

FORWARD LOOKING STATEMENTS

Statements made in this presentation that describe the Company's or management's budgets, estimates, expectations, forecasts, objectives, predictions, projections of the future or strategies may be "forward-looking statements", which can be identified by the use of the conditional or forward-looking terminology such as "aims", "anticipates", "essumes", "believes", "estimates", "expects", "goal", "intends", "may", "plans", "projects", "should", "will", or the negative thereof or other variations thereon. Forward-looking statements also include any other statements that do not refer to historical facts. All such forward-looking statements are made pursuant to the "safe-harbour" provisions of applicable Canadian securities laws. The Company cautions that, by their nature, forward-looking statements involve risks and uncertainties, and that its actual actions and/or results could differ materially from those expressed or implied in such forward-looking statements, or could affect the extent to which a particular projection materializes. Forward-looking statements are presented for the purpose of assisting investors and others in understanding certain key elements of the Company's current objectives, strategic priorities, expectations and plans, and in obtaining a better understanding of the Company's business and anticipated operating environment. You are cautioned that such information may not be appropriate for other purposes. Forward-looking statements made in this presentation are based on a number of assumptions believed by the Company to be reasonable as at the date hereof. The assumptions are set out throughout the Company's 2012 Management's Discussion and Analysis (particularly, in the sections entitled "Critical Accounting Judgments and Key Sources of Estimation Uncertainty" and "How We Analyze and Report our Results" in the Company's 2012 Management's Discussion and Analysis), as updated in the Company's First Quarter 2013 Management's Discussion and Analysis, If these assumptions are inaccurate, the Company's actual results could differ materially from those expressed or implied in such forward-looking statements. In addition, important risk factors could cause the Company's assumptions and estimates to be inaccurate and actual results or events to differ materially from those expressed in or implied by these forward-looking statements. These risks include, but are not limited to: (a) If the Company is not able to successfully execute its new strategic plan, its business and results of operations would be adversely affected:: (b) the outcome of pending and future claims and litigation could have a material adverse impact on the Company's business, financial condition and results of operation; (c) the Company is subject to ongoing investigations which could adversely affect its business, results of operations or regulatory developments could have a significant adverse impact on the Company's results, and employee, agent or partner misconduct or failure to comply with anti-bribery and other government laws and regulations could harm the Company's reputation, reduce its revenues and net income, and subject the Company to criminal and civil enforcement actions; (e) a negative impact on the Company's public image could influence its ability to obtain future projects; (f) fixed-price contracts or the Company's failure to meet contractual schedule or performance requirements may increase the volatility and unpredictability of its revenue and profitability; (g) the Company's revenue and profitability are largely dependent on the awarding of new contracts, which it does not directly control, and the uncertainty of contract award timing could have an adverse effect on the Company's ability to match its workforce size with its contract needs; (h) the Company's backlog is subject to unexpected adjustments and cancellations. including under "termination for convenience" provisions, and does not represent a guarantee of the Company's future revenues or profitability: (i) SNC-Layalin is a provider of services to government agencies and is exposed to risks associated with government contracting; (i) the Company's international operations are exposed to various risks and uncertainties, including unfavourable political environments, weak foreign economies and the exposure to foreign currency risk; (k) there are risks associated with the Company's ownership interests in ICI that could adversely affect it; (I) the Company is dependent on third parties to complete many of its contracts; (m) the Company's use of joint ventures and partnerships exposes it to risks and uncertainties, many of which are outside of the Company's control; (n) the competitive nature of the markets in which the Company does business could adversely affect it; (o) the Company's project execution activities may result in professional liability or liability or liability for faulty services; (p) the Company could be subject to monetary damages and penalties in connection with professional and engineering reports and opinions that it provides; (q) the Company may not have in place sufficient insurance coverage to satisfy its needs; (r) the Company's employees work on projects that are inherently dangerous and a failure to maintain a safe work site could result in significant losses and/or an inability to obtain future projects: (s) the Company's failure to attract and retain qualified personnel could have an adverse effect on its activities; (t) Work stoppages, union negotiations and other labour matters could adversely affect the Company: (u) the Company relies on information systems and data in its operations. Failure in the availability or security of the Company's information systems or in data security could adversely affect its business and results of operations; (v) any acquisition or other investment may present risks or uncertainties; (w) a deterioration or weakening of the Company's financial position, including its net cash position, would have a material adverse effect on its business and results of operations; (x) the Company may have significant working capital requirements, which if unfunded could negatively impact its business, financial condition and cash flows; (y) an inability of SNC-Lavalin's clients to fulfill their obligations on a timely basis could adversely affect the Company; (2) the Company may be required to impair certain of its goodwill, and it may also be required to write down or write off the value of certain of its assets and investments, either of which could have a material adverse impact on the Company's results of operations and financial condition; (aa) global economic conditions could affect the Company's client base, partners, subcontractors and suppliers and could materially affect its backlog, revenues, net income and ability to secure and maintain financing; (bb) fluctuations in commodity prices may affect clients' investment decisions and therefore subject the Company to risks of cancellation, delays in existing work, or changes in the timing and funding of new awards, and may affect the costs of the Company's projects; (cc) inherent limitations to the Company's control framework could result in a material misstatement of financial information, and; (dd) environmental laws and regulations expose the Company to certain risks, could increase costs and liabilities and impact demand for the Company's services. The Company cautions that the foregoing list of factors is not exhaustive. For more information on risks and uncertainties, and assumptions that would cause the Company's actual results to differ from current expectations, please refer to the sections "Risks and Uncertainties", "How We Analyze and Report Our Results" and "Critical Accounting Judgments and Key Sources of Estimation Uncertainty" in the Company's 2012 Management's Discussion and Analysis as updated in the Company's First Quarter 2013 Management's Discussion and Analysis. The forward-looking statements herein reflect the Company's expectations as at the date of this presentation and are subject to change after this date. The Company does not undertake any obligation to update publicly or to revise any such forward-looking statements whether as a result of new information, future events or otherwise, unless required by applicable legislation or regulation. References to rankings of the Company and/or its business sectors in this presentation are based in part on industry publications and other public sources which have not been independently verified by the Company.

102 YEARS OF SERVICE

CAPABILITIES

FULL SPECTRUM SERVICES INCL. FINANCING

INFRASTRUCTURE LEADER

#3 IN MINING GLOBALLY

#2 IN POWER IN NORTH AMERICA

STRONG FINANCIAL POSITION

\$10B ASSETS, INVESTMENT GRADE CREDIT

34,000 EMPLOYEES

LEADER IN LATIN AMERICA

GLOBAL FOOTPRINT

10.000 ACTIVE PROJECTS

OPPORTUNITIES

OIL & GAS

U.S. & OTHER GEOGRAPHIC MARKETS

ENVIRONMENT & WATER

ETHICS & COMPLIANCE

PROJECT DELIVERY

SAFETY

ONE COMPANY

GLOBALIZATION

GLOBAL CLIENTS



WHERE WE ARE AND WHAT WE ARE DOING ABOUT IT





JUDGING FROM THOSE I'VE MET, SNC-LAVALIN'S 34,000 EMPLOYEES WOULD BE AT HOME WORKING IN ANY OF THE WORLD'S MOST ETHICAL COMPANIES

ETHICS AND COMPLIANCE - WHAT WE'RE DOING

GOVERNANCE

- New CEO
- New functions & reports
 - including CCO
- New reporting structure
 - direct to CEO (Legal)
 - functional links to Board to create autonomy

POLICIES & PROCEDURES

- > Commercial Agents/Representatives policy
- > Functional reporting within operational BUs
- Political contributions
- Donations and charitable contributions
- Management Override policy
- Ethics training and certification (100%)
- Hotline and investigations
- Numerous accounting and control procedure improvements

ETHICS AND COMPLIANCE - WHAT WE'RE DOING



- Cooperation with authorities
- Internal audit & investigation
- Hotline and reporting management



PREVENTION

- Compliance plan & function
- Enhanced governance
- New system for partners and suppliers
- > Enhanced risk procedures
- New systems and tools



WHAT IMPACT HAS THIS HAD ON THE COMPANY?

ETHICS - WHAT WE HAVE FOUND SO FAR



OUR KEY STAKEHOLDERS BELIEVE THIS IS LIMITED AND "FIXABLE": WE HAVE THEIR TRUST AND RESPECT THAT WE'RE ON THE RIGHT TRACK



STRENGTH DESPITE THESE ISSUES

COSTS AND MANAGEMENT DISTRACTION HAVE BEEN SIGNIFICANT

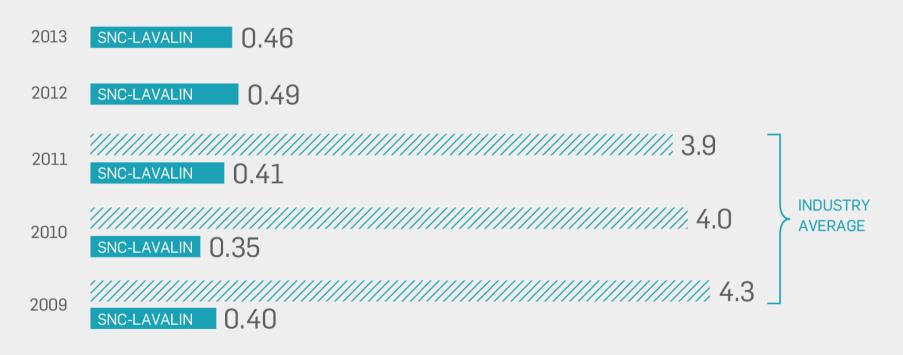






WHILE MUCH BETTER THAN THE INDUSTRY AVERAGE, WE'RE COMMITTED TO IMPROVING OUR SAFETY PERFORMANCE

SAFETY - TOTAL RECORDABLE CASES/INCIDENTS



SAFETY RATE TREND:

DECREASING BUT NEEDS TO IMPROVE FASTER

SAFETY ACTION PLAN

- > IMPROVE AND ENFORCE SAFETY SYSTEM
- > CEO PERSONALLY ENGAGED
- LINE MANAGEMENT ACCOUNTABILITY
- ➤ IMPROVE APPROACH/CAPABILITY ON CHALLENGING PROJECTS

ALL ACCIDENTS ARE PREVENTABLE

FINANCIAL PERFORMANCE

FINANCIAL PERFORMANCE - HISTORY



FINANCIAL PERFORMANCE - HISTORY



OUR FINANCIAL PLAN





STRATEGY FORMULATION

COMPANY **INTERNAL** OUT OF THE **ANALYSIS BOX TESTING BOARD** ECONOMICS / **MARKET FINANCIAL ADVISORS** COMPETITOR **ANALYSIS CONSULTANTS SCENARIO DEVELOPMENT INDUSTRY INSIDERS**



THE MARKET CONTEXT - ASSUMPTIONS

THE WORLD WANTS MORE...



IMPACT ON RESOURCES AND INFRASTRUCTURE

OPPORTUNITIES FOR SNC-LAVALIN

THE MARKET CONTEXT - ASSUMPTIONS

CONSTRAINED GOVERNMENT FUNDINGWILL PROVOKENEED FOR PRIVATES INVESTMENT

BUT THE OVERALL GLOBAL **ECONOMY WIL** CONTINUE TO BE SOFT

ENGINEERING AND CONSTRUCTION INDUSTRY CONTEXT - ASSUMPTIONS









MARKETS - ACCELERATED GROWTH FOCUS

OIL & GAS

Transformational growth for scale and capability to compete in high-value sectors

- Large projects
- Demanding but high-quality clients
- Good margins in the right subsectors
- Moderate cyclicality
- Build delivery and know-how strength
- Upstream and midstream focus
- Benefits are only available at scale or in specialist roles
- > Can build from good existing platform

MINING & METALLURGY

Growth to solidify tier 1 status and position for long-term profitability

- > Attributes similar to Oil & Gas
- We have the scale but can do more
- > Deeper cyclicality on both ends

ENVIRONMENT & WATER

Multiple opportunities, including synergies with Oil & Gas/M&M

- Critical enablers for resource and other clients
- Greater technical requirements delivering higher and more stable margins
- Improved front-end engagement in major projects
- Meaningful amount of work already underway

MARKETS - SUSTAINED GROWTH FOCUS

CLEAN POWER

Focus on high growth and margin subsectors; build on broad strengths, especially in North America

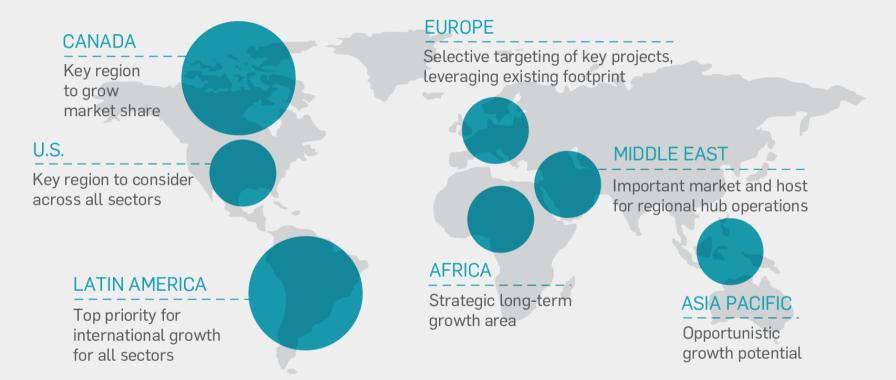
- Strong and mature position in all key sectors
- ➤ T&D: strong demand and margins to serve renewable market
- Nuclear: high entry barriers with good sustaining capital business and few but major upsides
- Hydro and renewable power: market leader in Canada with global capability
- Potential benefits from coal to gas conversion with good US position

INFRASTRUCTURE

Focus on growing transportation sector in North America; leverage P3 and transit experience

- Centred on major, complex projects or groups of projects
- > P3 competitive advantage
- Leadership position in
 P3 transit systems global opportunity
- Strong capability in airports, ports, major bridges and highways
- Key synergies with other markets
- Opportunistic high-tech vertical capability

GEOGRAPHIC HUBS



SERVICE MIX - LEVERAGE FULL SPECTRUM COMPETITIVE ADVANTAGE



- Key growth and financial stability enabler
- Improve deal flow and active management



SERVICES

- Area of core historical strength for the firm
- Key to our growth trajectory
- Increase as a percentage of total revenues
- Build on existing engineering excellence
- Reposition for increased project and technical complexity for margin improvement
- Improve "front-end" and process capability



PACKAGES / EPC

- > Remain a key element of the business
- Leverage packages to access key sectors of focus, e.g. in-situ oil sands, Infrastructure, etc.
- Proactively manage portfolio risk through tight governance mechanisms



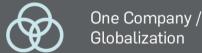
0&M AND SUSTAINING SERVICES

- Constitute a key growth and strategic lever in areas of E&C
- Pursue services with technical complexity in 0&G, Mining, Nuclear and Transport
- Target full scope, e.g. capital asset management, operations, maintenance, commissioning, and training

GROWTH ENABLERS

EFFICIENT OPERATING MODEL









WORLD-CLASS PROJECT EXECUTION



Client Service



Relentless Commitment to H&S



High Value and Cost/ Schedule Efficiency



Consistent Quality in Delivery TALENT DEVELOPMENT AND RETENTION



Leadership Development & Recruitment



Employee Engagement



Training & Development



Supporting Systems & Tools



ICI: A KEY PART OF OUR CURRENT PORTFOLIO

ICI HAS PLAYED A CRITICAL ROLE
IN THE COMPANY'S FINANCIAL
PICTURE, PROVIDING SIGNIFICANT
STABILITY, PARTICULARLY IN
THE CURRENT CIRCUMSTANCES

IN ADDITION
TO DIRECT
CONTRIBUTIONS,
ASSETS ARE FACTORED
INTO THE COMPANY'S
INVESTMENT GRADE
CREDIT RATING



PRINCIPAL ICIs - AltaLink & Highway 407

AGGREGATE VALUES BASED ON PAST TRANSACTIONS

Per SNC-Lavalin Share



SNC-LAVALIN'S NET INCOME FROM ALTALINK & HIGHWAY 407



AS PART OF ITS STRATEGIC **ANALYSIS, THE COMPANY** HAS REVIEWED THE ONGOING **ROLE OF ITS ICI PORTFOLIO** AND HOW BEST TO OPTIMIZE IT FOR THE LONG-TERM BENEFIT OF THE COMPANY AND ITS SHAREHOLDERS



BASED ON RECENT
CONSULTATIONS WITH EXTERNAL
ADVISORS, THE COMPANY BELIEVES
THAT THE RESEARCH ANALYST
CONSENSUS ESTIMATES OF ICI
VALUE ARE REASONABLE



THE ICI BUSINESS MODEL HAS LONG-TERM POTENTIAL AND SHOULD BE CONTINUED

- ➤ However, it does not require the entire current large ICI base for success
- Need to have a more disciplined approach to employing capital and more focus on exit strategy at the beginning
- Concession investments have enhanced the E&C business.



WE BELIEVE THAT MANY MAJOR STAKEHOLDERS VALUE THE STABILITY PROVIDED BY THE ICI BASE

- Maintaining the principal ICI assets for the near term is important for financial stability
 - Near term is until we have achieved a better understanding of the ethics impact and operational improvement
- Several smaller ICI assets are no longer "strategic"



PRINCIPAL ICI ASSETS ARE VERY ATTRACTIVE TO POTENTIAL PARTNERS

- Evaluating portfolio turnover strategies, including alternatives and time frames, to manage the investments for the Company's long-term benefit
- Evaluating a variety of options other than outright disposition that may provide superior long-term benefits to the Company and its shareholders

THE ICI STRATEGY



ACTS AS A CATALYST FOR E&C AND O&M REVENUES

- Primarily target greenfield concessions with integrated offering
- > Equity interest in brownfield projects to expand résumé and serve as an additional platform for E&C opportunities

THE ICI STRATEGY



EMPLOY DISCIPLINED APPROACH TO CAPITAL

- > Exit at maturity, unless strategic considerations justify otherwise
- Balance how capital is employed, including impact on credit rating and financial flexibility
- Consider potential disposal of non-core assets in the near term and possible reconfiguration of principal ICI assets over the medium term

THE ICI STRATEGY



FOCUS ON SELECT GEOGRAPHIES AND SECTORS

- > Participate in major Canadian P3s
- Leverage ICI expertise in select countries, aligned with E&C priorities
- Leverage Power Transmission & Distribution and mass transit expertise globally

STRATEGY – 2013-2017

- Transformational growth to become a global resource sector leader
- > Develop multiple opportunities in Environment and Water
- Achieve sustained growth in Clean Power and Infrastructure
- Canada and Latin America top priorities for growth
- Leverage full spectrum of service mix

PHASE 1

- Focus on ethics and safety
- Emphasize project delivery improvement

PHASE 2

- Create margin improvement
- Achieve enhanced marketing and positioning
- Implement Global Operations and One Company
- SG&A efficiency and effectiveness

PHASE 3

- Actively manage portfolio of assets
- Seek out and complete key transactions to execute vision

> EMPLOYEES > CLIENTS > SHAREHOLDERS > PARTNERS