NORTH DAKOTA PIPELINE COMPANY LLC

LOCAL PROPORTIONAL TARIFF

RATES APPLYING ON THE TRANSPORTATION OF

CRUDE PETROLEUM

FROM POINTS IN

MONTANA AND NORTH DAKOTA

TO POINTS IN

MINNESOTA, MONTANA AND NORTH DAKOTA

Governed by rules and regulations published in North Dakota Pipeline Company LLC FERC No. 2.6.0, or successive issues thereof.

[N] <u>Issued pursuant to the FERC Letter Order dated March 23, 2010 in Docket No. OR10-9-000; and the FERC</u> Order on Petition for Declaratory Order dated November 22, 2010 in Docket No. OR10-19-000.

[N] Filed in compliance with 18 CFR 342.3 (Indexing).

This tariff also applies on North Dakota intrastate traffic.

The rates in this tariff are expressed in U.S. cents per barrel for pipeline gathering and transportation, subject to change as provided by law.

The provisions published herein will, if effective, not result in an effect on the quality of the human environment.

ISSUED: May 26, 2017

ISSUED BY: Ranjana Martin Director, Regulatory Services Enbridge Pipelines Inc. 200, Fifth Avenue Place 425 – 1st Street S.W. Calgary, AB Canada T2P 3L8 EFFECTIVE: July 1, 2017

COMPILED BY: [W] <u>David Parker</u> Feisal Gazie Regulatory Services Enbridge Pipelines Inc. [W] (403) 767-3711 (403) 231 5940

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[I] All rates on this page have increased.

Pouto		FROM	то	
Route No.	Group	North Dakota Pipeline Company LLC	North Dakota Pipeline Company LLC	RATE
		Minot (Ward County), ND		111.68
	Group 1 *	Berthold (Ward County), ND	Ounty), ND Clearbrook, Clearwater County, MN il County), ND	111.68
	Stanley (Mountrail County), ND		111.68	
	Group 2 *	Grenora (Williams County), ND		127.89
1	Group 5 *	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND	Clearbrook, Clearwater	115.24
	Group 6 *	Trenton (Williams County), ND	County, MN	145.93
	Group 7 *	Alexander (McKenzie County), ND		111.68 111.68 111.68 127.89 115.24
	Group 8 *	Little Muddy (Williams County), ND		145.93

TABLE 2 – TRUNK LINE RATES TO GRENORA (U.S. CENTS PER BARREL)							
	FROM TO						
Route No.	North Dakota Pipeline Company LLC	North Dakota Pipeline Company LLC	RATE				
1	Grenora (Williams County), ND (pump-over) *	Grenora, Merchant Storage, (Williams County), ND	27.91				
* See Item 20 in	* See Item 20 in rules and regulations tariff regarding quality specifications.						
Route 1 - Route	e via North Dakota Pipeline Company LLC.						

TABLE 3 – TRUNK LINE RATES TO LITTLE MUDDY (U.S. CENTS PER BARREL)							
	FROM TO						
Route No.	North Dakota Pipeline Company LLC North Dakota Pipeline Company		RATE				
1	Little Muddy (Williams County), ND (pump-over) *	Little Muddy, Merchant Storage, (Williams County), ND	27.91				
* See Item 20 in	* See Item 20 in rules and regulations tariff regarding quality specifications.						
Route 1 - Route	via North Dakota Pipeline Company LLC.						

[U] All rates on this page have increased.

	FROM	то		
Route No.	North Dakota Pipeline Company LLC	Tesoro High Plains Pipeline Company	RATE	
	Grenora (Williams County), ND*		41.13	
1	Trenton (Williams County), ND *	Tioga (Ramberg/Beaver Lodge	59.17	
	Alexander (McKenzie County), ND *	Station), (Williams County), ND	64.53	
	Little Muddy (Williams County), ND*	1	59.17	
* See Item 20 in r	rules and regulations tariff regarding quality specifications.	· · ·		

Route No	FROM	то		
Route No.	North Dakota Pipeline Company LLC	Hawthorn Oil Transportation (North Dakota), Inc.	RATE	
	Stanley (Mountrail County), ND (pump-over) * Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *	27.91		
Tioga (Ramberg/Beave (Williams Cour			85.76	
1	Grenora (Williams County), ND *	Stanley (Mountrail County), ND	116.65	
	Trenton (Williams County), ND *		133.24	
	Alexander (McKenzie County), ND *		138.19	
	Little Muddy (Williams County), ND *		133.24	
* See Item 20 i	 rules and regulations tariff regarding quality specifications. 			

[U] All rates on this page have increased.

	TABLE 6 – UNCOMMITTED TRUNK LINE RA	TES TO BERTHOLD (U.S. CENTS PER BAI	RREL) **
	FROM	то	
Route No.	North Dakota Pipeline Company LLC	Bakken Pipeline Company LP OR Enbridge Rail (North Dakota) LLC OR	RATE
		Enbridge Storage (North Dakota) LLC	
	Berthold (Ward County), ND (pump-over) *		26.51
1	Stanley (Mountrail County), ND *	Berthold (Ward County), ND	85.76
'	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *	Bennoid (Ward County), ND	85.76
** Any Shipper war	ules and regulations tariff regarding quality specifications.		
	ate consisting of the rate from the applicable receipt point in erg/Beaver Lodge Station), (Williams County), ND to Berthold		the Table 6 Uncommitted Rate
Route 1 - Route v	via North Dakota Pipeline Company LLC.		

	TABLE 7 – COMMITTED TRUNK LINE	RATES TO BERTHOLD	O (U.S. CENTS PE					
Poute	FROM	то		RATE ¹				
Route No.	North Dakota Pipeline Company LLC	Bakken Pipeline Company LP	5 Year Commitment	10 Year Commitment (<40,000 bpd)	10 Year Commitment (≥40,000 bpd)			
1	Berthold (Ward County), ND (pump-over) *	Berthold (Ward	93.47	92.74	N/A			
	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *	County), ND	124.63	123.66	116.94			
**Any Shipper pay a segmen from Tioga (R ¹ ¹ All Committe County), whicl	 * See Item 20 in rules and regulations tariff regarding quality specifications. **Any Shipper wanting to deliver to Berthold from receipt points not listed above (i.e., Grenora, Trenton, Alexander or Little Muddy) shall be routed through Tioga and pay a segmented rate consisting of the rate from the applicable receipt point in Table 4 (Uncommitted Trunk Line Rates to Tioga) plus the Table 7 Committed Rate from Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND to Berthold (Ward County), ND. ¹ All Committed Rates to Berthold (Ward County) include an estimated operating cost charge of 36.60 cents per barrel with the exception of rates from Berthold (Ward County), which include an estimated operating cost charge of 27.45 cents per barrel, which will be trued-up on an annual basis to reflect actual costs and throughputs of the previous year and forecasted costs and throughputs for the current year. 							
Route 1 - Ro	ute via North Dakota Pipeline Company LLC.							

[U] All rates on this page have increased unless otherwise noted.

	TABLE 8 – INTERCONNECTION AND TERMINAL CHARGES (U.S. CENTS PER BARREL)
	For gathering into Alexander (McKenzie County), North Dakota from Statoil Oil & Gas, LP, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Alexander (McKenzie County), North Dakota from Caliber Midstream North Dakota LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Alexander (McKenzie County), North Dakota from Targa Badlands, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Alexander (McKenzie County), North Dakota from USG Wheatland Pipeline, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Trenton (Williams County), North Dakota from Statoil Oil & Gas, LP, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Trenton (Williams County), North Dakota from Hiland Crude, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Little Muddy (Williams County), North Dakota from Epping Transmission Company, LLC, a charge of 11.16 cents per barrel will be assessed.
Interconnection	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Enable Midstream Partners, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Twin Eagle Midstream Assets, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Hiland Crude, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Crestwood Dakota Pipeline, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Tesoro High Plains Pipeline Company, a charge of 11.16 cents per barrel will be assessed.
	For gathering into or truck unloading at Tioga (Ramberg/Beaver Lodge Station), North Dakota for delivery to Tesoro High Plains Pipeline Company, a charge of 10.83 cents per barrel will be assessed.
	For gathering into Stanley (Mountrail County), North Dakota from Sacagawea Pipeline Company, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into Stanley (Mountrail County), North Dakota from Targa Badlands, LLC, a charge of 11.16 cents per barrel will be assessed.
	For gathering into or truck unloading at Berthold (Ward County), North Dakota, a charge of 22.31 cents per barrel will be assessed.
Terminal	For gathering into or truck unloading at Stanley (Mountrail County), North Dakota, a charge of 22.31 cents per barrel will be assessed.
	For gathering into or truck unloading at Little Muddy (Williams County), North Dakota, a charge of [U] 1.00 cent per barrel will be assessed.

Symbols: [I] – Increase [N] – New [U] – Unchanged [W] – Change in wording only North Dakota Pipeline Company LLC

APPENDIX A

SUPPORTING WORKSHEET FERC NO. 3.24.0 INDEXED BASE RATES

				(A)	(B)	(C)	(D) = (B * C)	(E)
		FROM	то					
Route No.	Group	North Dakota Pipeline Company LLC	North Dakota Pipeline Company LLC	FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 Multiplier	7/1/2017 Ceiling	Proposed FERC No. 3.24.0 Rate
	Group 1 *	Minot (Ward County), ND Berthold (Ward County), ND Stanley (Mountrail County), ND	Clearbrook, Clearwater County, MN	111.46	111.46	1.001985	111.68	111.68
	Group 2 *	Grenora (Williams County), ND		127.64	127.64	1.001985	127.89	127.89
1	Group 5 *	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND	Clearbrook,	115.01	115.01	1.001985	115.24	115.24
-	Group 6 *	Trenton (Williams County), ND	Clearwater County, MN	145.64	145.64	1.001985	145.93	145.93
	Group 7 *	Alexander (McKenzie County), ND		150.99	150.99	1.001985	151.29	151.29
	Group 8 *	Little Muddy (Williams County), ND		145.64	145.64	1.001985	145.93	145.93

	TABLE 2 – TRUNK LINE RATES TO GRENORA (U.S. CENTS PER BARREL)								
	FROM	то	(A)	(B)	(C)	(D) = (B * C)	(E)		
Route No.									
	North Dakota Pipeline Company LLC	any LLC North Dakota Pipeline Company LLC		7/1/2016 Ceiling		Proposed FERC No. 3.24.0 Rate			
1	Grenora (Williams County), ND (pump- over)*	Grenora, Merchant Storage, (Williams County), ND	27.85	27.85	1.001985	27.91	27.91		
* See Item 20 in	rules and regulations tariff regarding quality specificat	tions.							
Route 1 - Route	via North Dakota Pipeline Company LLC.								

	TABLE 3 – TRUNK LINE RATES TO LITTLE MUDDY (U.S. CENTS PER BARREL)								
	FROM	то	(A)	(B)	(C)	(D) = (B * C)	(E)		
Route No.									
	North Dakota Pipeline Company LLC North Dakota Pipeline Company LLC		FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 7/1/2017 Multiplier Ceiling	Proposed FERC No. 3.24.0 Rate			
1	Little Muddy (Williams County), ND (pump-over)*	Little Muddy, Merchant Storage, (Williams County), ND	27.85	27.85	1.001985	27.91	27.91		
* See Item 20 in r	rules and regulations tariff regarding quality specifica	tions.							
Route 1 - Route v	via North Dakota Pipeline Company LLC.								

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Route No.	FROM	то	(A)	(B)	(C)	(D) = (B * C)	(E)
	North Dakota Pipeline Company LLC	Tesoro High Plains Pipeline Company	FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 Multiplier	7/1/2017 Ceiling	Proposed FERC No. 3.24.0 Rate
	Grenora (Williams County), ND*		41.05	75.76	1.001985	75.91	41.13
1	Trenton (Williams County), ND *	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND	59.05	66.51	1.001985	66.64	59.17
	Alexander (McKenzie County), ND *		64.40	71.85	1.001985	71.99	64.53
	Little Muddy (Williams County), ND*		59.05	66.51	1.001985	66.64	59.17

	55014		(A)	(B)	(C)	(D) = (B * C)	(E)
	FROM	то				7/1/2017 Ceiling	
Route No.	North Dakota Pipeline Company LLC	Hawthorn Oil Transportation (North Dakota), Inc.	FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 Multiplier		Proposed FERC No. 3.24.0 Rate
	Stanley (Mountrail County), ND (pump-over) *		27.85	30.23	1.001985	30.29	27.91
	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *		85.59	113.79	1.001985	114.02	85.76
	Grenora (Williams County), ND *		116.42	126.41	1.001985	126.66	116.65
1	Trenton (Williams County), ND *	Stanley (Mountrail County), ND	132.98	144.42	1.001985	144.71	133.24
	Alexander (McKenzie County), ND *		137.92	149.78	1.001985	150.08	138.19
	Little Muddy (Williams County), ND*		132.98	132.98	1.001985	133.24	133.24
See Item 20 in rule	es and regulations tariff regarding quality specifications.			•		•	•

	FROM	то	(A)	(B)	(C)	(D) = (B * C)	(E) Proposed FERC No. 3.24.0 Rate
Route No.	FROM North Dakota Pipeline Company LLC	Bakken Pipeline Company LP OR Enbridge Rail (North Dakota) LLC OR Enbridge Storage (North Dakota) LLC	FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 Multiplier	7/1/2017 Ceiling	
	Berthold (Ward County), ND (pump-over) *		26.46	86.46	1.001985	86.63	26.51
1	Stanley (Mountrail County), ND *	Berthold (Ward County), ND	85.59	93.00	1.001985	93.18	85.76
	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *		85.59	115.26	1.001985	115.49	85.76
See Item 20 in r	rules and regulations tariff regarding quality specifications.						-
	anting to deliver to Berthold from receipt points not listed above (i t point in Table 4 (Uncommitted Trunk Line Rates to Tioga) plus t						rate from the

	TABLE 7 – COMMITTED TRUNK LINE RATES TO BERTHOLD (U.S. CENTS PER BARREL) **															
Route No.			(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H) = (D * G)	(I) = (E * G)	(J) = (F * G)	(K)	(L) = (H + K)	(M) = (I + K)	(N) = (J + K)
	FROM	то	FERC No. 3.23.0 Base Rate (excluding estimated operating costs)			7/1/2016 Ceiling	1/2016 Ceiling 7/1/2017 Multiplier			7/1/2017 Ceiling	I			Proposed FERC N	ERC No. 3.24.0 Rate	
	North Dakota Pipeline Company LLC	Bakken Pipeline Company LP	5 Year Commitment	10 Year Commitment (<40,000 bpd)	10 Year Commitment (≥40,000 bpd)	5 Year Commitment	10 Year Commitment (<40,000 bpd)	10 Year Commitment (≥40,000 bpd)	All Committed Rates	5 Year Commitment	10 Year Commitment (<40,000 bpd)	10 Year Commitment (≥40,000 bpd)	Operating Cost Charge	5 Year Commitment	10 Year Commitment (<40,000 bpd)	10 Year Commitment (≥40,000 bpd)
1	Berthold (Ward County), ND (pump- over) *	Berthold (Ward County), ND	65.89	65.16	N/A	65.89	65.16	N/A	1.001985	66.02	65.29	N/A	27.45	93.47	92.74	N/A
	Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND *		87.86	86.89	80.18	87.86	86.89	80.18	1.001985	88.03	87.06	80.34	36.60	124.63	123.66	116.94
* See Item 20 in rules and regulations tariff regarding quality specifications.																
**Any Shipper wanting to deliver to Berthold from receipt points not listed above (i.e., Grenora, Reserve, Trenton, Alexander or Little Muddy) shall be routed through Tioga and pay a segmented rate consisting of the rate from the applicable receipt point in Table 4 (Uncommitted Trunk Line Rates to Tioga) plus the Table 7 Committed Rate from Tioga (Ramberg/Beaver Lodge Station), (Williams County), ND to Berthold (Ward County), ND.																
Route 1 - Route v	ia North Dakota Pipeline Company LLC.															

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Appendix A	- Worksheet	Supporting	FERC No.	3.24.0 Indexed Rates
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		(A)	(B)	(C)	(D) = (B * C)	(E)
	TABLE 8 – INTERCONNECTION AND TERMINAL CHARGES (U.S. CENTS PER BARREL)	FERC No. 3.23.0 Rate	7/1/2016 Ceiling	7/1/2017 Multiplier	7/1/2017 Ceiling	Proposed FERC No. 3.24.0 Rate
	For gathering into Alexander (McKenzie County), North Dakota from Statoil Oil & Gas, LP	11.14	11.14	1.001985	11.16	11.16
	For gathering into Alexander (McKenzie County), North Dakota from Caliber Midstream North Dakota LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Alexander (McKenzie County), North Dakota from Targa Badlands, LLC	11.14	12.09	1.001985	12.11	11.16
	For gathering into Alexander (McKenzie County), North Dakota from USG Wheatland Pipeline, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Trenton (Williams County), North Dakota from Statoil Oil & Gas, LP	11.14	12.09	1.001985	12.11	11.16
	For gathering into Trenton (Williams County), North Dakota from Hiland Crude, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Little Muddy (Williams County), North Dakota from Epping Transmission, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Enable Midstream Partners	11.14	11.14	1.001985	11.16	11.16
Interconnection	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Twin Eagle Midstream Assets, LLC	11.14	12.92	1.001985	12.95	11.16
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Hiland Crude, LLC	11.14	12.92	1.001985	12.95	11.16
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Crestwood Dakota Pipeline, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Tioga (Ramberg/Beaver Lodge Station), North Dakota from Tesoro High Plains Pipeline Company	11.14	11.14	1.001985	11.16	11.16
	For gathering into or truck unloading at Tioga (Ramberg/Beaver Lodge Station), North Dakota for delivery to Tesoro High Plains Pipeline Company	10.81	10.81	1.001985	10.83	10.83
	For gathering into Stanley (Mountrail County), North Dakota from Sacagawea Pipeline Company, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into Stanley (Mountrail County), North Dakota from Targa Badlands, LLC	11.14	11.14	1.001985	11.16	11.16
	For gathering into or truck unloading at Berthold (Ward County), North Dakota	22.27	25.86	1.001985	25.91	22.31
Terminal	For gathering into or truck unloading at Stanley (Mountrail County), North Dakota	22.27	25.86	1.001985	25.91	22.31
	For gathering into or truck unloading at Little Muddy (Williams County), North Dakota	1.00	22.27	1.001985	22.31	1.00