



OPAL
FUELS



Second Quarter 2023 Earnings Presentation
August 2023

Disclaimer

For the purposes of this notice, the “presentation” that follows shall mean and include the slides that follow, the oral presentation of the slides by members of management of OPAL Fuels Inc. (the “Company” or “OPAL Fuels”) or any person on their behalf and the question-and-answer session that follows that oral presentation. By reading the presentation slides, you will be deemed to have (i) agreed to the following limitations and notifications and made the following undertakings and (ii) acknowledged that you understand the legal and regulatory sanctions attached to the misuse, disclosure or improper circulation of this presentation.

No Offer or Solicitation: This presentation and any oral statements made in connection with this presentation do not constitute an offer to sell, or the solicitation of an offer to buy, or a recommendation to purchase, any securities in any jurisdiction, nor shall there be any sale, issuance or transfer of any securities in any jurisdiction where, or to any person to whom, such offer, solicitation or sale may be unlawful under the laws of such jurisdiction. This presentation does not constitute either advice or a recommendation regarding any securities. The communication of this presentation is restricted by law; in addition to any prohibitions on distribution otherwise provided for herein, this presentation is not intended for distribution to, or use by any person in, any jurisdiction where such distribution or use would be contrary to local law or regulation. The contents of this presentation have not been reviewed by any regulatory authority in any jurisdiction.

No Representations or Warranties: No representations or warranties, express or implied are given in, or in respect of, this presentation or as to the accuracy, reasonableness or completeness of the information contained in or incorporated by reference herein. To the fullest extent permitted by law, in no circumstances will the Company or any of its affiliates, directors, officers, employees, members, partners, shareholders, advisors or agents be responsible or liable for any direct, indirect or consequential loss or loss of profit arising from the use of this presentation, its contents, its omissions, reliance on the information contained within it, or on opinions communicated in relation thereto or otherwise arising in connection therewith. Certain information contained herein has been derived from sources prepared by third parties. While such information is believed to be reliable for the purposes used herein, none of the Company or any of its affiliates, directors, officers, employees, members, partners, shareholders, advisors or agents has independently verified the data obtained from these sources or makes any representation or warranty with respect to the accuracy of such information. Recipients of this presentation are not to construe its contents, or any prior or subsequent communications from or with the Company or its representatives as investment, legal or tax advice. In addition, this presentation does not purport to be all-inclusive or to contain all of the information that may be required to make a full analysis of the Company. Recipients of this presentation should each make their own evaluation of the Company and of the relevance and adequacy of the information and should make such other investigations as they deem necessary. The Company disclaims any duty to update the information contained in this presentation.

Forward-Looking Statements: Certain statements in this communication may be considered forward-looking statements within the meaning of the “safe harbor” provisions of the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that are not historical facts and generally relate to future events or OPAL Fuels’ (the “Company”) future financial or other performance metrics. In some cases, you can identify forward-looking statements by terminology such as “believe,” “may,” “will,” “potentially,” “estimate,” “continue,” “anticipate,” “intend,” “could,” “would,” “project,” “target,” “plan,” “expect,” or the negatives of these terms or variations of them or similar terminology. Such forward-looking statements are subject to risks and uncertainties, which could cause actual results to differ materially from those expressed or implied by such forward looking statements. New risks and uncertainties may emerge from time to time, and it is not possible to predict all risks and uncertainties. These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by the Company and its management, as the case may be, are inherently uncertain and subject to material change. Factors that may cause actual results to differ materially from current expectations include various factors beyond management’s control, including but not limited to general economic conditions and other risks, uncertainties and factors set forth in the sections entitled “Risk Factors” and “Cautionary Statement Regarding Forward-Looking Statements” in the Company’s annual report on Form 10-K filed on March 29, 2023, and other filings the Company makes with the Securities and Exchange Commission. Nothing in this communication should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved or that any of the contemplated results of such forward-looking statements will be achieved. You should not place undue reliance on forward-looking statements in this communication, which speak only as of the date they are made and are qualified in their entirety by reference to the cautionary statements herein. The Company expressly disclaims any obligations or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company’s expectations with respect thereto or any change in events, conditions or circumstances on which any statement is based.

Disclaimer (Cont'd)

Financial Information: The financial and operating forecasts contained in this presentation represent certain estimates of the Company as of the date thereof. The Company's independent public accountants have not examined, reviewed or compiled the forecasts and, accordingly, do not express an opinion or other form of assurance with respect thereto. The forecasts should not be relied upon as being indicative of future results. Furthermore, none of the Company or its management team can give any assurance that the forecasts contained herein accurately represents the Company's future operations or financial condition. The assumptions and estimates underlying such financial forecast information are inherently uncertain and are subject to a wide variety of significant business, economic, competitive and other risks and uncertainties that could cause actual results to differ materially from those contained in the prospective financial information. Accordingly, there can be no assurance that the prospective results are indicative of the future performance of the Company or that actual results will not differ materially from those presented in these materials. Some of the assumptions upon which the forecasts are based inevitably will not materialize and unanticipated events may occur that could affect results. Inclusion of the prospective financial information in this presentation should not be regarded as a representation by any person that the results contained in the prospective financial information are indicative of future results or will be achieved.

Non-GAAP Financial Measures: To supplement the Company's unaudited condensed consolidated financial statements presented in accordance with accounting principles generally accepted in the United States of America ("GAAP"), the Company uses a non-GAAP financial measure that it calls adjusted EBITDA ("Adjusted EBITDA"). This non-GAAP Measure adjusts net (loss) income for realized and unrealized gain on interest rate swaps, net loss attributable to non-redeemable non-controlling interests, transaction costs and one-time non-recurring charges, non-cash charges, major maintenance for renewable power, unrealized loss (gain) for derivative instruments, environmental credits associated with renewable biogas that has been produced and is in storage pending completion of certification of the relevant environmental attribute pathway(s) and Environmental Credits at quarter end market prices attributable to renewable biogas produced in the period but not yet sold or delivered. Management believes this non-GAAP measure provides meaningful supplemental information about the Company's performance, for the following reasons: (1) it allows for greater transparency with respect to key metrics used by management to assess the Company's operating performance and make financial and operational decisions; (2) the measure excludes the effect of items that management believes are not directly attributable to the Company's core operating performance and may obscure trends in the business; and (3) the measure is used by institutional investors and the analyst community to help analyze the Company's business. In future quarters, the Company may adjust for other expenditures, charges or gains to present non-GAAP financial measures that the Company's management believes are indicative of the Company's core operating performance.

Non-GAAP financial measures are limited as an analytical tool and should not be considered in isolation from, or as a substitute for, the Company's GAAP results. The Company expects to continue reporting non-GAAP financial measures, adjusting for the items described below (and/or other items that may arise in the future as the Company's management deems appropriate), and the Company expects to continue to incur expenses, charges or gains like the non-GAAP adjustments described below. Accordingly, unless expressly stated otherwise, the exclusion of these and other similar items in the presentation of non-GAAP financial measures should not be construed as an inference that these costs are unusual, infrequent, or non-recurring. These Non-GAAP financial measures are not recognized terms under GAAP and do not purport to be alternatives to GAAP net income or any other GAAP measure as indicators of operating performance. Moreover, because not all companies use identical measures and calculations, the Company's presentation of Non-GAAP financial measures may not be comparable to other similarly titled measures used by other companies. We strongly encourage you to review all of our financial statements and publicly filed reports in their entirety and to not solely rely on any single non-GAAP financial measure.

Trademarks: This presentation may contain trademarks, service marks, trade names and copyrights of other companies, which are the property of their respective owners, and the Company's use thereof does not imply an affiliation with, or endorsement by, the owners of such trademarks, service marks, trade names and copyrights. Solely for convenience, some of the trademarks, service marks, trade names and copyrights referred to in this presentation may be listed without the TM, © or ® symbols, but the Company and its affiliates will assert, to the fullest extent under applicable law, the rights of the applicable owners, if any, to these trademarks, service marks, trade names and copyrights.

OPAL Fuels at a Glance – The Vertically Integrated RNG Company

	Vertically Integrated Across RNG Value Chain	2nd Largest US RNG Station Operator; Substantial RNG Production
--	---	---

	Strong Existing Platform, with Visible Embedded Growth	Existing Projects, Advanced Development Pipeline and Industry Tailwinds
--	---	--

	Experienced Team with Track Record of Value Creation	Executive Team with 100+ Years of Industry Experience
--	---	--

	Well Capitalized with World-Class Partners	<i>NASDAQ: "OPAL"</i>
---	---	------------------------------

Leader in the RNG Value Chain



RNG Fuel Segment



Fuel Station Services



Renewable Power

OPAL FUELS RNG Production
 Generation of RNG through capture of landfill emissions, recycling of animal waste and wastewater and anaerobic digestion of food waste.

OPAL FUELS Fuel Station Services
 Market share leading builder and service provider of alternative fueling stations, RNG and hydrogen, for Class 8 heavy duty fleets.

OPAL FUELS Renewable Power
 Established owner of landfill gas to electric projects with 20+ year history of successful operations positioned to benefit from proposed eRIN policy implementation.

OPAL FUELS RNG Fuel Marketing and Distribution
 Delivering OPAL production and third-party supply to OPAL's network of dispensing stations with long term optionality across end markets as they evolve.

OPAL's Vertical Integration Maximizes the Value of the RNG Molecule and Drives Market Share Gains

Market Leader with Strong Partner and Customer Base



Representative Partner and Customer Contract Duration⁽¹⁾

20 - 25 Years



Representative Customer Contract Duration⁽¹⁾

10 Years



⁽¹⁾ Representative partner/customer contract durations shown for illustrative purposes.

Executing Our Vertically Integrated Plan

Our Priorities

1.

Secure New Biogas Rights

2.

Place New RNG Projects Into Construction

3.

Place RNG Projects into Operation

4.

Grow RNG Transportation Fuel and Reduce Emissions

5.

Secure Financing for Growth Plan and Simplify Capital Structure

Update

✓ Advanced Development Pipeline⁽¹⁾ represents 8.1 million MMBtu across 18 projects. Additionally, we continue to review potential additional biogas projects in our pipeline.

✓ Our In-Construction portfolio increased from 4.7 to 5.4 million MMBtu. We placed our Polk County Florida RNG project into construction.

✓ Emerald is finishing its commissioning process and is expected to be added to our in-operation project portfolio this quarter. Emerald represents 1.3 million MMBtu of annual nameplate capacity.⁽²⁾

✓ At 6/30/23, we had 45 fuel stations under construction, of which 17 are OPAL Fuels owned.

✓ Have cash and access to expected sources of capital sufficient to meet our existing commitments and funding needs.

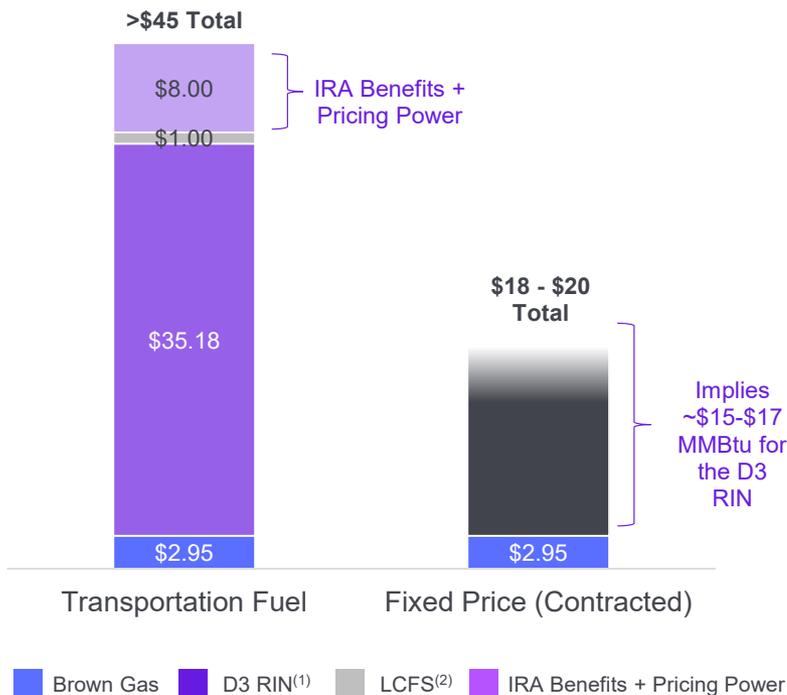
⁽¹⁾ Management defines Advanced Development Pipeline projects that have been qualified and are reasonably expected to be in construction within the next twelve to eighteen months. The MMBtu associated with these projects is presented as OPAL Fuels share anticipated nameplate capacity.

⁽²⁾ Nameplate capacity is the annual design output for each facility and may not reflect actual production from the projects, which depends on many variables including, but not limited to, quantity and quality of the biogas, operational up-time of the facility, and actual productivity of the facility. Quantities shown reflect OPAL Fuels' proportionate ownership.

Policy Support for Cellulosic Biofuels Used as Transportation Fuel

The EPA's decision in June's final Set Rule to increase cellulosic RVO's to growth levels of 30% each year for the next three years is strong support for the RNG industry providing stability and predictability for D3 RIN prices through at least 2025.

Revenue Comparison for Landfill Gas (\$/MMBtu)



“From day one, the EPA has been committed to the growth of renewable fuels that play a critical role in diversifying our country’s energy mix and combatting climate change, all while providing good paying jobs and economic benefits to communities across the country. Today’s final rule reflects our efforts to ensure stability of the program for years to come, protect consumers from high fuel costs, strengthen the rural economy, support domestic production of cleaner fuels, and help reduce greenhouse gas emissions.”



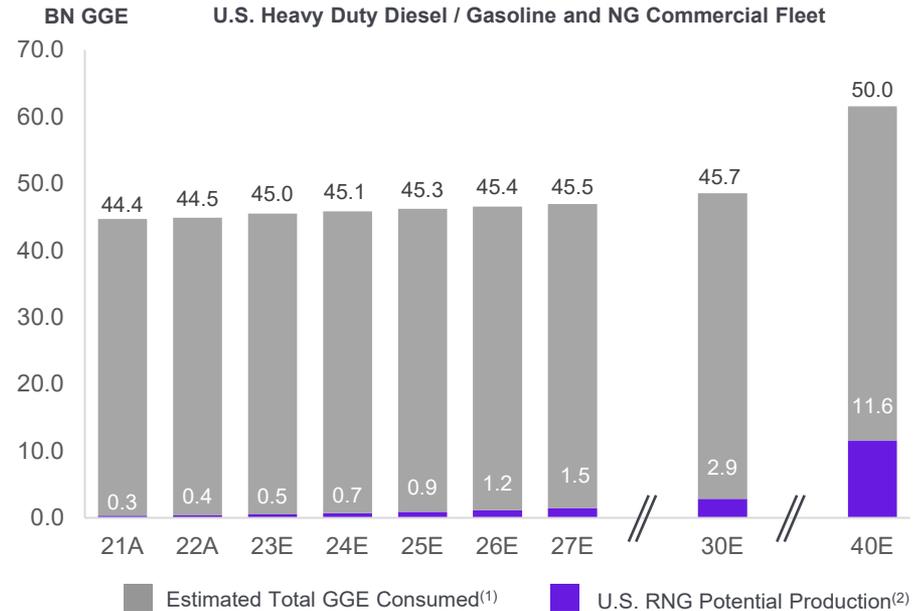
Michael Regan, EPA Administrator
June 21, 2023

Demand for RNG by Class 8 Trucks Poised to Exceed Supply

RNG Transport Fuel Market Fundamentals Are Strong

- Transportation fuel market demand for RNG is expected to accelerate as the price of diesel remains high.
- RNG production of ~500MM GGE per year represents just over 1% of the U.S. heavy duty fuel market.
- Forecasts see RNG supply triple to ~1 billion GGE in five years, still less than 3% of the U.S. heavy duty fuel market.
- RNG offers immediate carbon reduction impacts, resulting in **zero Scope 1 and Scope 2 emissions as a transportation fuel.**
- RNG fuel is priced **less than diesel providing lower total cost of ownership to class 8 fleets and positive ROIs today.**

RNG Covers Less than 1% of the U.S. Heavy Duty Market



“...the 15-liter is actually in operation now in China. So we're bringing it over from there. It's done quite well. We've actually been able to go from a 0% share up to about a 15% share in that market in a pretty short time period... and the 15-liter natural gas opens up long-haul trucking to use natural gas... it allows you to be more efficient, more torque, more power, more operating, very similar to a diesel engine.”

Cummins

Chris Clulow Cummins VP Investor Relations
 TD Cowen Sustainability Week
 June 8, 2023

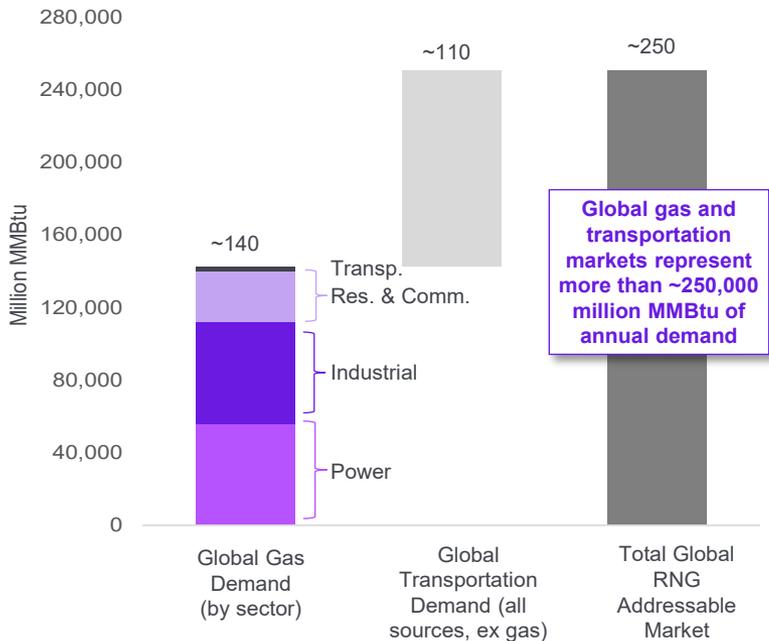


(1) Source American Gas Association and ICF. Estimated total GGE consumed by heavy duty diesel / gasoline and natural gas commercial vehicles. Assumes each truck runs 100,000 miles per year at an average efficiency of 6.41 miles per gallon. Total number of diesel and natural gas powered heavy duty commercial vehicles in the U.S. per BNEF.
 (2) Years 2023, 2024, and 2025 assume EPA's proposed RVO targets (June 2023) and reflects ethanol gallon equivalent. Years 2026-2030 assume a 25% annual growth rate and years 2030-2040 assume a 15% annual growth rate.

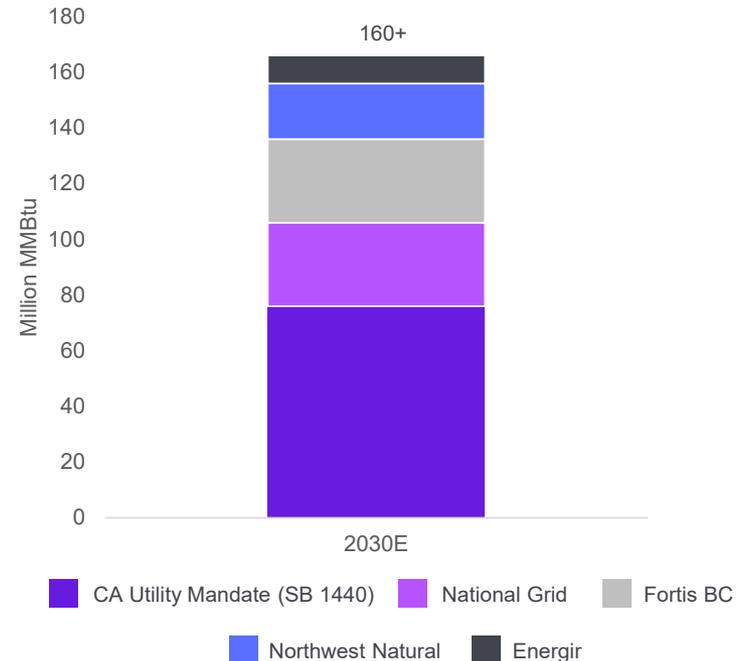
Non-Transportation Fuel RNG Demand Is Substantial and Expected to Grow

- RNG demand growth is bolstered by policy support from existing programs like the RFS and LCFS as well as increasing pressure on institutions to reduce their carbon footprint (ESG targets).
- The potential global addressable market is upwards of ~250,000 million MMBtu annually, including global gas demand and global transportation demand.⁽¹⁾
- ESG mandates are driving increased RNG demand as evidenced by the increase in N.Am. 2030 utility RNG mandates which are now greater than >160 million MMBtu annually (nearly 2x current supply).⁽²⁾

Global Demand for RNG Far Exceeds Supply



Five Largest N. Am. Voluntary Utility RNG Mandates



Second Quarter 2023 Results

	Three Months Ended June 30,		Six Months Ended June 30,	
	2023	2022	2023	2022
Revenue				
RNG Fuel	\$ 16,431	\$ 16,459	\$ 28,625	\$ 31,508
Fuel Station Services	29,956	26,730	50,784	51,604
Renewable Power	8,655	10,028	18,590	19,152
Total Revenue	<u>\$ 55,042</u>	<u>\$ 53,217</u>	<u>\$ 97,999</u>	<u>\$ 102,264</u>
Net (loss) Income	\$ 114,051	\$ (342)	\$ 106,704	\$ (4,809)
Adjusted EBITDA				
RNG Fuel	22,291	16,377	36,931	18,867
Fuel Station Services	7,707	(2,960)	10,580	2,267
Renewable Power	2,905	4,722	4,972	7,129
Corporate	(11,459)	(6,989)	(22,382)	(12,955)
Adjusted EBITDA ⁽¹⁾	\$ 21,444	\$ 11,150	\$ 30,101	\$ 15,308
RNG Fuel volume produced (Million MMBtus)	0.6	0.5	1.2	0.9
RNG Fuel volume sold (Million GGEs)	11.0	7.2	19.3	13.3
Total volume sold, dispensed, and serviced (Million GGEs)	35.5	26.9	77.4	62.5

(1) Adjusted EBITDA is a non-GAAP Measure that adjusts net (loss) income for realized and unrealized gain on interest rate swaps, net loss attributable to non-redeemable non-controlling interests, transaction costs and one-time non-recurring charges, non-cash charges, major maintenance for renewable power, unrealized loss (gain) for derivative instruments, environmental credits associated with renewable biogas that has been produced and is in storage pending completion of certification of the relevant environmental attribute pathway(s) and Environmental Credits at quarter end market prices attributable to renewable biogas produced in the period but not yet sold or delivered. For a reconciliation of Adjusted EBITDA to Net Income, see pg. 19.

RIN and LCFS Inventory Summary

(000's except Market price)

	<u>Three Months Ended</u>		<u>Three Months Ended</u>	
	<u>3/31/2023</u>		<u>6/30/2023</u>	
	<u>RIN</u>	<u>LCFS</u>	<u>RIN</u>	<u>LCFS</u>
Environmental Attributes ⁽¹⁾				
Beginning Balance	3,428	111	8,074	126
Add: produced during the period	8,038	21	8,669	36
Less: sold during the period	<u>(3,392)</u>	<u>(6)</u>	<u>(5,719)</u>	<u>(8)</u>
Net change in the period	4,646	15	2,950	28
Ending Balance	8,074	120	11,024	154
Market price at end of the quarter	\$1.95	\$70.00	\$2.80	\$76.00
Total Value (RINs + LCFS)	\$17,690		\$34,053	
Adjusted EBITDA impact ⁽²⁾	\$10,263		\$16,363	

- (1) Environmental Attributes for this table include unsold credits and associated credits for gas produced pending certification. The unaudited table below shows the impact to Adjusted EBITDA net of royalties, dispensing fees, and other associated costs assuming the unsold credits and environmental attributes associated with gas produced pending certification had been sold during the respective periods. The ultimate value realized will depend on the price at the time of sale which may be lower or higher than the quarter end price.
- (2) Adjusted EBITDA impact associated with these credits are net of royalties, dispensing fees, and other associated costs.

Inflation Reduction Act's and Renewable Fuel Standard Benefits Are Significant

Key Provisions

Investment Tax Credit

- Tax credit of 30% to 40% of capex dependent on qualifying factors and future Treasury/IRS guidance.

eRIN Pathway

- New D3 RIN pathway for existing landfill gas to electric facilities could provide upside to existing landfill gas to electric and RNG facilities and accelerate development of new cellulosic renewable electricity projects.

45Z Production Tax Credit⁽²⁾

- Depending on the emissions factor assigned to the fuel \$1.00/gal. fuel tax credit 2025 through 2027, potential for \$5.00 per gallon for -250 CI biogas

45Q CCUS and 45V Clean Hydrogen

- 45Q reduces landfill capture requirement from 100k tons on CO₂ to 12,500 tons
- Increasing the current \$50/ton to \$85/ton 45Q credit for storage and sequestration from 'industrial and power generation' facilities⁽¹⁾
- Increases utilization under 45Q from \$35/ton to \$60/ton
- 45V offers up to \$3 per kilogram for qualified clean hydrogen

Potential OPAL Impact

- Anticipated benefits starting in 2023 for RNG projects following commencement of operations.
- Although the eRIN pathway not included in the final Set Rule by the EPA in June, there is ongoing discussion of adding the eRIN pathway over the coming 6 to 12 months.
- Significant new benefits for our portfolio of landfill gas to electric projects (currently 112.5 MW nameplate capacity) with minimal incremental capital
- New landfill gas to electricity development project opportunities.
- Potential for significant incremental annual EBITDA starting in 2025 and continuing through 2027; increased clarity in 2023 from Treasury
- Under evaluation

Liquidity Update

- **Strong Balance Sheet** with approximately \$99 million in net debt, representing ~1.1x 2Q23 Adjusted EBITDA annualized
- **Liquidity of approximately \$44 million (6/30/2023)**
 - \$27 million in cash and cash equivalents including restricted cash
 - \$17 million of short-term investments
- **The Emerald and Sapphire** joint venture projects will be funded with the existing \$95 million debt facility that was assigned as part of the deconsolidation of those entities. In June we deconsolidated our Emerald and Sapphire RNG projects into Paragon RNG LLC, a company owned 50/50 between OPAL Fuels and GFL Environmental. Paragon was assigned the existing senior credit facility related to these projects with a two-year delayed draw term, maximum principal amount of \$85.0 million, and a debt reserve facility up to \$10.0 million. There was no debt outstanding at the date of the assignment.
- **Advanced Development Pipeline** projects are anticipated to be financed with available cash, anticipated cash flows from OPAL Fuels' operations, and access to expected sources of capital.



OPAL
FUELS



Appendix

7 RNG facilities and 17 Renewable Power Plants Online Today

	7 Operating RNG Assets	17 Operating Renewable Power Assets	~3.9 Million RNG MMBtu ⁽¹⁾	~4.2 Million Renewable Power MMBtu
	RNG: Imperial	RNG: Greentree	RNG: Sunoma	RNG: Noble Road
				
Location	Pennsylvania	Pennsylvania	Arizona	Ohio
Type	Landfill	Landfill	Dairy	Landfill
Gas Rights		  ⁽²⁾	PALOMA DAIRY	
	RNG: New River	RNG: Pine Bend	RNG: Bio-Town	
				
Location	Florida	Minnesota	Indiana	
Type	Landfill	Landfill	Dairy	
Gas Rights			Private Dairies	

(1) Reflects OPAL proportional ownership of production of nameplate capacity. Nameplate capacity is the maximum permitted output for each facility and may not reflect actual production from the projects, which depends on many variables including, but not limited to, quantity and quality of the biogas, operational up-time of the facility, and actual productivity of the facility.
 (2) GFL receives royalty payments from the RNG facility while Noble Environmental maintains the rights to the landfill.

RNG Projects In-Construction

6
In-Construction Projects

~5.4 Million
Total MMBtu⁽¹⁾

Landfill: Emerald



Michigan



Location

Gas Rights

Ownership %

COD

50%

Q323

Landfill: Prince William



Virginia

Prince William County, VA

100%

Q124

Landfill: Sapphire



North Carolina



50%

Mid-24

Dairy: Hilltop



California

Private Dairy

100%

3Q24

Location

Gas Rights

Ownership %

COD

Dairy: Vander Schaaf



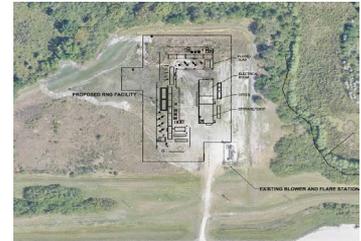
California

Private Dairy

100%

3Q24

Landfill: Polk County



Florida

Polk County, FL

100%

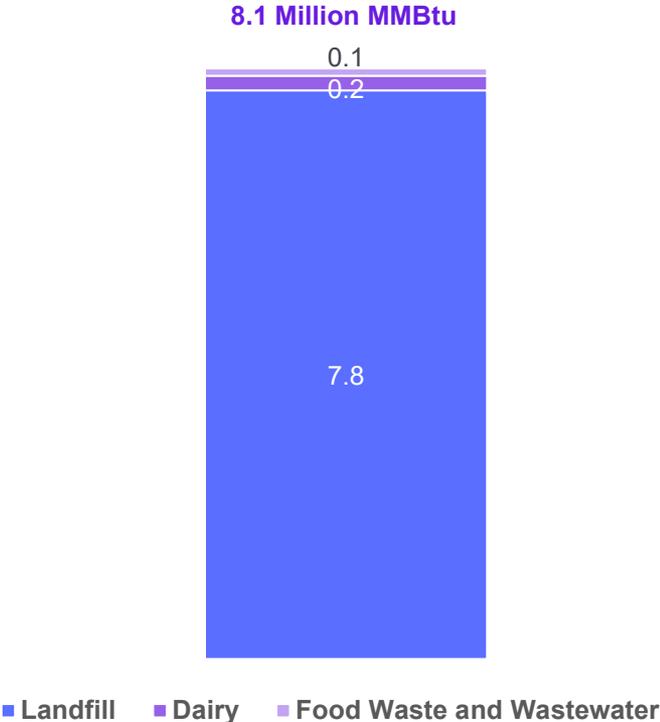
Q424

(1) Reflects OPAL proportional ownership of production of nameplate capacity. Nameplate capacity is the maximum permitted output for each facility and may not reflect actual production from the projects, which depends on many variables including, but not limited to, quantity and quality of the biogas, operational up-time of the facility, and actual productivity of the facility.
 (2) OPAL ownership accounted for as equity method.

Advanced Development Pipeline Approximately 8.1 Million MMBtu

- ✓ Moved Polk County from ADP to In-Construction and placed our Northeast landfill RNG project back into ADP as a potential electric project.
- ✓ Not included in the Advanced Development Pipeline are 11 of our 17 existing renewable power projects which are not currently RNG conversion candidates but may qualify for eRIN or other environmental attribute upside.
- ✓ Our Advanced Development Pipeline does not include new opportunities that we continue to progress.

Advanced Development Pipeline (6/30/23)⁽¹⁾



⁽¹⁾ Advanced Development Pipeline comprises projects that have been qualified and are reasonably expected to be in construction within the next twelve to eighteen months. The associated MMBtu associated with these projects is presented as anticipated nameplate capacity.

OPAL is One of The Largest RNG Fuel Providers in the U.S.

One stop shop, OPAL Fuels' vertical integration provides reliable supply and dispensing for heavy duty fleet customers

Fuel Station Services Highlights

260 stations in our RNG dispensing network⁽¹⁾

48 OPAL Fuels owned stations including **17** in construction currently – supported by long-term fuel purchase agreements

11.0 million GGEs of RNG sold in 2Q23 with total aggregate volumes delivered and serviced of **35.5** million GGE

OPAL Fuels scale, including 75+ service technicians able to support large scale national fleet RNG deployments



Reconciliation of Q2 Adjusted EBITDA to GAAP Net Income

Below is Second Quarter and YTD 2023 Adjusted EBITDA compared with prior periods.

	Three Months Ended					Six Months Ended				
	June 30, 2023					June 30, 2023				
	RNG Fuel	FSS	Ren. Power	Corporate	Total	RNG Fuel	FSS	Ren. Power	Corporate	Total
Net income⁽¹⁾	\$ 6,293	\$ 1,858	\$ (741)	\$ 106,640	\$ 114,050	\$ 8,175	\$ 1,899	\$ (1,644)	\$ 98,274	\$ 106,704
Adjustments to reconcile net income to Adjusted EBITDA:										
Interest and financing expense, net	718	(83)	(6)	327	956	1,373	(93)	258	59	1,597
Loss on debt extinguishment ⁽²⁾	-	-	-	1,895	1,895	-	-	-	1,895	1,895
Net loss attributable to non-redeemable non-controlling	183	-	-	-	183	480	-	-	-	480
Depreciation, amortization and accretion ⁽³⁾	3,118	848	1,449	11	5,426	4,537	1,638	2,901	27	9,103
Loss on warrant exchange	-	-	-	-	-	-	-	-	338	338
Unrealized loss on derivative instruments ⁽⁴⁾	-	-	160	(211)	(51)	-	-	(762)	(4,144)	(4,906)
Non-cash charges ⁽⁵⁾	-	-	-	1,893	1,893	-	-	-	2,958	2,958
One time non-recurring charges ⁽⁶⁾	959	457	-	26	1,442	2,744	949	-	251	3,944
Major maintenance for Renewable Power	-	-	2,154	-	2,154	-	-	4,230	-	4,230
Gain on deconsolidation of VIEs	-	-	-	(122,873)	(122,873)	-	-	-	(122,873)	(122,873)
RNG Pending Certification and Unsold Environmental Credits ⁽⁷⁾	11,853	4,627	(111)	-	16,369	20,455	6,187	(11)	-	26,631
Adjusted EBITDA	\$ 23,124	\$ 7,707	\$ 2,905	\$ (12,292)	\$ 21,444	\$ 37,764	\$ 10,580	\$ 4,972	\$ (23,215)	\$ 30,101

	Three Months Ended					Six Months Ended				
	June 30, 2022					June 30, 2022				
	RNG Fuel	FSS	Ren. Power	Corporate	Total	RNG Fuel	FSS	Ren. Power	Corporate	Total
Net income⁽¹⁾	\$ 14,809	\$ (3,605)	\$ (91)	\$ (11,455)	\$ (342)	\$ 16,070	\$ 950	\$ (2,169)	\$ (19,660)	\$ (4,809)
Adjustments to reconcile net income to Adjusted EBITDA:										
Interest and financing expense, net	(37)	8	1,202	2,192	3,365	51	14	2,119	4,238	6,422
Net loss attributable to non-redeemable non-controlling	257	-	-	-	257	499	-	-	-	499
Depreciation, amortization and accretion ⁽³⁾	1,348	637	1,309	31	3,325	2,247	1,303	3,107	64	6,721
Unrealized loss on derivative instruments ⁽⁴⁾	-	-	1,050	-	1,050	-	-	1,264	-	1,264
Non-cash charges ⁽⁵⁾	-	-	-	567	567	-	-	-	727	727
One time non-recurring charges ⁽⁶⁾	-	-	-	1,676	1,676	-	-	-	1,676	1,676
Major maintenance for Renewable Power	-	-	1,252	-	1,252	-	-	2,808	-	2,808
Adjusted EBITDA	\$ 16,377	\$ (2,960)	\$ 4,722	\$ (6,989)	\$ 11,150	\$ 18,867	\$ 2,267	\$ 7,129	\$ (12,955)	\$ 15,308

(1) Net income (loss) by segment is included in our quarterly report on Form 10 Q. Net loss for RNG Fuel includes our portion of net loss on our equity method investments.

(2) Loss on debt extinguishment relates to assignment of our senior secured credit facility to Paragon. There was no debt outstanding on the date of assignment.

(3) Includes depreciation, amortization and accretion on equity method investments.

(4) Unrealized loss on derivative instruments includes change in fair value of interest rate swaps, commodity swaps, earnout liabilities and put option on a forward purchase agreement.

(5) Non-cash charges include stock-based compensation expense, certain expenses included in selling, general and administrative expenses relating to employee benefit accruals, inventory write down charges included in cost of sales - RNG fuel and loss on disposal of assets.

(6) One-time non-recurring charges include certain expenses related to development expenses on our RNG facilities such as lease expenses and virtual pipeline costs, incurred during construction phase that could not be capitalized per GAAP and fees paid in connection with warrant exchange for the three and six months ended June 30, 2023. One-time non-recurring charges includes one time transaction costs relating to the Business Combination for the three and six months ended June 30, 2022.

(7) Represents RNG pending certification and unsold environmental credits for the three and six months ended June 30, 2023. Adjusted EBITDA for the three and six months ended June 30, 2022, did not include such adjustments.