

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

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|-----------------------|---|
| Name of entity | Cleanaway Waste Management Limited |
| ABN | 74 101 155 220 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

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| Name of Director | Vikas Bansal |
| Date of last notice | 16 July 2019 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|--|---|
| Direct or indirect interest | Indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Ariana Vernon Holdings Pty Ltd <VB Family A/C> (Mr Bansal has a beneficial interest in the VB Family A/C) |
| Date of change | 4 September 2019 |
| No. of securities held prior to change | 3,358,691 ordinary shares 5,257,496 performance rights |
| Class | Ordinary shares and performance rights |
| Number acquired | 2,060,153 ordinary shares |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Under the FY2017 Long-Term Incentive Plan ('FY2017 LTIP') rules, upon exercise of vested performance rights, new shares will be issued at no consideration. |
| No. of securities held after change | 5,418,844 ordinary shares 2,886,780 performance rights |

+ See chapter 19 for defined terms.

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| <p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Exercise of 2,060,153 performance rights which have vested under the FY2017 LTIP.</p> <p>Lapsing of 310,563 performance rights which did not vest under the FY2017 LTIP.</p> <p>The FY17 LTIP was approved at the Company's Annual General Meeting held on 27 October 2016.</p> |
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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| Detail of contract | None |
| Nature of interest | None |
| Name of registered holder (if issued securities) | None |
| Date of change | None |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | None |
| Interest acquired | None |
| Interest disposed | None |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | None |
| Interest after change | None |

Part 3 – ⁺Closed period

| | |
|---|----------------|
| Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required? | No |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | Not applicable |
| If prior written clearance was provided, on what date was this provided? | Not applicable |

⁺ See chapter 19 for defined terms.