

Interim Results 2012/13 Making more from waste





Disclaimer Statement

This presentation contains certain forward-looking statements with respect to the operations, performance and financial condition of the Group. These forward-looking statements are subject to risks, uncertainties and other factors which as a result could cause Shanks Group's actual future financial condition, performance and results to differ materially from the plans, goals and expectations set out in the forward-looking statements. Such statements are made only as at the date of this presentation and, except to the extent legally required, Shanks Group undertakes no obligation to revise or update such forward-looking statements.



Agenda

CEO Perspectives & Highlights

Peter Dilnot Group Chief Executive

Financial & Operational Review

Toby Woolrych Group Finance Director

Summary & Outlook

Peter Dilnot Group Chief Executive



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CEO Perspectives

1

- We have a clear and consistent strategy with strong long-term growth drivers
- 2 H1 12/13 performance has been impacted by tough market conditions
 - Solid Waste division challenged by macro demand and price pressure
 - Organics, Hazardous Waste & UK Municipal divisions continue to perform well
- 3 New Group structure enables divisions to be managed actively and discretely
- 4 We are taking decisive action to transform the profitability of Solid Waste
- 5 In parallel, our investment programme continues to deliver profitable growth
- 6 We have a strong pipeline of opportunities and a robust balance sheet

Macro environment remains challenging, well-positioned for sustained profitable growth



2012/13 Interim Highlights

Revenue & Profits	 Revenue down 8% primarily due to NL and UK SW* Underlying PBT down 22% - impacted by SW*
Solid Waste Division	 Major headwinds in NL; 60-year lows in construction UK volume and recyclate prices hit by recession
Cost Reduction	 New structural cost programme launched today Delivers £13m in 13/14 and £20m annually from 15/16
Growth Divisions	 Organics revenue up 15%; UK Municipal profit up 42%* Hazardous Waste margins up 90 bps
Investment Programme	 12.3% post-tax return for projects fully up and running £145m now invested with strong opportunity funnel
Cash Flow & Financing	 Underlying free cash flow conversion of 47% Net debt to EBITDA ratio at 2.1x
Dividend	 Interim dividend maintained at 1.1p per share Reflects Board's confidence in future growth



Vision and Strategy

'To be the leading provider of sustainable waste management solutions in our target markets'

Vision



Making More From Waste



H1 Highlights

'To be the leading provider of sustainable waste management solutions in our target markets'

Vision



- Barrow MBT completed
- Good progress in Wales AD
- 30KT new contract in Canada



Operational Performance

- UK Municipal margin up 310bps
- £9m cost savings in H1
- £50m structural cost plan started



<u>Capabilities &</u> <u>Technologies</u>

- Implemented new
 Group structure
- Shared Organics
 expertise
- Building shared service centre



<u>Business</u> <u>Portfolio</u>

- Gains from Van Tuijl acquisition
- Foronex transport sale
- Demolition exit

Making More From Waste

New Group Structure



Division	Characteristics
Solid	 'Local' business linked to macro economy Focus on productivity and cost reduction Well positioned for recovery
Hazardous	 Strong business with competitive advantages International experience and reach Future growth through capacity investments
Organics	 Growing business with proven capabilities Profitable growth in new markets Continued growth through new plants
UK Municipal	 Stable business with long-term contracts Improving operational margins Growth through ramp-up & new opportunities



Benefits of New Group Structure

Division	Benefits	H1 Example			
Solid	 Significant cost synergies Revenue gains across borders 	 Dutch SW from 8 to 3 regions Renegotiated off take contracts 			
Hazardous	 Sales synergies - eg oil & gas Increased investments 	 Fast-tracked capital approvals Accelerated 12/13 profit drivers 			
Organics	 Leverage Orgaworld expertise Increased Group focus 	 Improved UK/Belgian AD margins Good progress in Wales 			
UK Municipal	 Best practices across contracts More focused bidding 	 310 bps margin expansion Improved key contract terms 			
Shanks Group	 Targeted cost action with clear 'case for change' Increased focus on growth opportunities Improved deployment of capital 				

Core Value Drivers in H1



Cost Reduction

£9m savings delivered in H1 from ongoing operational actions

3-year structural cost programme started

- Annualised £20m saving in 15/16
- £50m+ total saving over 3 years

Plant closures & headcount reduction in H1 deliver £6m annualised

Ongoing structural action will deliver savings of £13m in 13/14

Growth Investment

Over £295m recently invested in new infrastructure*

- Shanks programme £145m
- UK PFI projects £150m

Shanks programme generated 12.3% post tax in H1**

UK PFI operating margins >10%

Strong opportunity pipeline focused on Hazardous and Organics

* Since 2008, combination of Shanks investment programmes and UK PFI-linked investments (non recourse debt)

** From projects fully up and running in the £100m investment programme



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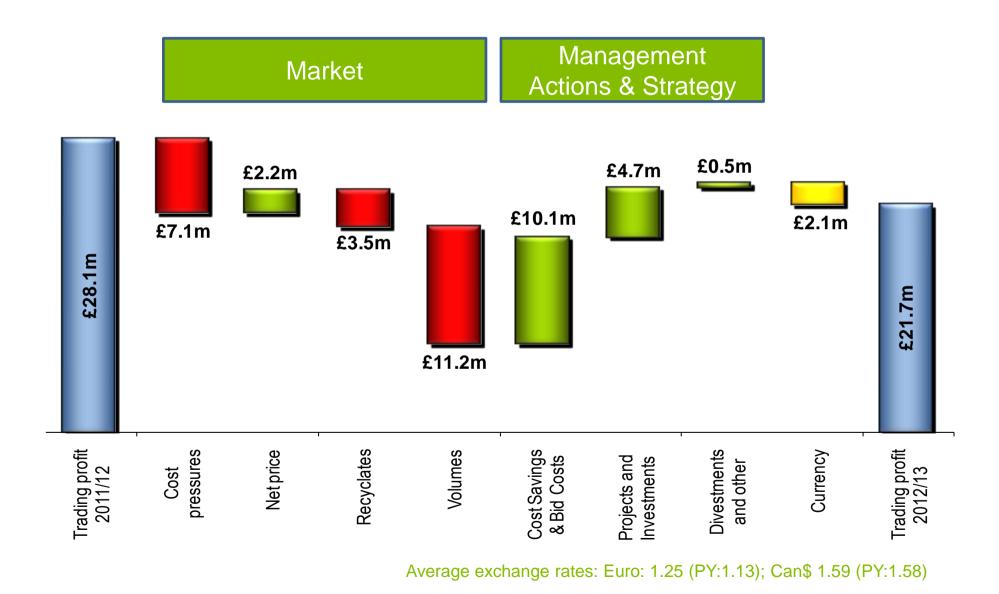


Income Statement Six Months ended September

	Sep 12 £m	Sep 11 £m	Reported £m	Change %	Excluding currency Change %
Revenue	339.6	397.7	(58.1)	-15%	-8%
Trading Profit	21.7	28.1	(6.4)	-23%	-15%
Net Interest Associate Income	(7.5) 0.1	(8.0) 0.1			
Underlying profit before tax	14.3	20.2	(5.9)	-29%	-22%
Non trading and exceptional items	(7.3)	(2.9)			
Profit before tax Taxation	7.0 (0.6)	17.3 (0.2)	(10.3)	-60%	-54%
Profit after tax	6.4	17.1	(10.7)	-63%	-57%
Underlying earnings per share (p) Basic earnings per share (p)	2.7 1.6	3.8 4.3	(1.1) (2.7)	-29% -63%	-21% -56%



Trading Profit Progression: Drivers



14

Structural Cost Programme



- Structural cost reduction programme to deliver £20m of savings in 2015/16
 - £6m of annual savings already secured will save £3m in H2 13
 - £7m of annual savings to be secured by year end will save £1m in H2 13
 - £7m of annual savings to be delivered by shared services and improved procurement
- Cash cost of £28m results in cash payback on full savings of 1.3 years
- Charges taken over current and next accounting years

All figures in £m	P&L charge		Timing of charge							
	Non		12/13	12/13	13/14	т	iming o	f benefi	t	
	Cash	Cash	Total	H1	H2	Total	12/13	13/14	14/15	15/16
Benelux Solid Waste	12	3	15	2	10	3	2	6	7	7
UK Solid Waste	3	11	14	2	12	-	2	5	5	5
Other divisions	3	-	3	1	2	-	1	1	1	1
Solid Waste shared services	10	-	10	-	1	9	-	-	3	4
Procurement	-	-	-	-	-	-	-	1	2	3
	28	14	42	5	25	12	5	13	18	20



Structural Cost Initiatives in Detail

Benelux Solid Waste Secured: £3m p.a., £1.5m in H2 One sorting centre closed • Three sorting centres converted to transfer stations 85 headcount reduction Underway: £4m p.a., complete by year end Further sorting line closed C&D processing satellite closed Capacity rightsizing 160 headcount reduction Shared service centre saving £4m p.a. 40 headcount reduction Improved procurement saving £3m p.a.

UK Solid Waste

Secured: £2m p.a., £1m in H2

- 60 headcount reduction
- Reorganised across regional PFI clusters
- Mostly back office savings

Underway: £3m p.a., £1m in H2

- Scottish assets rebalanced
- Operational changes & capacity reduction
- 70 headcount reduction



Divisional Performance Solid Waste Benelux

Sep 11 €m	Cha €m	nge %
€m	€m	%
129.6	(12.3)	-9%
58.4	()	-4%
52.5	()	-15%
(9.0)	(0.6)	
231.5	(23.3)	-10%
204.4	(37.3)	-18%
10.6	(3.9)	-37%
4.0	1.5	38%
4.6	(0.1)	-2%
(3.4)	(1.6)	
15.8	(4.1)	-26%
13.9	(4.5)	-32%
8.2%		
6.8%		
8.8%	_	
6.8%		
	52.5 (9.0) 231.5 204.4 10.6 4.0 4.6 (3.4) 15.8 13.9 8.2% 6.8% 8.8%	58.4 (2.3) $52.5 (8.1)$ $(9.0) (0.6)$ $231.5 (23.3)$ $204.4 (37.3)$ $10.6 (3.9)$ $4.0 (1.5)$ $4.6 (0.1)$ $(3.4) (1.6)$ $15.8 (4.1)$ $13.9 (4.5)$ $8.2%$ $8.8%$

Market

- Dutch C&D volumes down 17%, prices down 6%
- Dutch I&C volumes down 6%, prices down 3%
- Belgium relatively flat

Progress

- Good contract wins: Dura Vermeer, Heineken
- Van Tuijl performs well

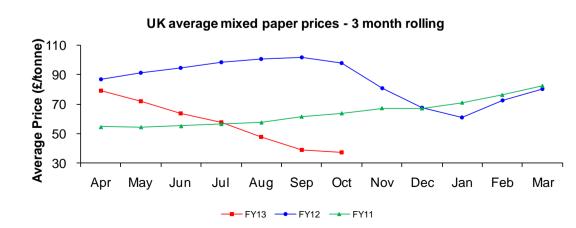
Investment

Hook of Holland facility commissioned



Divisional Performance Solid Waste UK

Six months ended	Sep 12	Sep 11	Cha	inge
	£m	£m	£m	%
Revenue	32.5	45.0	(12.5)	-28%
Trading Profit				
Solid Waste	(0.7)	4.4	(5.1)	-116%
Divisional central services	(1.5)	(2.0)	0.5	
Total Trading Profit (before non trading & exceptional)	(2.2)	2.4	(4.6)	-192%
Trading Margin				
Solid Waste	-2.2%	9.8%		
Total Trading Margin	-6.8%	5.3%	-	



Market

- Collection tonnages down 12%
- Recycling tonnages down 11%
- Sharp fall in recyclate prices in Q2
- Scotland particularly challenged

Progress

- Good contract wins
 - Bedfordshire
 - Silverburn

Investment

Kettering MRF



Divisional Performance Municipal Waste UK

Six months ended	Sep 12	Sep 11	Cha	inge
	£m	£m	£m	%
Revenue	57.1	55.0	2.1	4%
Trading Profit				
PFI/PPP contracts	6.8	4.8	2.0	42%
Divisional central services	(2.6)	(4.1)	1.5	
Total Trading Profit (before non trading & exceptional)	4.2	0.7	3.5	500%
Trading Margin	7.4%	1.3%		



Existing contracts

- Good growth from all current operational contracts
- Barrow MBT plant completed and to start commissioning
- BDR construction underway
- D&G negotiations ongoing

Pipeline

- Planning permission received for Derby
- Financial close for Wakefield targeted for H2
- PB decision due shortly for Derry

^{*}Margins now include an allocation of divisional central costs



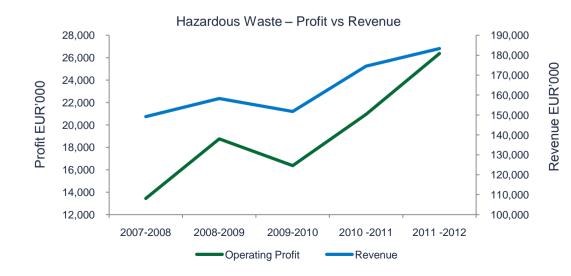
PFI Directors' Valuation

- Portfolio valuation includes the four operating contracts, BDR and the two contracts at preferred bidder
- Valuation based on the cash flows of the financial vehicles and the operating contracts discounted at 8%
- Valuation at £88m 10% increase from March 12

Valuation of future cash flows discounted at 8%:	£m
Contracts in full operations - operational contract value	54
Contracts in build phase & at preferred bidder status - operational contract value	24
	78
Contracts in full operations - SPV financing vehicles	4
Contracts in build phase & at preferred bidder status - SPV financing vehicles	6
Directors' Valuation at 30 September 2012	88

Divisional Performance Hazardous Waste

Six months ended	Sep 12	Sep 11	Cha	nge
	€m	€m	€m	%
Revenue	84.3	90.3	(6.0)	-7%
Total Revenue (£m)	67.7	79.7	(12.0)	-15%
Trading Profit				
Hazardous Waste	13.3	13.5	(0.2)	-1%
Divisional central services	(0.9)	(1.0)	0.1	
Total Trading Profit (before non trading & exceptional)	12.4	12.5	(0.1)	-1%
Total Trading Profit (£m)	9.9	11.2	(1.3)	-12%
Trading Margin	14.7%	13.8%		



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Market

- Core markets robust
- Good order backlog in soil treatment
- Prior period included one-off waste water storage and treatment contract
- Strong summer season for Reym

Progress

- Reym grew margins significantly with improved operational efficiency
- ATM processing highly contaminated European soil contract

Investment

- ATM completing expansion of soil treatment facilities
- ATM to commence expansion of pyro (paints & solvents) facility

Divisional Performance Organics

Six months ended	Sep 12	Sep 11	Cha	nge
				Ū.
	€m	€m	€m	%
Revenue				
Netherlands	9.5	9.9	(0.4)	-4%
Canada	9.6	8.2	1.4	17%
Other Organics	3.7	1.8	1.9	106%
Total Revenue	22.8	19.9	2.9	15%
Total Revenue (£m)	18.3	17.6	0.7	4%
Trading Profit				
Netherlands	2.2	2.4	(0.2)	-8%
Canada	2.3	2.1	0.2	10%
Other Organics	-	(0.3)	0.3	100%
Divisional central services	(0.7)	(0.6)	(0.1)	
Total Trading Profit (before non trading & exceptional)	3.8	3.6	0.2	6%
Total Trading Profit (£m)	3.1	3.2	(0.1)	-3%
Trading Margin				
Netherlands	23.2%	24.2%		
Canada	24.0%	25.6%		
Other Organics	0.0%	-16.7%		
Total Trading Margin	16.7%	18.1%		

Market

- Underlying markets remain strong
- Good pipeline of opportunities in Canada & UK

Shanks

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• ROCs renewed in UK for AD

Progress

- Netherlands: third CHP to come on stream at Amsterdam AD plant
- Canada: good performance and new 30,000 ton contract with Region of York
- UK: Cumbernauld increases revenues, M&S power purchase agreement

Investment

 Westcott Park to commission mid-2013



Cash Flow Performance

- £4m receipt falls into H2
- Replacement capital well controlled at 54% of depreciation (2011: 78%)
- Growth spend on Westcott Park, ATM soil treatment and Amsterdam AD
- Acquisition relates to final earn out payment on Orgaworld
- PFI funding relates to timing differences in PFI build activities and financing

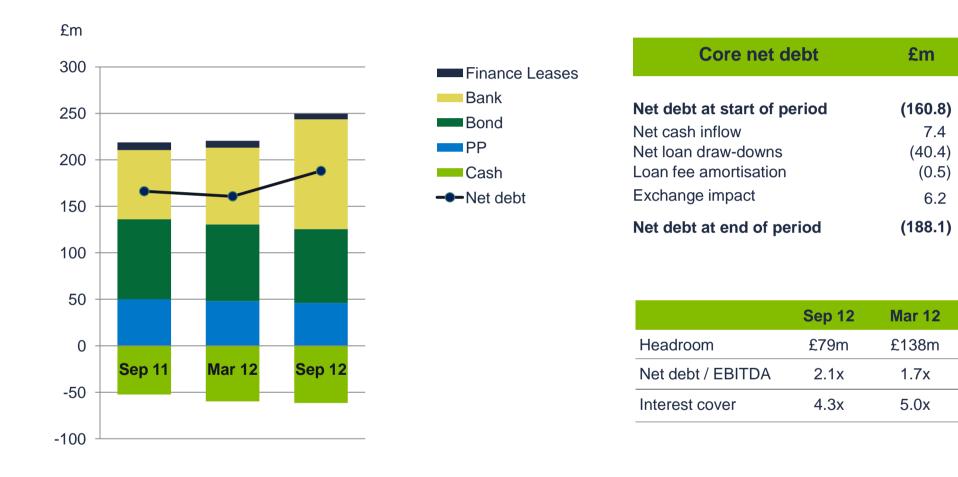
	Sep 12	Sep 11
	£m	£m
EBITDA Working capital movement and other Net replacement capital expenditure Interest and tax	43.6 (14.3) (12.5) (6.6)	, ,
Underlying free cash flow	10.2	18.3
Net growth capital expenditure	(11.7)	(14.4)
Acquisitions and Disposals	(11.0)	(1.0)
Restructuring spend	(2.3)	-
Dividends paid	(9.3)	(8.9)
PFI funding and other	(8.9)	(5.3)
Net core cash flow	(33.0)	(11.3)
Free cash flow conversion	47%	65%

FCF conversion is defined as underlying free cash flow divided by trading profit

Important area of focus going forward



Movement in Core Net Debt



In addition £60m of non recourse debt in relation to PFI/PPP contracts



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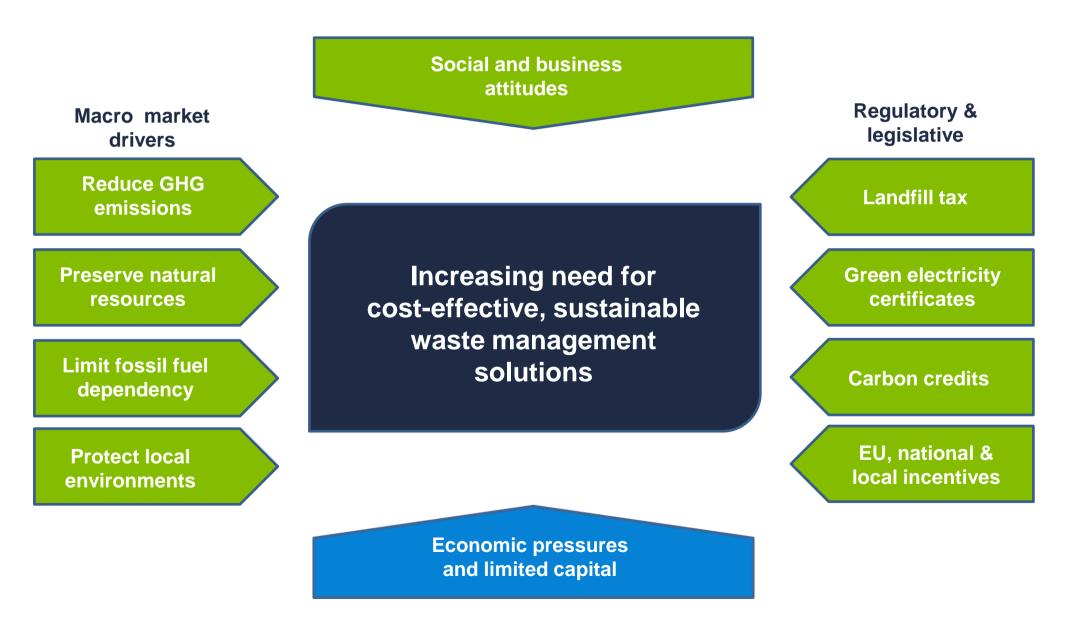
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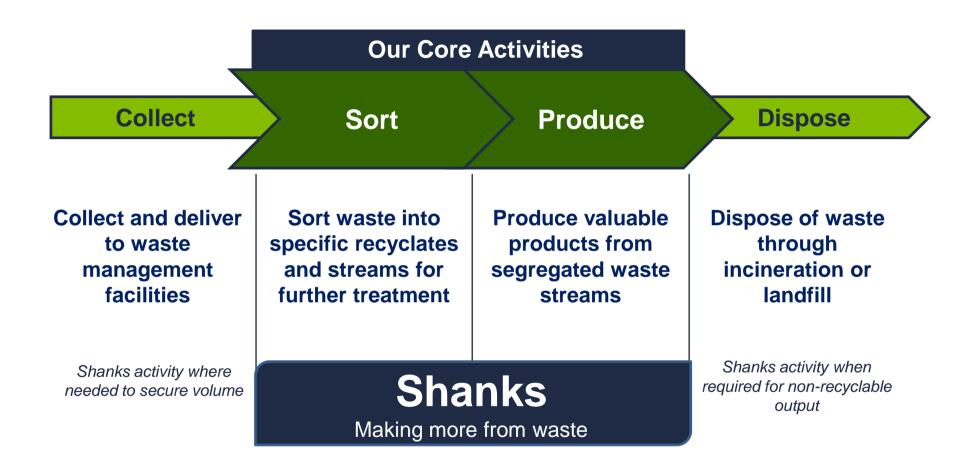


Strong Growth Drivers





Making More From Waste



Alternative route of mass incineration or landfill



Future Value Drivers



Cost Programmes

3 year structural cost programme created and launched

- Annualised £20m in 15/16
- £50m+ total savings over 3 years

Increasing focus on productivity and 'lean manufacturing'

- Product quality & mix
- New specifications and off-takes

Drive on operational cost reduction continues



Investment Growth

Significant investment in last four years

- £145m projects started
- Generating >12% post-tax return*

Incremental investment through UK PFI

- £150m committed infrastructure**
- £160m planned

£250m programme on track

- Strong future opportunity funnel
- Focus on Organics & Hazardous with attractive returns

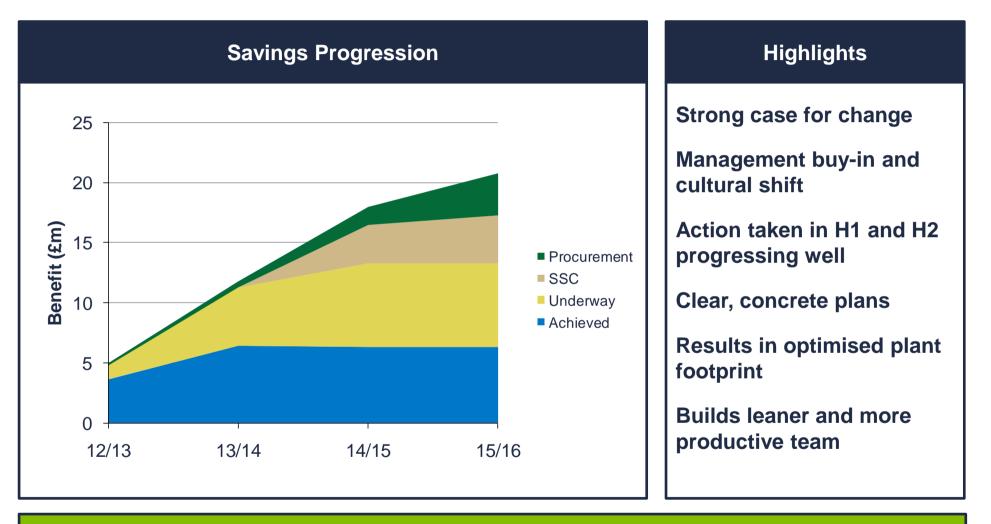


Value Drivers by Division

Division	Market Context	How we win	(A) Cost	B Investment
Solid	 Highly competitive Low barriers to entry Overcapacity 	 Best cost position in target regions Focused commercial action 	High	Low
Hazardous	 Concentrated market High barriers Blue-chip customers International demand 	 Leverage cost position and drive utilisation Invest in capacity and reach 	Med	High
Organics	 Growing market with new entrants Municipal & commercial opportunities 	 Margin gains through technical expertise Growth where inputs secure 	Med	High
UK Municipal	 Established market with 25-year contracts Evolving, less capital intense opportunities 	 Deliver gains through operational excellence Selective new bidding 	High	High

Structural Cost Programme

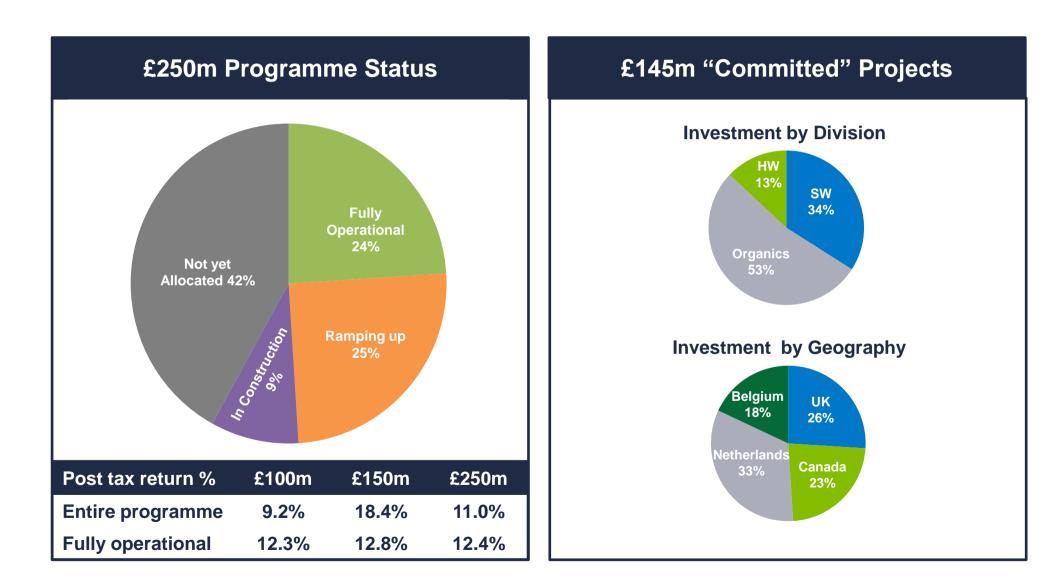




Delivers £20m incremental cost saving in 15/16, equivalent to 50% 11/12 PBT



Investment Programme Status





£250m Investment Outlook

Category	Value	Examples	Profit Growth	Impact
Fully Operational	£60m	 Ottawa Canada AD (Org) ATM water treatment (HW) Gent SRF capacity (SW) 	 Improving margins from plant maturity Small increases in capacity 	
Ramping up	£65m	 London Canada AD (Org) Amsterdam AD (Org) Cumbernauld AD (Org) ATM soil capacity (HW) 	 Increased profit from further capacity and throughput Productivity gains over time 	1
In Construction	£20m	 Westcott Park AD (Org) Kettering MRF (SW) 	 New contribution as plants commission and ramp 	
Not yet Allocated	£105m	 ATM jetty extension (HW) Rotterdam project (HW) Canada plants (Org) 	 New contribution as plants commission and ramp 	



Outlook

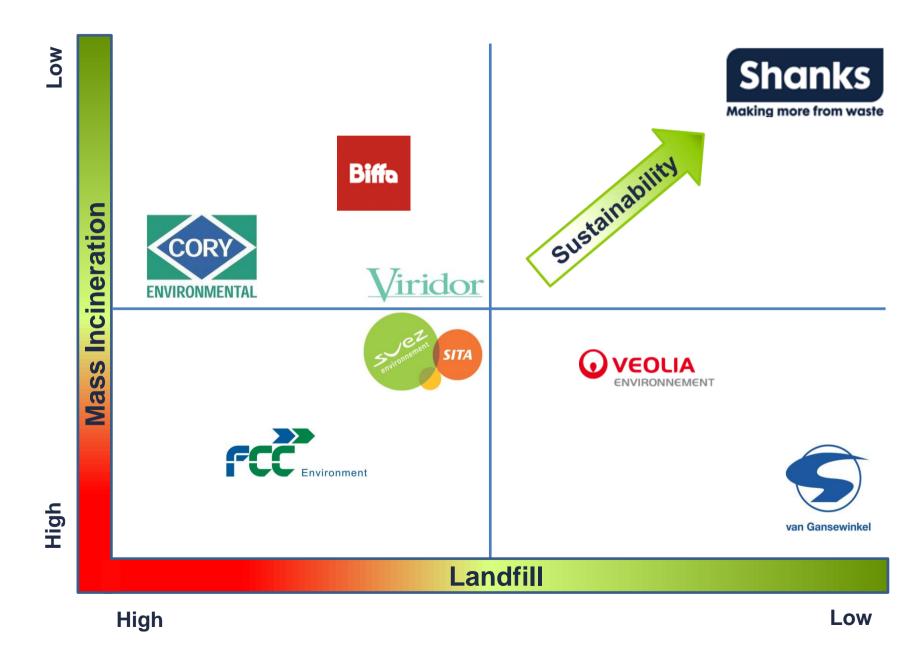
- Solid Waste markets remain challenging
- Group reorganised to manage businesses more effectively
- Decisive action taken to deliver structural cost reduction
- Increasing returns from investment programme and UK Municipal portfolio
- 2012/13 in line with the Board's revised expectations
- Clear path to future profitable growth



Making more from waste

Appendices

Shanks Distinct Positioning



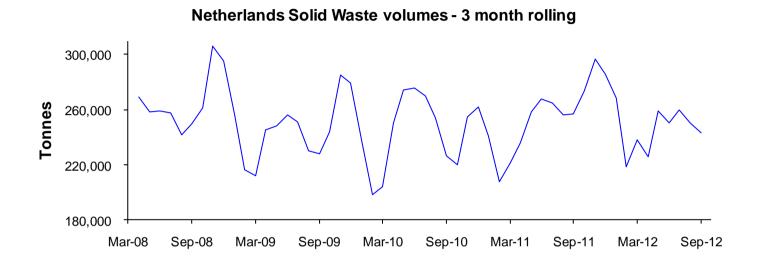


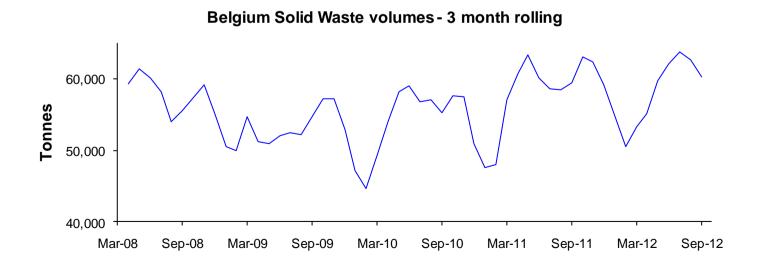
How Do We Measure The Business

Financial KPIs	Sep 12	March 12
Growth in revenue from sustainable activities	-7%	2%
Trading profit organic growth	-15%	6%
Return on operating assets	13.5%	15.2%
Free cash flow conversion	47%	81%
Post tax return on fully operational projects	12.3%	12.2%
Underlying earnings per share growth	-29%	11%
Leverage ratio	2.1 times	1.7 times
Operational KPIs	Sep 12	March 12
Waste volumes handled – tonnes	7.6m	7.9m
Recycling and recovery rate	79%	78%
Sorting centres - utilisation rates	67%	68%
Energy generated – megawatt hours	111,000	113,000
Lower RIDDOR rate (per 100,000 employees)	2,400	2,600



Benelux Market Data - Volumes

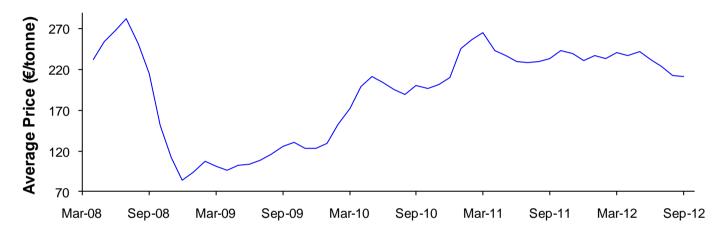




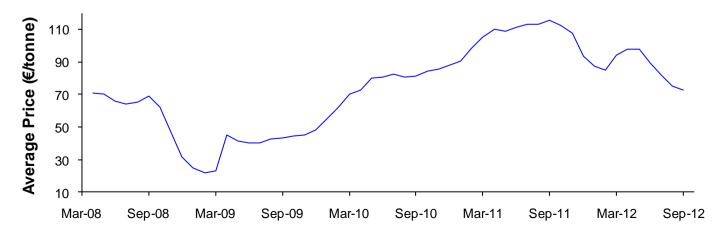


Benelux Market Data – Recyclate Pricing

Netherlands average metal prices - 3 month rolling

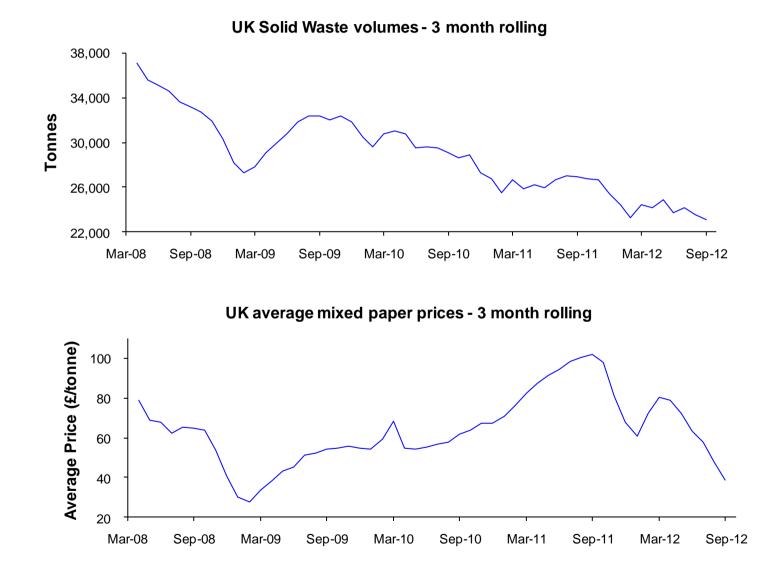


Netherlands average mixed paper prices - 3 month rolling





Solid Waste UK Market Data

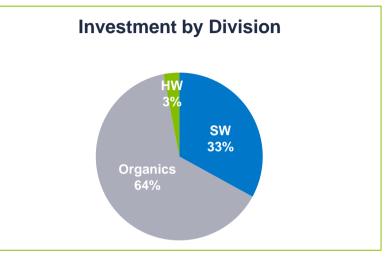


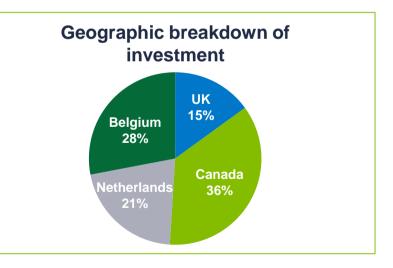


£100m Investment Programme

Division	Project	Status
Hazardous Waste	ATM water treatment	Operational
Organics	Roeselare AD	Operational
Organics	Ottawa Canada AD plant	Operational
Solid Waste	Foronex investment	Operational
Solid Waste	Sorting centre, Netherlands	Operational
Solid Waste	SRF capacity, Belgium	Operational
Solid Waste	Sorting centre, Belgium	Operational
Solid Waste	Steam turbine	Operational
Organics	Amsterdam AD plant	Ramping up
Organics	London Canada AD plant	Ramping up
Organics	Scotland AD plant	Ramping up
Solid Waste	MRF, UK	Ramping up

Entire programme	9.2%
Fully operational	12.3%









Division	Project	Status	Investment by Division*
Hazardous Waste	ATM pyro treatment	Operational	-
Hazardous Waste	ATM water treatment	Operational	
Hazardous Waste	ATM others	Operational	
Hazardous Waste	Reym various	Operational	HW SW
Solid Waste	Sorting line improvements, Netherlands	Operational	33% 35%
Hazardous Waste	ATM soil treatment	Ramping up	
Organics	Amsterdam AD plant, CHP	Ramping up	Organics
Solid Waste	Hook of Holland composting site	Ramping up	32%
Organics	England AD plant	In Construction	
Solid Waste	MRF, UK	In Construction	

Programme Status	
Operational	10%
Ramping up	8%
In Construction	15%
Not Yet Allocated	67%
Entire programme	18.4%
Fully operational	12.8%



* Excluding projects not yet allocated



PFI/PPP Portfolio

Contract	Assets	Status
East London (ELWA)	MRF, MBT	Fully operational
Dumfries & Galloway	MBT, Landfill	Fully operational
Argyll & Bute	Landfill,	Fully operational
Cumbria	MBT	Fully operational, 2nd MBT
		commissioning in Q4
Barnsley Doncaster and Rotherham	MBT	Under construction
Wakefield	MRF, Autoclave, AD, Composting	Awaiting financial close
Derby	MBT, Gasification	Planning permission granted, awaiting final close
Derry	MBT, Gasification	Awaiting preferred bidder decision

Municipal AD projects covered under Organics



Segmental Analysis - Continuing

			Davida		Tue	din a Duafit
			Revenue	Trading Profit		
	6 months e	ended S	eptember	6 months ended September		eptember
	2012	2011	Variance	2012	2011	Variance
	£m	£m	%	£m	£m	%
Solid Waste Benelux	167	204	(18)	9.4	13.9	(32)
Solid Waste UK	33	45	(28)	(2.2)	2.4	<100
Municipal Waste UK	57	55	4	4.2	0.7	>100
Organics	18	18	4	3.1	3.2	(3)
Hazardous Waste	68	80	(15)	9.9	11.2	(12)
Group Central Services	-	-	-	(2.7)	(3.3)	18
Inter-segment revenue	(3)	(4)	(15)	-	-	-
	340	398	(15)	21.7	28.1	(23)

Trading profit = operating profit before amortisation of acquisition intangibles, and exceptional items



Non-trading & Exceptional Items

Six months ended September	2012 £m	2011 £m
Amortisation of acquisition intangibles	(1.8)	(1.9)
Restructuring charges	(5.1)	-
Exit from Foronex transport activities	1.0	-
Other provisions	(1.4)	-
Change in fair value of derivatives	-	(1.0)
Total non-trading & exceptional items	(7.3)	(2.9)



Balance Sheet as at 30 September

	Sep 12	Sep 11
	£m	£m
Tangible fixed assets	376.1	393.9
Goodwill & other intangibles	258.7	280.7
Trade and other receivables	7.2	10.1
Financial assets relating to PFI/PPP contracts	73.9	49.5
Other investments and loans to JVs	6.6	7.5
Non current assets	722.5	741.7
Working capital	(12.1)	(38.9)
Pension deficit	(11.0)	(10.7)
Taxation	(25.2)	(31.9)
Provisions and other liabilities	(57.8)	(48.6)
Derivative financial liabilities	(25.9)	(16.2)
Net core debt	(188.1)	(166.3)
PFI non recourse net debt	(60.1)	(52.0)
Net Assets	342.3	377.1

Return on Capital



	Sept 12	March 12
Post tax ROIC (on depreciated capital base including goodwill)	6.2%	6.7%
Return on operating assets (trading profit on depreciated operating assets excluding debt, tax and goodwill)	13.5%	15.2%
Post tax project returns – fully operational projects in £100m programme (on the original invested capital)	12.3%	12.2%



Glossary

- AD Anaerobic digestion
- C&D Construction & Demolition
- CHP Combined Heat & Power
- I&C Industrial & Commercial
- MBT Mechanical Biological Treatment
- MRF Material Recycling Facility
- PFI Private Finance Initiative
- PPP Public Private Partnership
- RDF Refuse Derived Fuel
- **ROC** Renewable Obligation Certificate
- SRF Solid Recovered Fuel