

15 March 2017

ASX RELEASE

SALE OF UNMARKETABLE PARCEL FACILITY

Cleanaway Waste Management Ltd (ASX:CWY) today announces that it has established a share sale facility (**Facility**) for shareholders that hold less than \$500 in value of the Company's shares (**Unmarketable Parcel**).

As at market close on 10 March 2017 ('Record Date'), the closing price of the Company's shares on ASX was \$1.275 and on this basis an Unmarketable Parcel is 392 shares or less.

The Company is offering this Facility to assist holders of Unmarketable Parcels to sell shares without having to use a broker or pay brokerage. The Company will pay all costs of the sale for shareholders who use this Facility, excluding tax consequences from the sale which remain the shareholder's responsibility. The sale price will be determined once all the shares under the Facility are sold. Holders of an Unmarketable Parcel will receive a proportionate share of the sale proceeds from all shares sold under the Facility without any deduction for brokerage or handling costs.

Shareholders with an Unmarketable Parcel who wish to retain their shareholding need to give the Company a written notice of their intention by no later than 5.00pm Melbourne time on 28 April 2017, otherwise their shares will be sold by the Company.

Shareholders with an Unmarketable Parcel who would like their shareholding to be sold by the Company do not need to take any action.

A summary of the key dates in relation to the Facility are as follows:

Unmarketable Parcels Record Date	7pm Melbourne time, 10 March 2017
Letter to shareholders holding Unmarketable Parcels	15 March 2017
Closing Date for receipt of Share Retention Form	5pm Melbourne time, 28 April 2017
Estimated Unmarketable Parcels payment date	As soon as practicable after 15 May 2017

Attached is a copy of the letter to shareholders and share retention form which will be dispatched to all shareholders holding an Unmarketable Parcel of shares as at the Record Date.

If you have any questions about this announcement, please contact:

Frank Sufferini

Head of Investor Relations and Corporate Affairs

Telephone: 0416 241 501

Email: frank.sufferini@cleanaway.com.au

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15 March 2017

Dear Shareholder,

Notice of Intention to Sell Your Unmarketable Parcel of Shares in Cleanaway Waste Management Limited

We are writing to advise you that Cleanaway Waste Management Limited (**CWY** or **Company**) has established a shares sale facility (**Facility**) for shareholders that hold less than \$500 in value of CWY's shares (**Unmarketable Parcel**) as at 7pm Melbourne time on 10 March 2017 (**Record Date**).

The Company is offering this Facility to assist holders of Unmarketable Parcels to sell shares who might otherwise find it difficult to sell their shares due to the small size of their holding without incurring brokerage or handling cost.

The registry records show that you held an Unmarketable Parcel of 392 or less CWY shares based on the closing price of CWY shares on the ASX on 10 March 2017.

The Company will pay all costs of the sale for holders of an Unmarketable Parcel who use this Facility, excluding tax consequences from the sale which remain the shareholder's responsibility. The sale price will be determined once all the shares under the Facility are sold. You will receive an amount per share equal to the total proceeds from all shares sold under the Facility divided by the total number of shares sold under the Facility, without any deduction for brokerage or handling costs. The price you receive will depend on a number of factors, including market conditions at the time and may be different from the price appearing in the newspaper or quoted by ASX on any day. It may also not be the highest price that Cleanaway shares trade on the day that your shares are sold.

As the Company has determined that all payments to shareholders are to be made via direct credit to a bank account nominated by you, please ensure your account details are current at the registry if you are participating in the Facility. To update your account or other shareholding details, please visit www.investorcentre.com or contact the Company's share registry, Computershare on 1300 850 505 (within Australia) and +61 3 9415 4000 (outside Australia).

What do you need to do if you wish to sell your Unmarketable Parcel?

You do not need to take any action. Your shares will be sold through the Facility after the Closing Date and the proceeds of the sale will be paid to you.

What do you need to do if you wish to retain your Unmarketable Parcel?

If you wish to retain your shares, you must complete and return the attached Share Retention Form before the Closing Date, being 5pm Melbourne time on 28 April 2017. Please read the instructions on the Share Retention Form carefully when completing it.

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Key Dates

A summary of the key dates in relation to the Facility are as follows:

Unmarketable Parcels Record Date	7pm Melbourne time, 10 March 2017
Letter to shareholders holding Unmarketable Parcels	15 March 2017
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Estimated Unmarketable Parcels payment date	As soon as practicable after 15 May 2017

The Company makes no recommendation as to whether you should participate in the Facility.

You are encouraged to obtain professional advice from your legal, financial or tax advisor if you are not sure about what to do in response to this notice.

The attached Information Sheet provides further information about the Facility. Please read it carefully and if you have questions, please email companysecretary@cleanaway.com.au or ring +61 3 8397 5100.

Yours sincerely,



Dan Last
Company Secretary

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INFORMATION SHEET- CWY UNMARKETABLE PARCEL SALE FACILITY**What is the Facility?**

The Facility is a share sale arrangement which the Company has established to sell shares held by its shareholders who hold shares in the Company (**Shares**) valued at less than \$500 (**Unmarketable Parcel**) as at 7pm Melbourne time on 10 March 2017 (**Record Date**).

Why is the Facility being offered?

The Company is providing the Facility to allow shareholders with a small size holding to dispose of their Shares without incurring brokerage or handling costs, or who might otherwise find it difficult to sell their Shares due to the small size of their holding.

What is the amount that I will receive for sale of my share?

You will receive an amount per share equal to the total proceeds from all shares sold under the Facility divided by the total number of shares sold under the Facility, without any deduction for brokerage or handling costs. The price you receive will depend on a number of factors, including market conditions at the time and may be different from the price appearing in the newspaper or quoted by the ASX on any day. It may also not be the highest price that Cleanaway shares trade on the day that your shares are sold.

Does CWY have the right to sell my Shares?

CWY has the right under its Constitution and ASX Listing Rule 15.13 to sell unmarketable parcels of Shares, unless those shareholders elect to retain their Shares.

What are the benefits of selling through the Facility?

Shareholders who utilise the Facility will have their Shares sold without incurring any brokerage costs or associated cost. Any tax consequences from the sale of your Shares will be your responsibility.

What if I don't want my Shares to be sold?

If you wish to retain your Shares, you must complete the attached Share Retention Form and return it to Computershare by 5pm Melbourne time on 28 April 2017 or increase your shareholding so that you hold more than \$500 value of CWY shares.

When will my Shares be sold under the Facility?

The sale of Shares under the Facility is expected to occur as soon as practicable after the Closing Date.

What if the share price of CWY changes between the Record Date and the Closing Date?

If CWY's share price on the ASX increases between the Record Date and the Closing Date, such that at the Closing Date the value of your Shares is greater than \$500, your Shares will not be sold under the Facility and you will continue to retain your Shares. If you wish to sell your Shares in the future, they will be at your own cost.

What if I purchase more Shares?

If you increase your holding in Shares so that it is valued at \$500 or more by the Closing Date, the Company will not sell your Shares under the Facility.

When and how will I receive my sale proceeds?

The proceeds to which you are entitled from the sale of your Shares will be remitted to you as soon as practicable after the sale via a direct credit to your bank account if you have previously provided banking instructions to the Company's share registry, Computershare.

Will I receive the dividend payment announced by the Company on 23 February 2017?

The Closing Date for the Facility is at 5pm Melbourne time on 28 April 2017. This is after the payment date of the dividend, which is 6 April 2017. Therefore, the Facility will not affect your entitlement to the dividend payment and you will receive the dividend payment in respect of the Shares you hold, unless you have sold your Shares and are no longer a shareholder on the dividend entitlement date.

CWY

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001

**Return your Form to the
Company's
share registry:**



By Mail:

Computershare Investor Services Pty Limited
GPO Box 52
Melbourne Victoria 3001
Australia

For all enquiries:

Phone:



(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

Share Retention Form

 **If you wish to retain your shares, your form must be received by 5pm Melbourne time on 28 April 2017**

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

Step 1: Shareholding Details

Use this form if you wish to retain your shares in Cleanaway Waste Management Limited. If you have recently bought or sold shares your shareholding may differ from that shown. If you have already sold all your shares in Cleanaway Waste Management Limited, do not complete or return this form. If you have more than one shareholding on Cleanaway Waste Management Limited's register and you do not wish to sell your shares under the Unmarketable Parcel Sale Facility, you should consider consolidating them. For further advice on how to do this, contact Computershare Investor Services Pty Limited (CIS) on the number above.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESS sponsored shareholding, please contact your Controlling Participant to notify a change of address.

Step 2: Signing Instructions

Individual: Where the shareholding is in one name, the shareholder must sign.

Joint Shareholding: Where the shareholding is in more than one name, all of the shareholders must sign.

Power of Attorney: Where signing as Power of Attorney (POA), you must attach an original certified copy of the POA to this form.

Companies: Where the shareholding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

Overseas Companies: Where the shareholding is in the name of an Overseas company (companies incorporated outside Australia) the form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

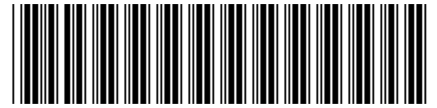
Deceased Estate: Where the shareholding is in the name of a deceased estate, all executors must sign; and a certified copy or original, of the required documentation must accompany this form. Details of the documentation required can be found by searching "deceased estates" on our website www.computershare.com or by calling Computershare Investor Services Pty Limited on 1300 850 505 or +61 3 9415 4000. If the shareholding is in more than one name the surviving shareholder may sign the form and return it together with a certified copy of the death certificate of the other joint shareholder.

Step 3: Contact Details

Entering contact details is not compulsory, but will assist us if we need to contact you.

Turn over to complete the form →

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Share Retention Form

For your security keep your SRN/
HIN confidential.

STEP 1 Shareholding Details

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



Change of address. If incorrect, mark this box and make the correction in the space to the left. Shareholders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.

Shares held as at Friday 10 March 2017:

2000

STEP 2 Signature of Shareholder(s) *This section must be completed.*

By signing and returning this form, in accordance with the requirements set out in 'Step 2: Signing Instructions' overleaf, I/we confirm that I/we understand that my/our **SHARES WILL NOT BE SOLD** under the Unmarketable Parcel Sale Facility.

Individual or Shareholder 1

Sole Director and Sole Company Secretary/
Sole Director (cross out titles as applicable)

Shareholder 2

Director

Shareholder 3

Director/Company Secretary
(cross out titles as applicable)

STEP 3 Contact Details

Contact Name _____ Contact Daytime Telephone _____ Date / /

Email Address _____

Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited (CIS), as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.