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Delivering Advanced Solutions for a More Connected, Sustainable World



Water Vortex | *Australia*
CH2M

Additional Information and Where to Find It

In connection with the proposed acquisition of CH2M Hill Companies, Ltd. (“CH2M”) by Jacobs Engineering Group Inc. (the “Company”) pursuant to the terms of an Agreement and Plan of Merger by and among CH2M, the Company and Basketball Merger Sub Inc., a wholly owned subsidiary of the Company (“Merger Sub”), the Company intends to file with the Securities and Exchange Commission (the “SEC”) a Registration Statement on Form S-4 (the “Form S-4”) that will contain a proxy statement of CH2M and a prospectus of the Company, which proxy statement/prospectus will be mailed or otherwise disseminated to CH2M’s stockholders when it becomes available. BEFORE MAKING ANY VOTING OR INVESTMENT DECISION, INVESTORS ARE URGED TO READ THE PROXY STATEMENT/PROSPECTUS (INCLUDING ALL AMENDMENTS AND SUPPLEMENTS) BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE COMPANY, CH2M AND THE MERGER. Investors may obtain free copies of the proxy statement/prospectus when it becomes available, as well as other filings containing information about the Company and CH2M, without charge, at the SEC’s Internet website (http://www.sec.gov). Copies of these documents may also be obtained for free from the companies’ websites at www.jacobs.com or www.ch2m.com.

Non-GAAP Financial Measures

To supplement the financial results presented in accordance with generally accepted accounting principles in the United States (“GAAP”), we present certain non-GAAP financial measures within the meaning of Regulation G under the Securities Exchange Act of 1934, as amended. These measures are not, and should not be viewed as, substitutes for GAAP financial measures.

Participants in Solicitation

The Company, CH2M and their respective officers and directors may be deemed to be participants in the solicitation of proxies from the stockholders of CH2M in connection with the proposed Merger of Merger Sub with and into CH2M. Information about the Company's executive officers and directors is set forth in its Annual Report on Form 10-K, which was filed with the SEC on November 22, 2016 and its proxy statement for its 2017 annual meeting of stockholders, which was filed with the SEC on December 9, 2016. Information about CH2M's executive officers and directors is set forth in its Annual Report on Form 10-K, which was filed with the SEC on March 7, 2017, and the proxy statements for its 2017 annual meeting of stockholders, which was filed with the SEC on April 24, 2017. Investors may obtain more detailed information regarding the direct and indirect interests of the Company, CH2M and their respective executive officers and directors in the acquisition by reading the preliminary and definitive proxy statement/prospectus regarding the proposed transaction when it is filed with the SEC. When available, you may obtain free copies of these documents as described in the preceding paragraph.

No Offer or Solicitation

This presentation relates to a proposed business combination between the Company and CH2M. This presentation is for informational purposes only and shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction. This document is not a substitute for the prospectus or any other document that the Company or CH2M may file with the SEC in connection with the proposed transaction. No offering of securities shall be made, except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended.

Certain Preliminary Results

This presentation includes certain preliminary results for our third fiscal quarter of 2017. These preliminary results reflect our current estimates for this period based on information available as of the date of this presentation. However, these preliminary results are inherently uncertain. We have not yet closed our books for our third fiscal quarter of 2017 and our independent registered public accounting firm has not completed its review of our results for our third fiscal quarter of 2017. Our actual results may differ materially from these preliminary results due to the completion of our financial closing procedures, final adjustments and other developments that may arise between the date of this presentation and the time the financial results for our third quarter are finalized.

Forward-Looking Statement Disclaimer

Certain statements contained in this document constitute forward-looking statements as such term is defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and such statements are intended to be covered by the safe harbor provided by the same. Statements made in this presentation that are not based on historical fact are forward-looking statements, including statements regarding whether and when the proposed transaction with CH2M will be consummated and the anticipated benefits thereof. Although such statements are based on management's current estimates and expectations, and currently available competitive, financial, and economic data, forward-looking statements are inherently uncertain, and you should not place undue reliance on such statements as actual results may differ materially. We caution the reader that there are a variety of risks, uncertainties and other factors that could cause actual results to differ materially from what is contained, projected or implied by our forward-looking statements. The potential risks and uncertainties include, among others, the possibility that CH2M may be unable to obtain required stockholder approval or that other conditions to closing the transaction may not be satisfied, such that the transaction will not close or that the closing may be delayed; general economic conditions; the transaction may involve unexpected costs, liabilities or delays; risks that the transaction disrupts current plans and operations of the parties to the transaction; the ability to recognize the benefits of the transaction; the amount of the costs, fees, expenses and charges related to the transaction and the actual terms of any financings that will be obtained for the transaction; the outcome of any legal proceedings related to the transaction; the occurrence of any event, change or other circumstances that could give rise to the termination of the transaction agreement. For a description of some additional factors that may occur that could cause actual results to differ from our forward-looking statements see our Annual Report on Form 10-K for the period ended September 30, 2016, and in particular the discussions contained under Item 1 - Business; Item 1A - Risk Factors; Item 3 - Legal Proceedings; and Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations, our Quarterly Report on Form 10-Q for the period ended June 30, 2017, and in particular the discussions contained under Part II, Item 1A – Risk Factors; Part I, Item 2 – Management's Discussion and Analysis of Financial Condition and Results of Operations; and Part II, Item 1 – Legal Proceedings, as well as the Company’s other filings with the Securities and Exchange Commission. Neither the Company nor CH2M is under any duty to update any of the forward-looking statements after the date of this presentation release to conform to actual results, except as required by applicable law.

Agenda



Strategy Update Steve Demetriou, Chairman & CEO



Financial Overview Kevin Berryman, EVP & CFO

Jacobs At A Glance

Listed JEC (NYSE)

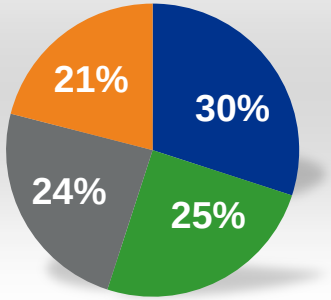
Employees ~54,000

Countries 25+

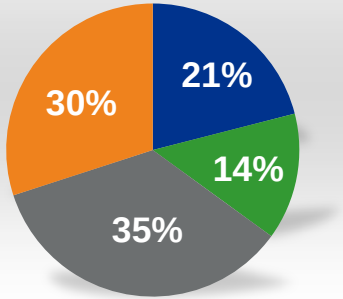
Locations 230+

Petroleum & Chemicals	Oil & gas upstream, refining & chemical markets
Industrial	Mining & minerals, specialty chemicals & manufacturing, life sciences, field services
Buildings & Infrastructure	Public and private sectors, institutional, highway, rail, aviation, educational, corporate facilities
Aerospace & Technology	Public and private sectors, defense; scientific, engineering, construction, nuclear and technical support services

2016 Revenue
$11B



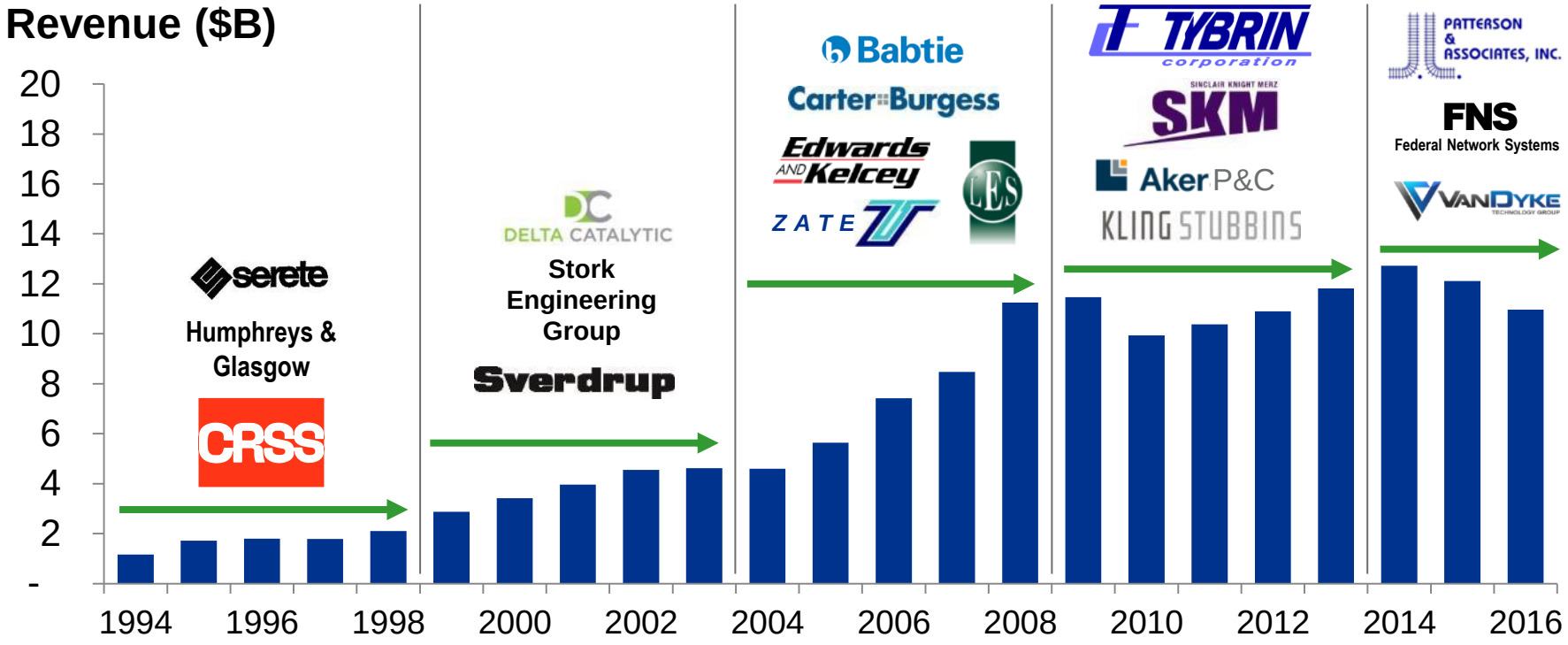
2016 Op. Profit*
$586M



*Segment operating profit excludes non-allocated corporate expenses

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Jacobs Was Built On Key Acquisitions…



Acquired 80+ Companies

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CH2M is The Right Time, Right Transaction

Strong Foundation at Jacobs

- Driving accountability through four global Lines of Business (LOBs)
- Rightsized overhead and streamlined footprint – significantly reduced G&A
- Improved project delivery – resulting in record gross margin levels
- Invested strategically in system enhancements, growth initiatives
- Focused on top tier talent development / retention



Together, a Compelling Strategic Fit

- Delivers on our strategic blueprint
- Creates world's premier global solutions provider
- Positions us in targeted high-margin, high-growth industries
- Builds on common cultures and shared values
- Achieves significant financial benefits

Foundation in Place for Transformational Growth

CH2M at a Glance

Founded 1946

Employees 20,000

Industry-leading Design Positions

#1
- Wastewater Treatment
- Manufacturing
- Semiconductors

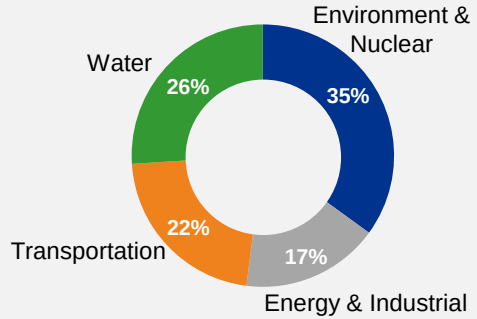
#2
- Water Treatment & Desalination
- Environment

#3
- Transportation
- Water Supply
- Design Firm
- Program Management / Construction Management

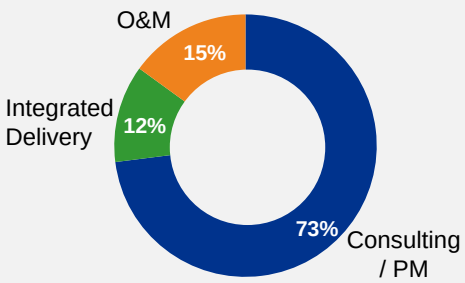
Source: ENR, July 2017

Revenue of $4.4 B[6]

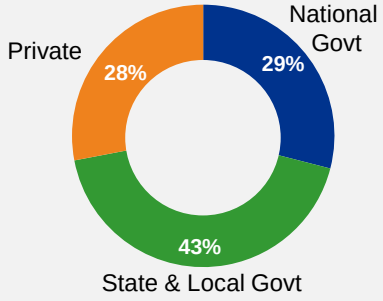
By Sector



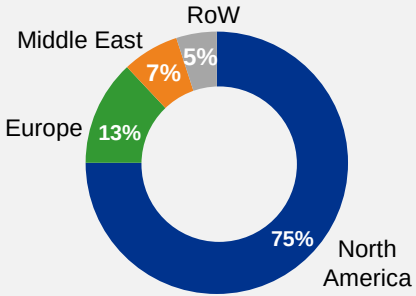
By Service Type



By Client Type



By Region



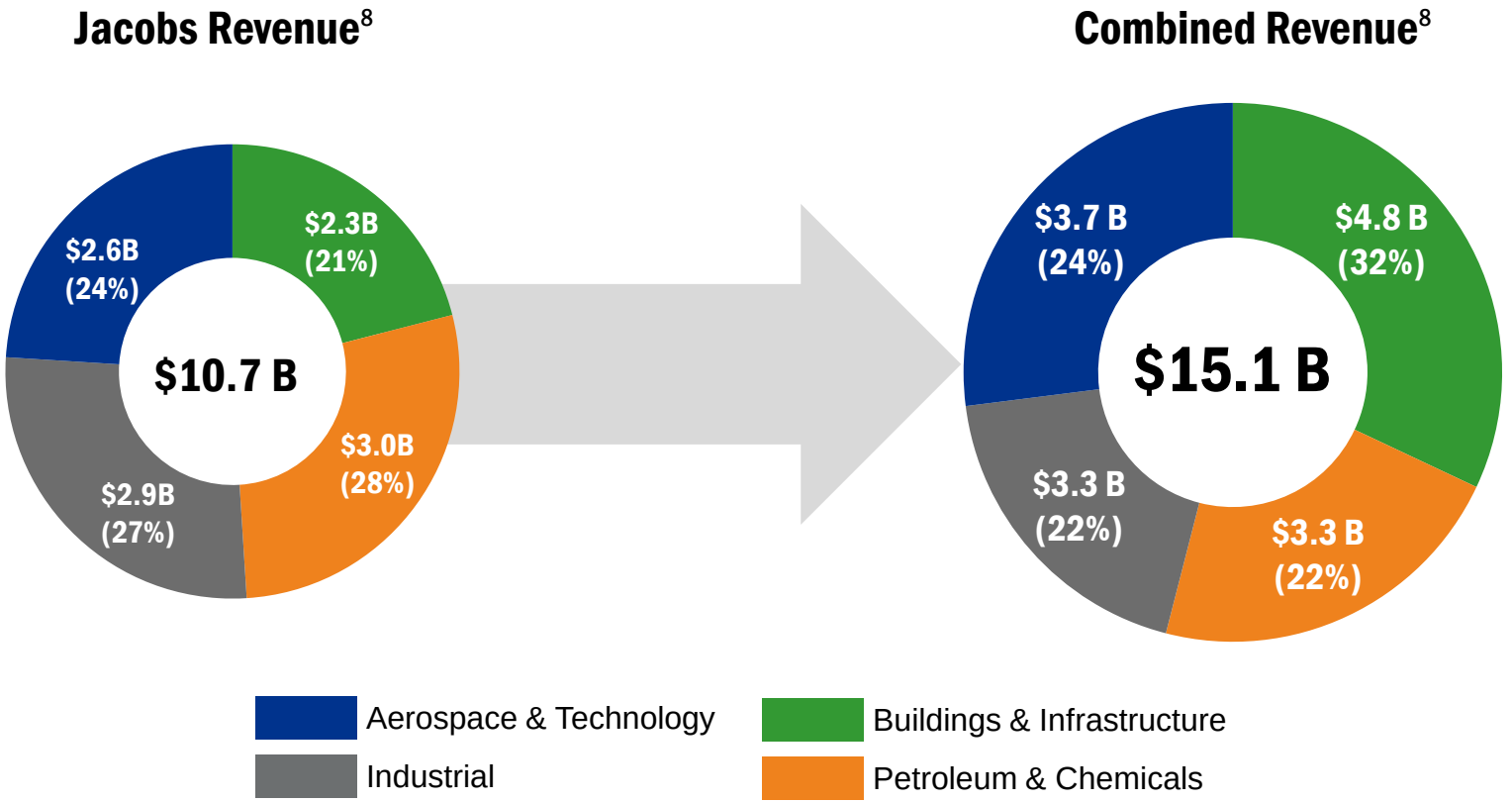
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Strong Momentum Across CH2M Business

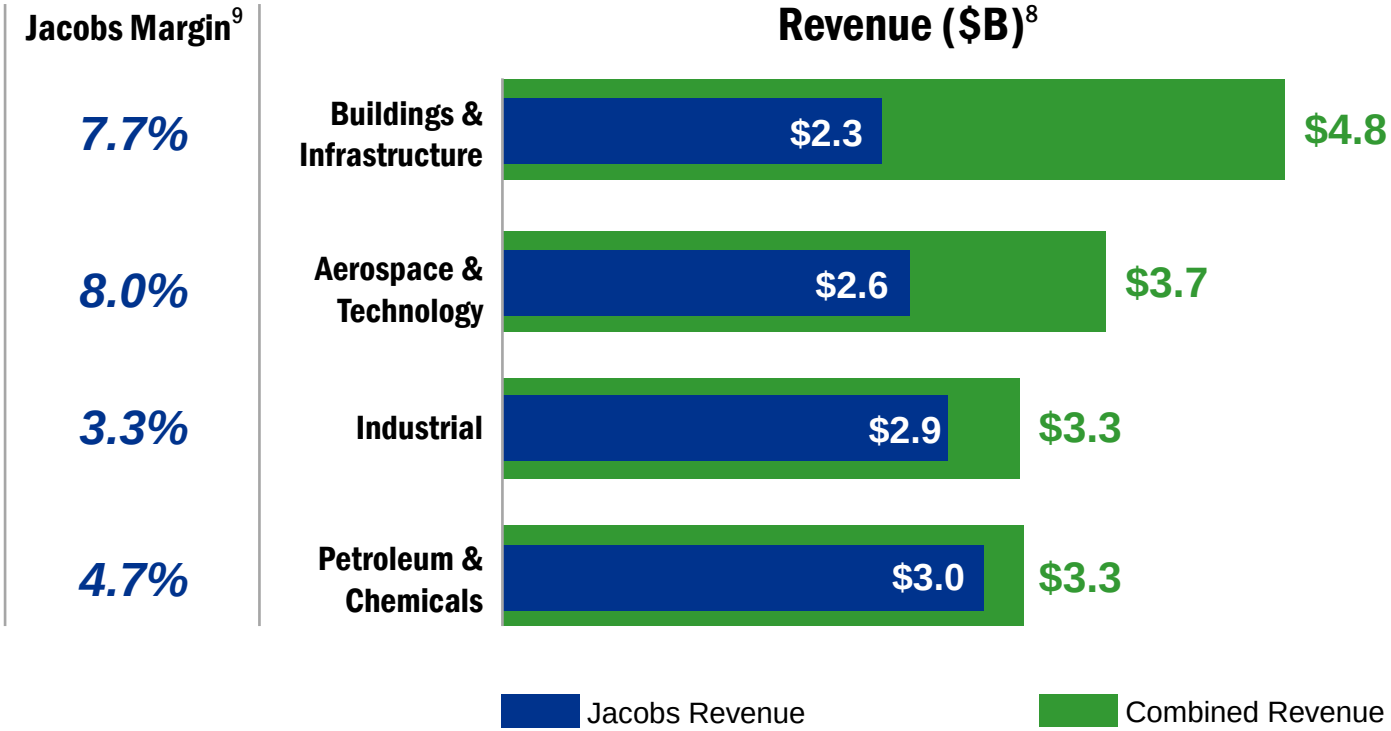
- Exited power EPC and transportation design-build
  - MOPAC nearing completion; risk mitigation in place
  - Inpex risk parameters appropriately considered
- Attractive business portfolio - 90% reimbursable services
- Transformed organization taking hold
  - Expanding client-centric focus
  - Significantly improved cost structure
  - Demonstrating step-change profit improvement
- New awards up ~25% during first half of 2017[7]
- Adj. EBITDA through June 2017 of $324 M[4]



Creates A Premier Global Industry Leader



Strengthens Highest Margin, Highest Growth Business Lines



Common Cultures – Shared Values





Greater Opportunities for Employees – Greater Value for Clients

A Compelling Strategic Fit



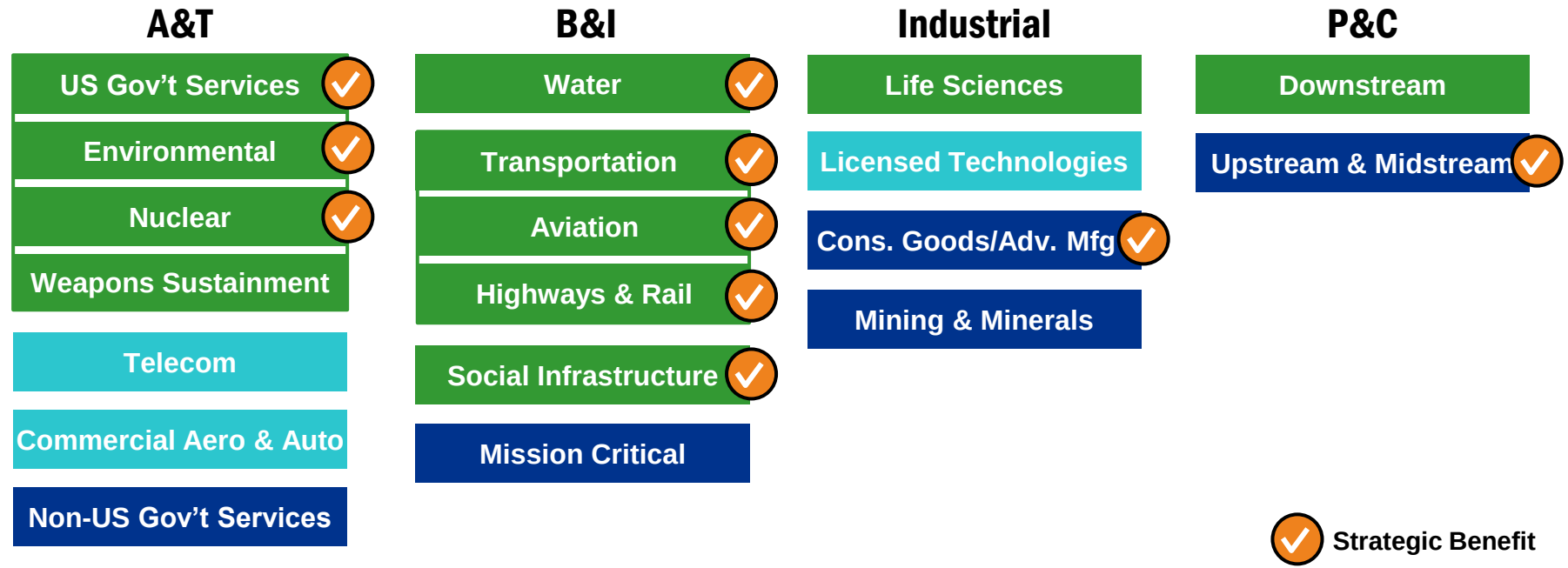
Advancing Our Profitable Growth Strategy



Water Canal Pedestrian Bridge | *Dubai*
CH2M

JACOBS

Advancing Our Profitable Growth Strategy



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Water

Industry leading position in Water – deployed across strong, global operating platform – creates significant growth opportunity

- Scarcity of water driving investments in desalination and water reuse facilities globally – clear areas of combined expertise
- Combined resource depth responds to growing demand – scale matters
- World renowned technical expertise in critical areas positions combined platform for accelerated growth
- Track record of design-build-operate services specifically addresses client demand for cost effective, integrated solutions

By the Numbers[10]

$100 B Total Addressable Market

4-5% CAGR

#1 Wastewater Treatment / Sewer & Waste
#2 Water Treatment & Desalination
#3 Water Supply

CH2M

Source: ENR Top 500 Design Firms Sourcebook, July 2017



Thames Barrier | *London*
CH2M



PUB Deep Tunnel Sewage System | *Singapore*
CH2M



Northern Water Treatment Plant | *Denver*
CH2M

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Environmental

Premier environmental expertise specifically addresses global demand for sustainable and resilient solutions

- A leader with broad and deep environmental capabilities in the industry
- Significant cross-sell opportunity through leverage of Jacobs' private sector customer base
- Together we are positioned to capitalize on dynamic regulatory requirements in both developed and emerging geographies

By the Numbers[10]

$160 B Total Addressable Market

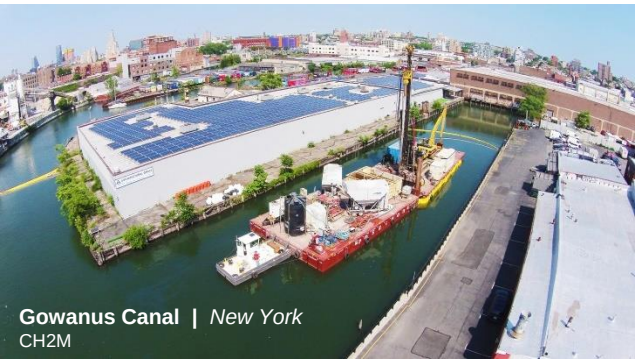
4-5% CAGR

#2 Environment

#2 / #5 Site Assessment & Compliance

Jacobs
CH2M

Source: ENR Top 500 Design Firms Sourcebook, July 2017



Gowanus Canal | *New York*
CH2M



Kingston Fossil Plant Recovery | *Tennessee, US*
Jacobs



Pasco County Wetlands | *Florida, US*
CH2M

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Nuclear

Combined platform achieves Tier 1 global supplier status in Nuclear space and positions us for global growth

- Strong program and project delivery offering in global nuclear space
- Combination of environmental and nuclear skillsets allows us to enhance position with US Department of Energy
- Proven delivery in UK nuclear decommissioning and nuclear new-build provides catalyst for global expansion

By the Numbers[10]

$145 B Total Addressable Market

2-3% CAGR

Tier 1 Global supplier



Idaho Cleanup Project – DOE | *Idaho, US*
CH2M



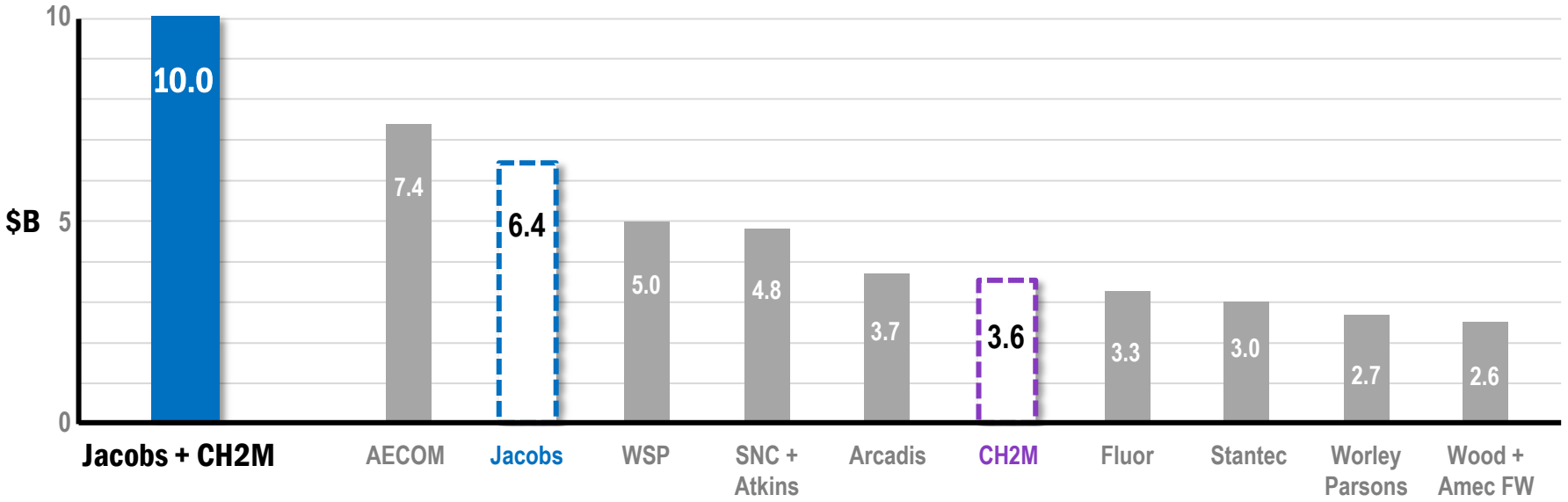
Magnox Hunterston Decommissioning Site | *Scotland*
Jacobs | © Magnox Limited



Hanford Plateau Remediation – DOE | *Washington, US*
CH2M

Jacobs + CH2M Creates Global Design Leader

Global Design Revenues[11]



Source: ENR, July 2017

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Financial Overview



Panama Canal Expansion | *Panama*
CH2M

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Transaction Overview

Purchase Price	$2.85 B Equity Value Enterprise Value[1] / Adj. EBITDA[2] – 6.9x
Consideration Mix[3]	60% Cash / 40% Equity Pro-forma Net Debt to Adj. EBITDA[4] of 1.9x
Synergies	Expected Annual Cost Savings of $150 M Significant Upside Revenue Potential
Accretion[5] (Year 1 post-close)	Adj. Cash EPS accretion ~25% Adj. EPS Accretion (incl. estimated amortization) ~15%
ROIC	>10%
Estimated Close	By end of Q1 FY2018 (Subject to Satisfaction of Customary Closing Conditions, Regulatory and CH2M Shareholder Approvals)

1) Equity Value plus CH2M net debt
2) TTM Adj. EBITDA as of March 2017; excludes restructuring charges and Inpex/MOPAC changes in project estimates, and includes full run-rate cost savings
3) Excluding the cash-out and rollover of certain CH2M equity awards
4) TTM Adj. EBITDA excludes restructuring charges and Inpex/MOPAC changes in project estimates
5) Adj. Cash EPS and Adj. EPS exclude transaction and integration costs. Adj. Cash EPS also excludes amortization of intangibles

Delivers on our Profitable Growth Strategy and M&A Framework

Focus Areas

High Growth Sectors	Water, Transportation, Environmental, Nuclear
Superior Technical Expertise	Track record of innovation, advanced technical skillset and leader in iconic projects
Leading Positions	Water, Transportation, Environmental, Tier 1 Nuclear, PM/CM, Advanced Manufacturing

Financial Expectations

Cost Synergies	$150 M per year
Double-digit ROIC	>10%
Strong IRR and NPV	>14% and >$4 B Total Expected Value
Accretive to EPS in first full year post-close[5]	Adj. Cash EPS Accretion ~25% Adj. EPS Accretion ~15%

Rigorous Integration Approach Drives Significant Synergy Realization

$150 M Annual Cost Synergies Identified

Real Estate: Significant co-location and consolidation opportunities

Corporate: Optimize corporate operations

Business: Align organizational structures

Procurement: Implement best practices across non-labor spend

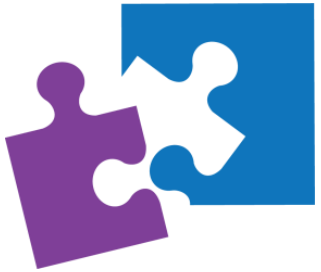
IT Systems: Consolidate systems and migrate to common platforms

Full run-rate savings realized by end of Year 2
(non-recurring costs-to-achieve of ~$225 M)

Additional Cost & Cash Opportunities

- Project delivery excellence
- Utilization of high value service centers
- Working capital improvement

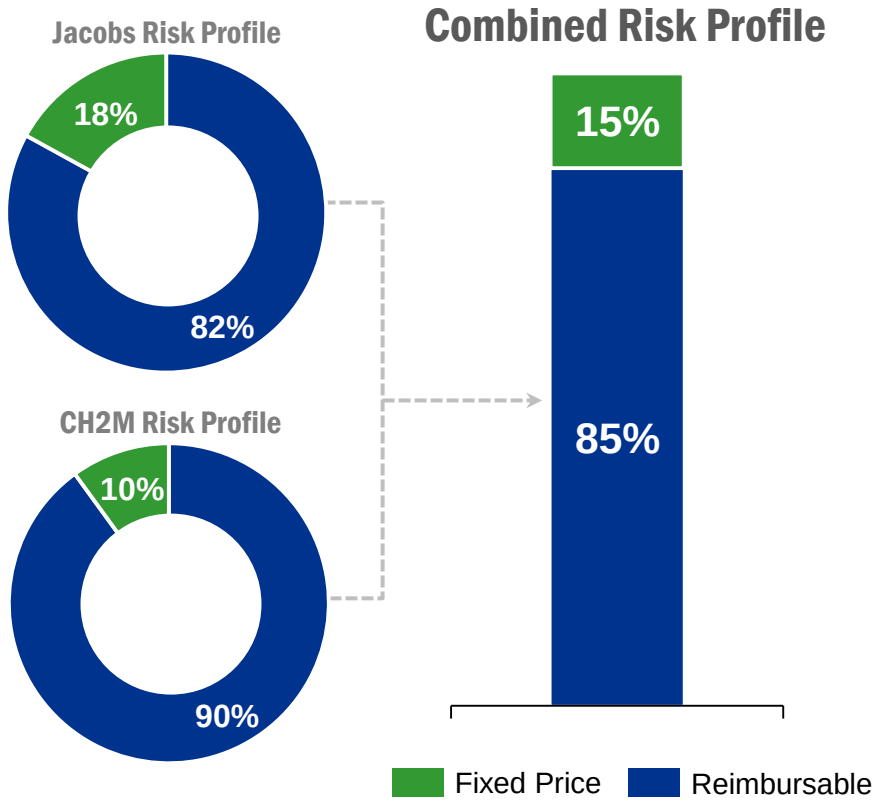
Significant Upside Revenue Synergies



Proven Ability to Deliver Cost Savings and Enhanced Returns

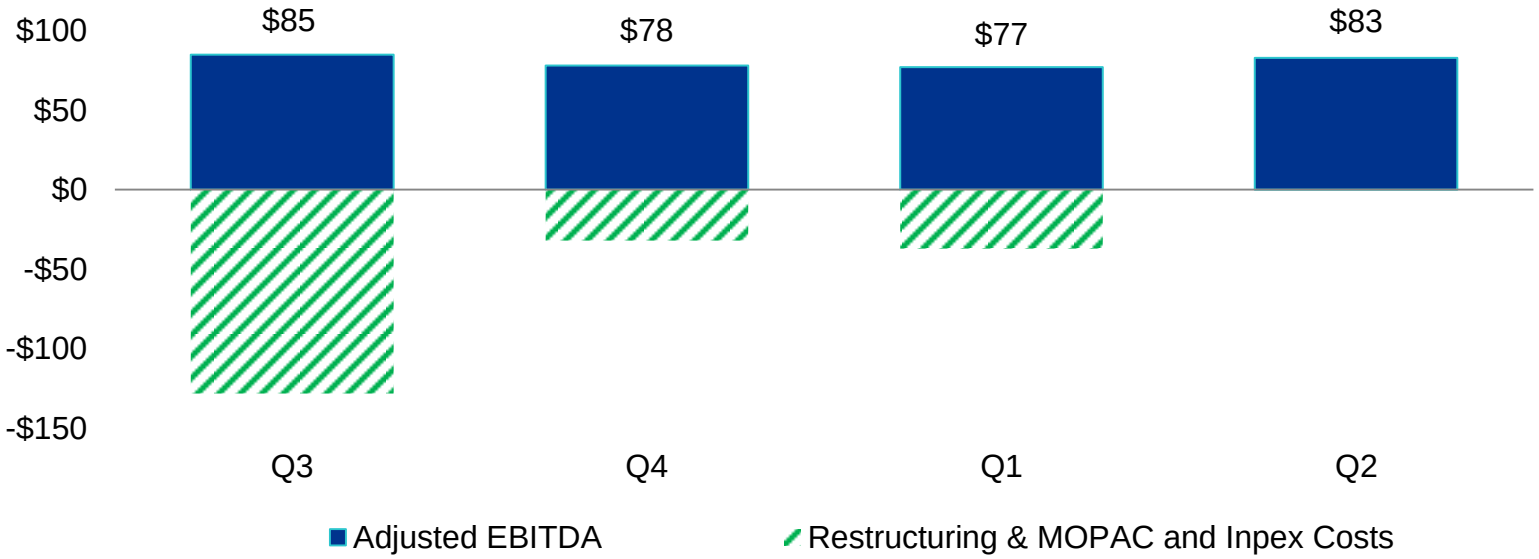
Industry Leading Low-Risk Profile Remains Intact

- Exited Power EPC and Transportation Design-Build
  - Focus area of due diligence
  - Confirmed exit of past problem businesses
  - Economics fully considered in transaction value
- Remaining portfolio now represents similar risk profile to Jacobs
  - Detailed diligence on balance of project portfolio
  - Combined strength in key industries to drive greater revenue stability
  - Increased position in government and longer-term, stable contracts



Generating Solid EBITDA

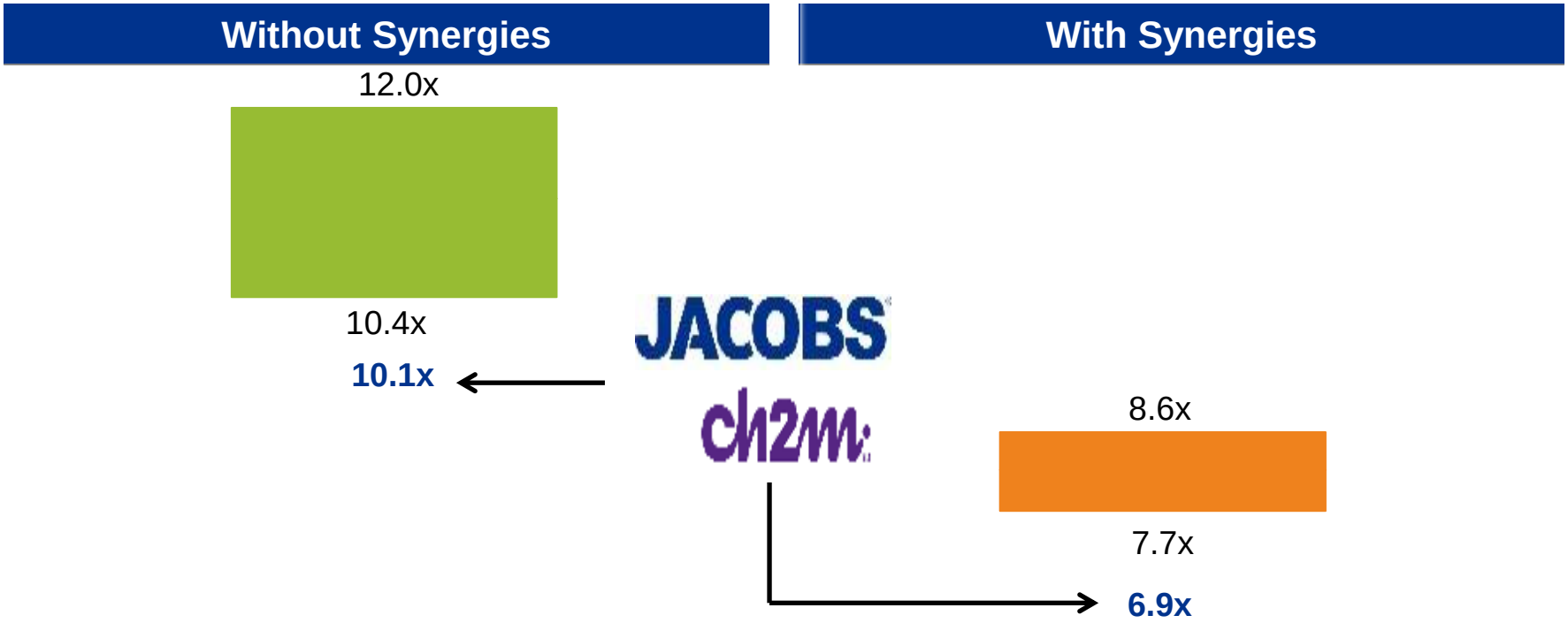
Delivering a Consistent Adjusted EBITDA Margin of +7% Over the Last Four Quarters



GAAP EBITDA	($43)	$46	$40	$83

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Recent Precedent M&A Transactions – EBITDA Multiples

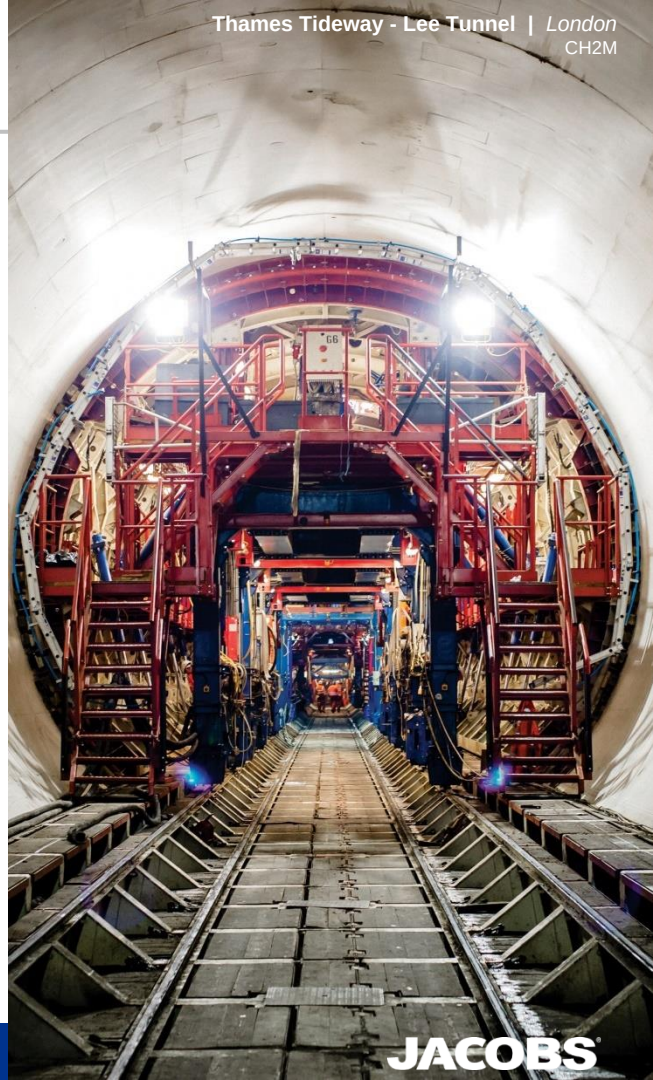


Source: Company filings, news releases, Capital IQ
Note: Multiples represent Enterprise Value / TTM EBITDA. Precedent E&C transactions include SNC-Lavalin / Atkins, Wood Group / Amec Foster Wheeler and Stantec / MWH

Transaction Financing

- Consideration mix of 60% Cash / 40% Equity[3]
- Total funding requirement of $2.4 B (including payoff of CH2M debt)
  - Combination of existing cash and revolver capacity
  - New, committed $1.2 B three-year term loan
- Post-close liquidity $900 M
- Investment grade profile remains firmly in place; pro-forma net debt to Adj. EBITDA[4] at 1.9x
- Post-acquisition, CH2M shareholders to own 15% of JEC outstanding shares

Balance Sheet Remains Strong Post-Close



Integration & Wrap-up



National Western Center | *Denver*
CH2M

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Committed to Successful Integration

- Leveraging integration lessons learned
  - Evaluated transactions over past 10 years
  - Capturing opportunities / mitigating challenges
- Proven discipline in delivering cost savings
  - Strong accountability, processes, systems and tools in place
- Focusing on critical success factors
  - Retain talent and build on common cultures
  - Ensure base business performance
  - Enhance and deliver cost and growth synergies
- Realistic about level of effort and timeline
- Transparent communication on progress

Ready, Able and Confident to Execute



Comprehensive, Focused and Disciplined Approach

- Joint Integration Management Office (IMO)
  - Full-time integration leaders and teams
  - Experienced hands-on leadership across all business lines
  - External advisors with proven transformational integration expertise
- Early capture of ‘hearts and minds’
- Ensure adoption of best practices
- Accountability and transparency
  - Rigorous integration process and cadence
  - Executive Steering Team reviews
  - High engagement with Board of Directors



Gary Mandel
Executive VP
Jacobs



Lisa Glatch
Executive VP
CH2M

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ch2m

Capture Synergies While Minimizing Disruptions to Ongoing Business

Compelling Strategic Combination: *Creates Significant Shareholder Value*

1 Creates a world premier global solutions provider

- Delivers enhanced, differentiated value proposition for clients through end-to-end solutions
- Bolsters portfolio quality, stability and diversity
- Preserves attractive low-risk portfolio profile

2 Positions us in targeted high growth areas

- Enhances leadership position: Water, Transportation, Environmental and Nuclear
- Provides scale in target industries and geographies

3 Builds on common cultures and shared values

- Dynamic, engaging and entrepreneurial cultures
- Focus on Safety, Ethics, Sustainability, Client Centricity, Performance Excellence, and Growth

4 Significant expected financial benefits

- Accelerates ability to achieve 2019 margin, ROIC and growth targets
- Significantly accretive to Adj. EPS[12] in the first full year post-close
- Identified cost synergies of $150 M per year
- Enterprise Value[1] / Adj. EBITDA[2] multiple of 6.9x

Jacobs & CH2M:

Delivering Advanced Solutions for a More Connected, Sustainable World



London Olympics | *UK*
CH2M

Consolidated Footnotes

1) Equity Value plus CH2M net debt
2) TTM Adj. EBITDA as of June 2017; excludes restructuring charges and Inpex/MOPAC changes in project estimates and includes full run-rate cost savings
3) Excluding the cash-out and rollover of certain CH2M equity awards
4) TTM Adj. EBITDA excludes restructuring charges and Inpex / MOPAC changes in project estimates
5) Adj. Cash EPS and Adj. EPS exclude transaction and integration costs. Adj. Cash EPS also excludes amortization of intangibles
6) TTM Revenue pro-forma for the deconsolidation of CNEA JV, a large nuclear project in a consolidated Canadian JV
7) Gross Profit
8) Jacobs Revenue and Combined Revenue for TTM ended FY17 Q2
9) TTM Operating Profit as percentage of Revenue as of FY17 Q2
10) Cumulative 2017-2021; based on internal assessment and third-party research
11) Excludes Power Cons. Corp. of China ($7.3), China Comm. Constr. Group ($4.2), and China Energy Engineering Corp. ($6.2)
12) Adj. EPS excludes transaction and integration costs