



EXPRESS PIPELINE LLC

In Connection with

EXPRESS PIPELINE LTD.

As the General Partner of Express Pipeline Limited Partnership

and

PLATTE PIPE LINE COMPANY, LLC

INTERNATIONAL JOINT AND PROPORTIONAL TERM RATE TARIFF

GOVERNING THE TRANSPORTATION OF PETROLEUM IN COMMON CARRIER SERVICE

Governed, except as otherwise provided herein, by the Rules and Regulations published by:

Express Pipeline Ltd., ~~[W] CER No. 165 NEB No. 162~~, and successive issues thereof, on file with the ~~[W] Canada Energy Regulator National Energy Board~~, for transportation from Hardisty, Alberta to the International Boundary near Wild Horse, Alberta (Express Pipeline Ltd.'s Rules and Regulations); and

Express Pipeline LLC, FERC No. 164.22.0, and successive issues thereof, for transportation from the International Boundary near Wild Horse, Alberta to Edgar Station, Montana and to Wood River, Illinois (Express Pipeline LLC's Rules and Regulations); and

Platte Pipe Line Company, LLC, FERC No. 2.14.0 and successive issues thereof (Platte Pipe Line Company, LLC's Rules and Regulations).

~~[C] Filed in compliance with 18 CFR 342.2(b)~~

~~[C] Issued on 19 days' notice under authority of 18 CFR 341.14. This tariff publication is conditionally accepted subject to refund pending a 30-day review period.~~

The rates in this tariff are expressed in US dollars.

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

ISSUED: November 29, 2019

EFFECTIVE: January 1, 2020

ISSUED BY:

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[U] All rates on this page are unchanged.

**TABLE 1: INTERNATIONAL JOINT TERM RATES
In US Dollars Per Cubic Meter
For 5-9 Year Term*⁸**

FROM:	TO:	Contract Volumes ²	Light Petroleum ^{1,3}	Medium Petroleum ^{1,4}	Heavy Petroleum ^{1,5}	Super-Heavy Petroleum ^{1,6}
Hardisty, Alberta, Canada	Edgar Station, Carbon County, Montana (Inlet to Silver Tip, ExxonMobil Pipe Line Company)	≥795 m ³ /d	15.3570	16.5848	18.7348	19.5027
	Sinclair Pipeline, Casper, Natrona County, Wyoming	≥795 m ³ /d	16.1890	17.4843	19.7510	20.5591
	Casper, Natrona County, Wyoming (inlet to Platte Pipe Line Company, LLC or CCR Pipeline, LLC)	≥795 m ³ /d	17.4656	18.8641	21.3065	22.1820
	Guernsey, Platte County, Wyoming ⁷	≥795 m ³ /d	21.5427	22.9406	25.3823	26.2583
	Holdrege, Phelps County, Nebraska	≥795 m ³ /d	25.7072 ***	27.1058 ***	29.4781 ***	30.3542 ***
	Wood River, Madison County, Illinois	≥795 m ³ /d	33.0207	34.4193	36.8608	37.7363

* Indicated Term Rates are available to Committed Shipper that acquired Contracts through the Open Season held between June 5 and August 9, 2013.

*** Indicated Term Rates are available to Committed Shippers that acquired Contracts through the Open Season held between October 20, 2016 and February 23, 2017.

[U] All rates on this page are unchanged.

TABLE 2: INTERNATIONAL JOINT TERM RATES In US Dollars Per Cubic Meter For 10-14 Year Term ^{* 8}						
FROM:	TO:	Contract Volumes ²	Light Petroleum ^{1,3}	Medium Petroleum ^{1,4}	Heavy Petroleum ^{1,5}	Super-Heavy Petroleum ^{1,6}
Hardisty, Alberta, Canada	Buffalo Station, Fergus County, Montana (Inlet to Buffalo Station)**	≥795 m ³ /d	12.5277**	12.5277**	12.5277	12.5277
	Edgar Station, Carbon County, Montana (Inlet to Silver Tip, ExxonMobil Pipe Line Company)	≥795 m ³ /d	15.2322	16.4486	18.5812	19.3433
	Sinclair Pipeline, Casper, Natrona County, Wyoming	≥795 m ³ /d	16.0562	17.3408	19.5896	20.3915
	Casper, Natrona County, Wyoming (inlet to Platte Pipe Line Company, LLC or CCR Pipeline, LLC)	≥795 m ³ /d	17.3235	18.7107	21.1317	22.0004
	Guernsey, Platte County, Wyoming ⁷	≥795 m ³ /d	21.3665	22.7531	25.1747	26.0436
	Holdrege, Phelps County, Nebraska	≥795 m ³ /d	25.2208 ***	26.8135 ***	29.2351 ***	30.1046***
	Wood River, Madison County, Illinois	≥795 m ³ /d	32.7510	34.1376	36.5592	37.4280
<p>* Indicated Term Rates are available to Committed Shipper that acquired Contracts through the Open Season held between June 5 and August 9, 2013 and the Open Season held between October 20, 2016 and February 23, 2017.</p> <p>** All shipments made for delivery to the inlet to Buffalo Station will be subject to the applicable local rate to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline; in accordance with FERC No. 164.22.0, a discount of \$US 1.3838 per cubic meter-will apply for all monthly shipments of a minimum of 795 cubic meters/day for Light and Medium Petroleum from the inlet to Buffalo Station to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline system.</p> <p>*** Indicated Term Rates are available to Committed Shippers that acquired Contracts through the Open Season held between October 20, 2016 and February 23, 2017.</p>						

[U] All rates on this page are unchanged.

TABLE 3: INTERNATIONAL JOINT TERM RATES
In US Dollars Per Cubic Meter
For 15-19 Year Term^{* 8}

FROM:	TO:	Contract Volume ²	Light Petroleum ^{1,3}	Medium Petroleum ^{1,4}	Heavy Petroleum ^{1,5}	Super-Heavy Petroleum ^{1,6}
Hardisty, Alberta, Canada	Buffalo Station, Fergus County, Montana (Inlet to Buffalo Station)**	≥795 m ³ /d	12.5277 **	12.5277 **	12.5277	12.5277
	Edgar Station, Carbon County, Montana (Inlet to Silver Tip, ExxonMobil Pipe Line Company)	≥795 m ³ /d	14.9178	16.1096	18.1982	18.9449
	Sinclair Pipeline, Casper, Natrona County, Wyoming	≥795 m ³ /d	15.8407	17.1085	19.3272	20.1181
	Casper, Natrona County, Wyoming (inlet to Platte Pipe Line Company, LLC or CCR Pipeline, LLC)	≥795 m ³ /d	17.0912	18.4598	20.8487	21.7055
	Guernsey, Platte County, Wyoming ⁷	≥795 m ³ /d	21.0802	22.4489	24.8377	25.6945
	Holdrege, Phelps County, Nebraska	≥795 m ³ /d	24.9885 ***	26.3565 ***	28.7461 ***	29.6028 ***
	Wood River, Madison County, Illinois	≥795 m ³ /d	32.3113	33.6800	36.0687	36.9263

* Indicated Term Rates are available to Committed Shipper that acquired Contracts through the Open Season held between June 5 and August 9, 2013 and the Open Season held between October 20, 2016 and February 23, 2017.

**All shipments made for delivery to the inlet to Buffalo Station will be subject to the applicable local rate to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline; in accordance with FERC No. 164.22.0, a discount of \$US 1.3838 per cubic meter will apply for all monthly shipments of a minimum of 795 cubic meters/day for Light and Medium Petroleum from the inlet to Buffalo Station to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline system.

*** Indicated Term Rates are available to Committed Shippers that acquired Contracts through the Open Season held between October 20, 2016 and February 23, 2017.

[U] All rates on this page are unchanged.

**TABLE 4: INTERNATIONAL JOINT TERM RATES
In US Dollars Per Cubic Meter
For 20 Or More Year Term⁸**

FROM:	TO:	Contract Volumes ²	Light Petroleum ^{1,3}	Medium Petroleum ^{1,4}	Heavy Petroleum ^{1,5}	Super-Heavy Petroleum ^{1,6}
Hardisty, Alberta, Canada	Buffalo Station, Fergus County, Montana (Inlet to Buffalo Station)**	≥795 m ³ /d	12.5277**	12.5277**	12.5277	12.5277
	Edgar Station, Carbon County, Montana (Inlet to Silver Tip, ExxonMobil Pipe Line Company)	≥795 m ³ /d	14.8071	15.9909	18.0634	18.8054
	Sinclair Pipeline, Casper, Natrona County, Wyoming	≥795 m ³ /d	15.6091	16.8583	19.0437	19.8238
	Casper, Natrona County, Wyoming (Inlet to Platte Pipe Line Company, LLC or CCR Pipeline, LLC)	≥795 m ³ /d	16.8409	18.1896	20.5437	21.3885
	Guernsey, Platte County, Wyoming ⁷	≥795 m ³ /d	20.7720	22.1193	24.4740	25.3188
	Holdrege, Phelps County, Nebraska	≥795 m ³ /d	24.5327***	25.8807***	28.2349***	29.0783***
	Wood River, Madison County, Illinois	≥795 m ³ /d	31.8396	33.1881	35.5410	36.3858

* Indicated Term Rates are available to Committed Shipper that acquired Contracts through the Open Season held between June 5 and August 9, 2013 and the Open Season held between October 20, 2016 and February 23, 2017.

**All shipments made for delivery to the inlet to Buffalo Station will be subject to the applicable local rate to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline; in accordance with FERC No. 164.22.0, a discount of \$US 1.3838 per cubic meter will apply for all monthly shipments of a minimum of 795 cubic meters/day for Light and Medium Petroleum from the inlet to Buffalo Station to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline system.

*** Indicated Term Rates are available to Committed Shippers that acquired Contracts through the Open Season held between October 20, 2016 and February 23, 2017.

TABLE 5: INTERNATIONAL JOINT CONTRACT TOLL**** In US Dollars per Cubic Meter For 10 Year Term ^{1,1, 8}			
From	To	Contract Volume ^{2.1}	Petroleum
Hardisty, Alberta, Canada	Buffalo Station, Fergus County, Montana (Inlet to Buffalo Station)**	≥398 m ³ /d	[U] 25.1592
	Edgar Station, Carbon County, Montana (Inlet to Silver Tip, ExxonMobil Pipe Line Company)	≥398 m ³ /d	
	Sinclair Pipeline, Casper, Natrona County, Wyoming	≥398 m ³ /d	
	Casper, Natrona County, Wyoming (Inlet to Platte Pipe Line Company, LLC or CCR Pipeline, LLC)	≥398 m ³ /d	
<p>**All shipments made for delivery to the inlet to Buffalo Station will be subject to the applicable local rate to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline; in accordance with FERC No. 164.22.0, a discount of \$US 1.3838 per cubic meter will apply for all monthly shipments of a minimum of 795 cubic meters/day for Light and Medium Petroleum from the inlet to Buffalo Station to the inlet to Phillips 66 Carrier LLC's Glacier Pipeline system.</p> <p>**** International Joint Contract Toll is available to Committed Shippers that signed Transportation Service Agreements during the Open Season held between July 3, 2019 and August 7, 2019.</p>			

NOTES:

1. **ESCALATOR** – Carrier shall have the right, from time to time, at its sole discretion, but no more frequently than once in any Year, and on not less than sixty (60) Days advance written notice to Shipper, to adjust the rates payable under the Petroleum Rate Schedule, provided that the cumulative increase to the rates shall not exceed three percent (3%) per year, from April 1, 2014. Carrier will also have the right to further discount all or some of the rates at levels below the initial or escalator adjusted rates, at its sole discretion.
 - 1.1 Carrier shall have the right, from time to time, at its sole discretion, but no more frequently than once in any Year to adjust the International Joint Contract Tolls by three percent (3%) per year (cumulatively) commencing on July 1, 2020.

2. **VOLUME** – The named rates apply only for Shippers with a Contract Volume specified in Appendix A of the TSA Tendering a minimum of 795 m³/d on a yearly average but does not apply to volumes Tendered in excess of contracted amounts specified by Shipper in Appendix A of the TSA.
 - 2.1 The International Joint Contract Toll applies only for Shippers with a Contract Volume specified in Appendix A of the TSA Tendering a minimum of 398 m³/d on a yearly average but does not apply to volumes Tendered in excess of contracted amounts specified by Shipper in Appendix A of the TSA.

3. **LIGHT PETROLEUM** – Petroleum having a density up to but not including 876 kilograms per cubic meter (kg/m^3) and a viscosity up to but not including 20 square millimeters per second (mm^2/s) will be classified as Light Petroleum. Light Petroleum has been assessed no surcharge.
4. **MEDIUM PETROLEUM** – Petroleum having a density from 876 kilograms per cubic meter (kg/m^3) up to but not including 904 kg/m^3 and a viscosity from 20 up to but not including 100 square millimeters per second (mm^2/s) will be classified as Medium Petroleum. Medium Petroleum will be assessed a surcharge of 8%, which is incorporated in the applicable rate found in the Rates section of the Tariff.
5. **HEAVY PETROLEUM** – Petroleum having a density from 904 kilograms per cubic meter (kg/m^3) to 927 kg/m^3 and viscosity from 100 up to 250 square millimeters per second (mm^2/s) will be classified as Heavy Petroleum. Heavy Petroleum has been assessed a surcharge of 22%, which is incorporated in the applicable rate found in the Rates section of the Tariff.
6. **SUPER-HEAVY PETROLEUM** – Petroleum having a density above 927 kilograms per cubic meter (kg/m^3) up to and including 940 (kg/m^3) and viscosity above 250 up to and including 350 square millimeters per second (mm^2/s) will be classified as Super-Heavy Petroleum. Super-Heavy Petroleum has been assessed a surcharge of 27%, which is incorporated in the applicable rate found in the Rates section of the Tariff.
7. **RE-ORIGINATION FEE:** A Shipper that Nominates and Tenders Petroleum for transportation at Hardisty, Alberta, Canada for Delivery to Wood River, Illinois may request that the Carrier Deliver its Petroleum to an intermediate Delivery Point downstream of Casper, Wyoming as identified herein for up to a twenty-four-month period. Within that twenty-four-month period, the Shipper may Nominate for Delivery of its Petroleum to a final downstream Delivery Point identified herein. The Petroleum will be transported, as soon as feasibly possible subject to operational conditions, and at such time the Shipper will be charged a re-origination fee of **[U]** \$US1.0871 per cubic meter. Nominations for re-origination will be subject to the same specifications, obligations and limitations as initial Nominations under the Platte Pipe Line Company, LLC Rules and Regulations as provided in exception 9 below.
8. **ABANDONMENT SURCHARGE:** ~~**[W]** The rates are subject to an abandonment surcharge. There is a surcharge on each of the rates of **[I]** \$US 0.1274/ m^3 \$US 0.0711/ m^3 .~~
9. **CUBIC METERS (m3):** Means the volume of Petroleum which occupies one cubic meter when such Petroleum is at a temperature of fifteen degrees Celsius (15°C) and at a pressure of 101.325 kiloPascals and equals 264.1721 United States gallons and 6.2898108 barrels, under the same conditions. Term rates have been converted to cubic meters using a conversion factor of 1 cubic meter = 6.2898108 barrels.

JOINT ROUTING:

Hardisty to Casper and destinations in Wyoming and Illinois:

Express Pipeline Ltd. – Hardisty, Alberta to International Boundary near Wild Horse, Alberta (Express Canada) connecting to;

Express Pipeline LLC – International Boundary near Wild Horse, Alberta to Casper, Wyoming (Express U.S.) or for further delivery in connection with;

Platte Pipe Line Company, LLC – Casper, Wyoming to Wood River, Illinois.

EXCEPTIONS:

For exceptions to Express Pipeline LLC's Rules and Regulations, Express Pipeline Ltd's Rules and Regulations or Platte Pipe Line Company, LLC's Rules and Regulations, see the following:

1. **Exception to Express Pipeline Ltd.'s Rules and Regulations Item 8, Payment of Tariff**

- Charges and Lien for Unpaid Charges:** The exchange rates, if required, in any transaction will be the average WM/Reuters 4:00 pm London Close Rate when shipments occurred.
2. **Exception to Express Pipeline LLC's Rules and Regulations Item 2.13, Express Pipeline Ltd.'s Rules and Regulations Item 13, and Platte Pipe Line Company, LLC's Rules and Regulations Item 2.13, Prorationing:** The rights and obligations of Express Pipeline Ltd., Express Pipeline LLC or Platte Pipe Line Company, LLC and the Express Pipeline Shippers, on Express Pipeline, will not be altered or diminished by reason of Express Canada, Express U.S., and Platte Pipe Line Company, LLC having to prorate its capacity. All volumes tendered for delivery to destinations serviced by Platte Pipe Line Company, LLC, will be governed by the Platte Pipe Line Company, LLC's Rules and Regulations, Item 2.13.
 3. **Exception to Express Pipeline LLC's Rules and Regulations and Express Pipeline Ltd.'s Rules and Regulations Definition of Delivery Point:** For the purposes of this international joint tariff, all references to Delivery Point(s) in Express Pipeline LLC's Rules and Regulations and Express Pipeline Ltd.'s Rules and Regulations, are changed to show the Delivery Point as the inlet meter(s) at Buffalo Station, Fergus County, Montana.
 4. **Exception to Express Pipeline LLC's Rules and Regulations, Item 2.1.5 and Express Pipeline Ltd.'s Rules and Regulations Item 1.5 Definition of Carrier:** "Carrier" will mean Express Pipeline Ltd., Express Pipeline LLC or Platte Pipe Line Company, LLC.
 5. **Exception to Express Pipeline LLC's Rules and Regulations, Item 2.6.1, Monthly Nominations:** Express Pipeline Ltd. will receive Nominations on behalf of all Carriers under the conditions set forth in Item 6 of its Rules and Regulations.
 6. **Exception to Express Pipeline LLC's Rules and Regulations, Item 2.8.5, and Express Pipeline Ltd.'s Rules and Regulations, Item 6.6, Term Shipper Nominations:** To the extent Shipper Tenders a volume of Petroleum less than the Monthly Volume, Shipper shall pay to Carrier an amount equal to the sum of (i) the product of the volume Tendered and the Term Rate and (ii) the product of the volume equal to the difference between the Monthly Volume and the volume utilized in (i) above and the greater of the applicable Term Rate for light petroleum deliveries at Casper, Natrona County, WY (Inlet to Platte Pipe Line Company, LLC), and the applicable Term Rate for light petroleum deliveries at the Primary Destination identified by the Shipper in Appendix A of the TSA.
 7. **Exception to Express Pipeline LLC's Rules and Regulations, Item 2.12, Force Majeure:** An event of Force Majeure on Platte Pipe Line Company, LLC shall not relieve a Shipper on Express Pipeline LLC from its obligations to Express Pipeline LLC. An event of Force Majeure on Express Pipeline LLC shall not relieve a Shipper on Platte Pipe Line Company, LLC from its obligations to Platte Pipe Line Company, LLC.
 8. **Exception to Express Pipeline LLC's Rules and Regulations, Item 2.16, Measurements:** The procedures in Express Pipeline LLC's Rules and Regulations, Item 2.16 will apply to Petroleum while it is being transported on Express Pipeline LLC, but will not apply once such Petroleum is Delivered to Platte Pipe Line Company, LLC.
 9. **Applicable Rules and Regulations for transportation of Petroleum Tendered for Re-origination:** At such time as Petroleum is Tendered for re-origination it will be transported, subject to operational conditions, pursuant to the Platte Pipe Line Company, LLC Rules and Regulations.
 10. **Application of Rates:** This Tariff applies only to volumes physically Tendered by Shipper at Hardisty, Alberta, and delivered at the Delivery Point(s) named herein by such Shipper. Shipments redirected to Delivery points on Platte Pipe Line Company, LLC pursuant to Item 2.20 of the Express Pipeline LLC's Rules and Regulations, will be charged the applicable local rate on Platte Pipe Line Company, LLC.
 11. **Exception to Platte Pipe Line Company LLC's Rules and Regulations, Item 2.13.3, Payment Obligations:** For purposes of volumes shipped pursuant to this International Joint Tariff and the assessment of payment obligations under Platte Rule 2.13.3, Shipper Tenders will be determined on the basis of Shipper's volumes tendered at the Hardisty, Alberta, Canada Receipt Point.

[C] NOMINATIONS:

~~See Express Pipeline Ltd. Rules and Regulations for Nominations information.~~

SYMBOLS:

- [C]** Cancel
- [I]** Increase
- [U]** Unchanged rate
- [W]** Change in wording only

Appendix A
Express Pipeline Ltd
Annual Contribution Amount Calculation Form (Appendix XIV)

Computation of Annual Contribution Amount	
Step 1: Provide total cost estimated for abandonment	
Line 1	Remaining abandonment cost estimate in CAD dollars (2018 dollars) ¹ 92,420,345
Step 2: Convert to future value (i.e. cost estimated in future year dollars)	
Line 2	Inflation rate 2%
Line 3	Years remaining in Collection Period 35
Line 4	Years elapsed between year of cost estimate and current date (e.g. 2 years if cost estimate in 2018 dollars and contribution commences in 2020) 2
Line 5	Number of years from cost estimate date to end of Collection Period = Line 3 + Line 4 37
Line 6	Future value of abandonment cost estimate (i.e. cost estimate in future year dollars). = Line 1 * (1 + Line 2) ^{Line 5} 192,297,634
Step 3: Calculate company-specific after-tax rate of return on funds collected	
Line 7	Pre-tax rate of return on funds collected ² 6.25%
Line 8	Adjustment for variable trustee expenses and investment management fees 0.1%
Line 9	Company-specific tax rate on investment income 25.0%
Line 10	After-tax rate of return on funds collected = (1 - Line 9) * (Line 7 - Line 8) 4.6%
Step 4: Compute Annual Contribution Amount	
Line 11	Annual Contribution Amount, before fixed trustee expense adjustment = (Line 6 * Line 10) / [(1 + Line 10) ^{Line 3} - 1] 2,305,941
Line 12	Adjustment for fixed trustee expenses
Line 13	Annual Contribution Amount to Trust = (Line 11 + Line 12) 2,305,941

Notes:

- Abandonment Cost Estimate of \$99.3 MM (in 2018 \$) as approved by the NEB on March 1, 2019 [A98121], net of funds estimated to be in Express' abandonment trust as of December 31, 2019.
- The pre-tax return of 6.25% (Line 7) is a gross pre-tax amount and is adjusted downwards by 10 basis points (Line 8) to account for trust administration costs to be paid by the trust.

Appendix B
Express Pipeline Ltd.
Abandonment Surcharge Calculation

Derivation of Annual Contribution Amount

Line	Unit	Source		
1	Total Collection Amount over Collection Period	CAD \$MM	Corporation Data	\$80.71
2	Collection Period (remaining)	Years	NEB Base Case	35
3	Annual Contribution Amount	CAD \$MM	Line 1 / Line 2	\$2.31

Calculation of Abandonment Surcharge

Inputs Used in Abandonment Surcharge Calculation			Volume	
Transmission				
4	Estimated Committed Volume	MM of m ³ Barrels/day	Corporation Data	13.9 240,000
Abandonment Surcharge effective January 1, 2020				
5	Abandonment Surcharge	CAD \$/m ³	Line 3 / Line 4	\$0.1656
6	Abandonment Surcharge	CAD \$/bbl	Line 5/6.2898108	\$0.0263
	Abandonment Surcharge	USD \$/m ³	Line 5* (1/1.30) ²	0.1274
	Abandonment Surcharge	USD \$/bbl	Line 6* (1/1.30) ²	0.0202

Notes

- 1) Numbers may not sum due to rounding.
- 2) Abandonment surcharge has been converted to US dollars, assuming a conversion rate of USD \$1 = CAD \$1.30