

Great Lakes
Dredge & Dock
Corporation

NobleCon15
January 2019



GREAT LAKES DREDGE & DOCK CORPORATION
INFO@GLDD.COM | GLDD.COM

SAFE HARBOR

Forward-Looking Statements

This presentation includes “forward-looking” statements within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, the Private Securities Litigation Reform Act of 1995 or in releases made by the SEC, all as may be amended from time to time. Such statements include declarations regarding the intent, belief, or current expectations of the Company and its management. The Company cautions that any such forward-looking statements are not guarantees of future performance, and involve a number of risks, assumptions and uncertainties that could cause actual results of the Company and its subsidiaries, or industry results, to differ materially from those expressed or implied by any forward-looking statements contained herein, including, but not limited to, as a result of the factors, risks and uncertainties described in securities filings of the Company made with the SEC, including the Company's most recent Report on Form 10-K. You should not place undue reliance upon these forward-looking statements provided herein are made only as of

the date hereof or as a specified date herein and the Company does not have or undertake any obligation to update or revise them, unless required by law.

Non-GAAP Measures

This presentation includes certain non-GAAP measures, including Adjusted EBITDA from continuing operations, Pro Forma Adjusted EBITDA from continuing operations and operational results excluding restructuring. In addition to providing key metrics for management to evaluate the Company's performance, we believe these measurements assist investors in their understanding of period-to-period operating performance and in identifying historical and prospective trends. Reconciliations of these non-GAAP financial measures to the most comparable GAAP measure are available in the Appendix. Investors are urged to consider these non-GAAP measures in addition to, and not in substitution for, measures prepared in accordance with GAAP.



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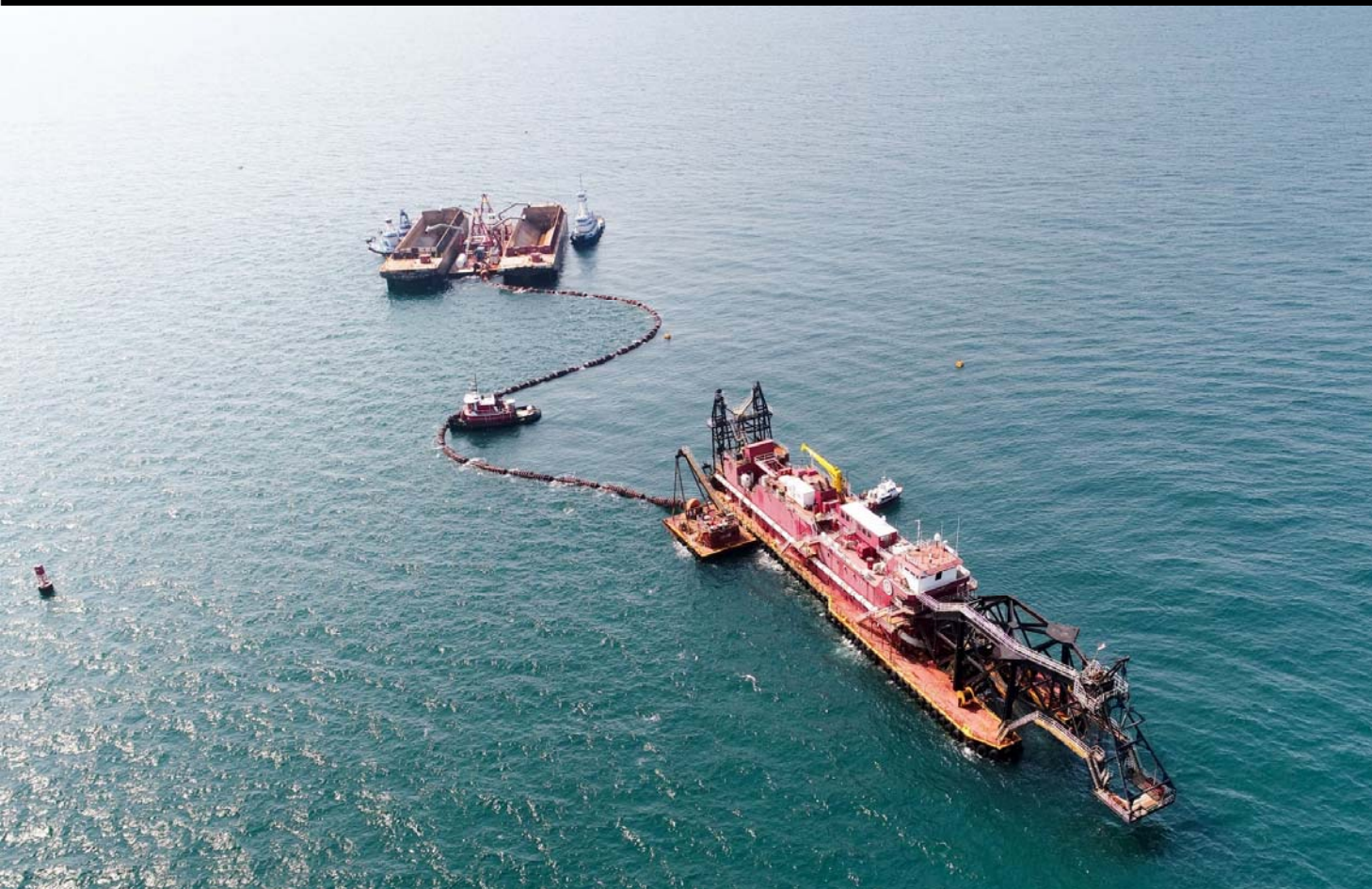


FINANCIAL OVERVIEW



APPENDIX





COMPANY OVERVIEW

GREAT LAKES DREDGE & DOCK CORPORATION

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WHO IS GREAT LAKES DREDGE & DOCK CORPORATION?

MARINE & ENVIRONMENTAL
INFRASTRUCTURE CONTRACTOR

AN INCIDENT AND INJURY-FREE (IIF) COMPANY®



A LEADING DREDGING & ENVIRONMENTAL
INFRASTRUCTURE CONTRACTOR WITH
SCALE, DIVERSIFICATION & DISTINCT
COMPETITIVE ADVANTAGES.

DOMESTIC DREDGING

INTERNATIONAL DREDGING

ENVIRONMENTAL
REMEDiation

INFRASTRUCTURE
TECHNOLOGIES

LTM REVENUE \$693 MILLION

LTM EBITDA^a \$90 MILLION

COMPANY BACKLOG \$689 MILLION

\$ as of Sep 30, 2018

(a) Represents Adjusted EBITDA from continuing operations excluding \$26 million restructuring Impact; See Appendix for reconciliation of Net Income (Loss) to Pro Forma Adjusted EBITDA

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GREAT LAKES DREDGE & DOCK COMPANY (GLDD or DREDGING)



Overview

- Largest dredging company in the United States
- Dredge Act and Jones Act provide significant barriers to entry in the domestic market
- Only U.S. dredging company with significant international operations
- Large and diverse fleet of hydraulic, mechanical and hopper dredges

Core Services

- Port, harbor and waterway maintenance, deepening and expansion
- Coastal restoration and protection
- Land reclamation
- Lake and river dredging
- Pipeline, cable and tunnel trenching
- Subaqueous rock drilling and blasting
- Environmental restoration

Customers

- Federal, state, local, and foreign governments, and domestic and foreign private companies, such as utilities and energy companies

~1,231
EMPLOYEES^a

~\$600M REVENUE ~\$654M BACKLOG^b

GREAT LAKES ENVIRONMENTAL & INFRASTRUCTURE (E&I)



- One of the largest self-performing contractors in the environmental remediation and geotechnical space in the United States
- Service provider with national footprint
- Ability to execute in union or non-union environment

- In Situ/Ex Situ Stabilization (ISS/ESS)
- CCR Pond Closure Solutions
- Sediment Remediation
- MGP Site Remediation
- Slurry Wall Construction
- Specialty Civil Construction
- Mine Reclamation
- Soil Stabilization/Ground Improvement
- Dam and Levee Rehabilitation
- Habitat and Wetlands Restoration

- Public and private industry including general contractors, corporations, Superfund sites, environmental engineering and consulting firms, federal, and municipal government agencies

~195
EMPLOYEES^a

~\$93M REVENUE ~\$35M BACKLOG^b

Note: Figures as of Trailing Twelve Month Period ended Sep 30, 2018
(a) Dredging as of FYE 2017, E&I as of FYE 2017; (b) Company Backlog at 9/30/2018

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NORTH AMERICA'S LEADING DREDGER WITH 128 YEARS OF EXPERIENCE



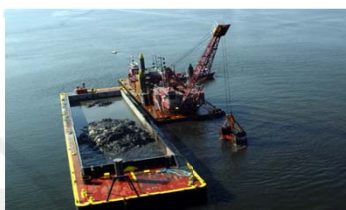
CAPITAL
31% OF DREDGING REVENUE

↓
PORT DEEPENING /
EXPANSION, LAND
RECLAMATION, & EXCAVATION
OF UNDERWATER TRENCHES
BID MARKET SHARE^(A) 29%



COASTAL PROTECTION
32% OF DREDGING REVENUE

↓
CREATING AND REBUILDING
BEACHES
BID MARKET SHARE^(A) 34%



MAINTENANCE
23% OF DREDGING REVENUE

↓
MAINTAINING DEPTH OF
WATERWAYS AND HARBORS
BID MARKET SHARE^(A) 28%



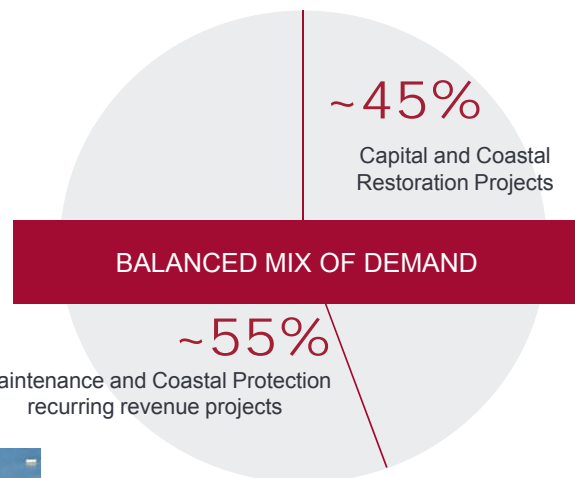
FOREIGN
7% OF DREDGING REVENUE

↓
INTERNATIONAL LAND
RECLAMATIONS, CHANNEL
DEEPENING & PORT
INFRASTRUCTURE DEVELOPMENT
**3-YEAR AVERAGE REVENUE:
\$118MM**



RIVERS & LAKES
7% OF DREDGING REVENUE

↓
INLAND MAINTENANCE AND LAKE
DREDGING, ENVIRONMENTAL &
HABITAT RESTORATION
BID MARKET SHARE^(A) 8%



(a) The Company's dredging bid market is defined as the aggregate dollar value of domestic projects on which the Company bid or could have bid if not for capacity constraints. Bid market share represents bid market average over the prior three years as of 12/31/17;

LARGE & FLEXIBLE FLEET FOR DREDGING IN U.S. & INTERNATIONAL MARKETS



HYDRAULIC

- 12 VESSELS: 11 U.S., 1 MIDDLE EAST (ALL U.S. FLAGGED)



HOPPER

- 5 VESSELS: 5 U.S. (ALL U.S. FLAGGED)
- HIGHLY MOBILE, ABLE TO OPERATE IN ROUGH WATERS
- LITTLE INTERFERENCE WITH OTHER SHIP TRAFFIC



MECHANICAL

- 3 VESSELS: 3 U.S. (ALL U.S. FLAGGED)
- OPERATES ONE OF TWO ENVIRONMENTALLY FRIENDLY ELECTRIC CLAMSHELL DREDGES IN THE U.S.
- MANEUVERABILITY IN TIGHT AREAS SUCH AS DOCKS AND TERMINALS



Note: Excludes vessels that are currently slated for rationalization.

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TOP RECENT DREDGING PROJECT AWARDS AS OF 1/20/2019

DATE	PROJECT / LOCATION	AMOUNT	TYPE
JANUARY 2019	CORPUS CHRISTI CHANNEL DEEPENING	\$93 MILLION	CAPITAL
SEPTEMBER 2018	TAMPA HBR, BIG BEND CHNL, FL	\$74 MILLION	CAPITAL
SEPTEMBER 2018	JACKSONVILLE DEEPENING "B"	\$210 MILLION	CAPITAL
SEPTEMBER 2018	SAD REGIONAL HOPPER DRG	\$19 MILLION	MAINTENANCE
SEPTEMBER 2018	FIRE ISLAND INLET, NY	\$26 MILLION	BEACH
JULY 2018	SAN JACINTO RIVER, TX	\$70 MILLION	RIVERS & LAKES
JULY 2018	DELAWARE RIVER DEEPENING	\$ 14 MILLION	CAPITAL
JUNE 2018	NAGS HEAD, NC	\$35 MILLION	COASTAL PROTECTION
JUNE 2018	MYRTLE BEACH, SC	\$35 MILLION	COASTAL PROTECTION
MAY 2018	LA QUINTA CHANNEL WIDENING	\$21 MILLION	CAPITAL
APRIL 2018	LONG BEACH, NY	\$54 MILLION	COASTAL PROTECTION
OCTOBER 2017/MARCH 2018	CHARLESTON II	\$278 MILLION	CAPITAL
SEPTEMBER 2017	ISLE OF PALM	\$12 MILLION	COASTAL PROTECTION
SEPTEMBER 2017	CHARLESTON I	\$47 MILLION	CAPITAL
SEPTEMBER 2017	CAPE HENRY	\$14 MILLION	MAINTENANCE
SEPTEMBER 2017	GREAT EGG	\$14 MILLION	COASTAL PROTECTION

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**WIDE RANGE OF
ENVIRONMENTAL &
INFRASTRUCTURE
SERVICES DIVERSIFY
THE COMPANY
BEYOND CORE
DREDGING**



ENVIRONMENTAL REMEDiation

- Sediment Remediation
- Contaminated Soil Remediation
- CCR Pond Closure Solutions
- MGP Site Remediation
- Mine Reclamation
- Landfill Construction & Capping

Specialty Services

- In Situ/Ex Situ Stabilization (ISS/ESS)
- Hydraulic, Mechanical, & Sed-Vac Dredging
- Deep soil mixing (ISS)

INFRASTRUCTURE TECHNOLOGIES

- Specialty Civil Construction
- Dam & Levee Rehabilitation
- Habitat & Wetlands Restoration

Specialty Services

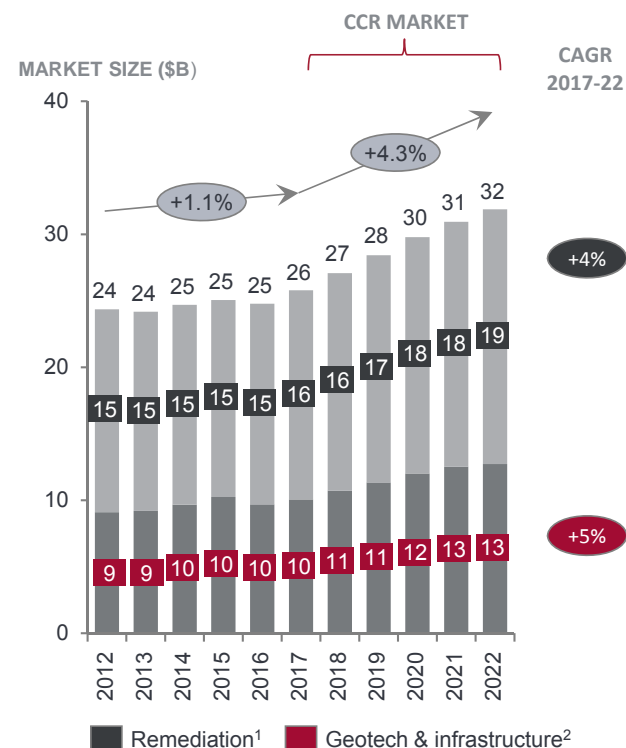
- Slurry Walls
- Dewatering
- Soil Stabilization/Ground Improvement
- Sheet piling, retaining walls

E&I MARKET EXPECTED TO GROW, PRIMARILY DRIVEN BY THE PRIVATE SECTOR

MARKET OVERVIEW & DRIVERS

- Entry barriers are high to compete on national level with diversified skills
- Lower level of capital intensity compared to dredging
- Drivers include:
 - New EPA regulations established for safe disposal of Coal Combustion Residuals (CCR) – market valued at \$7B for 2017 – 2023
 - Aging U.S. infrastructure – estimated \$3.6 trillion investment needed for U.S. infrastructure by 2020
 - Continued growth of ISS in geotechnical applications → seeing 13% - 19% growth in a \$1.5 - \$2.1B market
 - Superfund sites in the Northeast are now obtaining funding for environmental clean-up and remediation to develop brownfields
 - Natural disasters and climate adaptation

Current addressable spend is ~\$5B with growth potential starting in 2018 as the CCR market develops.





INVESTMENT HIGHLIGHTS



I

CLEAR **MARKET LEADER** IN DOMESTIC DREDGING

II

ROBUST MARKET OUTLOOK WITH HIGHLY VISIBLE **OPPORTUNITY**

III

ARTICULATED TUG & BARGE, *ELLIS ISLAND*, IS A **GAME-CHANGING** NEW VESSEL

IV

EXPERIENCED MANAGEMENT TEAM

I. LEADING FRANCHISE → LARGEST U.S. DREDGING CONTRACTOR



GREAT LAKES IS THE **LARGEST** PROVIDER OF DREDGING SERVICES IN THE **UNITED STATES**



COMPETITORS INCLUDE **NATIONAL & REGIONAL** PLAYERS



ONLY U.S. DREDGING CONTRACTOR OPERATING IN THE **INTERNATIONAL** MARKET

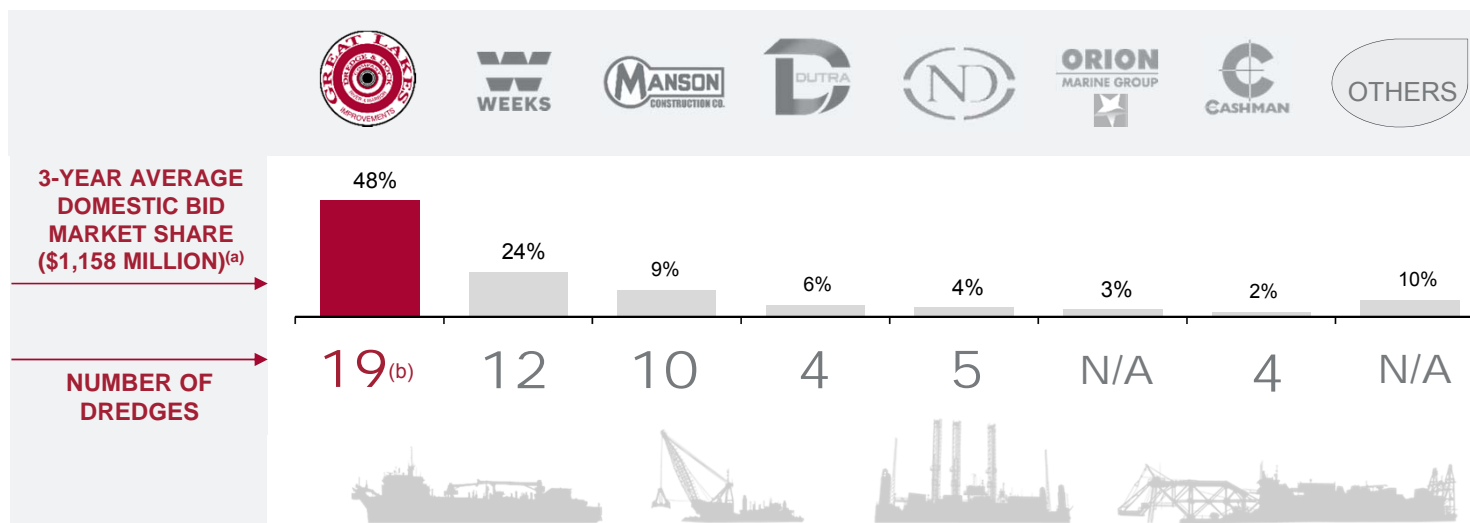


GREAT LAKES HAS MAINTAINED ITS **MARKET SHARE** **CONSISTENTLY** FOR DECADES

- ✓ Market share driven in part by fleet capacity and technical leadership / know-how developed over 128-year history
- ✓ Deep talent pool leads industry in project management and production engineering capabilities
- ✓ Large and diverse fleet of equipment spanning all major dredge types provides competitive edge
- ✓ Dredge Act, Jones Act effectively serve as barriers to entry for non-U.S.-owned, non-U.S.-crewed and non-U.S.-built dredges



THE DOMESTIC COMPETITION



(a) 2015 – 2017 including Rivers & Lakes

(b) The Company's current fleets contain 13 large ocean class dredges and 6 inland dredges.

II. ROBUST MARKET OUTLOOK WITH HIGHLY VISIBLE OPPORTUNITY

ATTRACTIVE NEAR & LONG-TERM CATALYSTS IN U.S. DREDGING

DEEPENING OF U.S. PORTS POST-PANAMA CANAL DEEPENING

→ Growing use of “post-Panamax” vessels is expected, requiring the deepening of many ports along the East Coast and Gulf in order to accommodate the these deeper draft vessels

GULF COAST RESTORATION

→ RESTORE Act requires 80% of penalties associated with Deepwater Horizon oil spill to be deposited into a coastal restoration works fund, a portion of which is expected to be allocated to dredging

→ BP finalized \$20.8 billion settlement in October 2015

WATER RESOURCES REFORM & DEVELOPMENT ACT (“WRRDA”) & HARBOR MAINTENANCE TRUST FUND (“HMTF”)

→ First water legislation to be signed into law since 2007; authorizes dozens of large-scale water infrastructure projects

→ Calls for HMTF monies (~\$1.5 billion / year) to be fully allocated to harbor maintenance by 2025



III. GLDD TOOK DELIVERY OF THE *ELLIS ISLAND*, A GAME-CHANGING NEW VESSEL IN 2017

→ EXPECTED PERFORMANCE ADVANTAGES

- Largest hopper dredge in U.S. market with 15,000 cubic yard capacity
- Significantly larger than a traditional self-propelled hopper dredge, enabling the Ellis Island to be the low cost producer
- Required crew complement is significantly reduced
- Reduced insurance premiums
- Improved fuel efficiency
- Improved operating margins

→ FINANCIAL BENEFITS

- Five-year accelerated depreciation for tax purposes is expected to create a tax shield
- Expected annual contribution EBITDA of \$20MM to \$30MM
- Expected depreciable life – 25 years

THE *ELLIS ISLAND* REPRESENTS A STRATEGIC INVESTMENT BY GLDD IN PROVIDING THE MOST PRODUCTIVE, EFFICIENT, AND CAPABLE DREDGING EQUIPMENT IN THE DOMESTIC INDUSTRY.



IV. EXPERIENCED MANAGEMENT TEAM



LASSE PETTERSEN

Chief Executive Officer & Director

- > Appointed CEO on May 1, 2017 and board member on December 30, 2016
- > Has over 35 years of industry experience, including his most recent role as a private consultant to clients in the Oil & Gas sector
- > Previously served as COO and EVP at Chicago Bridge and Iron from 2009 to 2013



MARK MARINKO

Senior Vice President & Chief Financial Officer

- > Elected Senior Vice President & Chief Financial Officer in June 2014
- > Served as interim CEO from January 2017 to April 2017
- > Has over 30 years of financial leadership practice, specializing in accounting, finance, sales, systems and business operations



DAVID SIMONELLI

President of Dredging Operations

- > Appointed President of Dredging Operations in 2010
- > Joined Great Lakes in 1978 as a Field Engineer and has over 38 years of industry experience



CHRISTOPHER SHEA

President of Environmental & Infrastructure

- > Named President of Environmental Operations in 2015
- > 25+ years of experience in global engineering, environmental services, and construction management services
- > Most recently served as President of the Environmental and Nuclear Business Group at CH2M Hill, Inc.



KATIE LAVOZY

Senior Vice President & Chief Legal Officer

- > Chief Legal Officer since 2018
- > Appointed Vice President and General Counsel, Dredging Operations in July 2012
- > Joined the Company in 2007 as Assistant General Counsel; Fourth generation dredger



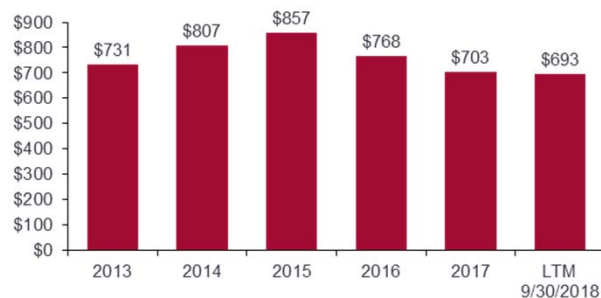
FINANCIAL OVERVIEW



HISTORICAL FINANCIAL PERFORMANCE

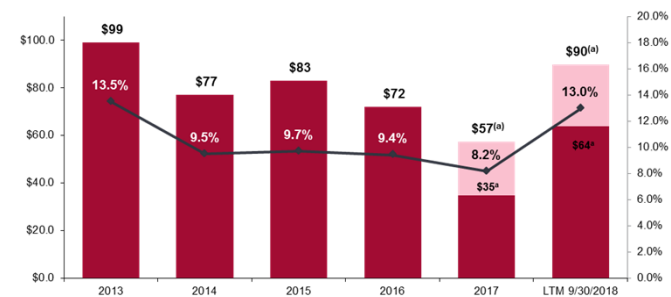
REVENUE

\$ millions



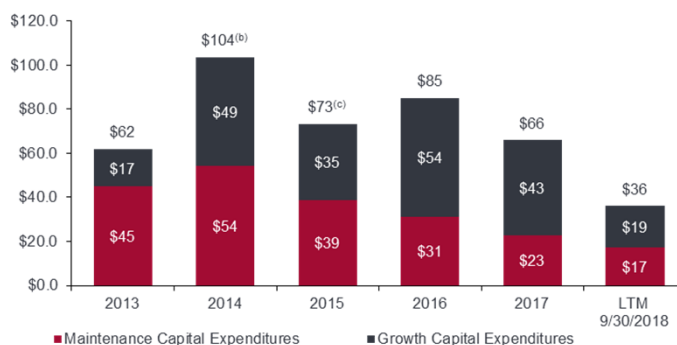
ADJUSTED EBITDA (% MARGIN)

\$ millions



CAPITAL EXPENDITURES

\$ millions



Note: Historical financial performance pro forma for divestiture of Demolition segment; See Appendix for reconciliation of Net Income (Loss) to Adjusted EBITDA

(a) Pink shaded area represents the impact of the restructuring charge on Adjusted EBITDA.

(b) Includes \$11.6MM related to the Magnus acquisition.

(c) Excludes \$16.0MM for the purchase of Terrapin Island dredge that was previously on an operating lease.

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SUMMARY OF Q3 2018 RESULTS

→ TOTAL REVENUE

- \$204MM in Q3 2018, a 25% increase compared to same period 2017

→ DREDGING SEGMENT

- Revenue was \$179MM in Q3 2018, an 33% increase compared to Q3 2017, driven by:
 - > Increase in domestic capital market due to work done on Charleston and MSCIP projects
 - > Partially offset by decreases in maintenance market
- Gross profit margin improved to 23.3% for Q3 2018 compared with 14.8% for Q3 2017, driven by:
 - > Lower plant and overhead costs resulting from operational improvements and high utilization

→ E&I SEGMENT

- Revenue was \$26MM in Q3 2018, a \$4M decrease from Q3 2017, as a result of lower than expected new work.
- Gross profit increased from \$0.3MM to \$2.5MM, driven by better project execution and lower overall plant costs.

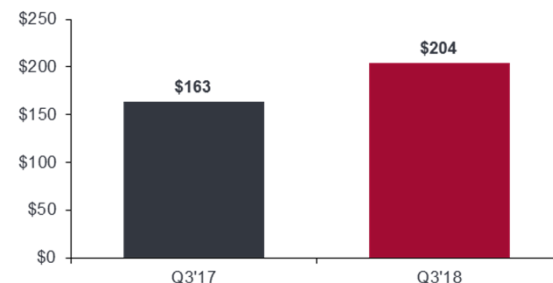
→ ADJUSTED EBITDA

- Adjusted EBITDA from continuing operations, excluding impact of restructuring was \$39MM for Q3 2018, a record for the company.

Note: Historical financial performance pro forma for divestiture of Demolition segment; See Appendix for reconciliation of Net Income (Loss) to Adjusted EBITDA
 (a) Lighter shaded area represents the negative impact of the restructuring charge on results.

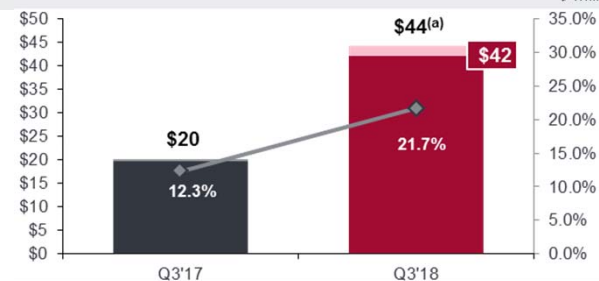
CONSOLIDATED REVENUE

\$ millions



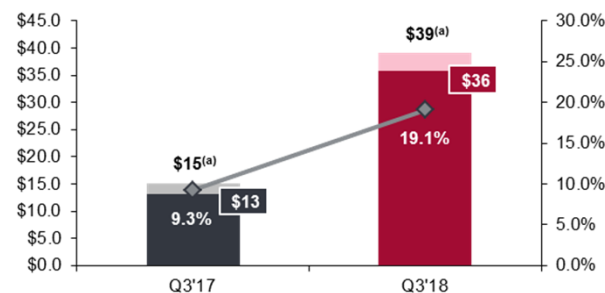
GROSS PROFIT

\$ millions



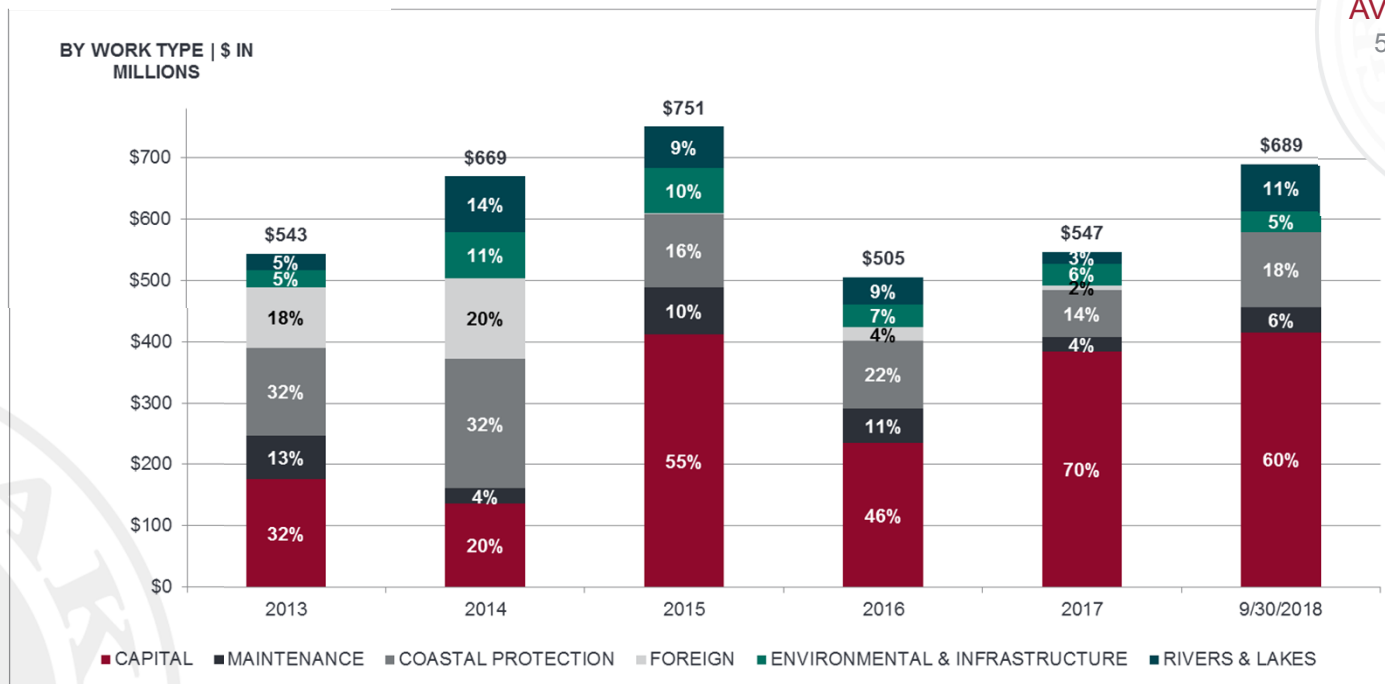
ADJUSTED EBITDA

\$ millions



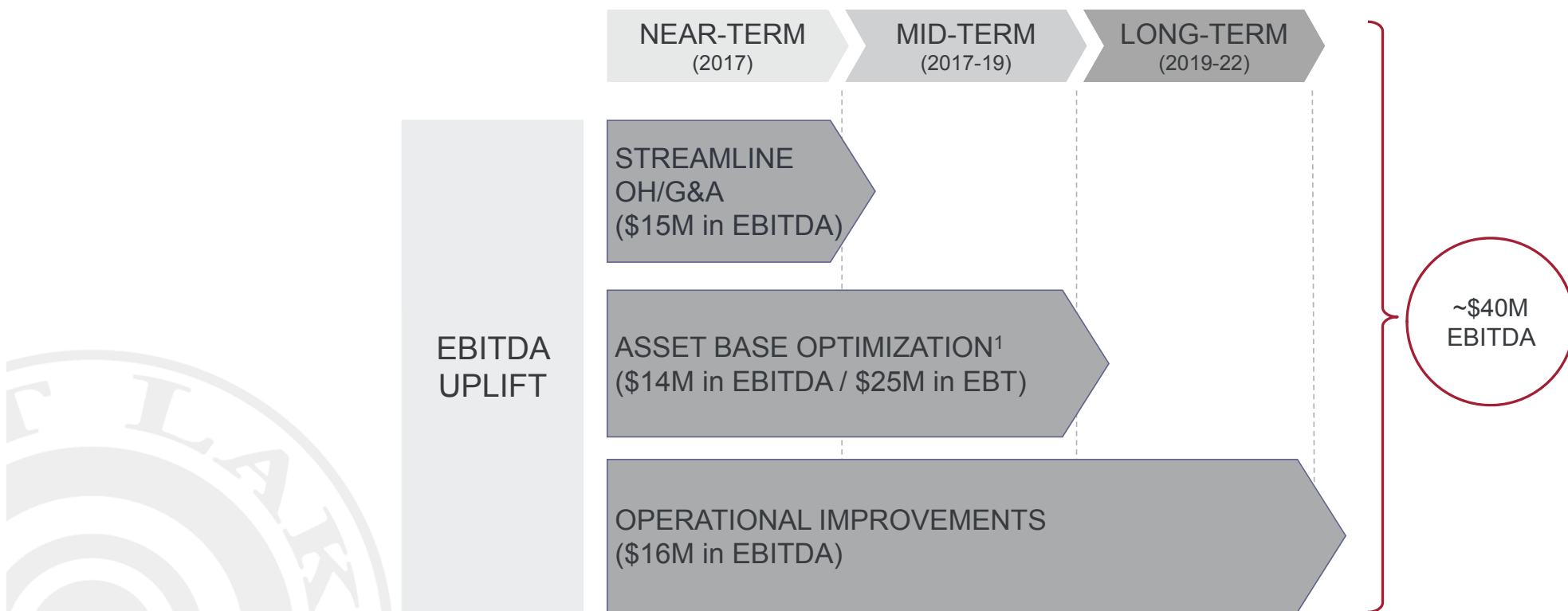
BACKLOG

BY WORK TYPE
\$ IN MILLIONS



AVERAGE BACKLOG
5 YEARS → \$603MM

RESTRUCTURING PLAN IN PLACE - COMBINED INITIATIVES WILL INCREASE EBITDA BY \$40M



1. Asset base optimization includes \$4.5M of OH/G&A costs that are included in the bucket above



APPENDIX



RECONCILIATION OF NET INCOME (LOSS) TO ADJUSTED EBITDA



	FISCAL YEAR ENDING December 31						LTM 9/30/2018
(\$ IN MILLIONS)	2012	2013	2014	2015	2016	2017	
NET INCOME (LOSS)	(\$2.7)	(\$34.4)	\$10.3	(\$6.2)	(\$8.2)	(\$31.3)	(\$5.2)
INCOME (LOSS) FROM DISCONTINUED OPERATIONS, NET OF INCOME TAXES	(9.6)	(54.9)	(10.4)	--	--	(12.7)	--
NET INCOME (LOSS) ATTRIBUTABLE TO NONCONTROLLING INTEREST	0.6	0.6	--	--	--	--	--
INCOME (LOSS) FROM CONTINUING OPERATIONS	\$6.3	\$19.9	\$20.7	(\$6.2)	(\$8.2)	(\$18.6)	(\$5.2)
ADJUSTED FOR:							
ACCELERATED MAINTENANCE EXPENSES	4.7	--	--	--	--	--	--
LOSS ON EXTINGUISHMENT OF DEBT	--	--	--	--	--	2.33	--
INTEREST EXPENSE – NET	20.9	21.9	20	24.4	22.9	26.0	\$33.3
INCOME TAX PROVISION (BENEFIT)	5.4	10.5	(11.5)	(2.5)	(5.8)	(35.6)	(\$27.5)
DEPRECIATION AND AMORTIZATION	37.4	46.6	50.1	64.6	63.0	60.5	\$63.1
IMPAIRMENT OF GOODWILL	--	--	--	2.8	--	--	--
GAIN ON BARGAIN PURCHASE ACQUISITION	--	--	(2.2)	--	--	--	--
ADJUSTED EBITDA FROM CONTINUING OPERATIONS	\$74.7	\$98.9	\$77.1	\$83.1	\$71.9	\$34.7	\$63.8
EXCLUDED FOR:							
IMPACT OF RESTRUCTURING	--	--	--	--	--	22.6	\$26.1
ADJUSTED EBITDA FROM CONTINUING OPERATIONS, EXCLUDING RESTRUCTURING	\$74.7	\$98.9	\$77.1	\$83.1	\$71.9	\$57.3	\$89.8

NOTE: ITEMS MAY NOT SUM DUE TO ROUNDING

