



# MAKING A SUSTAINABLE FUTURE POSSIBLE

Strategic and complementary  
acquisition of  
Contract Resources

20 March 2025

*together*





# Acknowledgement of country

Cleanaway acknowledges the Traditional Owners of the lands on which we operate and in the communities in which we exist. We pay our respect to all Aboriginal and Torres Strait Islander peoples.

Artwork by Marcus Lee, a proud Aboriginal descendant of the Karajarri people from North Western Australia.

It represents Cleanaway's commitment to fostering a sustainable circular economy and symbolises our deep respect for the land, oceans and waterways of Australia.

The three central circular clusters represent the three pillars of reconciliation: Relationships, Respect and Opportunities. These three pillars provide the backbone and support for Cleanaway's ongoing reconciliation journey.



# Disclaimer

This presentation contains summary information about the current activities of Cleanaway Waste Management Limited (“CWY”) and its subsidiaries that should be read in conjunction with CWY’s Consolidated Financial Report for the six-months ended 31 December 2024 as well as CWY’s other periodic and continuous disclosure announcements lodged with the ASX which are available at [www.asx.com.au](http://www.asx.com.au).

This presentation contains certain forward-looking statements, including with respect to the financial condition, results of operations and businesses of CWY and certain plans and objectives of the management of CWY. Forward-looking statements can generally be identified by the use of words including but not limited to ‘project’, ‘foresee’, ‘plan’, ‘guidance’, ‘expect’, ‘aim’, ‘intend’, ‘anticipate’, ‘believe’, ‘estimate’, ‘may’, ‘should’, ‘will’ or similar expressions. All such forward-looking statements involve known and unknown risks, significant uncertainties, assumptions, contingencies and other factors, many of which are outside the control of CWY, which may cause the actual results or performance of CWY to be materially different from any future results or performance expressed or implied by such forward-looking statements. Such forward-looking statements apply only as of the date of this presentation.

Factors that could cause actual results or performance to differ materially include without limitation the following: risks and uncertainties associated with the Australian and global economic environment and capital market conditions, cyclical nature of various industries, the level of activity in Australian construction, manufacturing, mining, agricultural and automotive industries, commodity price fluctuations, fluctuation in foreign currency exchange and interest rates, competition, CWY’s relationships with, and the financial condition of, its suppliers and customers, legislative changes, regulatory changes or other changes in the laws which affect CWY’s business, including environmental and taxation laws, and operational risks. The foregoing list of important factors and risks is not exhaustive.

To the fullest extent permitted by law, no representation or warranty (express or implied) is given or made by any person (including CWY) in relation to the accuracy or completeness of all or any part of this presentation, or any constituent or associated presentation, information or material (collectively, the Information) or the accuracy or completeness or likelihood of achievement or reasonableness of any forward-looking statements or the assumptions on which any forward-looking statements are based. CWY does not accept responsibility or liability arising in any way for errors in, omissions from, or information contained in this presentation.

The Information may include information derived from public or third-party sources that has not been independently verified.

CWY disclaims any obligation or undertaking to release any updates or revisions to the Information to reflect any new information or change in expectations or assumptions, except as required by applicable law.

Nothing contained in the Information constitutes investment, legal, tax or other advice. The Information does not take into account the investment objectives, financial situation or particular needs of any investor, potential investor or any other person. It should not be considered to be comprehensive or to comprise all the information which a recipient may require in order to make an investment decision regarding CWY shares. You should take independent professional advice before making any investment decision.

All amounts are in Australian dollars unless otherwise stated. A number of figures in the tables and charts in the presentation pages have been rounded to one decimal place. Percentages (%) have been calculated on actual whole figures.

We use various non-IFRS financial information to reflect our underlying performance. Unless otherwise stated, all earnings measures in this presentation relate to underlying earnings. Underlying earnings are categorised as non-IFRS financial information. Refer to CWY’s Directors’ Report for further information regarding “Underlying earnings”.

# Transaction highlights



- Disciplined acquisition of a strategically aligned, complementary business that is a market leader in production-critical, technical services for the oil & gas industry for 5.9x EV / FY25F EBITDA post synergies

---

- Adds a stable and recurring earnings stream with an attractive growth outlook, underpinned by long-term customer relationships and delivery of best-in-class, production-critical services

---

- Accelerates Cleanaway's decommissioning, decontamination and remediation (DD&R) growth strategy through enhancing our value proposition, expanding the addressable market and leveraging our respective customer relationships

---

- Expected to deliver approximately \$12m in annual net cost synergies when combined with Cleanaway's IWS, repositioning the business and creating a leading specialist provider of integrated, highly technical services to oil & gas, resources and industrial customers, and a platform for growth

---

- Forecast to deliver high-single digit EPSA accretion post pro forma synergies<sup>1</sup> in the first 12 months of ownership (while remaining EPS accretive pre-synergies) and deliver a double-digit IRR pre and post synergies

1. Excluding one-off transaction and integration costs, which will be treated as underlying adjustments, incurred over the period FY25 to FY27.



# Disciplined acquisition of a high-quality business and growth platform

Repositions and expands Cleanaway's industrial services offering to include production-critical, higher-margin, technical services

## Transaction overview

- Agreed to acquire 100% of Contract Resources for \$377m<sup>1</sup>
- Implied acquisition multiple of approximately 7.3x EV / FY25F EBITDA pre synergies and 5.9x EV / FY25F EBITDA post synergies
- Expect high-single digit EPSA accretion including synergies in the first 12 months of ownership (while remaining EPS accretive excluding synergies)<sup>2</sup>
- Forecast to deliver a double-digit IRR pre and post synergies
- Fully debt funded, balance sheet strength maintained
  - At completion, net debt to underlying EBITDA is expected to be ~2.5x<sup>3</sup> aligned with commitment to maintaining an investment grade credit profile
- Targeting completion by late 2025 subject to ACCC approval and other customary conditions precedent

## Contract Resources overview

- A market leader, specialising in catalyst handling, decontamination and chemical cleaning
  - Provides production-critical maintenance, shutdown, decommissioning and remediation solutions to oil & gas customers across Australia, New Zealand and the Middle East
- Stable, recurring, growing earnings stream backed by long-term customer relationships, and track record and reputation for best-in-class delivery
  - 21% EBIT CAGR (FY22 – FY25F)
  - 10% average EBIT margin (FY22 – FY25F)
- Long-term customer relationships reflect the highly valued nature of the work given the significant consequences if not delivered safely and on time
- Highly capable senior leadership team with significant energy and industrial services experience

## Strategic rationale

- Expands Cleanaway's service capability into highly valued, production-critical, higher-margin, technical services
- Adds a recognised and reputable brand, and long-term relationships Cleanaway can leverage
- Combined with IWS creates a leading technical services provider to the oil & gas, resources and industrial customers
- Delivers ~\$12m in net cost synergies annually, with full benefits to be realised from FY28 following a two-year integration period
- Enables cross selling of Cleanaway's total waste management solutions into Contract Resources' customers
- Accelerates Cleanaway's DD&R strategy by:
  - Strengthening our customer value proposition via combination of Contract Resources' trusted partnerships and capabilities with Cleanaway's capability to treat complex waste streams
  - Expanding the addressable market

1. Subject to customary purchase price adjustments at completion.

2. EPS accretion excluding expected transaction costs of approximately \$10m and integration costs of \$14m. These will be treated as underlying adjustments, incurred over the period FY25 to FY27.

3. Calculated on a pre-AASB 16 basis and includes the impact of the pending acquisition of Citywide's waste assets, as well as certain other immaterial adjustments to the ratio calculation for covenant testing purposes.

The background image shows an industrial site where two workers are on a yellow platform. One worker is in a white hazmat suit, and the other is in a red shirt and white hard hat. They are surrounded by large red equipment with a white 'CR' logo. Thick, flexible hoses are connected to the equipment. A blue diagonal graphic is on the left side of the image.

# Contract Resources business overview and strategic rationale



Pictured: Catalyst unloading on top  
of a vessel on an industrial site



# Leader in production-critical, higher-margin, technical services

Stable, recurring, growing earnings stream; track record of profitable growth built on best-in-class service delivery



A recognised market leader in critical path services to tier 1 oil & gas customers



Reputation for safely delivering complex services in hazardous environments



Strong structural tailwinds of energy transition and DD&R



**~13%**  
revenue CAGR  
(FY22 – FY25F)



**~21%**  
EBIT CAGR  
(FY22 – FY25F)



**~10%**  
Avg EBIT margin  
(FY22 – FY25F)



**~90%+** revenue from repeat customers



Top 10 customers  
**>65%** revenue; with average tenure of  
**~16** years



Present on all major Australian refinery and LNG sites, and 8 of the 10 largest LNG sites in Middle East



Pictured: Catalyst unloading at Ampol Lytton refinery supported by equipment setup on the ground

# Specialist in catalyst handling, decontamination & chemical cleaning

Contract Resources' services revolve around onshore and offshore turnkey, critical path services, in turn creating a platform to offer additional, integrated industrial services

Production-critical services required for the operation of complex 24/7 infrastructure

Critical path services



## Catalyst handling

- Removal, replacement and maintenance of industrial catalysts
- Provides services in hazardous, toxic, flammable and inert environments



## Specialised Mechanical Services

- Maintenance and repair for complex industrial equipment such as reactors or heat exchangers
- In-house design and engineering delivers turnkey services

Industrial services



## Decontamination & Chemical Cleaning

- Decontamination, cleaning and metal passivation solutions



## Hydro-jetting & cold cutting

- Hydro-jetting and cutting services developed for heavy industry and utilities



## Tank & Environmental

- A range of tank maintenance services including cleaning, waste treatment and repair

Commissioning

Shutdown / maintenance

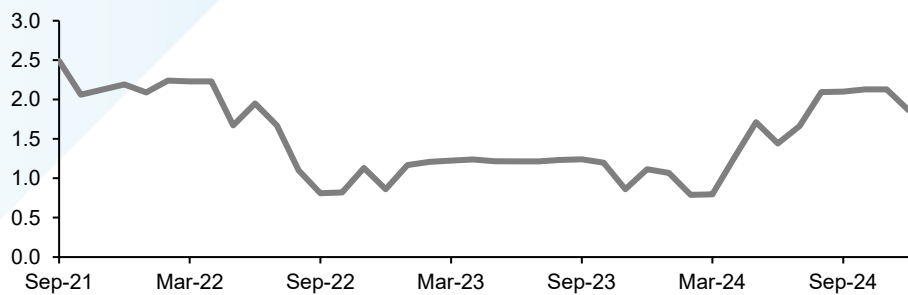
Decommissioning



# Long-term customer relationships built on delivery track record

Highly-valued by customers for their expertise in safety, execution and innovation which delivers improved safety and efficiency outcomes

## Commitment to Zero Harm Safety (TRIFR<sup>1</sup>)



## 20+ year tenure<sup>2</sup>



## 10+ year tenure<sup>2</sup>



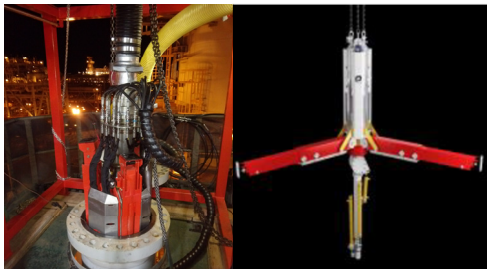
## Embedded, trusted partner providing a range of on site services



1. Total recordable injury frequency rate. The number of recordable work-related injuries per million hours worked.  
2. Relationships either through a direct contractor relationship or a subcontractor relationship.

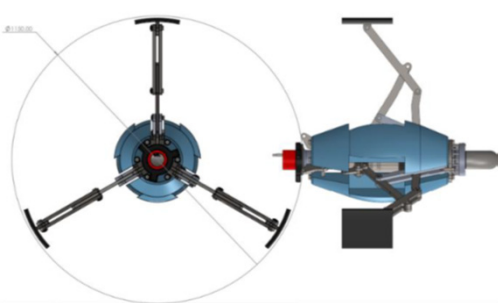
## Leader in innovation enables unique, safe, outstanding services

### CatSpider™



- In-house developed system that removes media in reactors, dehydration vessels and mercury guard beds
- Integrated control station with Ex Zone 1 rated camera and lighting system to operate in Major Hazard Facilities
- Reduced need for inert entry by technicians during catalyst removal

### The Rugby Ball

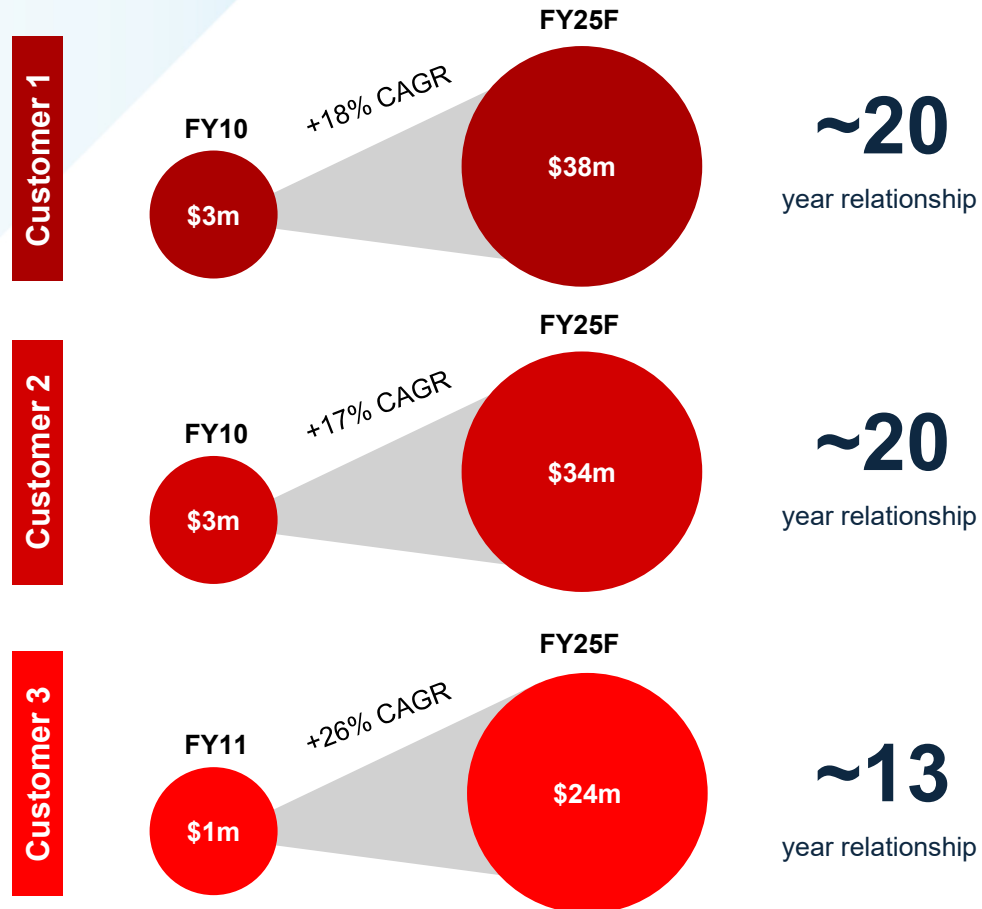


- In-house developed high-pressure water jet tube aligner based on CatSpider™ technology
- A positioning tool developed to enable efficient cleaning of perpendicular pipework
- Unique solution for cleaning of large-diameter underwater pipes which have held waste products over time

# Track record of delivery has underpinned growth

Ability to leverage core services and customer relationships has created a platform from which they have been able to provide additional services and expanded successfully into the Middle East

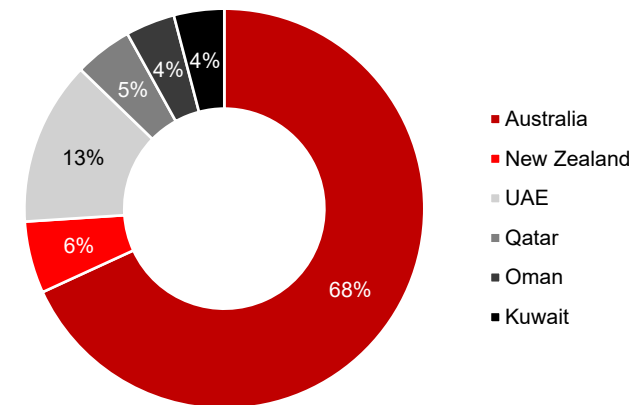
## Proven track record in growing its share of customer spend



## Ability to provide services agnostic of location

- ANZ accounts for 74% of FY24 revenue
  - Embedded on all major ANZ LNG and refinery sites
- Established, best-in-class production-critical service provider in Middle East
  - In 2011, Contract Resources entered the Middle East, leveraging the same customers, safety and engineering standards
- Contract Resources benefits from the operational efficiency provided via the ability to move the highly-trained and skilled workforce between the two markets given their counter seasonal peaks

### Revenue by geography – FY24<sup>1</sup>

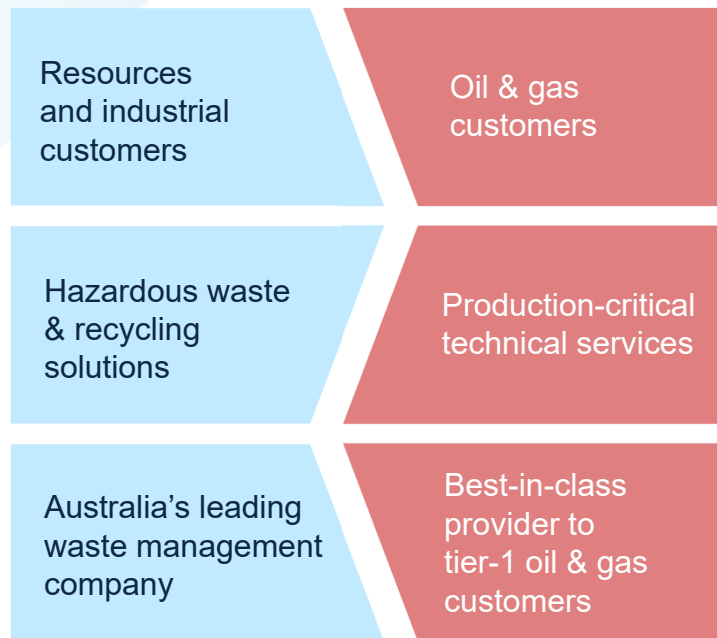


1. FY24 project revenue recognised within each specific reporting geography.



# Accelerates DD&R growth strategy; expands the addressable market

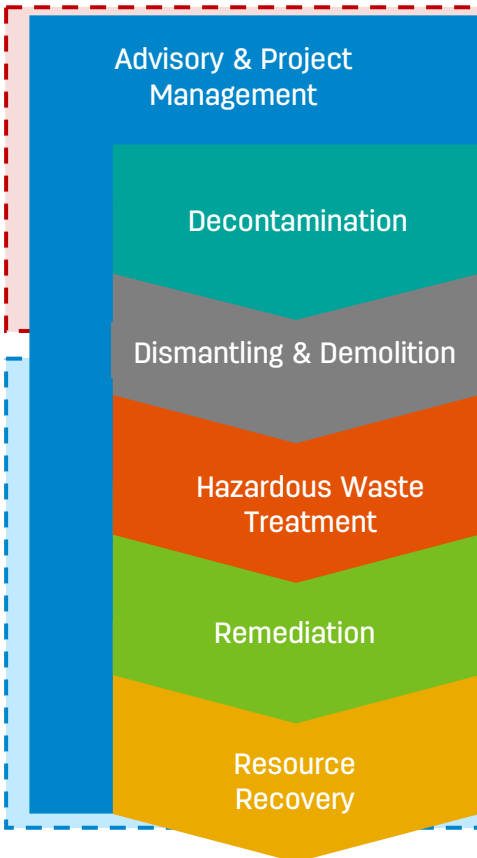
The combination of Cleanaway and Contract Resources creates an attractive platform to pursue this new growth vector



→ Servicing a diversified customer base



Decommissioning, decontamination and remediation value chain



## Strengthened spear-tip into DD&R

- Increased ability to win DD&R projects and more of the downstream work because:
  - Long-term customer relationships, and advisory & project management skills
  - Presence and capabilities on offshore platforms provides early access to DD&R planning

## Combination of services presents a unique and valuable customer proposition

- Decommissioning projects generate complex and hazardous waste and recycling streams
- Cleanaway has leading capabilities in the safe management and disposal of hazardous waste, leveraging our network of licensed sites
- Leadership in circularity and carbon to provide sustainable outcomes to our customers

# Financial impacts and FY25 outlook



Pictured: Contract Resources employee  
at Lytton Refinery





# Delivering growth, earnings and returns with balance sheet strength maintained

## Attractive financial profile and returns

- Stable and recurring revenue stream underpinned by long-term customer relationships and provision of best-in-class critical path services, with attractive margins and low capital intensity
- Attractive growth outlook as evidenced by Contract Resources' EBIT CAGR of 21% (FY22 – FY25F)
- Standalone FY25F EBITDA forecast to be approximately \$52m and EBIT approximately \$35m
- Forecast to deliver high-single digit EPSA accretion post synergies in the first 12 months of ownership (while remaining EPS accretive pre synergies)
- Expected to deliver approximately \$12m in annual net cost synergies, with full benefits to be realised from FY28 following a two-year integration period
- Additional amortisation of customer contracts expected to be approximately \$10m per annum, reflecting the value of long-term customer relationships
- Expected to deliver a double-digit IRR pre and post synergies; ROIC accretive once fully integrated

## Balance Sheet strength maintained

- The Acquisition will be fully debt funded
  - At completion, net debt to underlying EBITDA is expected to be ~2.5x<sup>1</sup>
  - Cleanaway expects progressive deleveraging via cash generation and continued earnings growth
- Cleanaway is committed to maintaining an investment grade credit profile and a disciplined approach to deploying capital

1. Calculated on a pre-AASB 16 basis and includes the impact of the pending acquisition of Citywide's waste assets, as well as certain other immaterial adjustments to the ratio calculation for covenant testing purposes.

# Summary



- Disciplined acquisition of a strategically aligned, complementary business that is a market leader in production-critical, technical services for the oil & gas industry for 5.9x EV / FY25F EBITDA post synergies
- Adds a stable and recurring earnings stream with an attractive growth outlook, underpinned by long-term customer relationships and delivery of best-in-class, production-critical services
- Accelerates Cleanaway's DD&R growth strategy through enhancing our value proposition, expanding the addressable market and leveraging our respective customer relationships
- Expected to deliver approximately \$12m in annual net cost synergies when combined with Cleanaway's IWS, repositioning the business and creating a leading specialist provider of integrated, highly technical services to oil & gas, resources and industrial customers, and a platform for growth
- Forecast to deliver high-single digit EPSA accretion post pro forma synergies<sup>1</sup> in the first 12 months of ownership (while remaining EPS accretive pre-synergies) and deliver a double-digit IRR pre and post synergies

1. Excluding one-off transaction and integration costs, which will be treated as an underlying adjustment, incurred over the period FY25 to FY27.



# APPENDICES



# Glossary

<b>Catalyst</b>	A substance that increases a chemical reaction rate without itself being consumed during the reaction.
<b>Catalyst handling</b>	Removal of old and loading of fresh catalyst from reactors.
<b>Cold cutting</b>	Procedure for cutting material without using heat or flames and without sparks.
<b>Critical path services</b>	A maintenance service that must be completed on time to ensure the entire project is finished on schedule.
<b>Production-critical services</b>	Maintenance services that are critical to preserving ongoing production.
<b>DD&amp;R</b>	Decommissioning, decontamination and remediation.
<b>Heat exchangers</b>	Industrial equipment used for both cooling and heating processes to transfer heat between a source and a working fluid.
<b>Hydro-jetting</b>	Use of high-pressure water to clean industrial equipment (eg pipes and tanks).
<b>Passivation</b>	Metal coating treatment that reduces or prevents corrosion.
<b>Reactor</b>	A pressure vessel or tank where a controlled reaction takes place.
<b>Vessel blinding</b>	The process of isolating a pipeline, duct or process flow using a mechanical plate (like a blind flange).



# Example of Contract Resources 'in situ'

## Provision of specialised services across the whole site

### Catalyst handling

- Blind-to-blind catalyst change-out services
- Catalyst loading and unloading under inert or atmospheric conditions

### Tank and environmental services

- Tank cleaning, maintenance and repairs
- Vacuum trucks rated for hydrocarbon and dangerous goods transport

### Hydro-jetting & cold cutting

- Hydraulically operated cleaning arms
- Automated pad and in-situ tube cleaning

### Decontamination and chemical cleaning

- Hot alkaline flushing
- Mercury decontamination services
- Coke and Asphaltene chemical cleaning
- In-pipe vehicles and pigging

### Specialised mechanical services

- Vessel blinding and isolation
- Ultra-thermic and plasma cutting
- Bolt tensioning, bolt torquing and nut splitting



**Contract Resources provides services across the full asset cycle, both offshore and onshore**

Commissioning

Shutdown / maintenance

Decommissioning

# Contract Resources' historical financials

(\$m)	FY22	FY23	FY24	FY25F	CAGR (FY22 – FY25F)
Revenue	222	237	276	325	13.5%
EBIT <sup>1</sup>	20	22	30	35	21.0%
EBIT margin (%) <sup>1</sup>	9.0%	9.5%	10.8%	10.9%	-

1. EBIT including diligence adjustments



# CONTACTS



## Investor contacts:

### Josie Ashton

Head of Investor Relations &  
Sustainability

+ 61 416 205 234

[josie.ashton@cleanaway.com.au](mailto:josie.ashton@cleanaway.com.au)

### Bruce Song

Senior Manager, Investor Relations  
& Sustainability

+ 61 426 386 006

[bruce.song@cleanaway.com.au](mailto:bruce.song@cleanaway.com.au)

### Registered office:

Level 4, 441 St Kilda Road, Melbourne  
VIC 3004, Australia

P +61 03 8397 5100

F +61 03 8397 5180

[cleanaway.com.au](http://cleanaway.com.au)

CLEANAWAY WASTE MANAGEMENT LIMITED  
ABN 74 101 155 220