

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 FERC No. 1.0.0 and subsequent issues thereof.

FROM:

Origins in WYOMING, COLORADO, and KANSAS

TO:

Destinations in COLORADO, KANSAS, and OKLAHOMA

Filed in compliance with 18 CFR § 342.3.

[F1] This tariff contains rates that are higher for shorter than longer distances over the same route. Such departure from the terms of the amended Fourth Section of the Interstate Commerce Act is permitted by authority of the Federal Energy Regulatory Commission, Fourth Section application dated November 27, 2019, as indicated herein.

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

ISSUED: March 2, 2020

EFFECTIVE: April 2, 2020

Issued By:

~~[W]Doug Johnson~~ Dean Dick
Tallgrass Pony Express Pipeline, LLC
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Lakewood, CO 80228

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Tariff available at <http://pipeline.tallgrassenergyllp.com/>

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NON-CONTRACT TRANSPORTATION RATES

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

[U] All rates are unchanged.

		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Sterling Located in Logan County, CO	Augusta Destinatio n 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
Origins	Guernsey PXP Located in Platte County, WY	N/A	N/A	15.00	455.63	455.63	455.63	455.63
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	15.00	455.63	455.63	455.63	455.63
	Guernsey PRG Located in Platte County, WY	N/A	N/A	15.00	455.63	455.63	455.63	455.63
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	15.00	455.63	455.63	455.63	455.63
	Guernsey HH Located in Platte County, WY	N/A	N/A	15.00	455.63	455.63	455.63	455.63
	Platteville Located in Weld County, CO	N/A	88.66	10.00 [F1]	455.63	455.63	455.63	455.63
	Buckingham Located in Weld County, CO	N/A	N/A	45.00	455.63	455.63	455.63	455.63
	Pawnee Located in Weld County, CO	N/A	N/A	45.00	455.63	455.63	455.63	455.63
	Hereford Located in Weld County, CO	45.00	N/A	85.00	455.63	455.63	455.63	455.63
	Sterling Located in Logan County, CO	N/A	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	N/A	130.39	130.39

NON-CONTRACT LINE FILL RETURN RATES

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

[U] All rates are unchanged.

		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, KS²	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK³
Origins	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
	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)

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 Various Cushing Destinations.

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

[U] All rates are unchanged.

Origin	Destination	Rate Tier 1	Rate Tier 2	Rate Tier 3
Guernsey Located in Platte County, WY	Augusta Located in Butler County, KS²	422.00	322.00	272.00
	McPherson Located in McPherson County, KS²	422.00	322.00	272.00
	P66 Ponca City Located in Kay County, OK	422.00	322.00	272.00
	Various Cushing Destinations Located in Payne County, OK³	425.00	325.00	275.00

[U] All rates are unchanged.

Origin	Destination	Rate
Sterling Located in Logan County, CO	Augusta Located in Butler County, KS²	390.00
	McPherson Located in McPherson County, KS²	
	P66 Ponca City Located in Kay County, OK	
	Various Cushing Destinations Located in Payne County, OK³	

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 Various Cushing Destinations.

[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
Guernsey Located in Platte County, WY	Augusta Located in Butler County, KS²	422.00	322.00
	McPherson Located in McPherson County, KS²	422.00	322.00
	P66 Ponca City Located in Kay County, OK	422.00	322.00
	Various Cushing Destinations Located in Payne County, OK³	425.00	325.00

CONTRACT RATES

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

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 Platte County, WY	0-29,999 BPD	272.00	272.00	272.00	275.00
	30,000+ BPD	272.00	272.00	272.00	275.00

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 Weld County, CO; Sterling Located in Logan County, CO	1,000-19,999 BPD	427.98	427.98	427.98	427.98
	20,000+ BPD	399.45	399.45	399.45	399.45

Refinery Open Season (October 8, 2019)

[U] All rates are unchanged.

		Destinations
		McPherson Located in McPherson County, KS
Origins	Minimum Volume	
Guernsey Located in Platte County, WY	10,000 BPD	250.00 ⁴

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					
Platteville Origin	2,500- 4,999 BPD	62.59	265.99	265.99	265.99	286.85
	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

Platteville Open Season (June 1, 2017)

[U] All rates are unchanged.

Option B Shippers						
<u>Platteville Origin</u>		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
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

Natoma Open Season (November 13, 2017)

[U] All rates are unchanged.

		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

CONTRACT VOLUME INCENTIVE RATES⁵

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

Rate Tier 1	5,000 – 9,999 BPD
Rate Tier 2	10,000 – 24,999 BPD
Rate Tier 3	25,000 – 39,999 BPD
Rate Tier 4	40,000 – or greater

Volume Incentive Open Season (January 29, 2020)

[U] All rates are unchanged.

	Destination			
	Various Cushing Destinations Located in Payne County, OK			
Origin	Rate Tier 1	Rate Tier 2	Rate Tier 3	Rate Tier 4
Sterling Located in Logan County, CO	220.00	210.00	195.00	190.00

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, unless otherwise noted.

Bakken Light Sweet		Destinations				
		[N] <u>Sterling Located in Logan County, CO</u>	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
Origins	Guernsey PXP Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Sterling Located in Logan County, CO	[N]N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged, unless otherwise noted.

Mixed Sweet		Destinations				
		[N] <u>Sterling Located in Logan County, CO</u>	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
Origins	Guernsey PXP Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	[N]0.050%	0.150%	0.150%	0.150%	0.150%
	Sterling Located in Logan County, CO	[N]N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged, unless otherwise noted.

Niobrara		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	[N] <u>Sterling Located in Logan County, CO</u>	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
Origins	Guernsey PXP Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.150%	0.150%	0.150%	0.150%
	Buckingham Located in Weld County, CO	N/A	N/A	[N] <u>0.050%</u>	0.200%	0.200%	0.200%	0.200%
	Pawnee Located in Weld County, CO	N/A	0.050%	[N] <u>0.050%</u>	0.200%	0.200%	0.200%	0.200%
	Hereford Located in Weld County, CO	0.050%	0.050%	[N] <u>0.100%</u>	0.250%	0.250%	0.250%	0.250%
	Sterling Located in Logan County, CO	N/A	N/A	[N] <u>N/A</u>	0.150%	0.150%	0.150%	0.150%

Tallgrass Pony Express Pipeline, LLC
FERC No. 2.22.0

[U] All rates are unchanged, unless otherwise noted.

PXL		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	[N] <u>Sterling Located in Logan County, CO</u>	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
Origins	Guernsey PXP Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Guernsey HH Located in Platte County, WY	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Platteville Located in Weld County, CO	N/A	0.050%	[N] <u>0.050%</u>	0.400%	0.400%	0.400%	0.400%
	Buckingham Located in Weld County, CO	N/A	N/A	[N] <u>0.050%</u>	0.350%	0.350%	0.350%	0.350%
	Sterling Located in Logan County, CO	N/A	N/A	[N] <u>N/A</u>	0.350%	0.350%	0.350%	0.350%

[U] All rates are unchanged.

Kansas Uplift		Destination	
		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) 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.
- (5) As part of this volume incentive program, shippers may satisfy their obligations by shipping from the Origin (Sterling, Colorado) or upstream origins to the Destination (Various Cushing Destinations) or any other destinations on the pipeline. The Volume Incentive Rates payable by a shipper on its minimum volume commitment and any extra barrels will be the then-applicable Volume Incentive Rates for shipments from the Origin to the Destination regardless of whether the shipper ships to that Destination or to an alternative destination; except as provided in footnote 2. If shipper ships from an upstream origin, the shipper shall be charged the Uncommitted Rate from the upstream origin to Sterling, Colorado plus the applicable Volume Incentive Rate. [N] If shipper ships from an upstream origin, the shipper shall be charged the PLA percentage applicable to the movement from the upstream origin to the final destination.

The applicable Volume Incentive Rates shall be determined based on shipper's total shipments in the month. If shipper ships more barrels in a month than the volume tier associated with shipper's minimum volume commitment, then all barrels shipped by shipper in such month shall be charged the Volume Incentive Rate applicable to the volume and rate tier one tier above shipper's volume tier. Regardless of the number of barrels shipped in the month, shipper will not qualify for a Volume Incentive Rate more than one tier above shipper's volume tier.

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