

# **Select Energy Services, Inc.**

19<sup>th</sup> Annual B. Riley FBR Institutional Investor Conference

May 2018

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#### **Cautionary Statement Regarding Forward Looking Statements**

This presentation, including the oral statements made in connection herewith, contains certain statements and information that may constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical fact, regarding Select Energy Services, Inc.'s ("Select" or the "Company") strategy, future operations, financial position, estimated revenues and losses, projected costs, prospects, plans and objectives of Select's management are forward-looking statements. When used in this presentation, the words "could," "believe," "anticipate," "intend," "estimate," "expect," "project," "preliminary," "forecast," and similar expressions or variations are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These forward-looking statements are based on current expectations and assumptions of Select's management about future events and are based on currently available information as to the outcome and timing of future events. Although we believe that the expectations reflected, and the assumptions or bases underlying our forward-looking statements are reasonable, we can give no assurance that such expectations will prove to be correct. Such statements are not guarantees of future performance or events and are subject to known and unknown risks and uncertainties that could cause our actual results, events or financial positions to differ materially from those included within or implied by such forward-looking statements are presentation speaks only as of the date of this presentation. Except as required by applicable law. Select disclaims any intention or obligation to revise or update any forward-looking statement in this presentation.

Factors that could cause our actual results to differ materially from the results contemplated by such forward-looking statements include, but are not limited to the factors discussed or referenced in the "Risk Factors" section of our Annual Report on Form 10-K (our "Form 10-K") filed with the U.S. Securities and Exchange Commission (the "SEC") on March 19, 2018. The information contained in this presentation has not been independently verified other than by the Company and no representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the information contained herein and no reliance should be placed on it.

#### **Industry and Market Data**

This presentation has been prepared by Select and includes market data and other statistical information from third-party sources, including independent industry publications, government publications or other published independent sources. Although Select believes these third-party sources are reliable as of their respective dates, the Company has not independently verified the accuracy or completeness of this information. Some data is also based on the Company's good faith estimates, which are derived from its review of internal sources and the third-party sources described above.

#### **Additional Information and Where to Find It**

For additional information regarding Select, please see our Form 10-K, Quarterly Report on Form 10-Q filed with the SEC on May 11, 2018 and any recent Current Reports on Form 8-K, which are available at no charge at the SEC's website, http://www.sec.gov. In addition, documents will also be available for free from the Company by contacting the Company at 515 Post Oak Blvd, Houston, TX 77027 or (713) 235-9500.

#### Non-GAAP Financial Measures

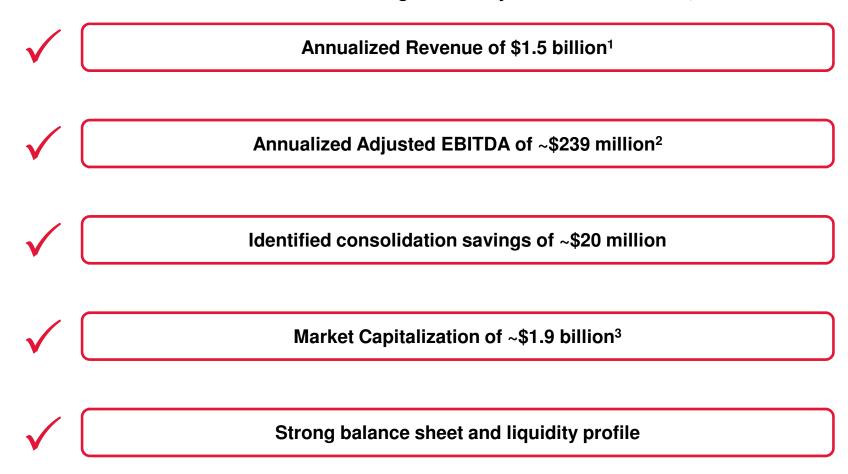
This presentation includes Adjusted EBITDA, a financial measure not calculated in accordance with generally accepted accounting principles in the U.S. ("GAAP"). Select uses Adjusted EBITDA as a supplemental financial measure in this presentation. Adjusted EBITDA is defined as net income/(loss), plus interest expense, taxes and depreciation and amortization, plus/(minus) loss/(income) from discontinued operations, plus any impairment charges or asset write-offs pursuant to GAAP, plus/(minus) non-cash losses/(gains) on the sale of assets or subsidiaries, non-recurring compensation expense, non-cash compensation expense, and nonrecurring or unusual expenses or charges, including severance expenses, transaction costs, or facilities-related exit and disposal-related expenditures, plus/(minus) foreign currency losses/(gains) and plus any inventory write-downs. Please see the appendix for a reconciliation of net income, the most directly comparable GAAP measure to Adjusted EBITDA. This presentation may have other material or supplemental disclosures that are not presented in accordance with GAAP.

While the Company's management believes that certain non-GAAP financial measures are useful for investors, such measures do not have any standardized meaning and are therefore unlikely to be comparable to similar measures presented by other companies. The presentation of non-GAAP financial measures should not be used as a replacement for, and should not be considered in isolation from, financial measures that are in accordance with GAAP.



# **Unmatched Water-Oriented Oilfield Services Franchise**

Merger with Rockwater combined two of the largest water solutions companies servicing the North American unconventional oil & gas industry. On a Q1 2018 basis, Select had:



<sup>1.</sup> Based on total revenue of \$376.4 million for the 3 months ended March 31, 2018.

<sup>2.</sup> Based on Adjusted EBITDA of \$59.6 million for the 3 months ended March 31, 2018. Refer to Appendix for Adjusted EBITDA reconciliation

<sup>3.</sup> As of May 15, 2018

# **Select Energy Services - Company Snapshot**

#### **Segment Overviews**

#### Water Solutions

- + Leading provider of total water solutions to the U.S. unconventional oil and gas industry
- Comprehensive water solutions extending from sourcing to disposal
- + Source and logistics provider for a critical and sometimes, scarce, resource

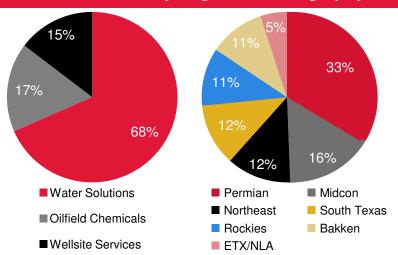
#### Oilfield Chemicals

- Develop and manufacture full suite of completion and production chemicals
- Laboratories, manufacturing facilities and distribution facilities provide strong customer touchpoints

#### Wellsite Services

- Accommodations and rentals
- Crane operations, wellsite construction and field services
- + Canadian water solutions and related services

#### 1Q18 Revenue by Segment & Geography<sup>1,2</sup>



#### Corporate Profile<sup>3</sup>

Listing and Ticker Symbol	NYSE: WTTR
Recent Share Price	\$17.64
Market Capitalization	~\$1,881M
Enterprise Value	~\$1,971M
<b>Total Outstanding Shares</b>	106.3M
Average Daily Trading Volume (last 3 months)	495,825
Headquarters	Houston, TX

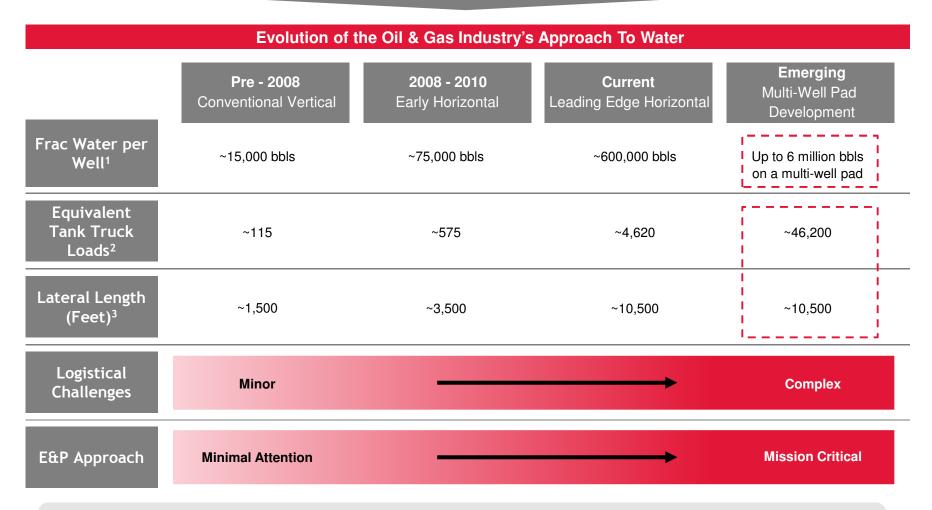
<sup>3.</sup> Share price and trading volume as of May 15, 2018. Includes net debt of ~\$90 million at first quarter ended March 31, 2018. Outstanding shares includes all shares of Class A and



<sup>1.</sup> Based on financials for the first quarter ended March 31, 2018

<sup>2.</sup> Geographic breakout approximated based on water solutions revenue by region

# Scalable and Reliable Water Sourcing and Logistics Are Critical to Unconventional Production



Secular trends have driven increases in water demand per well by more than 30x during the past 10 years, driving demand for complex, sophisticated water solutions



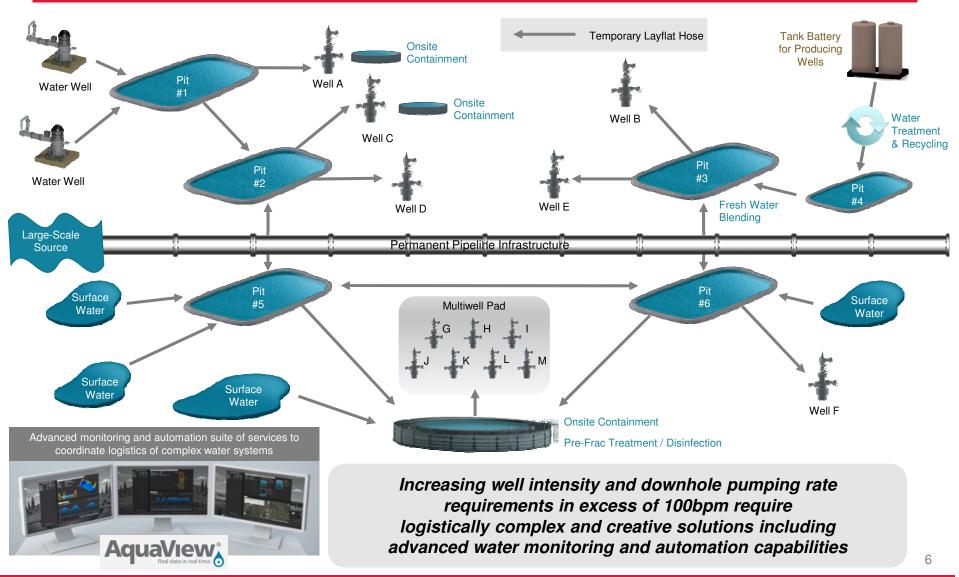
<sup>1.</sup> Water per well based on current management estimates of well completion intensity

<sup>2.</sup> Assumes single tank truck capacity of 130 barrels

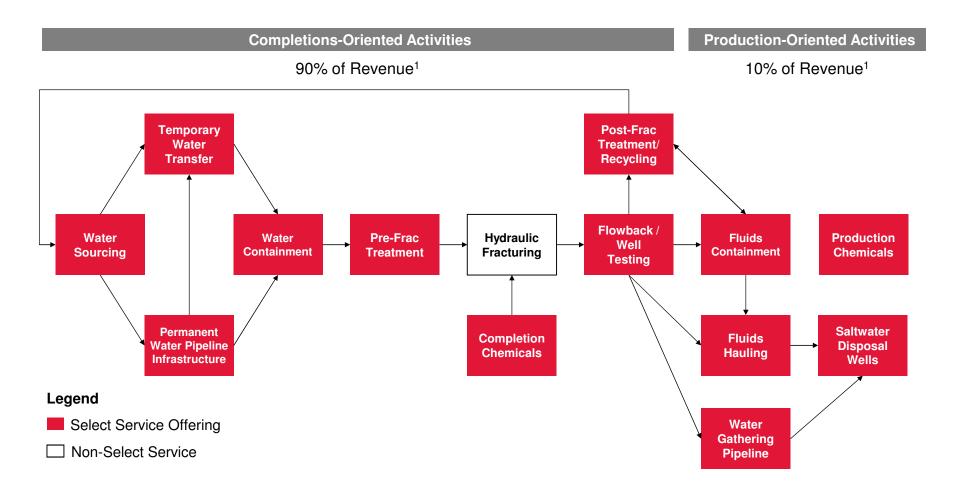
<sup>3.</sup> United States Energy Information Administration ("EIA") and other third party research

# **Increasing Water Logistics Complexity**

#### The below diagram represents a potential water logistics system servicing various customer needs



# Market Leading Comprehensive Water and Chemical Solutions Company

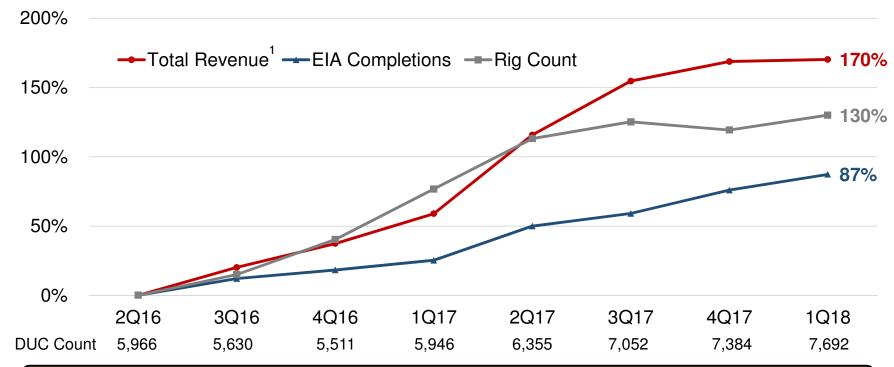


Select provides value-added water and chemical services throughout the well life cycle, with a primary focus on services related to well completions intensity

<sup>1.</sup> Represents % of total Water Solutions and Oilfield Chemicals combined segment revenues for the quarter ended March 31, 2018

### **Select's Revenue vs Market Activity**

- Since the market trough in 2Q16, Select's revenues have outpaced the growth in completions activity due to a combination of factors including increasing completion intensity, market share capture and a modest amount of pricing recovery
- Additionally, the resulting lag in completions activity relative to active rig counts has led to a continued growth in the number of drilled, but uncompleted wells ("DUCs") and as a completions-oriented company, this DUC backlog provides significant revenue opportunity for Select as frac crews begin to catch up to the pace of drilling activity



In addition to the rapid rate of revenue growth since the trough, Q1 2018 revenue per completion stands 10% higher than the market peak in Q3 2014 despite significant declines in pricing



I. Historical revenues based on combined Select and Rockwater revenue for the respective periods, excluding divested operations

## **Industry Leading Customer Base for Water Solutions**

+ Deep customer breadth and diversity as evidenced by no customer representing more than 10% of revenue and top 20 customers representing approximately 55% of revenue for the Water Solutions segment<sup>1</sup>

#### **Top Water Solutions Customers**









































Large, diverse customer base that includes leading integrated and independent E&P operators



<sup>1.</sup> Top customer revenue for the company's combined Water Solutions segment revenues for the quarter ended March 31, 2018

### **Differentiated Oilfield Chemicals Franchise**

#### **Oilfield Chemical Solutions Franchise**

#### **Completion Chemicals**

#### 87% of Oilfield Chemicals Segment Revenue<sup>1</sup>

### Business **Description**

- Leading developer, manufacturer and provider of chemical technologies primarily for hydraulic fracturing, stimulation, cementing and well completions
- Strong position with full suite of frac fluid system additives and turnkey solutions
- Comprehensive lab capabilities and basic in friction reducer manufacturing
- Differentiated logistics networks and distribution assets
- Leader in niche coiled tubing chemicals
- Only water management company providing both crosslinked gel fluid systems and slickwater systems using internally developed chemistry

HALLIBURTON

**PROPETRO** 

#### **Production Chemicals**

#### 13% of Oilfield Chemicals Segment Revenue<sup>1</sup>

- Engineered chemical solutions and services designed to improve well performance and reduce production costs
  - Chemicals for oil and gas production enhancement
  - Oilfield services include corrosion and scale monitoring, chemical inventory management, well failure analysis and more
  - Highly technical lab services focused on enhancing production and reducing costs











LIBERTY







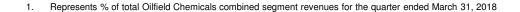






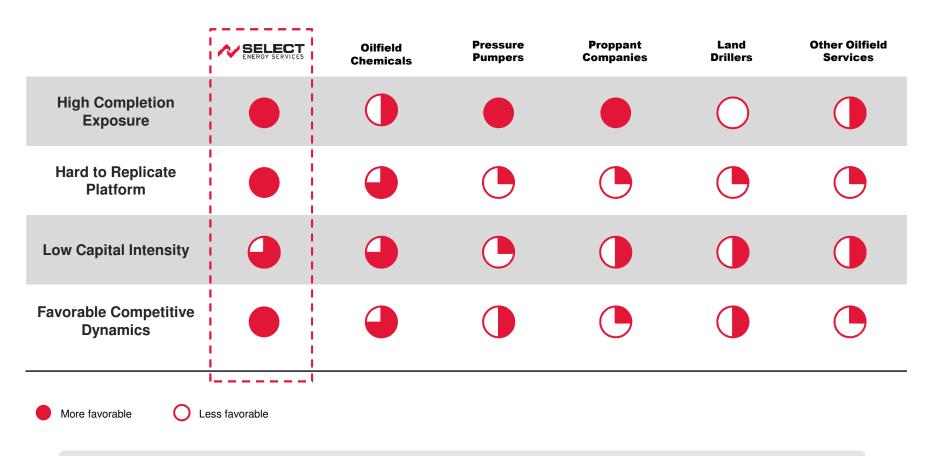






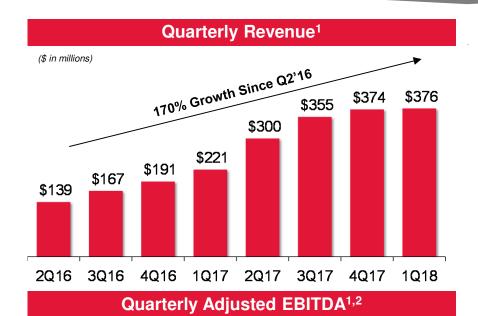


# **Attractive Underlying Fundamentals**



Differentiated platform driven by attractive underlying fundamentals

## Recent Growth in Financial Performance & Liquidity





(\$ in millions)

#### Recent Financial Performance Commentary<sup>1</sup>

- + 1Q18 saw sequential revenue growth of ~1% over 4Q17, representing annualized revenue of ~\$1.5 billion
- Adjusted EBITDA saw an increase in 1Q18 as compared to 4Q17 due in part to continued integration improvements resulting in improved cost controls and sales discipline across combined organization
- + Pricing environment beginning to improve and will remain a focus in 2018, particularly in a tight labor and equipment market
- + Recent market trends favor completion-oriented service providers and outlook remains positive for the rest of 2018
- + Strong balance sheet with significant available liquidity

Liquidity Profile As Of Marc	h 31, 20	)18
Cash	\$	6.1
Bank Debt		75.0
Accrued Lease Obligations and Terminations <sup>1</sup>		21.6
Total Debt	\$	96.6
Liquidty:		
Cash	\$	6.1
Plus: Revolver Borrowing Base <sup>2</sup>		255.6
Less: Outstanding Borrowings		(75.0)
Less: Outstanding Letters of Credit		(19.8)
Total Liquidity	\$	166.9

Historical financial results are based on the combined Select + Rockwater numbers, excluding divested operations. 4Q17 based on combined company financial results including Select actual results and Rockwater's standalone October results

<sup>2.</sup> See Disclaimer on page 2 for important disclosures regarding non-GAAP financial measures and the Appendix for a reconciliation of non-GAAP measures to their most directly comparable financial measures calculated in accordance with GAAP



# **Track Record of Disciplined, yet Opportunistic Growth**

	ROCKWATER ENERGY SOLUTIONS	✓ Transformational merger providing market share, scale and chemicals
	Crescent COMPANIES	<ul> <li>Sizable market consolidation, market share expansion and scalable water monitoring technology platform</li> </ul>
	GRR GARGORY ROUMEN RANGH	✓ Water sourcing and permanent water infrastructure in Delaware Basin
2017 M&A	Tex-Star Water Services Resource Water Transfer	✓ Water transfer companies with attractive valuation and strategic customer relationships in Permian Basin
	Data Automated Water Systems	✓ Automated manifold technology, intellectual property and speed to market
	Solid Oak	<ul> <li>Northeast well testing with attractive valuation and advanced equipment to handle higher pressure and higher sand volumes</li> </ul>
	AquaView Real data in real time	✓ Monitoring and automation suite of technologies
	Bakken Pipelines	✓ Unique infrastructure and contracts providing attractive return on capital
Organic	Water Sourcing Asset Base	<ul> <li>1.5bn bbls of annual water availability provides responsive solutions to the needs of our customers</li> </ul>
	Oilfield Chemicals	✓ Expansion of friction reducer manufacturing capacity to Midland, TX
	Long history of	f successfully executing on both organic growth and acquisitions,

with 50+ acquisitions and integrations since 2007



## **Significant Growth Opportunities**

#### Water Infrastructure Development

- + Evaluating multiple projects that involve the development of fixed infrastructure connecting both:
  - Strategic water sources to E&P operator activity
  - Producing wells to disposal and recycling facilities
- + Long lead time projects that involve securing a cost competitive water source, negotiating rights-of-way and securing customer commitments

# Other Organic Investments

- + Continued expansion of water solutions business
- + Enhanced technological innovation with focus on equipment automation and data capture
- + Expand chemical manufacturing capabilities across multiple basins
- + Continue to develop and expand water treatment capabilities

# Mergers and Acquisitions

- + Highly fragmented market presents continued market consolidation opportunities
- Acquisitions rationale driven by valuation and ability to increase speed to market; focus
  on water solutions, infrastructure, technology and/or chemicals
- + Strong balance sheet and sizable credit facility provide significant dry powder

Select has multiple avenues for growth and an attractive balance sheet to execute its strategy



# Market Leading Specialized Pure-Play with a Strong Balance Sheet focused on Return on Assets

Market Leader

- + 1,400 miles of lay-flat hose
- + 280 well testing spreads
- + 1.5 bn barrels of annual water source rights
- + Multiple operating infrastructure projects

Pure-Play

- + 75% of total revenue from water-related services
- + 84% of gross profit from water-related services
- + 90% of Water Solutions and Oilfield Chemicals segment revenues from completion-oriented services

Specialized

- + Technology
- + Water Sources
- + Infrastructure
- + Chemicals

Strong Balance Sheet

- + Conservative financial policy
- + Low leverage
- + Significant liquidity of approximately \$167 million

Efficient Business Model

- + Strong margins from specialized offerings
- + Low cost operating structure drives free cash flow generation
- + Judicious capital allocation

Strong Capital Discipline with a Focus on Return on Assets





Appendix: Non-GAAP Reconciliations

# **Non-GAAP Reconciliation**

Select Energy Services, Inc.								
	2016			2017				2018
(\$ in millions)	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1
Net Income/(Loss)	(\$228)	(\$35)	(\$25)	(\$12)	(\$10)	\$3	(\$15)	\$16
Tax expense	0	0	(1)	0	(0)	(0)	(1)	0
Interest expense	4	4	4	1	1	0	5	1
Depreciation and amortization	27	22	22	22	23	24	35	31
EBITDA	(\$197)	(\$9)	\$0	\$10	\$13	\$27	\$24	\$49
Impairment of investment	199	0	0	0	0	0	0	2
Lease abandonment costs	0	13	6	2	0	1	1	1
Non-recurring severance expense <sup>(1)</sup>	0	0	0	0	0	0	4	0
Non-recurring transaction costs <sup>(2)</sup>	0	0	0	1	0	4	5	3
Non-cash compensation expenses (gain)	(1)	(0)	0	1	1	1	6	2
Non-cash (gain)/loss on sale of subsidiaries and other assets	(0)	(0)	(0)	0	0	0	1	2
Non-recurring phantom equity and IPO-related compensation	0	0	0	0	13	0	0	0
Foreign currency (gains)/losses	0	0	0	0	0	0	(0)	0
Other Other	0	0	0	0	0	0	4	0_
Adjusted EBITDA	\$1	\$4	\$7	\$14	\$27	\$32	\$44	\$60

<sup>1.</sup> In 2017, these costs were associated with severance incurred in connection with the transactions contemplated by the Agreement and Plan of Merger, dated as of July 18, 2017, by and among Select, SES Holdings, LLC, Raptor Merger Sub, Inc., Raptor Merger Sub, LLC, Rockwater Energy Solutions, Inc. and Rockwater LLC (the "Rockwater Merger"). In 2016, these costs were associated with the reduction in headcount as a result of the industry downturn.

<sup>2.</sup> In 2017, these costs were primarily associated with the Rockwater Merger and our acquisition of Gregory Rockhouse Ranch, Inc. and certain other affiliated entities and assets. In 2016, these costs were associated with our evaluation and negotiation of various transactions that never materialized.

Rockwater Er	nergy Solutio:	ıs. Inc.
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		2016		2017				
(\$ in millions)	Q2	Q3	Q4	Q1	Q2	Q3	October	
Net Income/(Loss)	(\$26)	(\$20)	(\$15)	(\$9)	(\$4)	\$10	\$1	
Tax expense	(0)	1	(1)	(13)	0	(5)	0	
Interest expense	2	3	2	2	1	1	0	
Depreciation and amortization	19	18	17	15	16	15	5	
EBITDA	(\$6)	\$2	\$4	(\$4)	\$14	\$21	\$6	
Impairment of investment	1	0	(0)	0	0	0	0	
Restructuring costs	0	(0)	(1)	(0)	0	2	0	
Restructuring related severance expenses	0	(0)	0	0	0	0	0	
Bad debt expense	(0)	1	(1)	(0)	0	0	(0)	
Inventory write downs	0	0	0	0	0	0	0	
Foreign currency (gains) losses	0	0	0	0	(0)	(0)	0	
(Gain) loss on valuation of contingent obligations	(0)	(0)	(0)	(0)	(0)	(0)	0	
Non-cash compensation expense	1	1	0	1	1	1	0	
Non-cash (gain) loss on sale of subsidiaries and other assets	(1)	(0)	(0)	0	(0)	(1)	(0)	
Transaction related costs	0	0	0	6	2	4	1	
Adjusted EBITDA	(\$5)	\$2	\$3	\$3	\$17	\$26	\$8	

Note: The financial data for Rockwater Energy Solutions, Inc. is for the standalone company prior to the close of the merger on November 1, 2017, excluding certain divested operations

