TALLGRASS PONY EXPRESS PIPELINE, LLC

LOCAL AND VOLUME INCENTIVE PIPELINE TARIFF

THE RATES AND CHARGES NAMED IN THIS TARIFF ARE FOR THE TRANSPORTATION AND DELIVERY OF CRUDE PETROLEUM

By Pipeline

Governed, except as otherwise provided, by rules and regulations shown in Tallgrass Pony Express Pipeline, LLC F.E.R.C. No. 1.0.0 and subsequent issues thereof.

FROM:

Origins in WYOMING, COLORADO, and KANSAS

TO:

Destinations in COLORADO, KANSAS, and OKLAHOMA

[W] Filed in compliance with 18 CFR [C]\(\frac{\}{342.2(b)} \), \(\frac{\}{342.32} \) [C]\(\frac{\}{6342.4(c)} \) [N]initial rates.

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

ISSUED: October 31, 2019 EFFECTIVE: December 1, 2019

Issued By:

Doug Johnson Tallgrass Pony Express Pipeline, LLC 370 Van Gordon Street Lakewood, CO 80228

Compiled By:

L. Drew Cutright
Tallgrass Pony Express Pipeline, LLC
370 Van Gordon Street
Lakewood, CO 80228
(303) 763-3438

Tariff available at http://pipeline.tallgrassenergylp.com/

Table of Contents

NON-CONTRACT TRANSPORTATION RATES	3
NON-CONTRACT LINE FILL RETURN RATES	4
TEMPORARY VOLUME INCENTIVE RATES	5
CONTRACT RATES	7
PLA RATES	9
EXPLANATION OF REFERENCE MARKS	13

NON-CONTRACT TRANSPORTATION RATES

(Rates in cents per Barrel of 42 United States Gallons each)

		Destinations					
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ³
	Guernsey PXP Located in Platte County, WY	N/A	N/A	455.63	455.63	455.63	455.63
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	455.63	455.63	455.63	455.63
	Guernsey PRG Located in Platte County, WY	N/A	N/A	455.63	455.63	455.63	455.63
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	455.63	455.63	455.63	455.63
	Guernsey HH Located in Platte County, WY	N/A	N/A	455.63	455.63	455.63	455.63
Origins	Platteville Located in Weld County, CO	N/A	88.66	455.63	455.63	455.63	455.63
	Buckingham Located in Weld County, CO	N/A	N/A	455.63	455.63	455.63	455.63
	Pawnee Located in Weld County, CO	N/A	N/A	455.63	455.63	455.63	455.63
	Hereford Located in Weld County, CO	45.00	N/A	455.63	455.63	455.63	455.63
	Sterling Located in Logan County, CO	N/A	N/A	455.63	455.63	455.63	455.63
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	130.39	130.39

NON-CONTRACT LINE FILL RETURN RATES

(Rates in cents per Barrel of 42 United States Gallons each)

		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ³
	Guernsey PXP Located in Platte County, WY	N/A	N/A	369.03	369.03	369.03	369.03
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	369.03	369.03	369.03	369.03
	Guernsey PRG Located in Platte County, WY	N/A	N/A	369.03	369.03	369.03	369.03
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	369.03	369.03	369.03	369.03
	Guernsey HH Located in Platte County, WY	N/A	N/A	369.03	369.03	369.03	369.03
Origins	Platteville Located in Weld County, CO	N/A	N/A	369.03	369.03	369.03	369.03
	Buckingham Located in Weld County, CO	N/A	N/A	369.03	369.03	369.03	369.03
	Pawnee Located in Weld County, CO	N/A	N/A	369.03	369.03	369.03	369.03
	Hereford Located in Weld County, CO	N/A	N/A	369.03	369.03	369.03	369.03
	Sterling Located in Logan County, CO	N/A	N/A	369.03	369.03	369.03	369.03
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	125.17	125.17

NON-CONTRACT RATES

TEMPORARY VOLUME INCENTIVE RATES

(Rates in cents per Barrel of 42 United States Gallons each)

[U] All rates are unchanged.

Bakken Light Sweet; Niobrara; PXL - Guernsey Aggregate Deliveries Volume Incentive Program:

- 1. The volume incentive rates shall expire on April 30, 2020.
- 2. Eligibility for the volume incentive rates shall be determined monthly and will be based on Shipper's average daily aggregate deliveries of BLS, Niobrara, or PXL to Augusta, McPherson, P66 Ponca City, and Deeprock.

Rate Tier 1	Less than 1,000 BPD
Rate Tier 2	1,000 – 12,999 BPD
Rate Tier 3	13,000 – or greater

Origin	Destination	Rate Tier 1	Rate Tier 2	Rate Tier 3
	Augusta Located in Butler County, KS ²	422.00	322.00	272.00
Guernsey Located in	McPherson Located in McPherson County, KS ²	422.00	322.00	272.00
Platte County, WY	P66 Ponca City Located in Kay County, OK	422.00	322.00	272.00
	Various Cushing Destinations Located in Payne County, OK ³	425.00	325.00	275.00

Mixed Sweet - Guernsey Aggregate Deliveries Volume Incentive Program

- 1. The volume incentive rates shall expire on April 30, 2020.
- 2. Eligibility for the volume incentive rates shall be determined monthly and will be based on Shipper's average daily aggregate deliveries of Mixed Sweet to Augusta, McPherson, P66 Ponca City, and Deeprock.

[U] All rates are unchanged.

Rate Tier 1	Less than 1,000 BPD
Rate Tier 2	1,000 – or greater BPD

Origin	Destination	Rate Tier 1	Rate Tier 2
	Augusta Located in Butler County, KS ²	422.00	322.00
Guernsey Located in	McPherson Located in McPherson County, KS ²	422.00	322.00
Platte County, WY	P66 Ponca City Located in Kay County, OK	422.00	322.00
	Various Cushing Destinations Located in Payne County, OK ³	425.00	325.00

CONTRACT RATES

(Rates in cents per Barrel of 42 United States Gallons each)

[N] Guernsey Local Open Season (May 30, 2012)

[U] All rates are unchanged.

		Destinations					
		Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ² P66 Ponca City Located in Kay County, OK		Various Cushing Destinations Located in Payne County, OK ¹		
Origin Minimum Volume							
Guernsey Located in	0-29,999 BPD	272.00	272.00	272.00	275.00		
Platte County, WY	30,000+ BPD	272.00	272.00	272.00	275.00		

[N] NECL Open Season (November 1, 2013)

[U] All rates are unchanged.

		Destinations				
		Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ¹	
Origins	Minimum Volume					
Buckingham and Pawnee Located in	1,000- 19,999 BPD	427.98	427.98	427.98	427.98	
Weld County, CO; Sterling Located in Logan County, CO	20,000+ BPD	399.45	399.45	399.45	399.45	

[N]All rates are new.

[N] Refinery Open Season (October 8, 2019)

		Destinations
		McPherson Located in McPherson County, KS
Origins	Minimum Volume	
Guernsey Located in Platte County, WY	10,000 BPD	[N] <u>250.00</u> ⁴

[N] Platteville Open Season (June 1, 2017)

[U] All rates are unchanged.

Option A & C Shippers Destinations								
		Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ¹		
Origin	Minimum Volume							
	2,500- 4,999 BPD	62.59	265.99	265.99	265.99	286.85		
Platteville Origin	5,000- 9,999 BPD	57.37	255.56	255.56	255.56	276.42		
	10,000+ BPD	52.16	239.91	239.91	239.91	260.78		

[N] Platteville Open Season (June 1, 2017)

Option B Shippers Destinations								
<u>Platteville Origin</u>		Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado) ²	McPherson Located in McPherson County, KS ²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ¹		
Date Active	Minimum Volume							
Through 4/30/2020	5000- 9,999 BPD	41.72	187.76	187.76	187.76	203.41		
Post 4/30/2020	5,000- 9,999 BPD	N/A	320.00	320.00	320.00	330.00		
Through 4/30/2020	10,000+ BPD	36.51	208.62	208.62	208.62	219.05		
Post 4/30/2020	10,000+ BPD	N/A	300.00	300.00	300.00	315.00		

[N] Natoma Open Season (November 13, 2017)

		Destination			
		P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ¹		
Origin	Natoma Located in Rooks County, KS	130.39	130.39		

PLA RATES and ORIGIN/DESTINATION GRADE PAIRS

(Pipeline Loss Allowance)

All movements of each crude grade will be limited to the listed origin and destination pairs below.

[U] All rates are unchanged.

Bakken Light Sweet		Destinations					
		Augusta Destination Located in Butler County, KS (El Dorado)	McPherson Located in McPherson County, KS	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK		
	Guernsey PXP Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
gins	Guernsey Eighty Eight Oil Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
	Guernsey PRG Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
Origins	Guernsey Sinclair Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
_	Guernsey HH Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
	Sterling Located in Logan County, CO	0.150%	0.150%	0.150%	0.150%		

		Destinations					
Mixed Sweet		Augusta Destination Located in Butler County, KS (El Dorado)	McPherson Located in McPherson County, KS	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK		
	Guernsey PXP Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
gins	Guernsey Eighty Eight Oil Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
	Guernsey PRG Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
Origins	Guernsey Sinclair Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
	Guernsey HH Located in Platte County, WY	0.150%	0.150%	0.150%	0.150%		
	Sterling Located in Logan County, CO	0.150%	0.150%	0.150%	0.150%		

		Destinations					
Niobrara		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado)	McPherson Located in McPherson County, KS	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK
	Guernsey PXP Located in Platte County, WY	N/A	N/A	0.150%	0.150%	0.150%	0.150%
Origins	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	N/A	N/A	0.150%	0.150%	0.150%	0.150%
	Buckingham Located in Weld County, CO	N/A	N/A	0.200%	0.200%	0.200%	0.200%
	Pawnee Located in Weld County, CO	N/A	0.050%	0.200%	0.200%	0.200%	0.200%
	Hereford Located in Weld County, CO	0.050%	0.050%	0.250%	0.250%	0.250%	0.250%
	Sterling Located in Logan County, CO	N/A	N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged.

Destinations							
PXL		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Augusta Destination Located in Butler County, KS (El Dorado)	McPherson Located in McPherson County, KS	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK
	Guernsey PXP Located in Platte County, WY	N/A	N/A	0.350%	0.350%	0.350%	0.350%
Origins	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	0.350%	0.350%	0.350%	0.350%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	0.350%	0.350%	0.350%	0.350%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	0.350%	0.350%	0.350%	0.350%
	Guernsey HH Located in Platte County, WY	N/A	N/A	0.350%	0.350%	0.350%	0.350%
	Platteville Located in Weld County, CO	N/A	0.050%	0.400%	0.400%	0.400%	0.400%
	Buckingham Located in Weld County, CO	N/A	N/A	0.350%	0.350%	0.350%	0.350%
	Sterling Located in Logan County, CO	N/A	N/A	0.350%	0.350%	0.350%	0.350%

		Destination		
	Kansas Uplift	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK	
Origin	Natoma Located in Rooks County, KS	0.200%	0.200%	

The Pipeline Loss Allowance ("PLA") for all tariff movements and line fill return will be based on the PLA chart above.

- (1) Includes the Blue Knight terminal, the Rose Rock terminal, the Enterprise terminal, the Enbridge terminal, the Plains All-American terminal, the Deeprock South terminal, the NGL Energy Partners terminal ("NGL"), the Seaway Crude Pipeline Company LLC ("Seaway") and the Deeprock North Terminal. Deliveries to NGL and to Seaway will be assessed additional pump over fees amounting to [U] \$0.08 per barrel for deliveries to NGL and [U] \$0.10 per barrel for deliveries to Seaway.
- (2) All movements to the Augusta Destination or the McPherson Destination shall be subject to an additional fee (i.e., in addition to all other applicable tariff rates, fees, and charges) of [U] \$0.10 per barrel.
- (3) Deliveries to Deeprock South terminal and Deeprock North terminal are included. Deliveries to the Blue Knight terminal, the Rose Rock terminal, the Enterprise terminal, the Enbridge terminal, the Plains All-American terminal, and the NGL will be assessed an additional pump over fee amounting to [U] \$0.08. Deliveries to Seaway will be assessed an additional pump over fee amounting to [U] \$0.10 per barrel.
- (4) [N]Shipper may nominate barrels from the Pawnee and Buckingham Origins as a Flex Shipper at this rate. Shipper may nominate volumes for final delivery to the Various Cushing Destinations for an additional \$0.25 per barrel fee, as well as, (1) an \$0.08 pump over fee for deliveries to the Blue Knight terminal, the Rose Rock terminal, the Enterprise terminal, the Enbridge terminal, the Plains All-American terminal, the NGL, or (2) a \$0.10 per barrel fee for deliveries to Seaway.

	EXPLANATION OF REFERENCE MARKS				
[C]	Cancel.				
[N]	New.				
[U]	Unchanged.				
[W]	Wording.				