



Investor Presentation

December 2016



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Forward Looking Statements

This presentation may contain "forward-looking information" as defined in applicable Canadian securities legislation. All statements other than statements of historical fact, including, without limitation, statements regarding future plans and objectives of Clearwater, constitute forward-looking information that involve various known and unknown risks, uncertainties, and other factors outside management's control. Forward-looking information is based on a number of factors and assumptions which have been used to develop such information but which may prove to be incorrect including, but not limited to, total allowable catch levels, selling prices, weather, exchange rates, fuel and other input costs.

There can be no assurance that such information will prove to be accurate and actual results and future events could differ materially from those anticipated in such forward-looking information.

In addition, this presentation contains forward-looking information relating to Clearwater's acquisition of Macduff Shellfish Group Limited ("Macduff"), financing of the acquisition, enhancement of Clearwater's scale of operations and accelerated growth, as well as expectations regarding sales, adjusted EBITDA, adjusted earnings and leverage. This forward-looking information is based on a number of factors and assumptions which have been used to develop such information but which may prove to be incorrect including, but not limited to, Clearwater's ability to successfully integrate or grow the business of Macduff as planned, total allowable catch levels, selling prices, weather, exchange rates, fuel and other input costs. There can be no assurance that such information will prove to be accurate and actual results and future events could differ materially from those anticipated in such forward-looking information. Risk factors that could cause actual results to differ materially from those indicated by forward-looking information contained in this press release include risks and uncertainties related to: (i) diversion of management time and attention on the acquisition, (ii) any disruption from the acquisition affecting relationships with customers, employees or suppliers, (iii) the timing and extent of changes in interest rates, prices and demand, and (iv) economic conditions and related uncertainties.

For additional information with respect to risk factors applicable to Clearwater, reference should be made to Clearwater's continuous disclosure materials filed from time to time with securities regulators, including, but not limited to, Clearwater's Annual Information Form.

The forward-looking information contained in this presentation is made as of the date of this release and Clearwater does not undertake to update publicly or revise the forward-looking information contained in this presentation, whether as a result of new information, future events or otherwise, except as required by applicable securities laws.

No regulatory authority has approved or disapproved the adequacy or accuracy of this presentation.



Company Overview

- Leading global provider
- Operations in Canada, Argentina, UK & China
- North America's largest vertically integrated shellfish harvester
- Largest holder of shellfish quotas in Canada
- Industry leader in shellfish
 - sustainable fishing practices
 - at-sea processing of shellfish
 - onshore processing, storage and distribution
- Global sales, marketing and distribution in over 40 countries



widest selection of MSC-certified species of any shellfish harvester worldwide



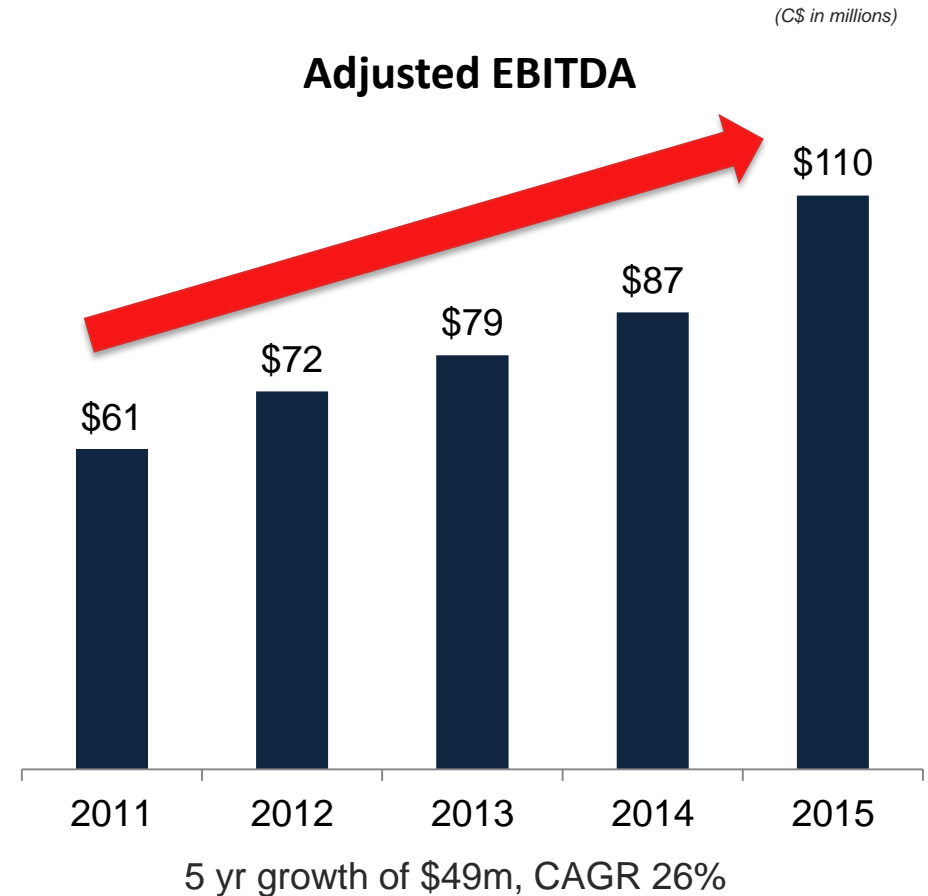
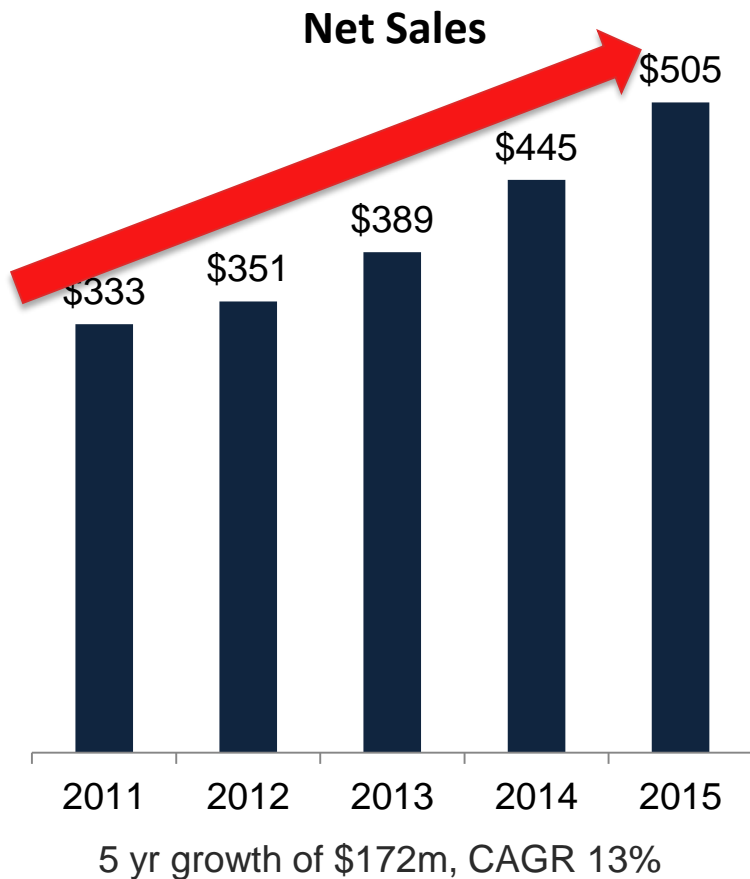
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Key Messages

- Continued strong track record for growth
 - Double digit growth on top & bottom line
- Leveraging powerful industry fundamentals
 - Global demand exceeds supply
- Strong value proposition and competitive advantages
 - Unique assets, technology & IP
 - Scale and breadth of access to supply
 - Vertical integration model enhances value capture
 - Global reach & customer diversity & proximity
- Attractive opportunities for growth over next five years
 - Organic – core license usage, procurement, supply chain, pricing, innovation, market expansion
 - External development - M&A, joint ventures, royalty and harvest contracts
- Keys to success
 - Maintain affordable access to capital
 - Grow our talent and organizational capacity



Strong Track Record for Growth



Latest Financial Results: Q3 2016

<i>CAD \$ in Millions</i>	Rolling four quarters ended Q3 2016	Rolling four quarters ended Q3 2015	Commentary
Sales growth	33.2%	5.2%	Sales for the rolling twelve months ended October 1, 2016 increased due to higher volumes, higher prices and average exchange rates. Volume growth was primarily achieved in langoustine, whelk, clam and scallops.
Adjusted EBITDA	\$130.5	\$96.6	Adjusted EBITDA for the rolling twelve months ended October 1, 2016 increased 35.0% as compared to the same period in 2015 driven by higher volumes – through both our Macduff acquisition and our base business, higher prices and average exchange rates.
Free cash flows	\$9.2	\$11.9	Free cash flows of \$9.2 million were lower in 2016 than 2015, a period that saw far less harvesting activity and therefore lower inventories. Planned investments in inventories in the first nine months of 2016 and higher accounts receivable relating to Macduff resulted in a higher investment in working capital. Strong harvesting conditions in the first nine months of 2016 enabled Clearwater to invest in inventories and positions the company well to achieve strong annual adjusted EBITDA and free cash flows.
Leverage	4.2	3.3	As at October 1, 2016 leverage was 4.2x adjusted EBITDA versus 3.3x as of October 3, 2015. We remain on target to further reduce leverage by year end 2016.
Return on Assets	12.3%	13.7%	Clearwater's business experiences a seasonal pattern in which sales, margins and adjusted EBITDA are lower in the first half of the year while investments in capital expenditures and working capital are typically higher. Investments in inventories have grown through harvesting efficiencies. Q3 2016 results include the full investment in Macduff assets whereas earnings include 11 months of operations.

please refer to management's discussion and analysis for related period for a fulsome analysis and commentary



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Our 6 Core Strategies



1. Expand Access to Supply

- Expand access to supply of core species and other complimentary, high demand, premium, wild and sustainably-harvested seafood through improved utilization and productivity of core licenses as well as acquisitions, partnerships, JV's and commercial agreements



2. Target Profitable & Growing Markets, Channels & Customers

- Segment and target markets, consumers, channels and customers on the basis of size, profitability, demand for eco-label seafood and ability to win
- Win in key channels and with customers that are winning with consumers



3. Innovate & Position Products to Deliver Superior Customer Satisfaction & Value

- Innovate and Position Clearwater's premium seafood to deliver superior satisfaction and value that's relevantly differentiated on the dimensions of taste, quality, safety, sustainability, wellness and convenience



4. Increase Margins by Improving Price Realization & Cost Management

- Leverage scarcity of seafood supply/increasing global demand to continuously improve price realization, revenue & margins
- Invest in, innovate and adopt state-of-the-art technology, systems and processes that maximize value, minimize cost, reduce waste, increase yield and improve quality, reliability and safety of our products and people



5. Pursue & Preserve the LT Sustainability of Resources on Land & Sea

- Work in partnership with DFO's and NGO's to lead R&D and industry-wide deployment of sustainable harvesting practice, ensuring long term health of resource and value of licenses & quotas
- Continue to advance our company-wide sustainability framework to improve economic, environmental and social outcomes on land and sea

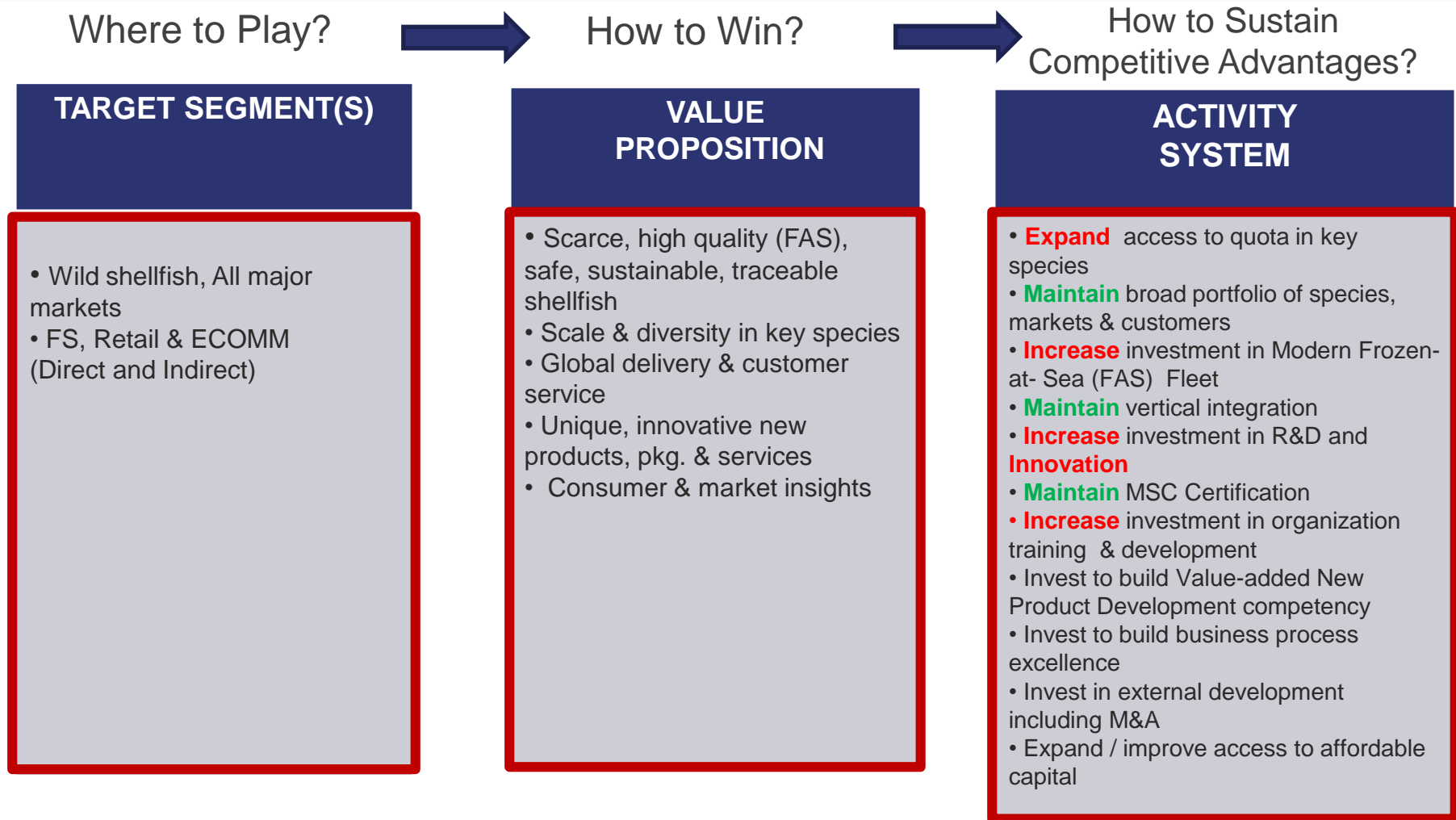


6. Build Organizational Capability, Capacity & Engagement

- Attract, engage, train, develop, reward and retain the best talent
- Build business system and process excellence company-wide
- Communicate and aspire to live our mission, goals, values and code of conduct every day



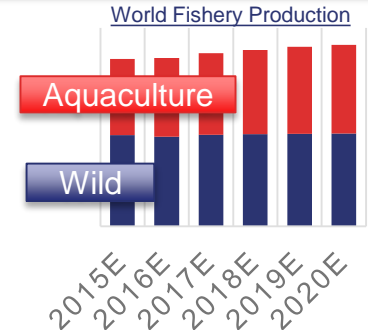
Our Strategic Framework



Powerful Industry Fundamentals

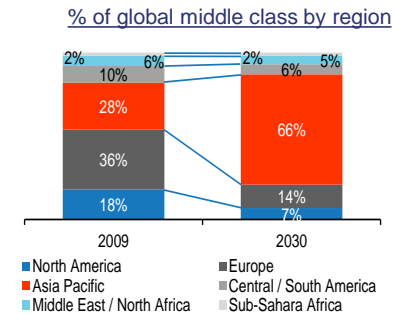
Increasing Value of Scarcity & Quality

- Global demand outstripping finite wild-caught supply sources
- Regulatory bodies managing wild-caught fisheries conservatively to protect long-term supply
- No growth wild-caught and slowing growth in aquaculture production
- Customers willing to pay a premium for high-quality sustainable supply



Robust Emerging Market Demand

- Asia-pacific middle class sustainable growth provides a stable source of long-term demand (six-fold growth in consumer spending forecast through 2020)
- Growing incomes have increased demand for high-quality premium products
- Increasing adaptation of premium priced western-inspired products



Developed Market “mega trends”

- Consumer focus on health and wellness driving interest in “higher-quality” protein, such as seafood
- Growing desire for sustainably-sourced food
- Desire for “authentic” taste experience (wild-caught vs. Farm-raised)



source: oecd, fao secretaries and pricewatershousecoopers



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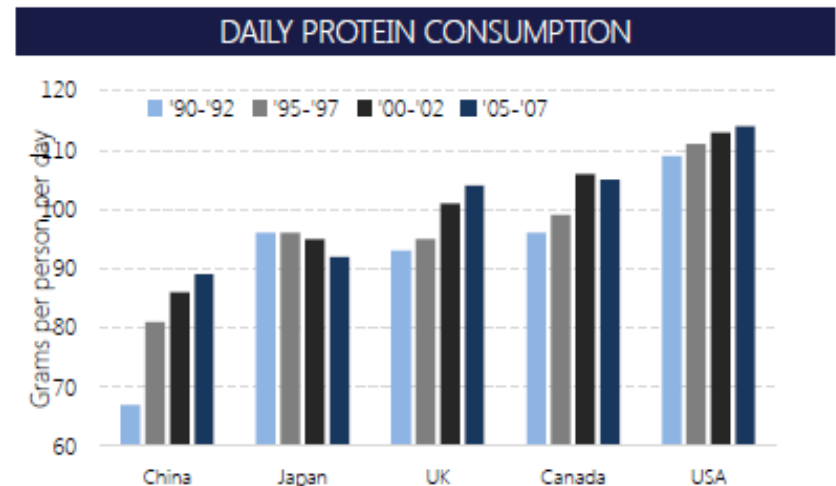
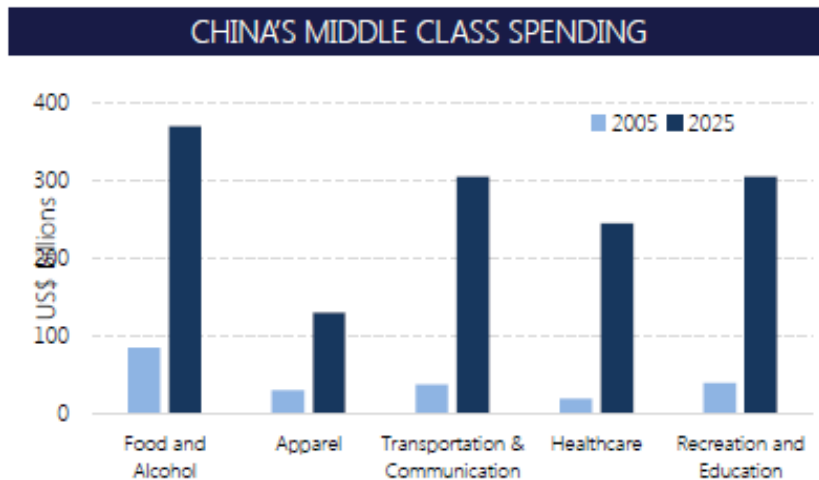
Powerful Industry Fundamentals

China growth – global protein producers stand to benefit

Key segments of China's private consumption are experiencing higher than normal growth rates, including staples such as food

As well, China lags behind developing nations in consuming relatively expensive protein on a per capita basis

This gap is expected to close over the next few decades as protein sources such as beef and fish, that were previously too expensive, become more affordable for China's growing middle class.



Global protein-source producers stand to benefit as their products become more affordable to now-wealthier Chinese consumers

Source: Foreign Policy Magazine, FAO.org, Beacon Securities.



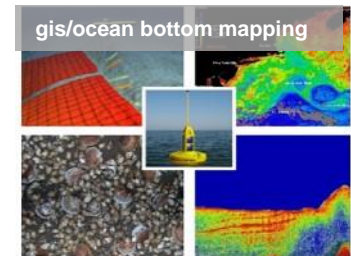
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Licensing is required to catch all species harvested by Clearwater in Canada, the UK and Argentine offshore fisheries. Regulatory authorities strictly control access and the number of licensed enterprises. The granting of new licenses is extremely rare.

Significant capital is required to build or acquire and outfit vessels (Clearwater's fleet and license values are estimated to be worth more than \$500 million).

Global reach & customer proximity - Experienced global, direct sales force selling directly to diverse markets, channels and customers in over 40 countries.

Industry leading investments in R&D - Significant investments in proprietary technology and operations that reduce cost and/or increase productivity.



Modern Fleet

- 9 state-of-the-art factory freezer vessels
 - Harvest, process and freeze shellfish landings while at sea, improving quality and reducing costs
- 13 vessels used in UK scallop fishery plus 1 used in Canadian offshore (live lobster)
- Continuous investment in technology to further drive fleet efficiency

Global Processing & Distribution

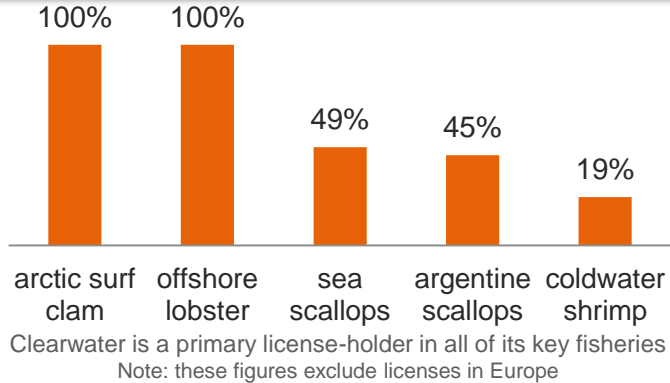
- 6 on-shore processing locations in Canada, 2 in the UK, 1 in Argentina and 1 in China
- In-house freight-forwarding & logistics with expertise in both air, land and ocean freight distribution
- 3 distribution centers (Canada, US and France)
 - Guarantees year-round delivery of quality shellfish to the company's global customer base



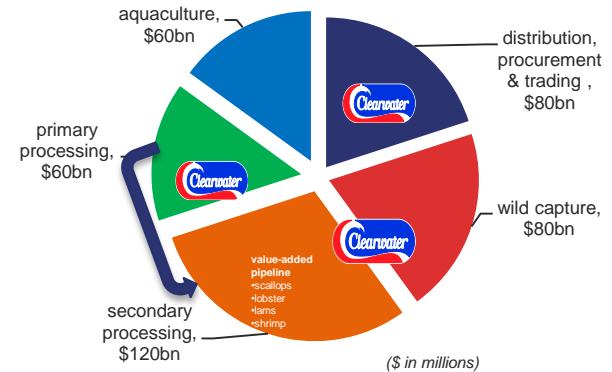
Competitive Advantage

Scale Access to Supply & Distribution

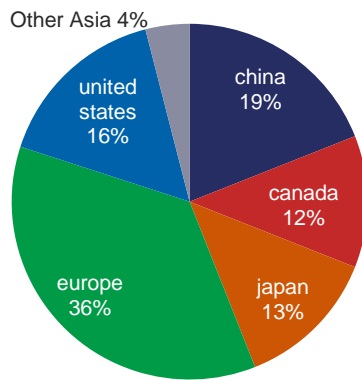
valuable license ownership



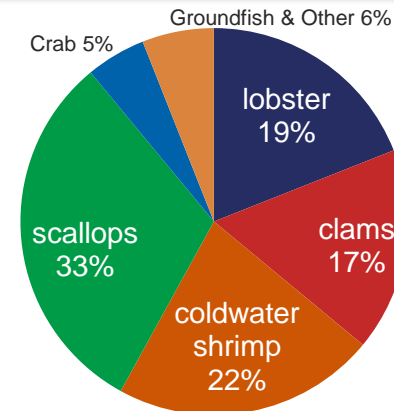
strong presence across value chain



balanced global footprint



balanced species mix



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harvest

we harvest our own quota on board our own vessels



processing

we process in our own facilities



logistics

we coordinate delivery to our customers



culinary

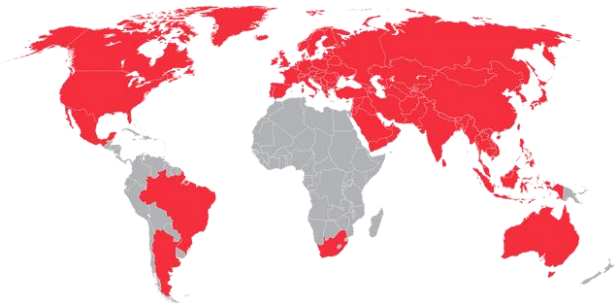
delivering premium shellfish to plates around the world

Competitive Advantage

Market, Channel & Customer Diversity

Global footprint

- 80 million pounds sold annually in over 40 countries



Channel mix

- Multiple touch points to global seafood consumers



Diverse Customer Base

- No single customer represents more than 7% of revenue
- Average top-ten customer relationship of nearly 10 years



Clearwater's Value Proposition

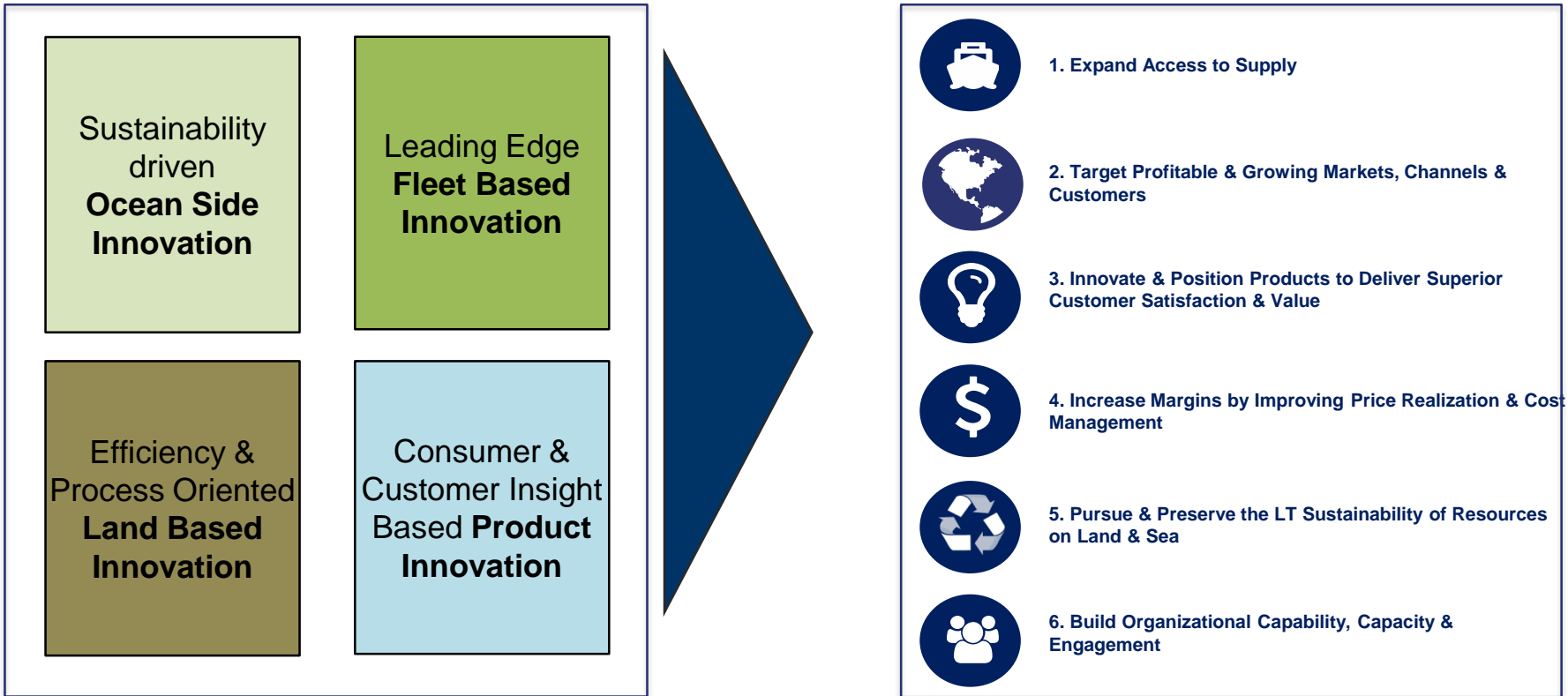
- Broadest, highest-quality premium wild shellfish portfolio
- Widest selection of MSC-certified species of any harvester/processor
- Unique, "just-in-time" live lobster distribution system
- Longstanding track record of new product innovation



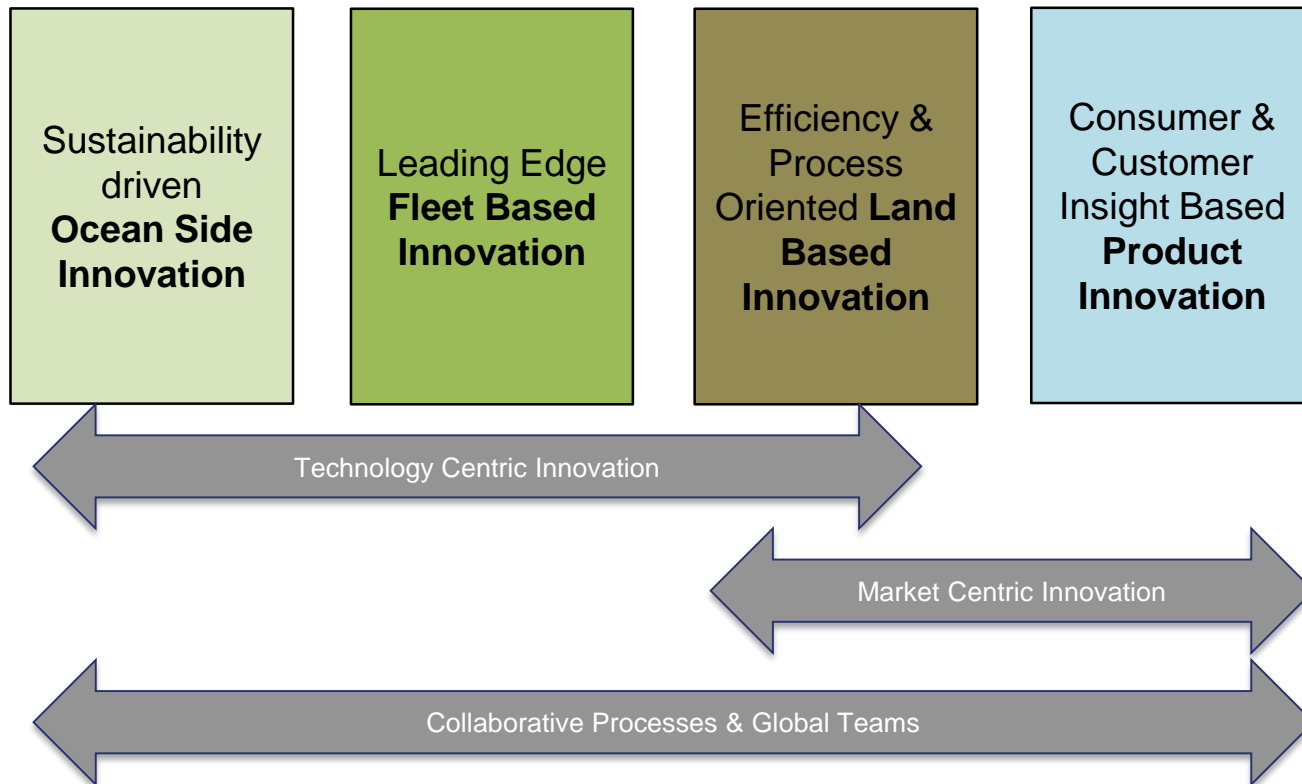
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Innovation

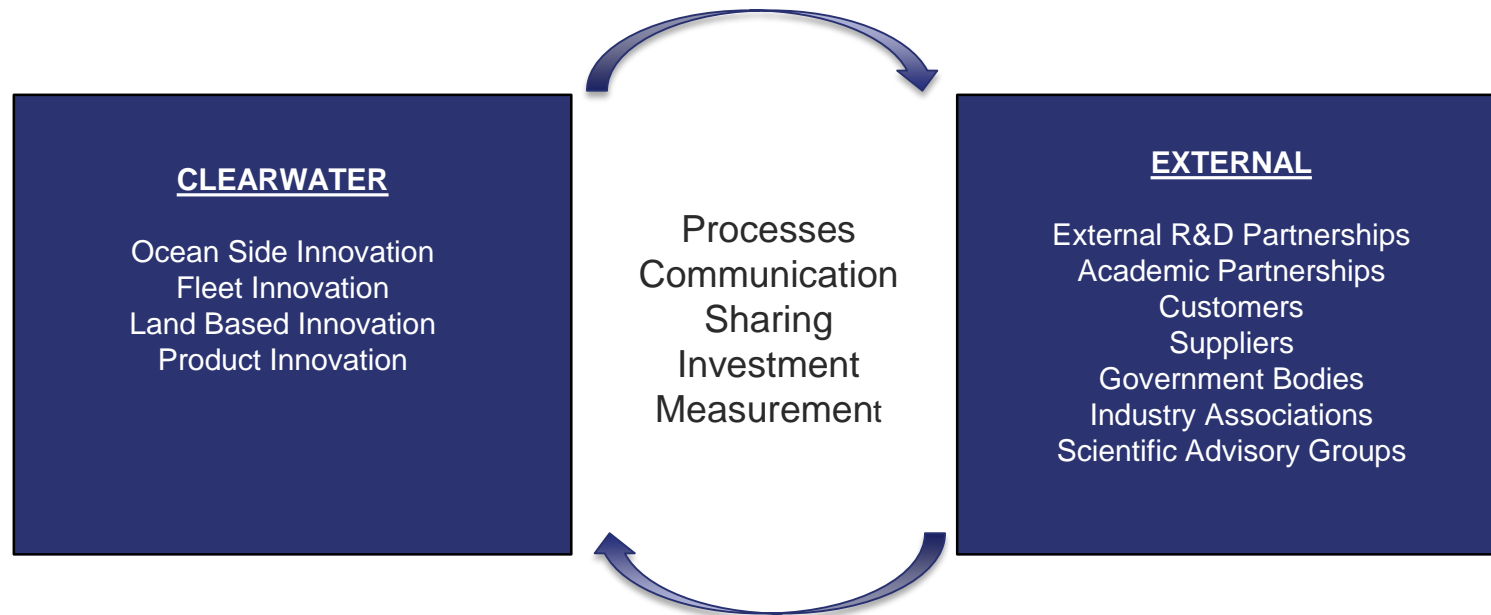
Clearly Linked to our Core Business Strategies



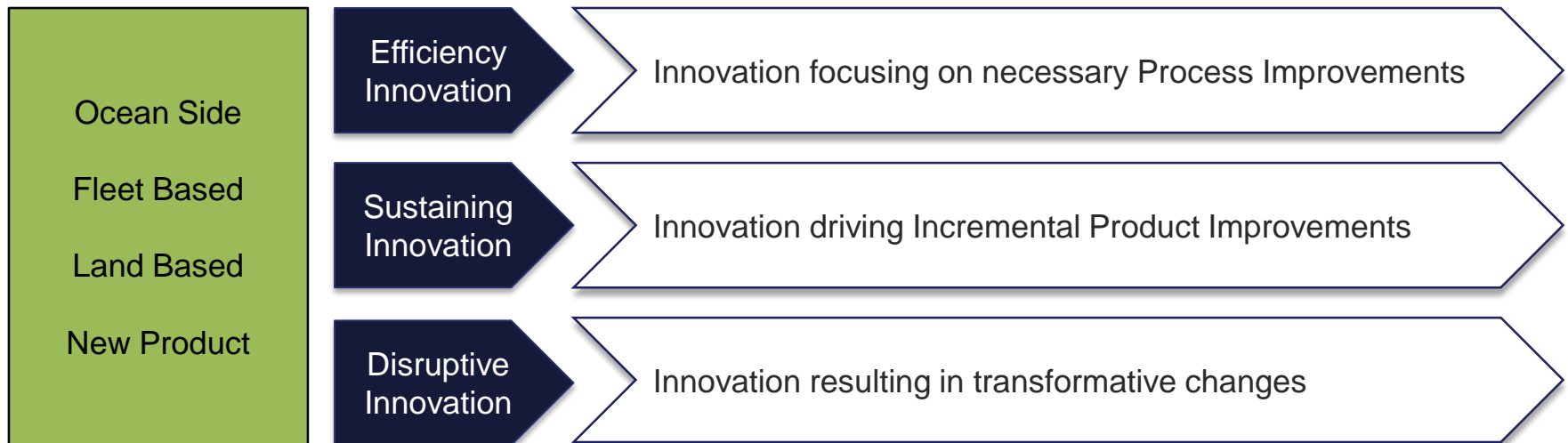
Innovation fuels growth and enables change at Clearwater 'from ocean to plate' with innovation teams working collaboratively in Ocean Side, Fleet Based, Land Based and Product Innovation.



Innovation at Clearwater is about solving problems that matter. It is critical that those best to 'identify the problem' are working closely with those best to 'solve the problem'.



Our innovation portfolio balances the need for innovation across Ocean, Fleet, Land, and New Products as well as the need for various types of innovation projects.



Source: Based upon Clayton Christensen's [Theory of Disruptive Innovation](#)

Innovation in Action

- **Factory vessels** – nine (9) state-of-art factory vessels that harvest, process and freeze product at sea for optimum quality and freshness while reducing costs.
- **Ship Management Console (SMC)/Ocean Bottom Mapping** – transition from fishing to harvesting through an understanding of what is on the ocean floor; increased productivity and more efficient use of our fleet.
- **Automated Scallop Shucking Technology** –
 - In-house developed technology
 - Scallops frozen within 20 minutes of harvesting
 - Significant cost savings and productivity benefits
 - Reduces carbon footprint
 - Removes bottlenecks in processing
 - Reduces number of vessels from 4 to 2; avoiding \$80 million in capital expenditures and million of dollars in operating costs/vessel
 - Lowest cost/kg in the Canadian industry



Innovation in Action

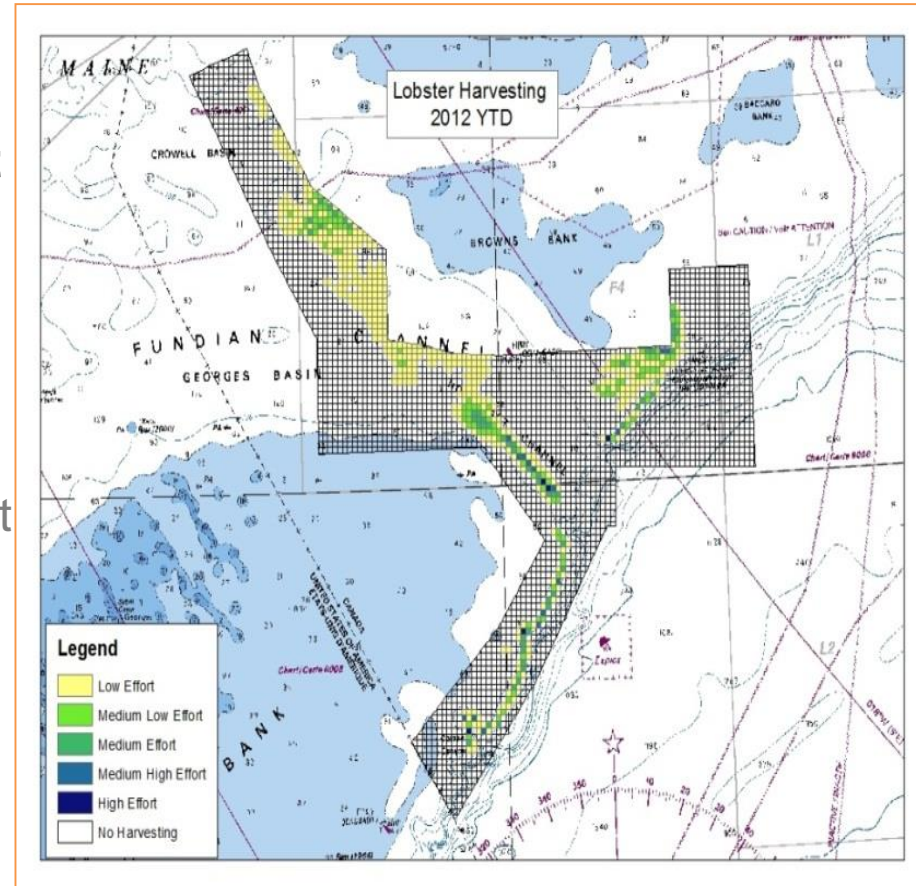
- **Clam dredging technology** –
 - Higher catch rates
 - Improved productivity
 - Lower carbon footprint
 - Reduced number of vessels from 4 to 3; avoiding \$70 million in capital expenditures and millions of dollars in operating costs
- **Live Lobster**
 - **World's largest live lobster storage facility** capable of holding 1.5 million pounds of live lobsters for up to six (6) months, ensuring steady supply year-round
 - **SMC/Geographic Information System** – reduced number of vessels from 5 to 1 harvesting 1.5 million pounds; avoiding \$50 million in capital expenditures and millions of dollars in operating costs
 - Lowest cost/kg harvested in Canadian industry
- **High Pressure Lobster Processing** – enables raw lobster meat to be removed from shell without cooking – raw meat has 2-year shelf life; expands customer base.



Innovation

A Shift From Fishing to Harvesting

- ✓ **Ship Management Console (SMC)**
- ✓ **an All-In-One Onboard Management System Comprising:**
 - Ship navigation
 - Data capture and Warehousing
 - Harvest Strategy (pre trip planning)
 - GIS applications
 - Ocean Floor & Water Column Visualization
 - Performance Measurement
 - Vessel Management

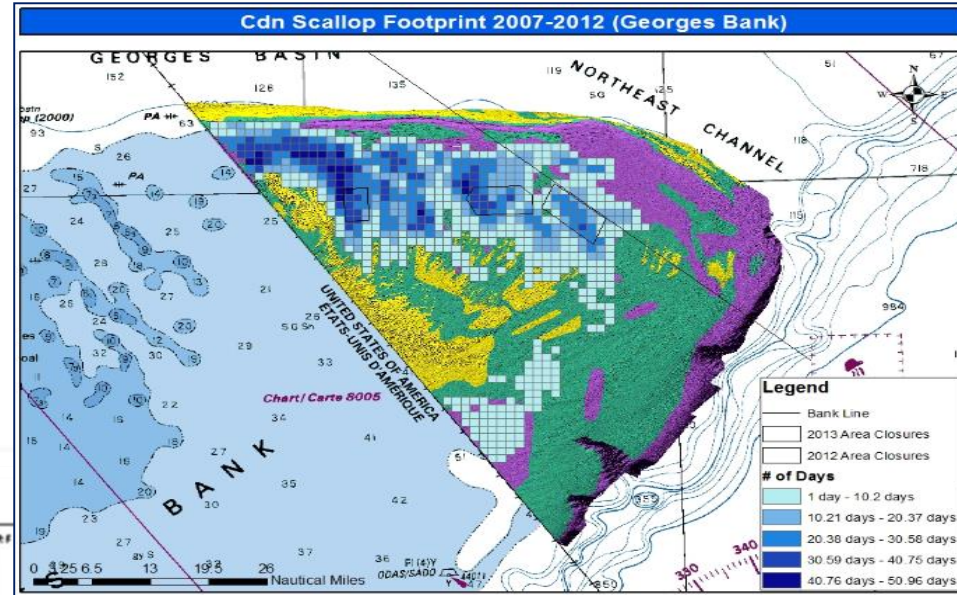
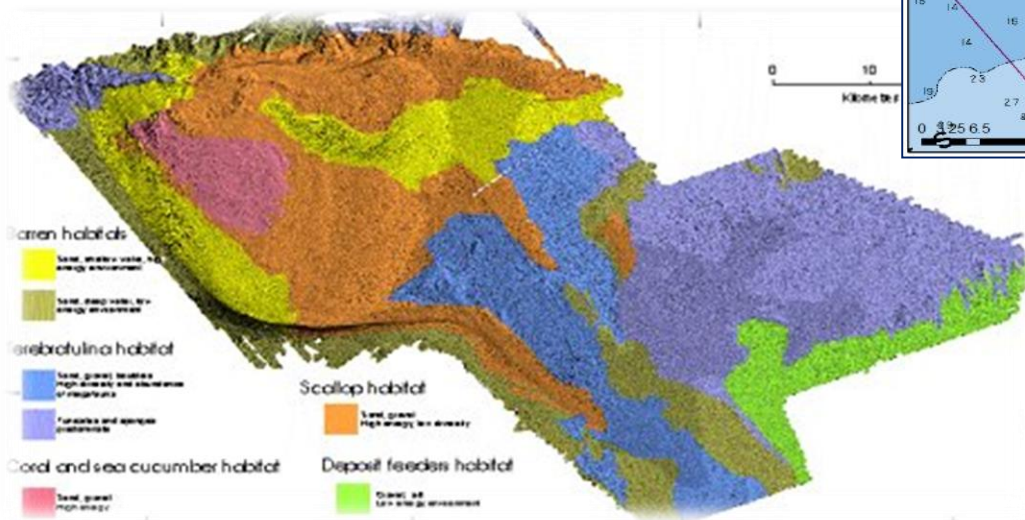


Innovation

Multi-Beam Mapping

✓ Multi-Beam Mapping in Sea Scallop

- Identifying Harvest Patterns and Trends
- Directing Ships to Avoid Unproductive Areas
- Utilizing GIS Query Capabilities
- Pre-Planned Routing
- Other Energy Savings Initiatives
- Reduced Carbon Footprint
- Reduced Bottom Impact

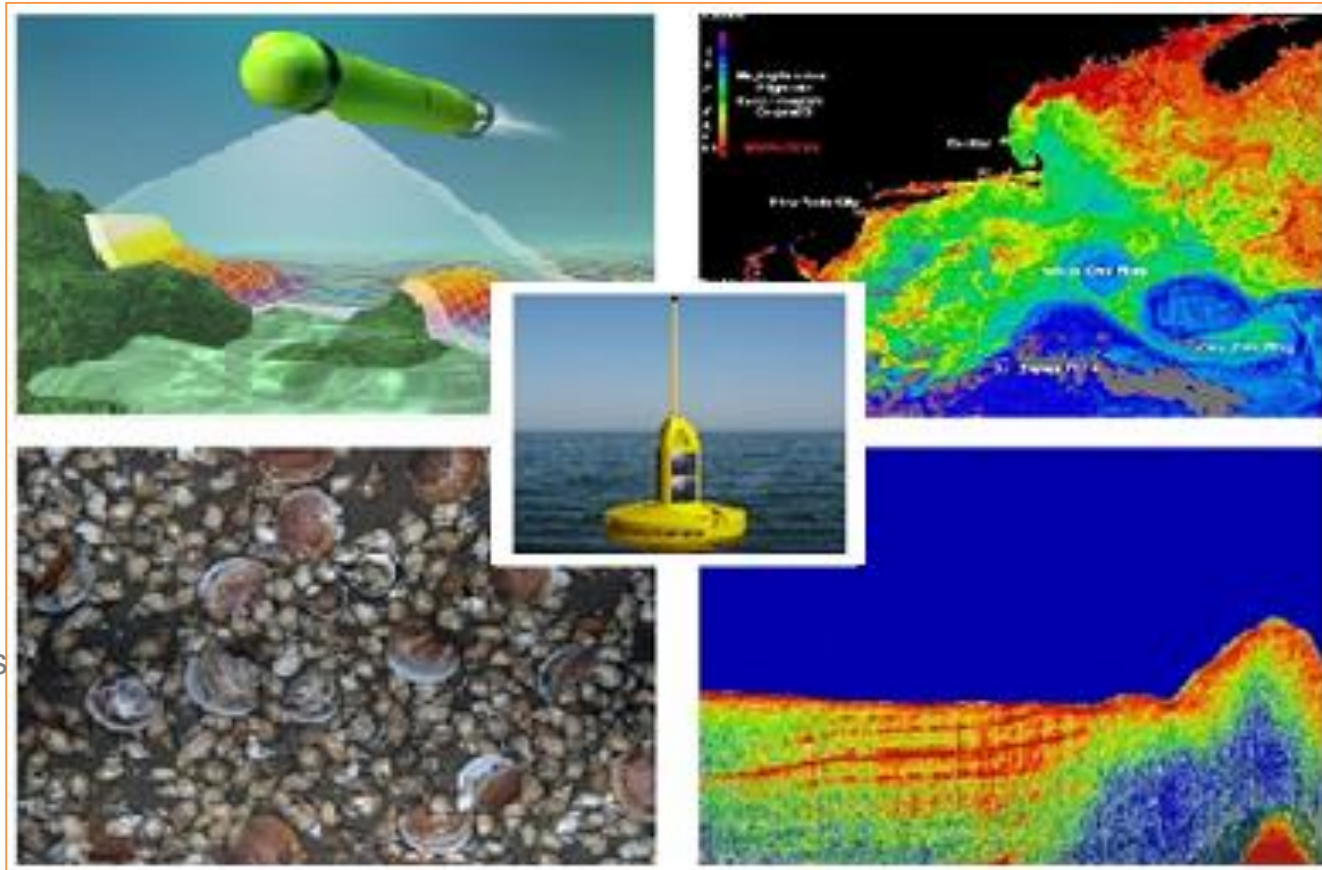


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Investment in Technology & Innovation Vision for the Future

Application of Technology Commonly Used in Subsea Exploration & Ocean Research

- ✓ Underwater Vehicles (AUV's & Gliders)
- ✓ Ocean Monitoring Buoys
 - Salinity
 - Temperature
 - Chlorophyll & Nutrients
 - Ocean Acidification
- ✓ Visual Recognition Technology
 - Identifies target species
 - By-catch avoidance
 - Biomass Monitoring
- ✓ Dynamic Computer Modeling
 - Identifies how gear interacts with the water
 - Experimental Engineering



Innovation Sea Scallops



Automated Shucking

- Increased productivity
- Reduced waste & labour
- Ergonomic / Reduced risk of injury



**World Leader in
FAS Scallop Harvesting**



Sorting & Cleaning

- Improved quality
- Improved size grading
- Increased capacity

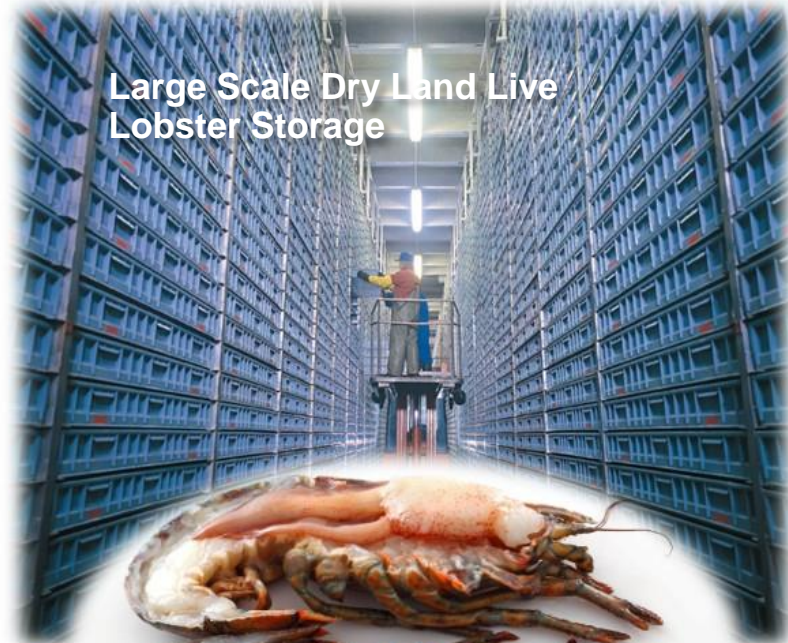
Innovation Hard Shell Lobster



State-of-the-Art RSW Live Lobster Harvesting



Live Lobster Branding



Large Scale Dry Land Live Lobster Storage



Raw HP Processed Lobster



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Organic Growth Opportunities

New Clam Vessel, Expanded Supply & Innovative New Products

- The *Belle Carnell* has an on-board factory capable of processing & freezing sushi-grade cockle clams, surf clams and propeller clams
- Expands access to cockle, surf and propeller clams
- Expected to increase annual clam sales by up to 50%*



arctic surf clam



cockle clam



propeller clam



* based on 2014 annual clam sales



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Organic Growth Opportunities

New Value-Added Products & Expanded Global Distribution

- Winning with new value-added products
- Developed through close customer collaboration
- Focused on generating incremental customer value
- Offers additional / secondary location in the seafood section



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External Development

Expanding our Supply & Global Footprint in Premium Wild Shellfish



- Acquired October 30, 2015
- One of the EU's leading wild shellfish companies
- Strengthens Clearwater's leading global market position in premium wild seafood
- +20% expansion of supply in high quality shellfish including scallops, langoustine, whelk and crab
- Positioned for accelerated growth in 2017



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Proven and Experienced Leadership Team

- Deep management team with expertise in global FMCG

Ian Smith

Chief Executive Officer

- Joined: May 7th, 2010
- Experience: 28 years

Clearwater Leadership Team

Ron van der Giesen
President, Global Supply Chain

- Joined: October 6th, 2014
- Experience: 25 years

Greg Morency
President, Global Markets

- Joined: April 26th, 2011
- Experience: 26 years

Teresa Fortney
Chief Financial Officer

- Joined: March 16th, 2016
- Experience: 29 years

David Kavanagh
VP & General Counsel

- Joined: June 23rd, 2003
- Experience: 24 years

Christine Penney
VP of Sustainability and Public Affairs

- Joined: July 1st, 1995
- Experience: 18 years

Kirk Rothenberger
Chief Information Officer

- Joined: November 30th, 2015
- Experience: 27 years

Dieter Gautschi
Vice President, Human Resources

- Joined: July 6th, 2015
- Experience: 25 years



Key Investment Highlights



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Current Economic Events

Canadian European Trade Agreement - CETA

- Europe is one of the world's top consumption markets for seafood. The EU imported in excess of C\$25.1 billion worth of fish and seafood products, with exports amounting to just C\$5.7 billion.
- Europe is a major export market for Clearwater products representing approximately \$160 million in sales in 2015. It is a significant market for scallops, coldwater shrimp and lobster products. We look forward to being able grow our business in Europe and bring greater value to the Canadian economy as a result of CETA.
- Clearwater's European sales impacted by CETA have an annual tariff burden of close to \$9M annually.
- We expect to receive both a direct financial benefit of the tariff reduction as well as a growth in the market for Clearwater's products including our value added products.

Product	Current Tariff	Eliminated
Scallop	8%	Upon ratification
Live Lobster	8%	Upon ratification
FAS Shrimp	12%	Upon ratification
Snow crab	8%	Upon ratification
Clam	13%	Upon ratification
C&P Shrimp	20%	Eliminated over 7 years, Canada ATRQ in place of 23,000mt
Raw Lobster	16%	Eliminated over 3 years
Value Added	20%	Eliminated over 5 years



Current Economic Events

Bilateral FTA with China and Japan

- In the event the TPP does not move forward, Clearwater would benefit from bilateral free trade agreements with each of China and Japan as it relates to current tariff / duty burden in each country as summarized in the table below
- Clearwater sales to customers in China amounted to \$98.9 million (Q3 2016 TTM) and Japan of \$78.3 million (Q3 2016 TTM)

SPECIES	CHINA Duty Rates	JAPAN Duty Rates
LIVE LOBSTER	15%	1 %
FROZEN LOBSTER	10%	1 %
PROCESSED LOBSTER	5 %	5 %
SCALLOPS, FROZEN	14%	10%
SCALLOPS, PROCESSED	5%	9.60%
CLAMS, FROZEN	10%	6.7 – 15 %
SNOW CRAB	10%	4%
C & P SHRIMP	5%	4.80%



Current Economic Events

US Market under Trump Presidency

- The US market is a large import market for seafood. The US imported in excess of US\$17.0 billion of fish and seafood products, with exports amounting to US\$5.0 billion.
- Protectionist barriers restricting import of seafood or imposing duties / tariffs will create negative consequences for the US consumer and the US economy generally (e.g., impact on food service, jobs, etc.).





Ian D. Smith

Chief Executive Officer

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 ismith@clearwater.ca

Appendix



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Why Seafood?

Growth in demand is multi-faceted

Supply is limited and expected to lag

Demand is outstripping supply

- Growing worldwide population and per capita consumption
- Rising incomes & purchasing power of middle class in emerging economies
- Trend towards healthier diets among affluent aging boomers in advanced economies
- The amount of wild fish caught has remained stable due to increased regulation
- Growth in aquaculture supply is expected to slow due to rising input costs, site availability access and disease issues
- Global demand for seafood is outstripping supply, creating a long-term imbalance and favorable market dynamics for well-positioned producers

Strengthens the unique and competitive value proposition for vertically integrated harvesters/processors such as Clearwater

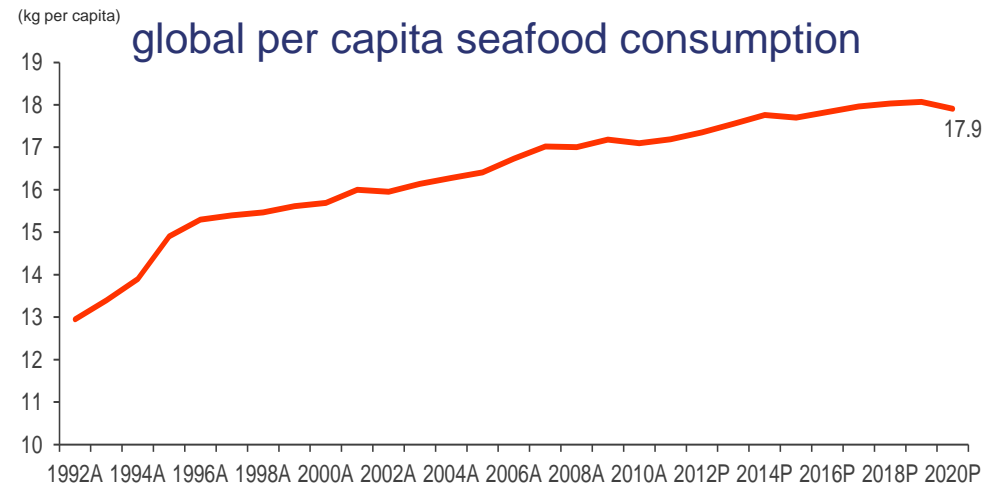
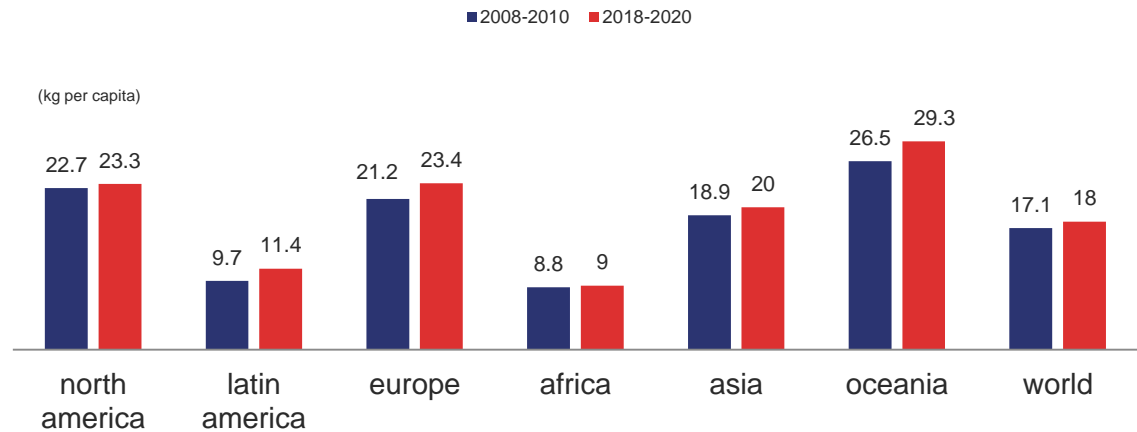


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Growing Global Demand

- Global seafood production is poised for continued growth
- Per capita consumption expected to increase 5% to 17.9 kilograms in 2020
- Increasing per capita consumption due to:
 - Improving economic sentiment and increased demand in developing countries
 - Emerging middle class in these developing countries
 - Increasing global consumer awareness of the health benefits of seafood
 - Increasing consumer awareness of and willingness to pay more for seafood that is of high quality and traceable to its source (“sustainability”)

global growth in seafood consumption

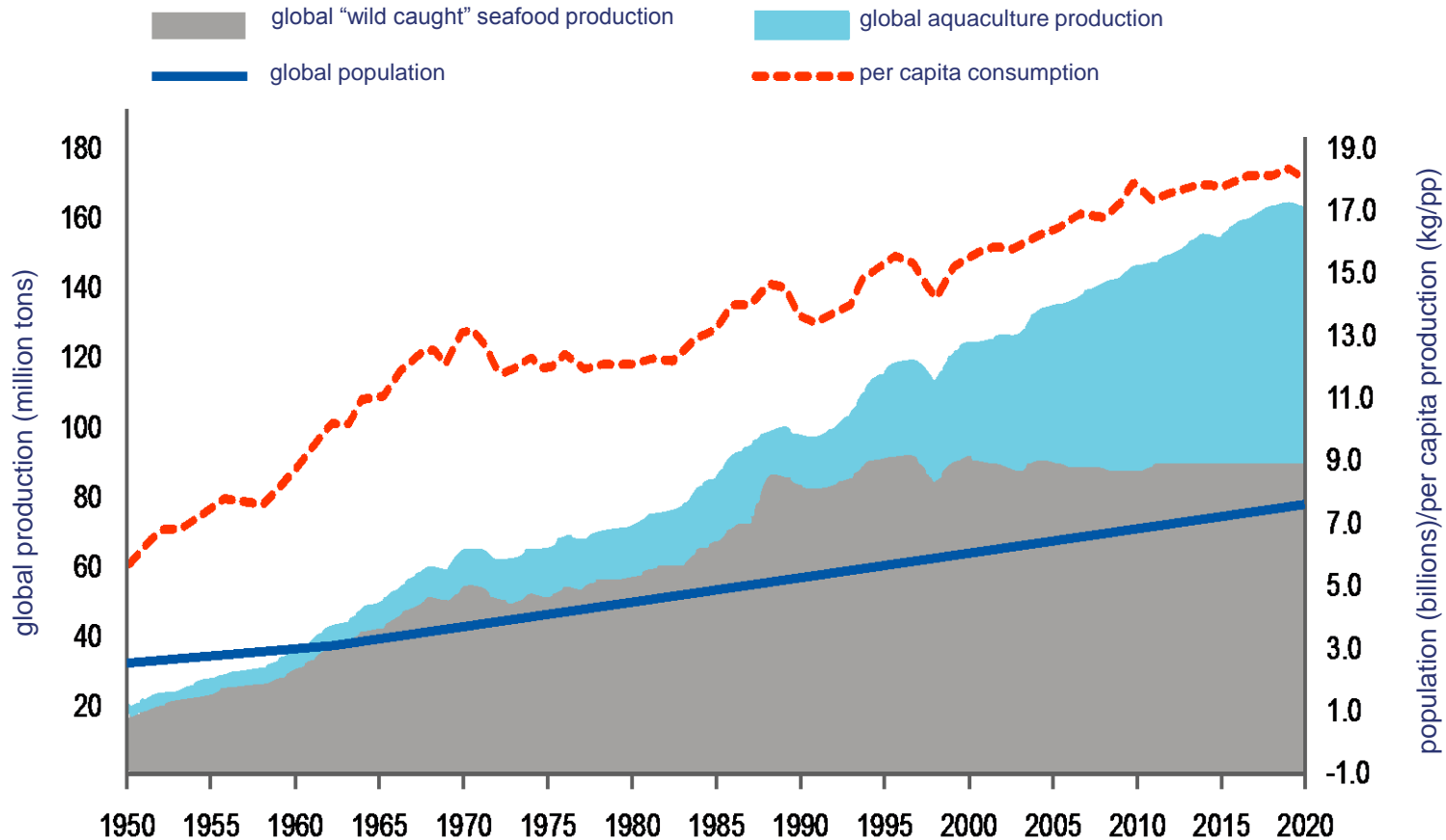


source: fao seafood outlook 2011



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Seafood demand expected to continue to exceed supply



source: fao – fisheries and aquaculture information and statistics service; oecd-fao agricultural outlook 2011-2020; moody's economy.com; moody's investors service estimates.



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Highly focused producer with a clear species-based strategy and global footprint

Most companies in the seafood sector can be placed in one or more species-based subsectors

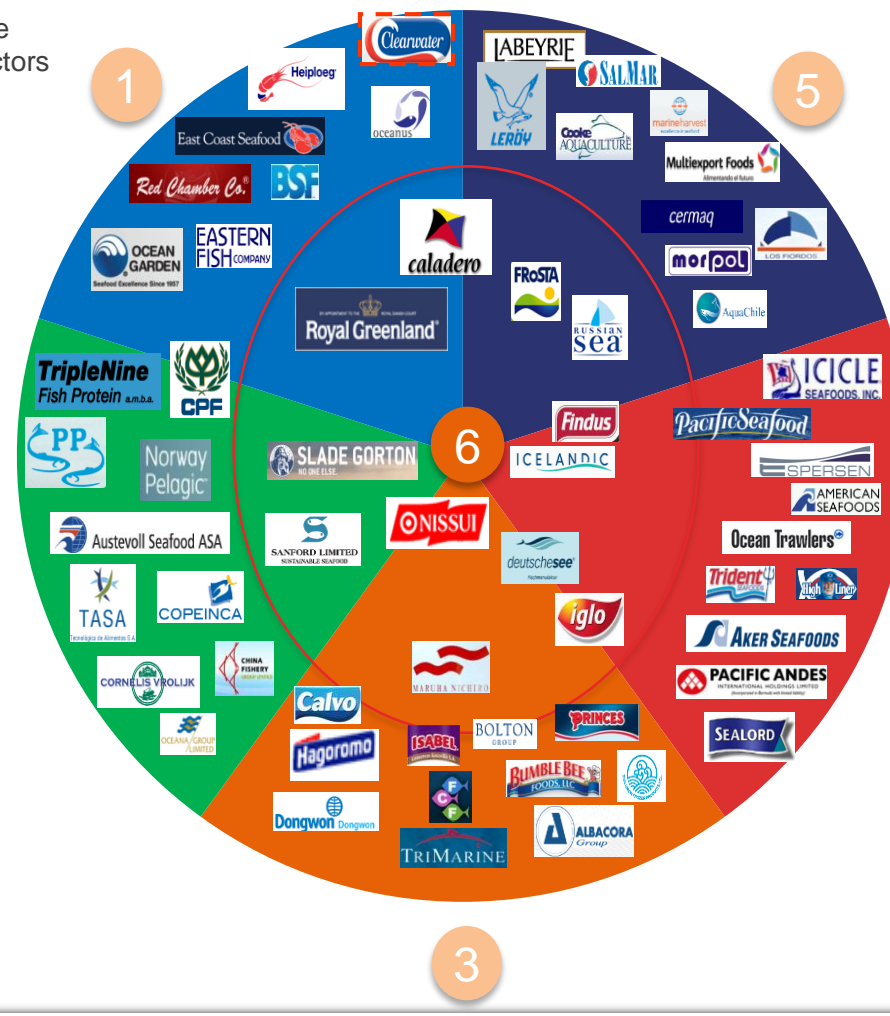
1 crustaceans and molluscs

shrimp
crabs
lobster
molluscs (mussels, oysters)
albalones
octopus and squid

2 small pelagic

mackerel
sardine
herring
fish meal and fish oil

Other



3 salmonids

atlantic salmon
coho
sea trout
king salmon

4 white fish

cod
alaska pollock
hake
tilapia
pangasius
flatfish

5 tuna

canned tuna
canned mackerels
and sardines
other shelf stable
seafood products

6 value added and traders



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Seven MSC-certified species

- The MSC logo is evidence that the fishery meets strict environmental standards and the product originates from a sustainable and well-managed fishery
- Core species include:
 - sea scallops
 - argentine scallops
 - arctic surf clam
 - coldwater shrimp
 - snow crab
 - off-shore/inshore lobster



Multiple sources of long-term operational stability

Scarcity

- Unique, protected access to a scarce, highly-regulated resource
- Diminishing growth rates in global supply over next three decades
- Growing focus on management of fisheries (i.e. licensing and quota protection)
- Scale of quota ownership attractive to major global customers (access to supply more important than price)

Demand

- Robust global seafood fundamentals
- Growth in per capita consumption in developed and developing markets
- On-trend with consumers push toward higher quality, healthier proteins

Product offering

- Diverse product and species mix provides multiple customer touch points
- Attractive value proposition for customers across all channels (retail, white table cloth, export, etc.)
- Track record of successful innovation (packaging, branding, value-added)

Pricing power

- Consistent track record of pricing gains
- Focus on “high-value” premium species
- MSC certification, 100% traceability and food safety track record provides additional pricing halo

