Casella Waste Systems, Inc.

Investor Meetings

May 2024

Safe Harbor Statement

Certain matters discussed in this presentation, including, but not limited to, the statements regarding our intentions, beliefs or current expectations concerning, among other things, our financial performance; financial condition; operations and services; prospects; growth; strategies; anticipated impacts from future or completed acquisitions; and guidance for fiscal year 2024, are “forward-looking statements” intended to qualify for the safe harbors from liability established by the Private Securities Litigation Reform Act of 1995. These forward-looking statements can generally be identified as such by the context of the statements, including words such as “believe,” “expect,” “anticipate,” “plan,” “may,” “would,” “intend,” “estimate,” “will,” “guidance” and other similar expressions, whether in the negative or affirmative. These forward-looking statements are based on current expectations, estimates, forecasts and projections about the industry and markets in which the Company operates and management’s beliefs and assumptions. The Company cannot guarantee that it actually will achieve the financial results, plans, intentions, expectations or guidance disclosed in the forward-looking statements made. Such forward-looking statements, and all phases of the Company's operations, involve a number of risks and uncertainties, any one or more of which could cause actual results to differ materially from those described in its forward-looking statements.

Such risks and uncertainties include or relate to, among other things, the following: the Company may be unable to adequately increase prices or drive operating efficiencies to adequately offset increased costs and inflationary pressures, including increased fuel prices and wages; it is difficult to determine the timing or future impact of a sustained economic slowdown that could negatively affect our operations and financial results; the closure of the Subtitle D landfill located in Southbridge, Massachusetts ("Southbridge Landfill") could result in material unexpected costs; the increasing focus on PFAS and other emerging contaminants, including the recent designation by the EPA of two PFAS chemicals as hazardous substances under CERCLA, will likely lead to increased compliance and remediation costs and litigation risks; adverse weather conditions may negatively impact the Company's revenues and its operating margin; the Company may be unable to increase volumes at its landfills or improve its route profitability; the Company may be unable to reduce costs or increase pricing or volumes sufficiently to achieve estimated Adjusted EBITDA and other targets; landfill operations and permit status may be affected by factors outside the Company's control; the Company may be required to incur capital expenditures in excess of its estimates; the Company's insurance coverage and self-insurance reserves may be inadequate to cover all of its risk exposures; fluctuations in energy pricing or the commodity pricing of its recyclables may make it more difficult for the Company to predict its results of operations or meet its estimates; the Company may be unable to achieve its acquisition or development targets on favorable pricing or at all, including due to the failure to satisfy all closing conditions and to receive required regulatory approvals that may prevent closing of any announced transaction; the Company may not be able to successfully integrate and recognize the expected financial benefits from acquired businesses; and the Company may incur environmental charges or asset impairments in the future.

There are a number of other important risks and uncertainties that could cause the Company's actual results to differ materially from those indicated by such forward-looking statements. These additional risks and uncertainties include, without limitation, those detailed in Item 1A. “*Risk Factors*” in the Company's most recently filed Form 10-K and in other filings that the Company may make with the Securities and Exchange Commission in the future.

The Company undertakes no obligation to update publicly any forward-looking statements whether as a result of new information, future events or otherwise, except as required by law.

Investment Thesis

- ✓ **Solid waste is a recession-resistant, necessary service**
- ✓ **Integrated operations, providing collection, recycling, disposal and sustainability solutions for customers**
- ✓ **Well-positioned disposal footprint in capacity-constrained Northeast**
- ✓ **Strong track record of consistent growth, margin expansion and cash flow generation**
- ✓ **Disciplined growth strategy encompassing organic development and significant M&A opportunity, with low leverage and ample liquidity**

Company Timeline

Where we were…

- Founded in Vermont in 1975, IPO in 1997
- Sustainability in our culture from the beginning
  - Built first recycling facility in 1977
- Began establishing strategic plans and financial goals publicly, focused on core competencies and markets

Where we are…

- Strong team, culture and core values
- Successful execution against strategic plans
- Long track record of financial performance and shareholder returns
  - 5 years [(1)] : +113% Adjusted EBITDA and 200% TSR
- Growing into contiguous Mid-Atlantic region

Where we're going…

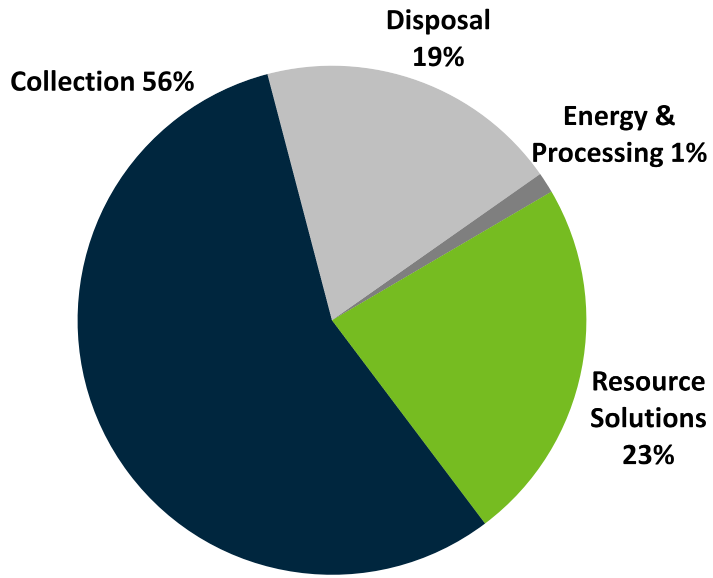
- Continued organic growth and margin expansion
- Disciplined capital allocation with robust M&A pipeline
- Leveraging technology

(1) Based on the 5-year period ending 12/31/23.

Casella at a Glance

Provides integrated solid waste, recycling and resource solution services

- $1.3 billion revenue [1] ($1.5 billion in 2024E)
- Regional company, focused on secondary and tertiary markets of Eastern U.S., with operations in 9 contiguous states

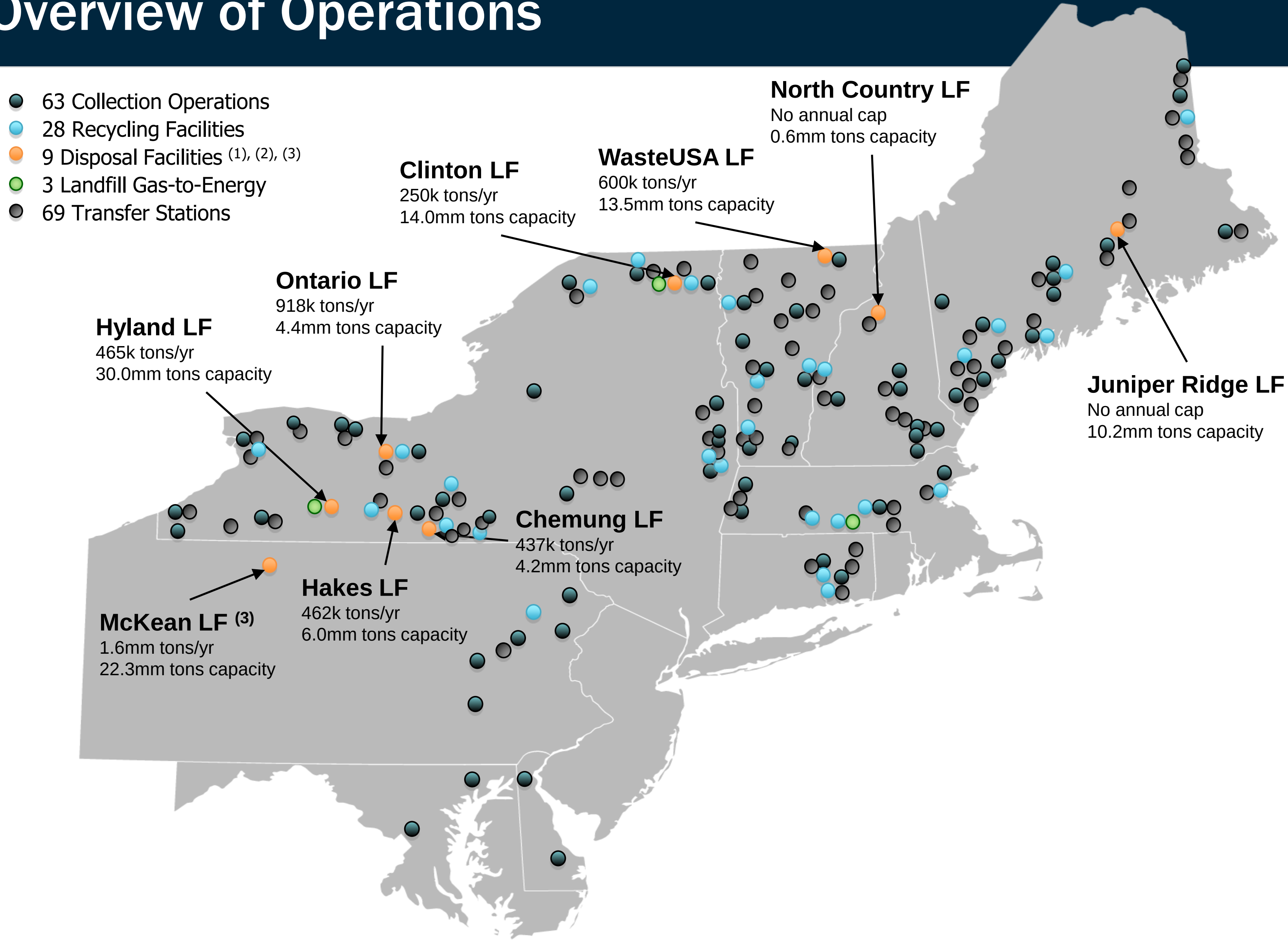


Key Strategies:

1. Increasing landfill returns
2. Driving additional profitability in collection operations
3. Creating incremental value through Resource Solutions
4. Allocating capital to return driven growth
5. Strengthening foundational pillars
   - People
   - Sustainable growth
   - Technology
   - Facilities

(1) Total revenue and mix in the chart are based on the year ending 12/31/23.

Overview of Operations



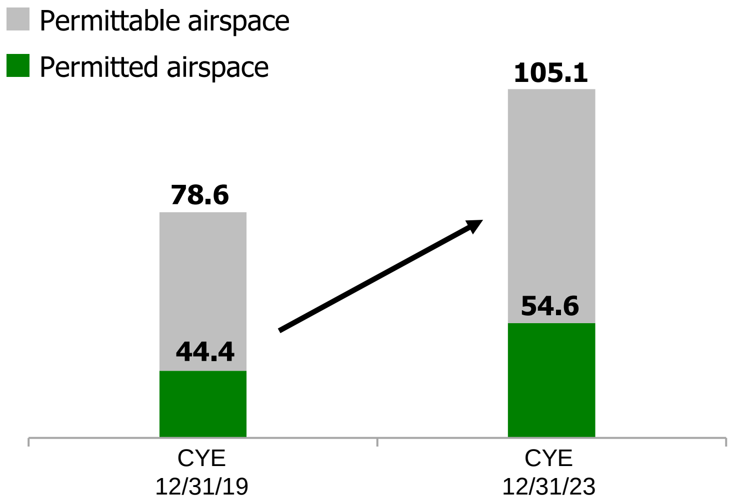
(1) Includes 8 Subtitle D landfills and 1 landfill permitted to accept construction and demolition materials. (2) Total disposal capacity includes permitted and permittable airspace estimates at each site as of 12/31/23. (3) McKean permit allows for a maximum of 6,500 tons per day from either A) up to 6,500 tons per day via rail or B) up to 2,000 tons per day via truck with the remaining daily limit coming by rail; capped at an average of 6,000 tons per day within any calendar quarter.

1 Strategy: Increasing Landfill Returns

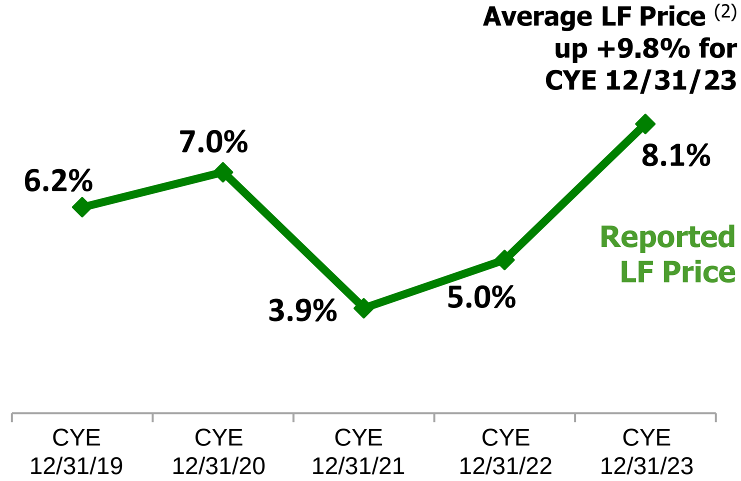
Key Strategies:

- Capitalize on asset positioning in capacity-constrained Northeast market to drive price
- Increase annual and total permitted capacity across footprint
- Increase vertical integration
- Improve landfill operations

Landfill Capacity (million tons) (1)



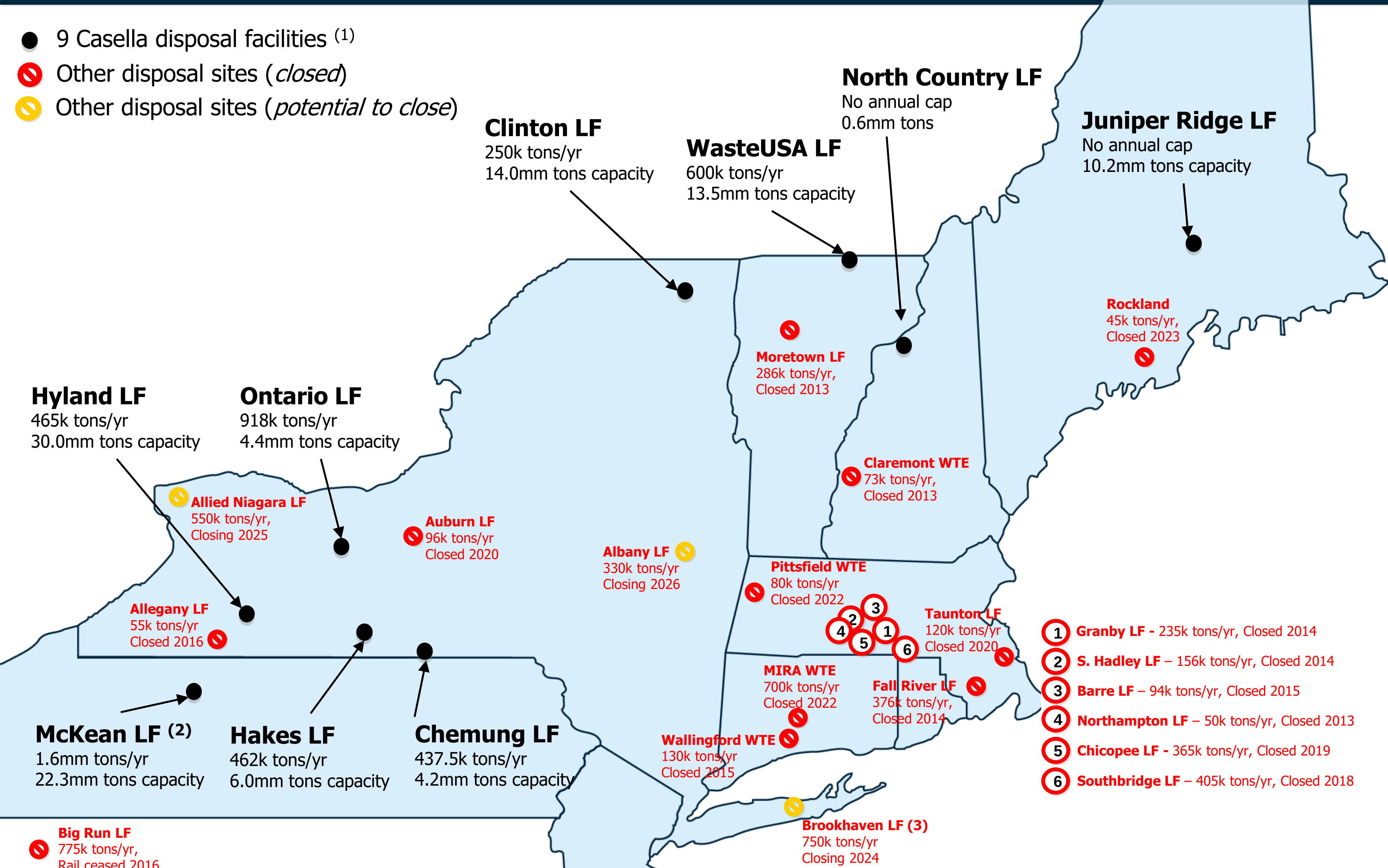
Landfill Price Growth



(1) Includes both permitted and permittable airspace at landfills.
(2) Average landfill price per ton considers all tons and all customers.

1 Strategy: Increasing Landfill Returns

● 9 Casella disposal facilities [1]
Other disposal sites (*closed*)
Other disposal sites (*potential to close*)



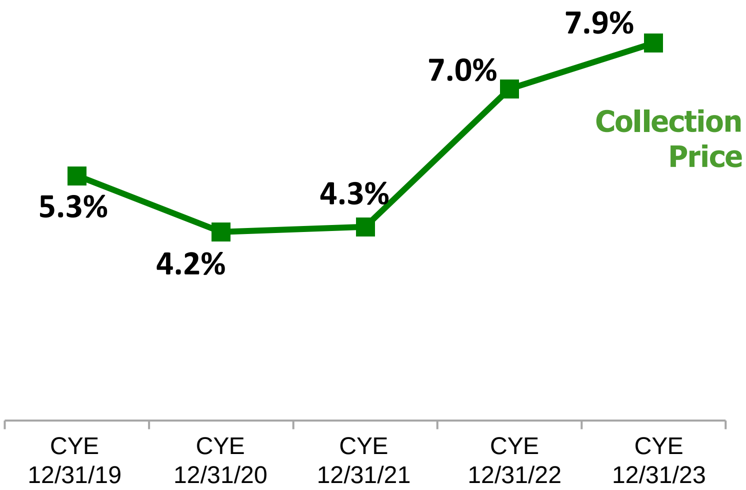
(1) Total disposal capacity includes permitted and permittable airspace estimates at each site as of 12/31/23; (2) McKean permit allows for a maximum of 6,500 tons per day from either A) up to 6,500 tons per day via rail or B) up to 2,000 tons per day via truck with the remaining daily limit coming by rail; capped at an average of 6,000 tons per day within any calendar quarter. (3) Brookhaven expected to cease acceptance of C&D waste (~750k capacity) but continue acceptance of WTE ash through 2027.

2 Strategy: Profitability in Collection Operations

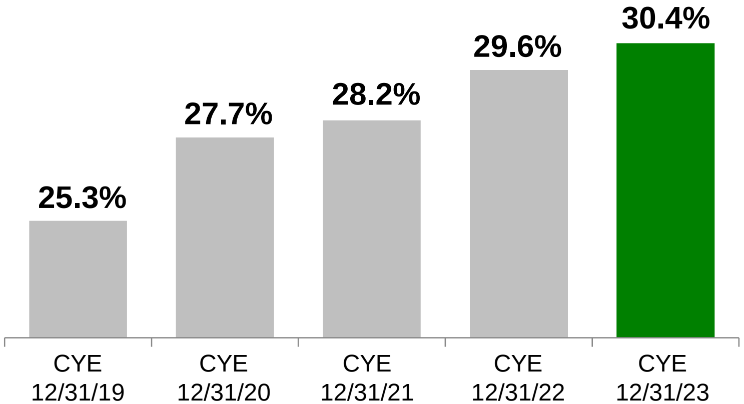
Key Strategies:

- Price to maintain positive spread over inflation and proper returns on each customer
- Operating programs
  - Automation
  - Route density
  - Technology
- Acquisition integration and synergies
- Risk mitigation through cost recovery fees and recycling commodity volatility sharing

Collection Price



Collection Adjusted EBITDA Margins (1)

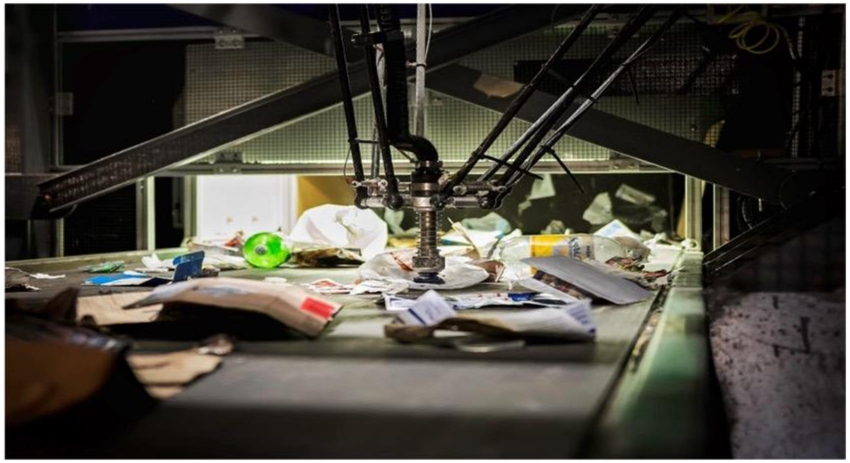


(1) Excludes corporate overhead cost allocation.

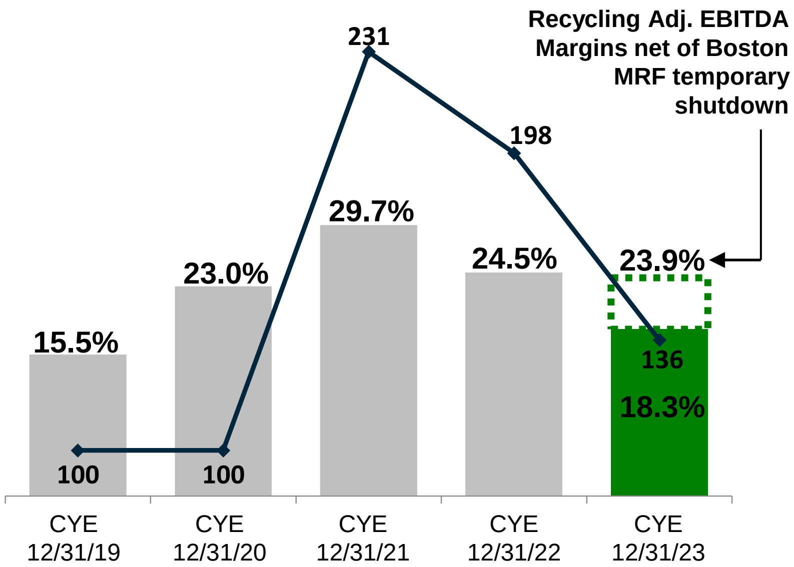
Strategy: Value through Resource Solutions

Key Strategies:

- Structure contracts to mitigate risk and ensure sufficient margins and returns through the commodity cycle
  - Processing fees at MRFs
  - SRA fee for collection customers
  - Focus on transitioning recently acquired contracts to Casella structure
- Invest in recycling processing infrastructure
  - Boston MRF (2023)
  - Willimantic MRF (2024)
- Develop partnerships with industrial consumers of recycled materials to meet their needs
- Grow National Accounts business – professional services to help large companies meet their sustainability goals



ACR Indexed [1] vs. Recycling Adjusted EBITDA Margins

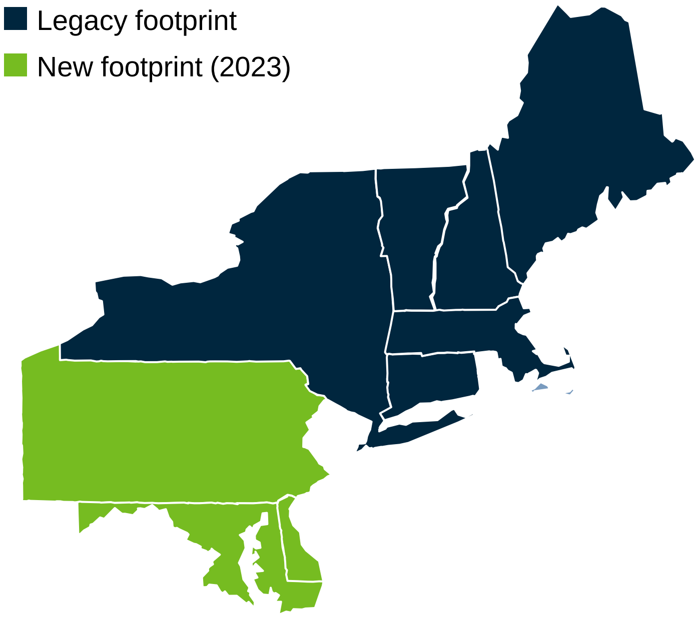


(1) Company consolidated Average Commodity Revenue (ACR) per ton value indexed from the CY2019 price.

4 Strategy: Allocating Capital to Return Driven Growth

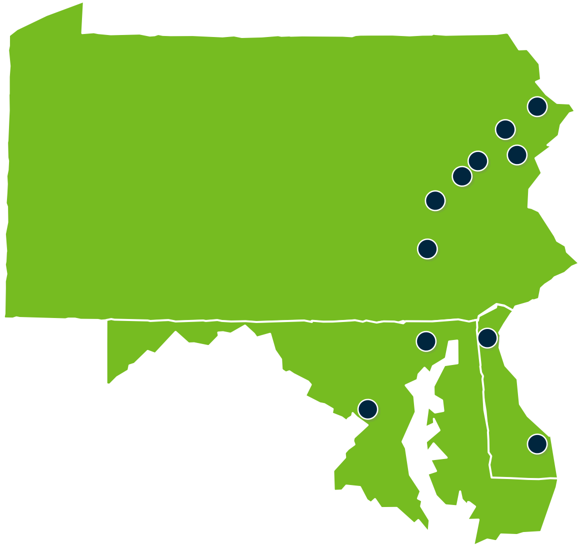
Key Strategies:

- Execute on robust M&A pipeline
  - $800 million pipeline of potential transactions in existing or adjacent markets
  - 60 transactions acquisitions since 2018 with over $600 million annualized revenue
  - Tuck-ins and platform acquisitions
  - Focus on synergies and effective integration
- Organic growth investments
  - MRF upgrades
  - McKean Landfill waste by rail
  - Hyland landfill expansion
  - RNG
  - Collection operating efficiencies
- Disciplined capital return hurdles and commitment to moderate leverage

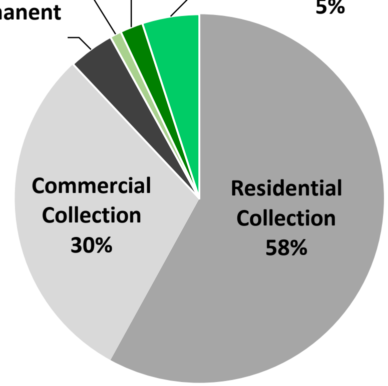


4 Recent Acquisition Case Study: GFL Operations

Expanded Footprint Provides New Growth Opportunity



Mix of Acquired Revenues



Transaction at a Glance

Acquired select solid waste operations from GFL Environmental Inc.

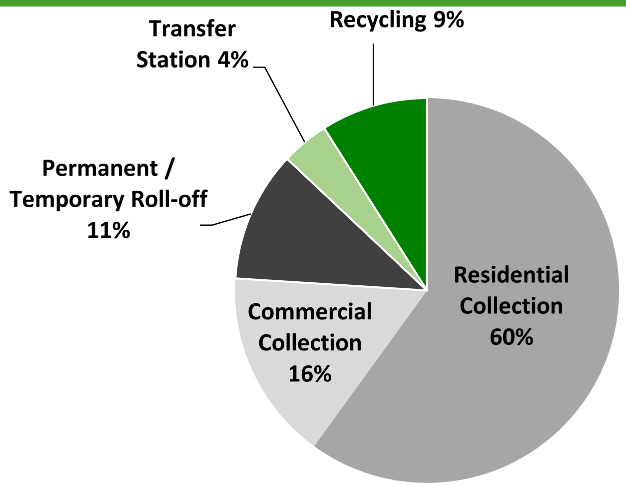
- June 30, 2023 close
- New geographic platform establishing new organic and inorganic growth opportunities
- Expect to generate $8 million of annual synergies by year three of operations through internalization and fleet automation opportunities
- Multi-year tax benefit from transaction structuring

~$185mm Initial Annualized Revenue	**~$43mm** Initial Annualized Adjusted EBITDA
11 Facilities	**~275,000** Customers
Market Make-up Secondary & Tertiary	**~570** Employees

4 Recent Acquisition Case Study: Twin Bridges

Tuck-In Acquisition in New York State

Mix of Acquired Revenues



Transaction at a Glance

Acquired Consolidated Waste Services, LLC and its affiliates (dba "Twin Bridges")

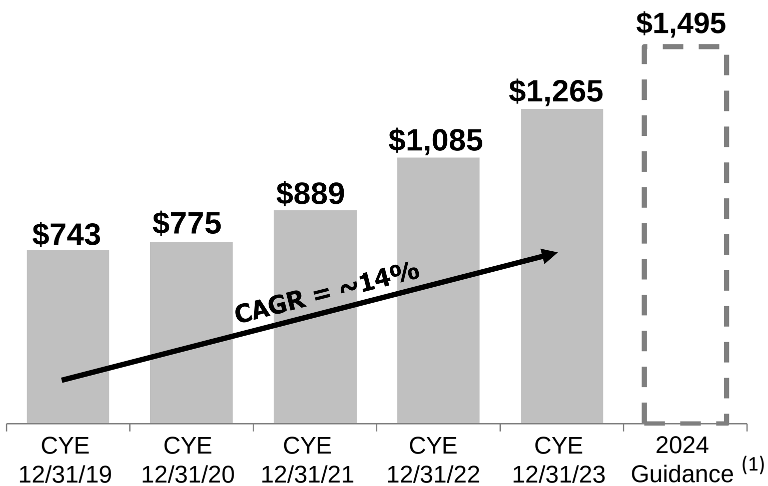
- September 1, 2023 close
- Existing Casella market tuck-in
- New, high quality assets: collection fleet with an average age of ~3 years; transfer station constructed in 2020; MRF upgraded with robotics in 2022
- Expect to generate $4 million of annual synergies by year three of operations through route consolidation, internalization, and operational improvements
- Multi-year tax benefit from transaction structuring

~$70mm Initial Annualized Revenue	**~$18mm** Initial Annualized Adjusted EBITDA
4 Facilities	**~112,000** Customers
Market Make-up Secondary	**~175** Employees

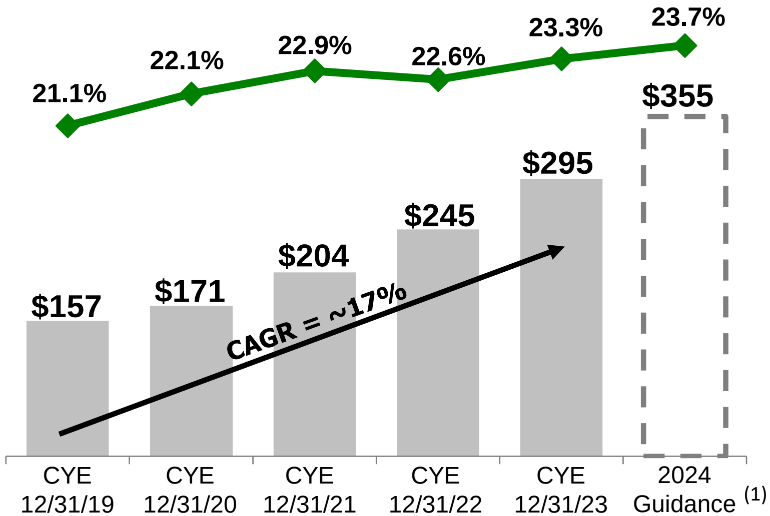
Financial Performance

$ in millions

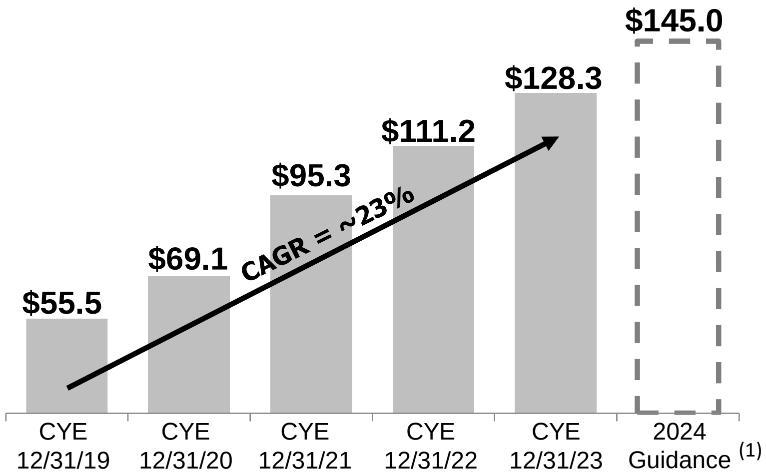
Revenue



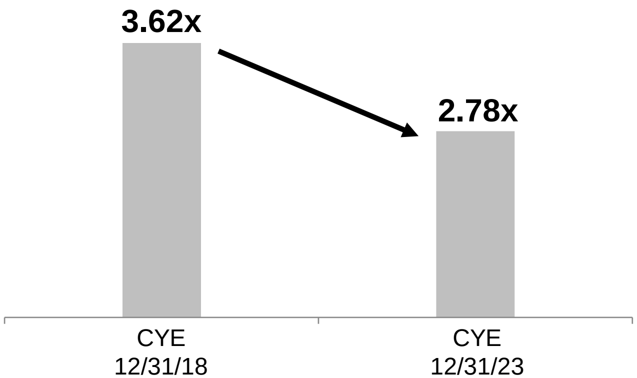
Adjusted EBITDA / Margin



Adjusted Free Cash Flow



Leverage (2)



(1) CY 2024 Guidance as announced on 2/15/24 and represent midpoints of ranges; reaffirmed on 4/25/24.
(2) Defined as "*Consolidated Net Leverage Ratio*" in the Company's Credit Agreement.

2023 Highlights

Financial

- **Revenue:** $1.265 billion
  - Up $180 million or +16.5%
  - Solid waste price up +7.5%
- **Adjusted EBITDA:** $295 million
  - Up $49 million or +20.1%
  - Margin at 23.3%, up +70 bps
- **Adjusted Free Cash Flow:** $128 million
  - Up $17 million or +15.4%
- **Consolidated Leverage Ratio:** 2.78x
  - In line with strategic target of < 3.25x

Strategic and Operating

- Acquired 7 businesses with approximately $315 million in revenue
- Created new Mid-Atlantic Region to manage operations in new geographic markets
- Completed Boston MRF retrofit
- Operating programs driving cost of operations down 80 bps as % of revenue

2024 Financial Guidance

Guidance [1]

- **Revenue:** $1.48 to $1.51 billion
  - Up $230 million or +18% at midpoint
- **Adjusted EBITDA:** $350 to $360 million
  - Up $60 million or +20% at midpoint
  - Margins up +30 to 50 bps
- **Adjusted Free Cash Flow:** $140 to $150 million
  - Up $17 million or +13% at midpoint
- **Net Income:** $35 to $45 million
  - Up $15 million
- **Operating Cash Flow:** $260 to $270 million
  - Up $32 million

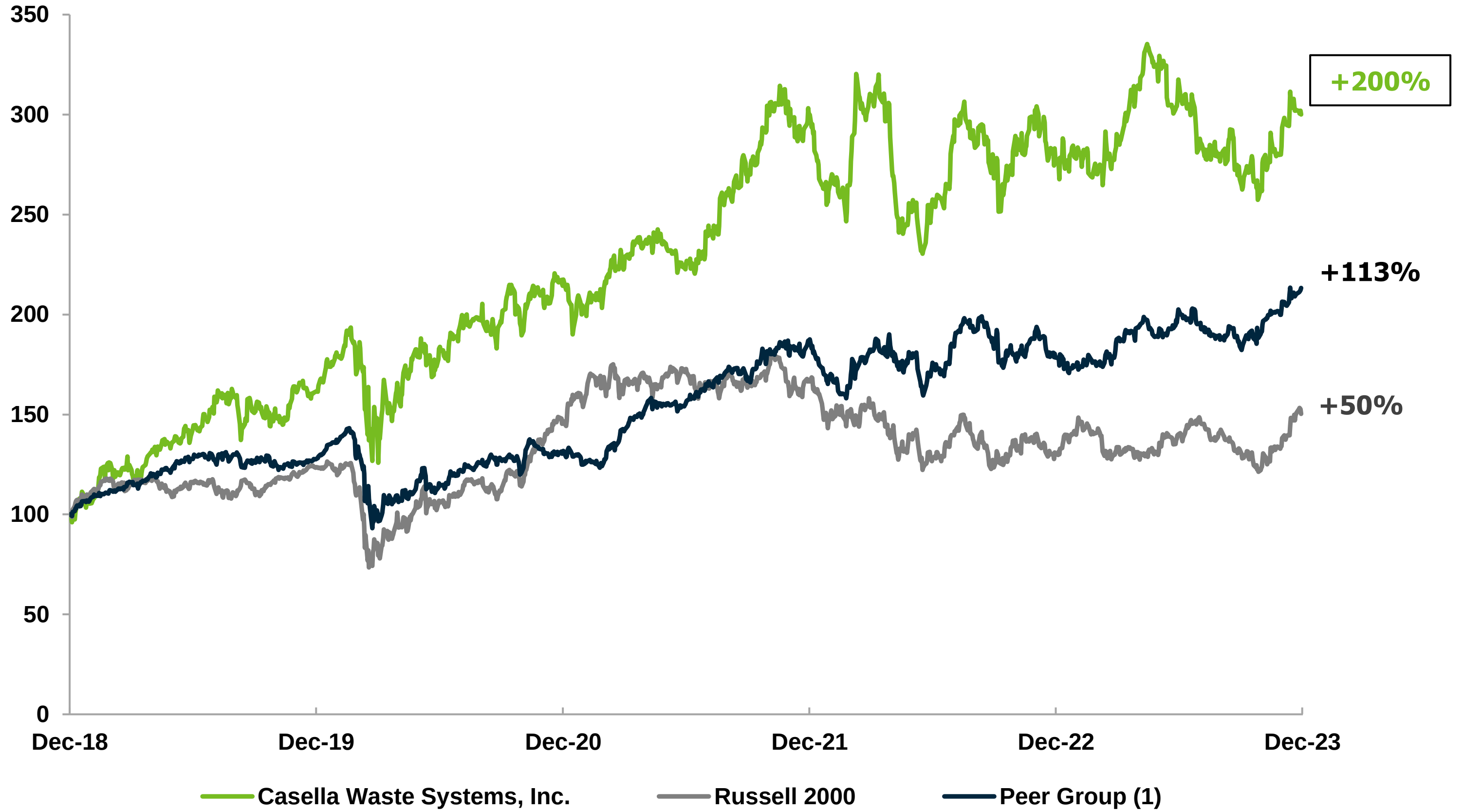
Key Assumptions [2]

- Revenue growth: +14% from rollover of acquisitions and +3 to 5% organic
- Solid Waste: +21 to 23% revenue growth
  - Price: +5.0% to 6.0%
  - Volume: 0.0% to down (1.0%)
  - Acquisition rollover: +17%
- Resource Solutions: +4 to 8% revenue growth
- Capex: $184 million
  - $137.5 million recurring
  - $40.5 million non-recurring acquisition-related
  - $6 million McKean Landfill rail project
- *Guidance assumes no acquisitions and no non-recurring items (GAAP metrics)*

(1) CY 2024 Guidance as announced on 2/15/24 and reaffirmed on 4/25/24.
(2) Capex updates as announced on 4/25/24.

Long-term Returns for Our Shareholders (TSR)

Clear strategy and disciplined execution lead to strong financial performance and long-term value creation for shareholders



(1) Peer group includes WM, RSG, WCN and GFL.

Investment Thesis

- ✓ **Solid waste is a recession-resistant, necessary service**
- ✓ **Integrated operations, providing collection, recycling, disposal and sustainability solutions for customers**
- ✓ **Well-positioned disposal footprint in capacity-constrained Northeast**
- ✓ **Strong track record of consistent growth, margin expansion and cash flow generation**
- ✓ **Disciplined growth strategy encompassing organic development and significant M&A opportunity, with low leverage and ample liquidity**

Appendix

Balance Sheet

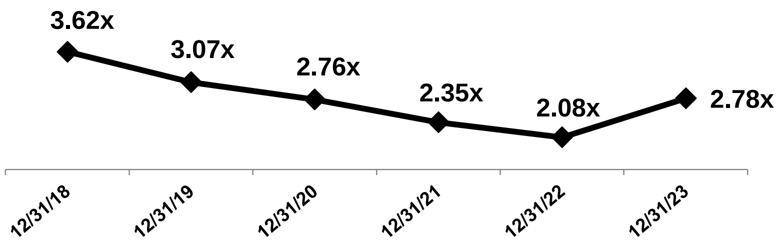
3/31/24 - Capitalization Table ($mm)

	3/31/2024	12/31/2023
Cash	**$ 189.5**	**$ 220.9**
Revolver ($300mm, S+172.5bps, due 2026)	-	-
Term Loan A (S+222.5bps, due 2026)	413.9	419.3
Term Loan A (S+172.5bps, due 2026)	349.1	350.0
Industrial Revenue Bonds (2.75% - 5.25%, due 2025 - 205	232.0	232.0
Finance leases & Notes Payable	59.6	53.3
Total Debt	**1,054.6**	**1,054.6**
Unencumbered Cash per Credit Agreement (1)	100.0	100.0
Total Debt, Net of Unencumbered Cash	**$ 954.6**	**$ 954.6**
Consolidated Bank EBITDA (LTM)	**$ 351.1**	**$ 343.2**
Total Debt, Net / Consolidated Bank EBITDA (2)	**2.72x**	**2.78x**
Total Debt (net all cash) / Consolidated Bank EBITDA	**2.46x**	**2.43x**
Available Liquidity (including Cash)	**$ 461.8**	**$ 493.2**

(1) Unencumbered cash and cash equivalents in excess of $2.0mm up to a maximum of $100.0mm

(2) Consolidated net leverage ratio as defined by the Credit Agreement.

Consolidated Net Leverage Ratio (2)



Capital Structure Highlights

Capital structure provides necessary liquidity and flexibility to continue to execute on strategy

- Consolidated Leverage ratio of 2.72x on 3/31/24
- Available Liquidity of $461.8mm on 3/31/24
- At 3/31/24, inclusive of floating-to-fixed interest rate swaps, 77% of our consolidated debt had fixed interest rates
- At 3/31/24, average cash interest rate of 5.55% on consolidated debt
- Next major debt maturity is $25mm FAME IRB's in Jan 2025
- Implemented Sustainability Linked Loan in Feb 2023

(1) Credit Agreement only allows up to $100mm of unencumbered cash to be netted against Total Debt, net for the purpose of calculating leverage ratio.

(2) Defined as "*Consolidated Net Leverage Ratio*" in the Company's Credit Agreement.

Environmental, Social, and Governance (ESG)

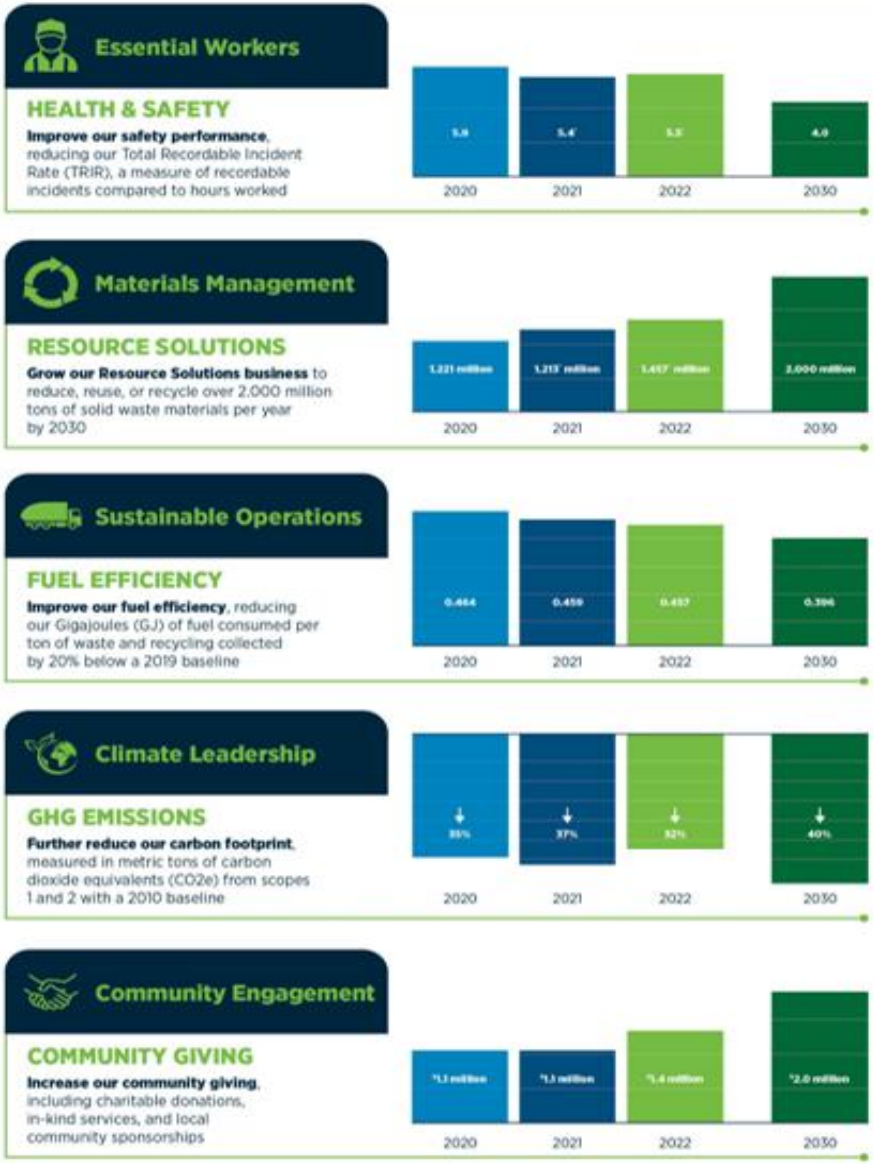
Strategic alignment to ESG

- We are proud to help enable our customers to meet sustainability related goals
- Emphasis on providing safe and sustainable environmental services
- Founding member of EPA Climate Leaders program in 2005
- 2022 Net Climate Benefit was greater than 4x; ratio of emission benefits from services we provide vs. Scope 1 & 2 emissions we produce
- Implemented Sustainability-linked loan in Feb 2023 aligning borrowing costs to ESG goals

Focus on enhancing public disclosures

- Find our Sustainability Accounting Standards Board **("SASB")** report, Carbon Disclosure Project **("CDP")** response, **Sustainability Report,** and other related disclosures here:

  ir.casella.com/esg-practices



Reconciliation of Adjusted EBITDA

$ in 000's

Non-GAAP Reconciliation of Adjusted EBITDA to Net income (1)

	12 months ended Dec. 31, 2019	12 months ended Dec. 31, 2020	12 months ended Dec. 31, 2021	12 months ended Dec. 31, 2022	12 months ended Dec. 31, 2023
Revenues	**$ 743,290**	**$ 774,584**	**$ 889,211**	**$ 1,085,089**	**$ 1,264,542**
Net income	**$ 31,653**	**$ 91,106**	**$ 41,100**	**$ 53,079**	**$ 25,399**
(Benefit) provision for income taxes	(1,874)	(52,804)	16,946	21,887	11,646
Other income	(1,439)	(1,073)	(1,313)	(2,585)	(1,646)
Impairment of investments	-	-	-	-	-
Loss on debt extinguishment	-	-	-	-	8,191
Interest expense, net	24,735	22,068	20,927	23,013	36,837
Southbridge Landfill closure charge, net	2,709	4,587	496	1,436	467
Expense from acquisition activities and other items	2,687	1,862	5,304	4,613	15,038
Environmental remediation charge	-	-	924	759	-
Development project charge	-	-	-	-	-
Contract settlement charge	-	-	-	-	-
Withdrawal costs - multiemployer pension plan	3,591	-	-	-	-
Change in fair value of contingent consideration - acquisition	-	-	-	-	(965)
Depreciation and amortization	79,790	90,782	103,590	126,351	170,705
Landfill capping charge - veneer failure	-	-	-	-	3,870
Legal settlement	-	-	-	-	6,150
Depletion of landfill operating lease obligations	7,711	7,781	8,265	8,674	9,026
Interest accretion on landfill and environmental remediation liabilities	6,976	7,090	7,324	8,008	9,885
Adjusted EBITDA	**$ 156,539**	**$ 171,399**	**$ 203,563**	**$ 245,235**	**$ 294,603**
Solid Waste	564,687	578,273	654,089	785,211	971,743
Resource Solutions	178,603	196,311	235,126	299,878	292,799
Third party revenues	**$ 743,290**	**$ 774,584**	**$ 889,211**	**$ 1,085,089**	**$ 1,264,542**
Adjusted EBITDA margins	**21.1%**	**22.1%**	**22.9%**	**22.6%**	**23.3%**
Net income margins	**4.3%**	**11.8%**	**4.6%**	**4.9%**	**2.0%**

(1) We present Adjusted EBITDA, which is a non-GAAP performance measure, to provide an understanding of operational performance because we consider it an important supplemental measure of our performance and believe it is frequently used by securities analysts, investors and other interested parties in the evaluation of our results. We also believe that identifying the impact of certain items as adjustments provides more transparency and comparability across periods. Management uses Adjusted EBITDA to further understand our "core operating performance" and believes our "core operating performance" is helpful in understanding our ongoing performance in the ordinary course of operations. We believe that providing Adjusted EBITDA to investors, in addition to the corresponding income statement measures, affords investors the benefit of viewing our performance using the same financial metrics that the management team uses in making many key decisions and understanding how the core business and our results of operations have performed.

Reconciliation of Adjusted Free Cash Flow

$ in 000's

Non-GAAP Reconciliation of Adjusted Free Cash Flow to Net cash provided by operating activities

	12 months ended Dec. 31, 2019	12 months ended Dec. 31, 2020	12 months ended Dec. 31, 2021	12 months ended Dec. 31, 2022	12 months ended Dec. 31, 2023
Net cash provided by operating activities (1)	$ 116,829	$ 139,922	$ 182,737	$ 217,314	$ 233,092
Capital expenditures	(103,165)	(108,108)	(123,295)	(130,960)	(154,907)
Payments on landfill operating lease contracts (i)	-	-	-	-	-
Proceeds from sale of property and equipment	750	533	788	600	1,110
Proceeds from property insurance settlement	332	-	-	-	-
Southbridge landfill closure and Potsdam environmental remediation (ii)	15,445	8,906	6,274	3,766	4,308
Contract settlement costs (iii)	-	-	-	-	-
Cash outlays from acquisition activities and other items (iv)	2,622	1,307	4,988	4,284	13,105
Waste USA Landfill phase VI capital expenditures (v)	4,873	10,573	13,325	-	-
McKean landfill rail capital expenditures (vi)	-	-	-	-	10,725
Post acquisition and development project capital expenditures (vii)	17,782	16,014	10,515	16,209	20,866
Adjusted Free Cash Flow	**$ 55,468**	**$ 69,147**	**$ 95,332**	**$ 111,213**	**$ 128,299**

(i) Effective January 1, 2019, as a part of implementing ASC Topic 842, Leases, cash payments on landfill operating lease contracts, which historically were capitalized as property, plant and equipment and presented in the Condensed Consolidated Statements of Cash Flows as cash outflows from investing activities, are classified as cash flows from operating activities that reduce net cash provided by operating activities.

(ii) Southbridge Landfill closure and Potsdam environmental remediation are cash outlays (and inflows) associated with the unplanned closure of the Southbridge Landfill and the Company's portion of costs associated with environmental remediation at the Company's Potsdam, New York scrap yard which are added back when calculating Adjusted Free Cash Flow due to their non-recurring nature and the significance of the related cash flows. The Company initiated the unplanned closure of the Southbridge Landfill in the fiscal year ended December 31, 2017 and expects to incur cash outlays through completion of the closure and environmental remediation process. The Potsdam site was deemed a Superfund site in 2000 and is not associated with current operations.

(iii) Includes a contract settlement cash outlay associated with exiting a contract.

(iv) Cash outlays from acquisition activities and other items are cash outlays for transaction and integration costs relating to specific acquisition transactions and include legal, environmental, valuation and consulting as well as asset, workforce and system integration costs as part of the Company's strategic growth initiative and other items.

(v) Waste USA Landfill phase VI capital expenditures are capital expenditures related to Waste USA Landfill phase VI construction and development that are added back when calculating Adjusted Free Cash Flow due to the specific nature of this investment in the development of long-term infrastructure which is different from landfill construction investments in the normal course of operations. This investment at the Waste USA Landfill is unique because the Company is investing in long-term infrastructure over an estimated four year period that will not yield a positive economic benefit until 2023 and extending over approximately 20 years.

(vi) McKean Landfill rail capital expenditures related to the Company's landfill in Mount Jewett, PA ("McKean landfill") rail side development that are added back when calculating Adjusted Free Cash Flow due to the specific nature of this investment in the development of long-term infrastructure which is different from the landfill construction investments in the normal course of operations.

(vii) Post acquisition and development project capital expenditures are (x) acquisition related capital expenditures that are necessary to optimize strategic synergies associated with integrating newly acquired operations as contemplated by the discounted cash flow return analysis conducted by management as part of the acquisition investment decision; and (y) non-routine development investments that are expected to provide long-term returns. Acquisition related capital expenditures include costs required to achieve initial operating synergies and integrate operations.

(1) We present non-GAAP liquidity measures such as Adjusted Free Cash Flow, Bank Consolidated EBITDA, Consolidated Funded Debt, Net and Consolidated Net Leverage Ratio that provide an understanding of the Company's liquidity because we consider them important supplemental measures of our liquidity that are frequently used by securities analysts, investors and other interested parties in the evaluation of our cash flow generation from our core operations that are then available to be deployed for strategic acquisitions, growth, investments, development projects, unusual landfill closures, site improvements and remediation, and strengthening our balance sheet through paying down debt. We also believe that identifying the impact of certain items as adjustments provides more transparency and comparability across periods. Management uses non-GAAP liquidity measures to further understand our cash flow provided by operating activities after certain expenditures along with our consolidated net leverage and believes that these measures demonstrate our ability to execute on our strategic initiatives. We believe that providing such non-GAAP liquidity measures to investors, in addition to corresponding cash flow statement measures, affords investors the benefit of viewing our liquidity using the same financial metrics that the management team uses in making many key decisions and understanding how the core business and cash flow generation has performed.

Reconciliation of Consolidated Net Leverage Ratio

$ in millions

Reconciliation of Consolidated EBITDA (as defined by the applicable credit facility agreement) to Net Cash Provided by Operating Activities

$ in millions	12 months ended Dec. 31, 2018	12 months ended Dec. 31, 2019	12 months ended Dec. 31, 2020	12 months ended Dec. 31, 2021	12 months ended Dec. 31, 2022	12 months ended Dec. 31, 2023	12 months ended Mar. 31, 2024
Net cash provided by operating activities	**$ 120.8**	**$ 116.8**	**$ 139.9**	**$ 182.7**	**$ 217.3**	**$ 233.1**	**$ 224.7**
Changes in assets and liabilities, net of effects of acquisitions and divestitures	5.4	28.7	25.2	13.1	11.2	19.6	39.0
Disposition of assets, other items and charges, net	(16.5)	0.8	(1.8)	(1.0)	(0.7)	-	-
Loss on debt extinguishment	(7.4)	-	-	-	-	(8.2)	(8.2)
Stock based compensation and related severance expense, net of excess tax benefit	(8.4)	(7.2)	(8.2)	(11.6)	(8.2)	(9.1)	(9.2)
Development project charge	(0.3)	-	-	-	-		
Impairment of investments	(1.1)	-	-	-	-	(3.0)	(3.0)
Operating lease right-of-use assets expense	-	(9.6)	(8.5)	(5.6)	(5.1)	(6.3)	(6.9)
Withdrawal costs - multiemployer pension plan	-	(2.2)	-	-	-	-	
Southbridge Landfill insurance recovery for investing activities	3.5	-	-	-	-	(0.7)	0.3
Interest expense, less amortization of debt issuance costs and discount on long-term debt	23.9	22.8	20.2	18.9	21.8	44.6	53.3
Provision (benefit) for income taxes, net of deferred taxes	(1.6)	(0.6)	(0.5)	1.9	5.4	4.3	4.2
Adjustments as allowed by the applicable credit facility agreement	34.7	20.5	14.1	27.4	15.4	69.0	57.0
Minimum Consolidated EBITDA	**$ 153.0**	**$ 169.9**	**$ 180.5**	**$ 225.8**	**$ 257.1**	**$ 343.2**	**$ 351.1**
Consolidated Funded Debt (Total Debt)	$ 555.2	$ 522.7	$ 548.4	$ 562.6	$ 603.5	$ 1,054.6	$ 1,054.6
Consolidated Net Leverage Ratio (Total Debt-to-EBITDA)	**3.62**	**3.07**	**2.76**	**2.35**	**2.08**	**2.78**	**2.72**

We present non-GAAP liquidity measures such as Consolidated EBITDA, Consolidated Funded Debt, Net and Consolidated Net Leverage Ratio that provide an understanding of the Company's liquidity because we consider them important supplemental measures of our liquidity that are frequently used by securities analysts, investors and other interested parties in the evaluation of our cash flow generation from our core operations that are then available to be deployed for strategic acquisitions, growth, investments, development projects, unusual landfill closures, site improvements and remediation, and strengthening our balance sheet through paying down debt. We also believe that identifying the impact of certain items as adjustments provides more transparency and comparability across periods. Management uses non-GAAP liquidity measures to further understand our cash flow provided by operating activities after certain expenditures along with our consolidated net leverage and believes that these measures demonstrate our ability to execute on our strategic initiatives. We believe that providing such non-GAAP liquidity measures to investors, in addition to corresponding cash flow statement measures, affords investors the benefit of viewing our liquidity using the same financial metrics that the management team uses in making many key decisions and understanding how the core business and cash flow generation has performed.

Reconciliation of Adjusted Net Income

$ in 000's

Non-GAAP Reconciliation of Adjusted Net Income to Net income

	12 months ended Dec. 31, 2022	12 months ended Dec. 31, 2023
Net income	**$ 53,079**	**$ 25,399**
Loss from termination of bridge financing (i)	-	8,191
Expense from acquisition activities (ii)	4,613	15,038
Southbridge Landfill closure charge (iii)	1,436	467
Legal settlement (iv)	-	6,150
Landfill capping charge - veneer failure (v)	-	3,870
Gain on resolution of acquisition related contingent consideration (vi)	-	(965)
Environmental remediation charge (vii)	759	-
Interest expense from acquisition activities (viii)	-	496
Gain on sale of cost method investment (ix)	(1,340)	-
Tax effect (x)	(1,640)	(6,911)
Adjusted Net Income	**$ 56,907**	**$ 51,735**

(i) Loss from termination of bridge financing is related to the write-off of the remaining unamortized debt issuance costs associated with the extinguishment of bridge financing agreements associated with acquisitions, including the acquisition of the equity interests of four wholly owned subsidiaries of GFL Environmental Inc. (the "GFL Acquisition") and the acquisition of the assets of Consolidated Waste Services, LLC and its affiliates (dba Twin Bridges) (the "Twin Bridges Acquisition").

(ii) Expense from acquisition activities is primarily legal, consulting or other similar costs incurred during the period associated with the due diligence, acquisition and integration of acquired businesses, including the GFL Acquisition and the Twin Bridges Acquisition, in the three and twelve months ended December 31, 2023, or select development projects as part of the Company's strategic growth initiative.

(iii) Southbridge Landfill closure charge are expenses related to the unplanned early closure of the Southbridge Landfill along with associated legal activities. The Company initiated the unplanned, premature closure of the Southbridge Landfill in the fiscal year ended December 31, 2017 due to the significant capital investment required to obtain expansion permits and for future development coupled with an uncertain regulatory environment. The unplanned closure of the Southbridge Landfill reduced the economic useful life of the assets from prior estimates by approximately ten years. The Company expects to incur certain costs through completion of the closure process.

(iv) Legal settlement is related to reaching an agreement in June 2023 with the collective class members of a class action lawsuit relating to certain claims under the Fair Labor Standards Act of 1938 ("FLSA") as well as state wage and hours laws.

(v) Landfill capping charge - veneer failure consists of both (i) the write-off of historical payments associated with capping work that has been deemed no longer viable due to a veneer failure and (ii) the related operating expenses incurred to clean up the affected capping material at the Company's landfill in Seneca, New York. Engineering analysis is currently underway to determine root causes and responsibility for the event.

(vi) Gain on resolution of acquisition-related contingent consideration is associated with the reversal of a contingency for a transfer station permit expansion that is no longer deemed viable.

(vii) Environment remediation charge is associated with the investigation of potential remediation at an inactive waste disposal site that adjoins one of the landfills we operate.

(viii) Interest expense from acquisition activities is the amortization of debt issuance costs comprising transaction, legal, and other similar costs associated with bridge financing activities related to the GFL Acquisition and the Twin Bridges Acquisition.

(ix) Gain on sale of cost method investment is associated with the sale of the Company's minority ownership interest in a subsidiary of Vanguard Renewables.

(x) Tax effect of the adjustments is an aggregate of the current and deferred tax impact of each adjustment, including the impact to the effective tax rate, current provision and deferred provision. The computation considers all relevant impacts of the adjustments, including available net operating loss carryforwards and the impact on the remaining valuation allowance.

Capital Expenditure Detail

$ in 000's

Capital Expenditure Detail (1)

($ in thousands)	12 months ended Dec. 31, 2019	12 months ended Dec. 31, 2020	12 months ended Dec. 31, 2021	12 months ended Dec. 31, 2022	12 months ended Dec. 31, 2023
Growth Capital Expenditures:					
Post acquisition and development projects	$ 17,782	$ 16,014	$ 10,515	$ 16,209	$ 20,866
Waste USA Landfill Phase VI	4,873	10,573	13,325	-	-
McKean Landfill rail infrastructure	-	-	-	-	10,725
Other	1,582	4,362	13,480	5,636	9,894
Growth Capital Expenditures	**$ 24,237**	**$ 30,949**	**$ 37,320**	**$ 21,845**	**$ 41,485**
Replacement Capital Expenditures:					
Landfill development	26,915	36,981	23,490	30,684	37,928
Vehicles, machinery, equipment, and containers	42,828	30,846	48,427	60,936	53,819
Facilities	7,001	5,170	7,550	12,494	15,829
Other	2,184	4,162	6,508	5,001	5,846
Total Replacement Capital Expenditures	**78,928**	**77,159**	**85,975**	**109,115**	**113,422**
Total Capital Expenditures	**$ 103,165**	**$ 108,108**	**$ 123,295**	**$ 130,960**	**$ 154,907**
Replacement Capital Expenditures as % of Revenues	10.6%	10.0%	9.7%	10.1%	9.0%
Total Capital Expenditures as % of Revenues	13.9%	14.0%	13.9%	12.1%	12.3%

(1) The Company's capital expenditures are broadly defined as pertaining to either growth or replacement activities. *Growth capital expenditures* are defined as costs related to development projects, organic business growth, and the integration of newly acquired operations. Growth capital expenditures include costs related to the following: 1) post acquisition and development projects that are necessary to optimize strategic synergies associated with integrating newly acquired operations as contemplated by the discounted cash flow return analysis conducted by management as part of the acquisition investment decision as well as non-routine development investments that are expected to provide long-term returns and includes the following capital expenditures required to achieve initial operating synergies: trucks, equipment and machinery; and facilities, land, IT infrastructure or related upgrades to integrate operations;
2) Waste USA Landfill phase VI construction and development for long-term infrastructure, which is unique and different from landfill construction investments in the normal course of operations because the Company is investing in long-term infrastructure over an estimated four year period that will not yield a positive economic benefit until 2023 and extending over approximately 20 years; and 3) development of new airspace, permit expansions, and new recycling contracts, equipment added directly as a result of organic business growth and infrastructure added to increase throughput at transfer stations and recycling facilities. *Replacement capital expenditures* are defined as landfill cell construction costs not related to expansion airspace, costs for normal permit renewals, and replacement costs for equipment due to age or obsolescence.

Reconciliations for 2024 Guidance Ranges

$ in 000's

Reconciliation of the Company's estimated Adjusted EBITDA from estimated Net Income for the fiscal year ending December 31, 2024.

$ in thousands	**(Estimated) Fiscal Year Ending December 31, 2024**
Net Income	**$35,000 - $45,000**
Interest expense, net	51,000
Provision for income taxes	18,000
Other income	(2,000)
Southbridge Landfill closure charge	1,000
Expense from acquisition activities	6,000
Depreciation and amortization	222,000
Depletion of landfill operating lease obligations	9,000
Interest accretion on landfill and environmental remediation liabilities	10,000
Adjusted EBITDA (1)	**$350,000 - $360,000**

(1) We present Adjusted EBITDA, which is a non-GAAP performance measure, to provide an understanding of operational performance because we consider it an important supplemental measure of our performance and believe it is frequently used by securities analysts, investors and other interested parties in the evaluation of our results. We also believe that identifying the impact of certain items as adjustments provides more transparency and comparability across periods. Management uses Adjusted EBITDA to further understand our "core operating performance" and believes our "core operating performance" is helpful in understanding our ongoing performance in the ordinary course of operations. We believe that providing Adjusted EBITDA to investors, in addition to the corresponding income statement measures, affords investors the benefit of viewing our performance using the same financial metrics that the management team uses in making many key decisions and understanding how the core business and our results of operations have performed.

- CY 2024 Guidance as announced on 2/15/24 and reaffirmed on 4/25/24.

Reconciliations for 2024 Guidance Ranges (cont’d)

$ in 000’s

Reconciliation of the Company's estimated Adjusted Free Cash Flow from estimated Net Cash Provided by Operating Activities for the fiscal year ending 12/31/2024.

$ in thousands	**(Estimated) Fiscal Year Ending December 31, 2024**
Net Cash Provided by Operating Activities	**$260,000 - $270,000**
Capital expenditures	(184,000)
Proceeds from sale of property and equipment	500
FLSA legal settlment payment (i)	6,150
Southbridge Landfill closure (ii)	4,000
Acquisition capital expenditures (iii)	40,500
Cash outlays from acquisition activities (iv)	6,000
McKean Landfill rail capital expenditures (v)	6,000
Landfill capping charge - veneer failure payment (vi)	850
Adjusted Free Cash Flow (1)	**$140,000 - $150,000**

(i) FLSA legal settlement payment is the cash outlay of a legal settlement related to reaching an agreement in June 2023 with the collective class members of a class action lawsuit relating to certain claims under the Fair Labor Standards Act of 1938 (“FLSA”) as well as state wage and hours laws.

(ii) Southbridge Landfill closure are cash outlays associated with the unplanned, early closure of the Southbridge Landfill. The Company initiated the unplanned, premature closure of the Southbridge Landfill in the fiscal year ended December 31, 2017, and expects to incur cash outlays through completion of the closure and environmental remediation process.

(iii) Acquisition capital expenditures are acquisition related capital expenditures that are necessary to optimize strategic synergies associated with integrating newly acquired operations as contemplated by the discounted cash flow return analysis conducted by management as part of the acquisition investment decision. Acquisition related capital expenditures include costs required to achieve initial operating synergies and integrate operations.

(iv) Cash outlays from acquisition activities are cash outlays for transaction and integration costs relating to specific acquisition transactions and include legal, environmental, valuation and consulting as well as asset, workforce and system integration costs as part of the Company’s strategic growth initiative.

(v) McKean Landfill rail capital expenditures are long-term infrastructure capital expenditures related to rail side development at the Company's landfill in Mount Jewett, PA ("McKean Landfill"), which is different from the landfill construction investments in the normal course of operations.

(vi) Landfill capping charge - veneer failure payment is the cash outlay associated with operating expenses incurred to clean up the affected capping material at the Company's landfill in Seneca, New York. Engineering analysis is currently underway to determine root causes and responsibility for the event.

(1) We present non-GAAP liquidity measures such as Adjusted Free Cash Flow, Bank Consolidated EBITDA, Consolidated Funded Debt, Net and Consolidated Net Leverage Ratio that provide an understanding of the Company’s liquidity because we consider them important supplemental measures of our liquidity that are frequently used by securities analysts, investors and other interested parties in the evaluation of our cash flow generation from our core operations that are then available to be deployed for strategic acquisitions, growth, investments, development projects, unusual landfill closures, site improvements and remediation, and strengthening our balance sheet through paying down debt. We also believe that identifying the impact of certain items as adjustments provides more transparency and comparability across periods. Management uses non-GAAP liquidity measures to further understand our cash flow provided by operating activities after certain expenditures along with our consolidated net leverage and believes that these measures demonstrate our ability to execute on our strategic initiatives. We believe that providing such non-GAAP liquidity measures to investors, in addition to corresponding cash flow statement measures, affords investors the benefit of viewing our liquidity using the same financial metrics that the management team uses in making many key decisions and understanding how the core business and cash flow generation has performed.