

UNDERTAKING

To: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission, New Brunswick
Nova Scotia Securities Commission
Financial and Consumer Services Division, Prince Edward Island
Office of the Superintendent of Securities, Service Newfoundland and Labrador
Office of the Superintendent of Securities, Northwest Territories
Office of the Yukon Superintendent of Securities
Office of the Superintendent of Securities, Nunavut

(collectively, the “**Securities Regulators**”)

Re: **Short Form Base Shelf Prospectus dated December 19, 2024 (the “Prospectus”)** of **Stantec Inc. (the “Corporation”)**
Section 7.1 of National Instrument 44-102 - *Shelf Distributions*
Section 4.2(a)(x) and (x.1) of National Instrument 44-101 - *Short Form Prospectus Distributions*

The Corporation undertakes pursuant to sections 4.2(a)(x) and (x.1) of National Instrument 44-101 - *Short Form Prospectus Distributions*, that the Corporation will file with the Securities Regulators:

1. any document, including any supplement or amendment thereto, affecting the rights of securityholders that relates to the securities being distributed pursuant to the Prospectus and a supplement thereto that are required to be filed under section 12.1(1) of National Instrument 51-102 - *Continuous Disclosure Obligations* (“**NI 51-102**”); and
2. any material contract, including any supplements or amendments thereto, required to be filed under section 12.2 of NI 51-102;

in each case that has not been previously filed, promptly and, in any event, no later than seven days after the document becomes effective or after the execution of the material contract, as applicable, including without limitation, a copy of any applicable indenture or agreement relating to the securities distributed pursuant to the Prospectus and a supplement thereto.

[Remainder of page intentionally left blank]

DATED this 19th day of December, 2024.

STANTEC INC.

By: (signed) “Vito Culmone”

Name: Vito Culmone

Title: Executive Vice President and Chief
Financial Officer