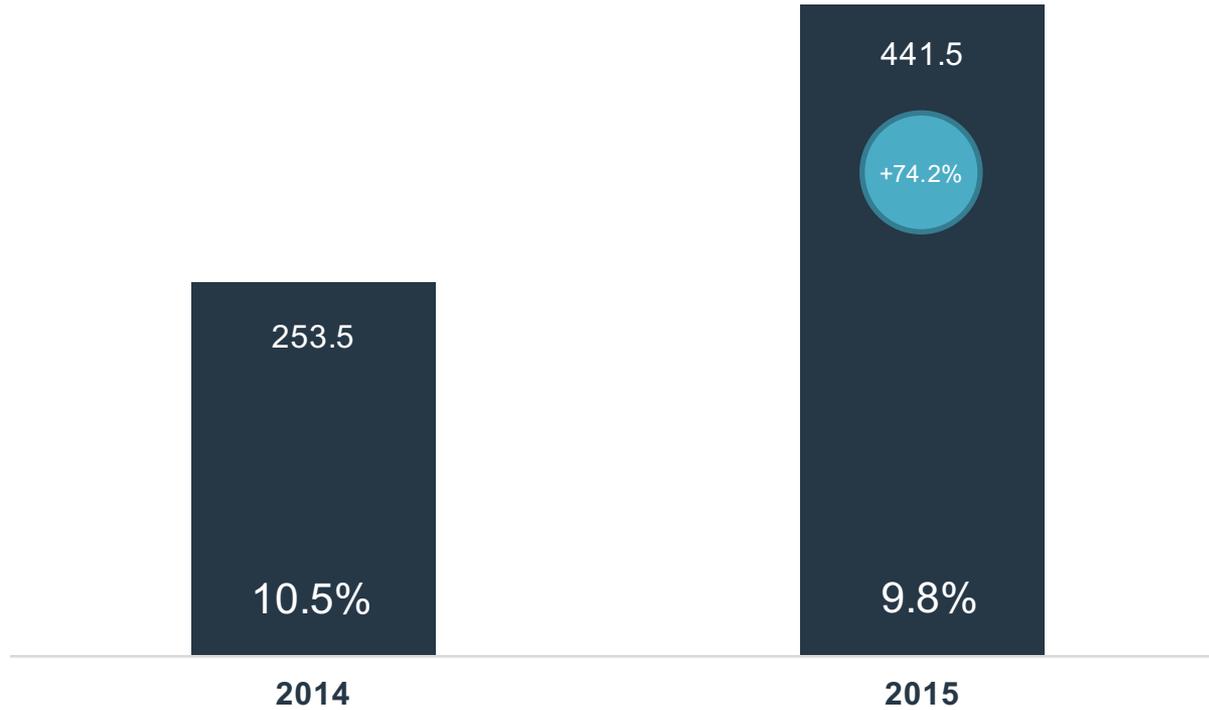
Net Revenues



■ 2014

■ 2015

ADJUSTED EBITDA AND ADJUSTED EBITDA MARGIN



FINANCIAL POSITION AND NET DEBT/TTM ADJUSTED EBITDA RATIO

(in millions of dollars)	Q4 2015
Financial liabilities	\$1,012.9
Less: Cash and cash equivalents	(\$204.1)
Net debt	\$808.8
TTM Adjusted EBITDA	\$441.5
Net debt / TTM Adjusted EBITDA	1.8x
Net debt / TTM Adjusted EBITDA, incorporating full 12-month Adjusted EBITDA for all acquisitions	1.7x

2015 ACQUISITIONS

Beneficial to shareholders, clients and employees



PIERRE SHOIRY

OUTGOING PRESIDENT & CEO
VICE CHAIRMAN OF THE BOARD

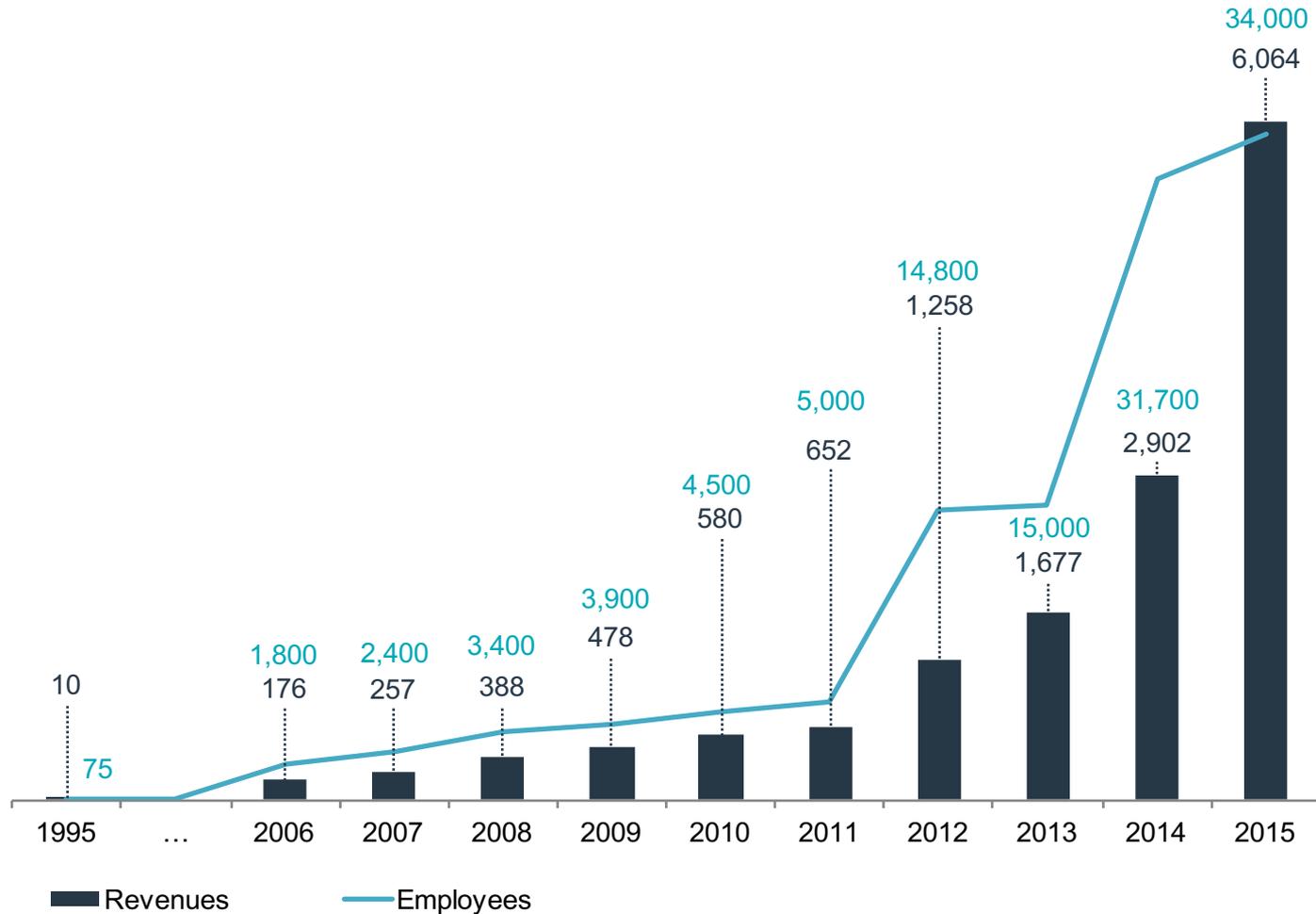


ALEXANDRE L'HEUREUX

INCOMING PRESIDENT & CEO



A SUCCESSFUL TRACK RECORD



THANK YOU



WE HAVE ALL THE ATTRIBUTES OF A GREAT FIRM

- ▶ Strength and technical expertise
- ▶ Dedicated and smart employees
- ▶ Trusted and loyal relationships with clients
- ▶ Some of the most exciting and challenging projects

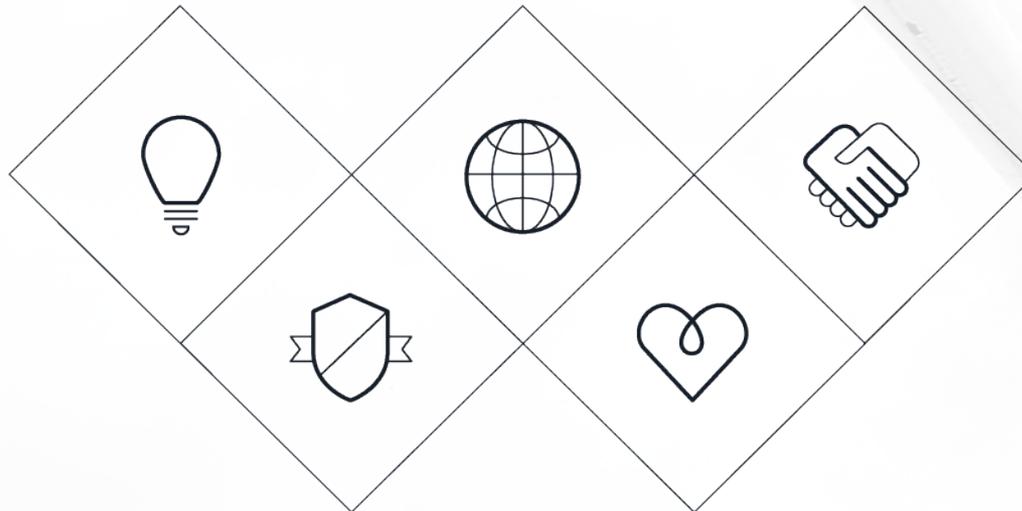
OUR MISSION, VISION, VALUES

OUR VALUES

INNOVATIVE

UNITED

CARING



TRUSTWORTHY

PASSIONATE

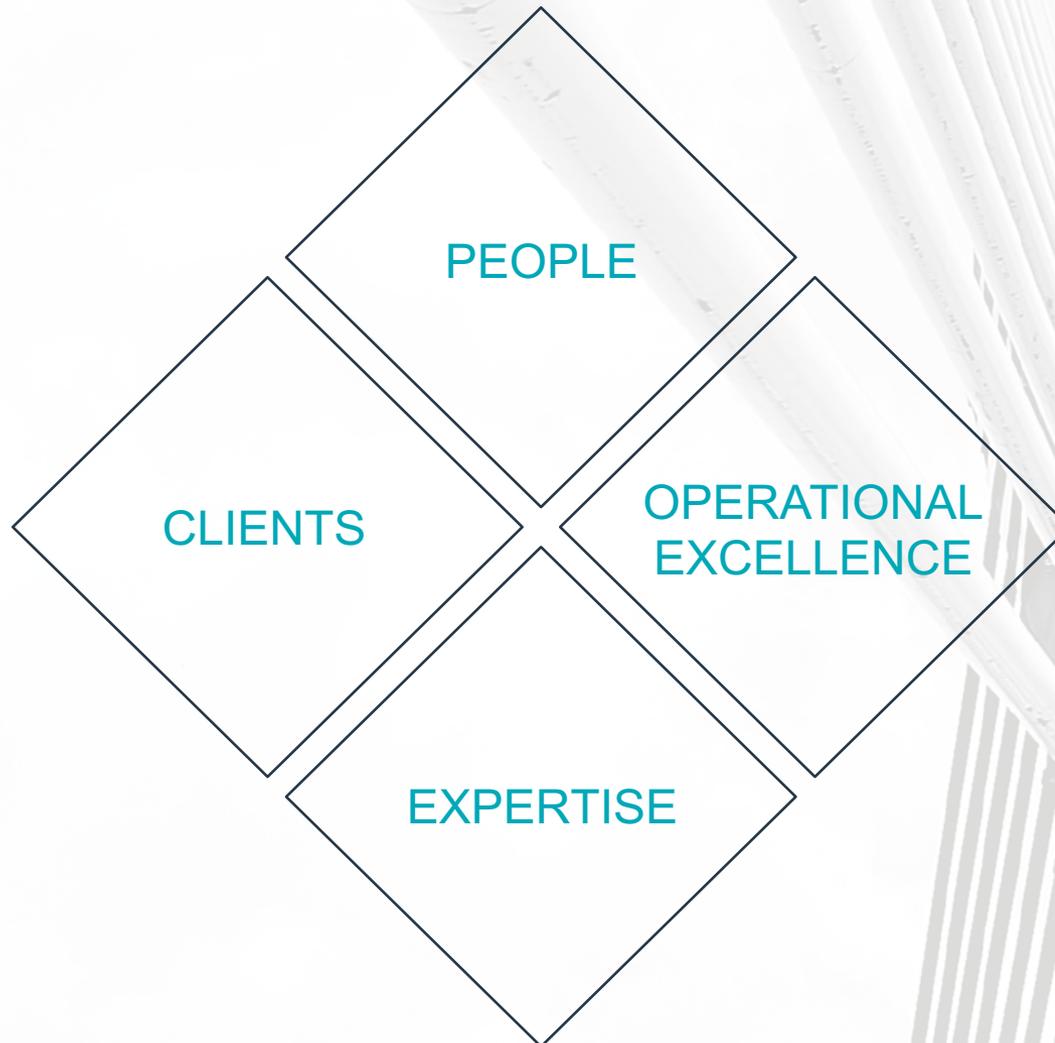
OUR MISSION

BE A SOLUTION-DRIVEN ADVISOR WITH OUTSTANDING EXPERTISE.

OUR VISION

ALWAYS BE THE FIRST CHOICE FOR CLIENTS, PARTNERS AND EMPLOYEES.

THE PILLARS OF OUR STRATEGY



OUR PEOPLE

OUR GREATEST ASSET

OUR INITIATIVES

- ▶ Development of a strong employment brand
- ▶ Growth and strengthening of leadership capacity
- ▶ Talent management
- ▶ Diversity
- ▶ Compensation
- ▶ Succession management
- ▶ Recruitment strategy and competency model



OUR CLIENTS

MARKET LEADERSHIP CAN ONLY BE ACHIEVED
THROUGH EXCEPTIONAL CLIENT SERVICE

OUR INITIATIVES

- ▶ Be the first choice for all clients
- ▶ Improve service for our existing clients
- ▶ Win new clients and new projects



OUR OPERATIONAL EXCELLENCE

HAVING SOLID FINANCIAL CREDENTIALS IS THE BEST
ENABLER TO INVEST IN KEY PROGRAMS AND INITIATIVES

OUR INITIATIVES

- ▶ Operate efficiently and effectively
- ▶ Achieve the highest standard of client service and project delivery
- ▶ Be agile and responsive

OUR EXPERTISE

WE ARE CONSTANTLY AIMING TO IMPROVE OUR STANDING

OUR INITIATIVES

- ▶ Position us as expert advisors
- ▶ Deliver more qualified strategic services
- ▶ Leverage M&A to develop our expertise

YEAR-TO-DATE ACQUISITIONS



Prd Konsult (Sweden)
Power and energy
25 employees



PTS (Finland)
Project management in buildings
20 employees

DITEC (Mexico)
Structural engineering
50 employees

- ▶ Financed using balance-sheet
- ▶ Additional skill-sets within our network
- ▶ New geographies

2018 STRATEGIC OBJECTIVES REAFFIRMED



EMPLOYEES

45,000
EMPLOYEES



CLIENTS

10%
OF OUR REVENUES
FROM GLOBAL
CLIENTS



OPERATIONAL
EXCELLENCE

11%
EBITDA MARGIN

> 1
CASH FLOW/NET INCOME

< 85 DAYS
DAYS SALE
OUTSTANDING (DSO)



GROWTH

\$ 1.3B
THROUGH ACQUISITIONS

5%
ANNUAL ORGANIC GROWTH

\$6.0B
NET REVENUES

ALEXANDRE L'HEUREUX

INCOMING PRESIDENT & CEO



QUESTIONS AND ANSWERS

2016 ANNUAL MEETING OF SHAREHOLDERS

THANK YOU

2016 ANNUAL MEETING OF SHAREHOLDERS