



Heritage-Crystal Clean, Inc. Announces Public Offering of Common Stock

ELGIN, Ill., May 18, 2010 -- Heritage-Crystal Clean, Inc. (the "Company") (Nasdaq: HCCI) announced today that it has filed a registration statement on Form S-1 with the Securities and Exchange Commission for an underwritten public offering on behalf of the Company of approximately 2.75 million shares of the Company's common stock. In connection with the offering, the Company expects to grant the underwriters an option for a period of 30 days to purchase up to an additional 412,500 shares of the Company's common stock. The offering price and number of shares will be determined by market conditions at the time of pricing, in consultation with the underwriters.

The Company intends to use the net proceeds from the offering to fund a portion of the construction costs for the used oil re-refinery that it expects to build in Indiana.

The lead underwriter for the offering is William Blair & Company, L.L.C. Robert W. Baird & Co. and Needham & Company, LLC are acting as co-managers. The offering will be made only by means of a prospectus. When available, a preliminary prospectus related to the offering may be obtained from the prospectus department of William Blair & Company, L.L.C. by written request to Prospectus Department, 222 West Adams Street, Chicago, Illinois 60606 or by telephone at (312) 364-8600 or Toll-free at (800) 621-0687.

A registration statement relating to these securities has been filed with the SEC, but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective.

This news release does not constitute an offer to sell or a solicitation of an offer to buy the securities described herein, nor shall there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This offering may be made only by means of a prospectus.

Safe Harbor Statement

All references to the "Company," "we," "our," and "us" refer to Heritage-Crystal Clean, Inc., and its subsidiary, Heritage-Crystal Clean, LLC.

This release contains forward-looking statements that are based upon current management expectations. Generally, the words "aim," "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "project," "should," "will be," "will continue," "will likely result," "would"

and similar expressions identify forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause our actual results, performance or achievements or industry results to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements. These risks, uncertainties and other important factors include, among others: our ability to complete our used oil re-refinery as anticipated; the used oil re-refinery does not perform as anticipated; we are unable to generate sufficient funds to build and support our used oil re-refinery; our ability to comply with the extensive environmental, health and safety and employment laws and regulations that our Company is subject to; changes in environmental laws that affect our business model; competition; claims relating to our handling of hazardous substances; the limited demand for our used solvent; our dependency on key employees; our ability to effectively manage our extended network of branch locations; warranty expense and liability claims; personal injury litigation; dependency of suppliers; economic conditions including the recent recession and financial crisis, and downturns in the business cycles of automotive repair shops, industrial manufacturing business and small businesses in general; increased solvent, fuel and energy costs and volatility in the price of crude oil; the control of The Heritage Group over our Company; and the risks identified in our Annual Report on Form 10-K filed with the SEC on March 5, 2010. Given these uncertainties, you are cautioned not to place undue reliance on these forward-looking statements. We assume no obligation to update or revise them or provide reasons why actual results may differ. The information in this release should be read in light of such risks and in conjunction with the consolidated financial statements and the notes thereto included elsewhere in this release.

About Heritage-Crystal Clean, Inc.

Heritage-Crystal Clean, Inc. provides parts cleaning and hazardous and non-hazardous waste services to small and mid-sized customers in both the manufacturing and automotive service sectors. Our service programs include parts cleaning, containerized waste management, used oil collection, and vacuum truck services. These services help our customers manage their used chemicals and liquid and solid wastes, while also helping to minimize their regulatory burdens. Our customers include businesses involved in vehicle maintenance operations, such as car dealerships, automotive repair shops, and trucking firms, as well as small manufacturers, such as metal product fabricators and printers. Heritage-Crystal Clean, Inc. is headquartered in Elgin, Illinois, and operates through 62 branches serving over 41,000 customer locations.

CONTACT

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