

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 [W]and ~~§ 342.4~~.

[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: July 9, 2020

EFFECTIVE: August 1, 2020

Issued By:

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NON-CONTRACT TRANSPORTATION RATES

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

[W] All rates are ~~increased~~ unchanged.

		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Sterling Located in Logan County, CO	Augusta 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	15.30	484.84	484.84	484.84	484.84
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	15.30	484.84	484.84	484.84	484.84
	Guernsey PRG Located in Platte County, WY	N/A	N/A	15.30	484.84	484.84	484.84	484.84
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	15.30	484.84	484.84	484.84	484.84
	Guernsey HH Located in Platte County, WY	N/A	N/A	15.30	484.84	484.84	484.84	484.84
	Carpenter Located in Laramie County, WY	76.51	76.51	122.42	464.81	464.81	464.81	464.81
	Platteville Located in Weld County, CO	N/A	90.45	10.20 [F1]	484.84	484.84	484.84	484.84
	Buckingham Located in Weld County, CO	N/A	N/A	45.91	484.84	484.84	484.84	484.84
	Pawnee Located in Weld County, CO	N/A	N/A	45.91	484.84	484.84	484.84	484.84
	Hereford Located in Weld County, CO	45.91	N/A	86.71	484.84	484.84	484.8	484.84
	Sterling Located in Logan County, CO	N/A	N/A	N/A	484.84	484.84	484.84	484.84
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	N/A	133.02	133.02

NON-CONTRACT LINE FILL RETURN RATES

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

[W] All rates are ~~increased~~ unchanged.

		Destinations					
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Augusta 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	376.46	376.46	376.46	376.46
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	376.46	376.46	376.46	376.46
	Guernsey PRG Located in Platte County, WY	N/A	N/A	376.46	376.46	376.46	376.46
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	376.46	376.46	376.46	376.46
	Guernsey HH Located in Platte County, WY	N/A	N/A	376.46	376.46	376.46	376.46
	Carpenter Located in Laramie County, WY	N/A	N/A	376.46	376.46	376.46	376.46
	Platteville Located in Weld County, CO	N/A	N/A	376.46	376.46	376.46	376.46
	Buckingham Located in Weld County, CO	N/A	N/A	376.46	376.46	376.46	376.46
	Pawnee Located in Weld County, CO	N/A	N/A	376.46	376.46	376.46	376.46
	Hereford Located in Weld County, CO	N/A	N/A	376.46	376.46	376.46	376.46
	Sterling Located in Logan County, CO	N/A	N/A	376.46	376.46	376.46	376.46
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	127.69	127.69

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 ~~[W] July 31~~ August 31, 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 3,000 BPD
Rate Tier 2	3,000 – 12,999 BPD
Rate Tier 3	13,000 – 19,999 BPD
Rate Tier 4	20,000 BPD or greater

[U] All rates are unchanged.

Origin	Destinations	Rate Tier 1	Rate Tier 2	Rate Tier 3	Rate Tier 4
Guernsey Located in Platte County, WY	Augusta Located in Butler County, KS ²	372.00	322.00	272.00	262.00
	McPherson Located in McPherson County, KS ²	372.00	322.00	272.00	262.00
	P66 Ponca City Located in Kay County, OK	372.00	322.00	272.00	262.00
	Various Cushing Destinations Located in Payne County, OK ³	375.00	325.00	275.00	265.00

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

1. The volume incentive rates shall expire on ~~[W] July 31~~ August 31, 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 3,000 BPD
Rate Tier 2	3,000 – 12,999 BPD
Rate Tier 3	13,000 – 19,999 BPD
Rate Tier 4	20,000 BPD or greater

[U] All rates are unchanged.

Origin	Destinations	Rate Tier 1	Rate Tier 2	Rate Tier 3	Rate Tier 4
Sterling Located in Logan County, CO	Augusta Located in Butler County, KS ²	357.00	307.00	257.00	247.00
	McPherson Located in McPherson County, KS ²	357.00	307.00	257.00	247.00
	P66 Ponca City Located in Kay County, OK	357.00	307.00	257.00	247.00
	Various Cushing Destinations Located in Payne County, OK ³	360.00	310.00	260.00	250.00

Mixed Sweet – Guernsey Aggregate Deliveries Volume Incentive Program

1. The volume incentive rates shall expire on ~~July 31~~ August 31, 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 3,000 BPD
Rate Tier 2	3,000 – or greater BPD

Origin	Destination	Rate Tier 1	Rate Tier 2
Guernsey Located in Platte County, WY	Augusta Located in Butler County, KS ²	372.00	322.00
	McPherson Located in McPherson County, KS ²	372.00	322.00
	P66 Ponca City Located in Kay County, OK	372.00	322.00
	Various Cushing Destinations Located in Payne County, OK ³	375.00	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.

Origin	Minimum Volume	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
Guernsey Located in Platte County, WY	0-29,999 BPD	272.00	272.00	272.00	275.00
	30,000+ BPD	262.00	262.00	262.00	265.00

NECL Open Season (November 1, 2013)

[U] All rates are unchanged.

Origins	Minimum Volume	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
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)

[W] All rates are ~~increased~~ unchanged.

		Destination
Origin	Minimum Volume	McPherson Located in McPherson County, KS
Guernsey Located in Platte County, WY	10,000 BPD	255.03 ⁴

Platteville Open Season (June 1, 2017)

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

Option B Shippers						
Platteville Origin		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
Date Active	Minimum Volume					
Through 4/30/2020	5,000- 9,999 BPD	41.72	187.76	187.76	187.76	203.41
Post 4/30/2020	5,000- 9,999 BPD	N/A	326.44	326.44	326.44	336.65
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	306.04	306.04	306.04	321.34

Guernsey Local Open Season (October 30, 2019)⁶

[U] All rates are unchanged.

Origin	Minimum Volume	Destination
		Various Cushing Destinations Located in Payne County, OK
Guernsey Located in Platte County, WY	13,000 – 29,999 BPD	225.00

Natoma Open Season (November 13, 2017)

[W] All rates are ~~increased~~ unchanged.

Origin	Destinations	
	P66 Ponca City Located in Kay County, OK	Various Cushing Destinations Located in Payne County, OK ¹
Natoma Located in Rooks County, KS	132.66	132.66

Hereford Open Season (May 15, 2019)⁷

[U] All rates are unchanged.

Origin	Minimum Volume	Destination
		Various Cushing Destinations Located in Payne County, OK ¹
Hereford Located in Weld County, CO	5,000 – 12,500 BPD	320.00

Carpenter Open Season (January 29, 2020)⁸[W] All rates are ~~increased~~ unchanged.

Origin	Production Dedication Volume	Destination
		Sterling Located in Logan County, CO
Carpenter Located in Laramie County, WY	13,000 bpd or greater	88.75

Carpenter Open Season (April 14, 2020)⁹[W] All rates are ~~increased~~ unchanged.

Origin	Minimum Volume	Destination	
		Sterling Located in Logan County, CO	Incremental Committed Shipper Rates
Carpenter Located in Laramie County, WY	3,000 – 4,999 BPD	99.46	66.31

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)

[W] All rates are ~~increased~~ 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	224.43	214.23	198.93	193.83

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				
		Sterling Located in Logan County, CO	Augusta 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	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Sterling Located in Logan County, CO	N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged.

Mixed Sweet		Destinations				
		Sterling Located in Logan County, CO	Augusta 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	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	0.050%	0.150%	0.150%	0.150%	0.150%
	Sterling Located in Logan County, CO	N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged.

Niobrara		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Sterling Located in Logan County, CO	Augusta 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
Quinn	Guernsey PXP Located in Platte County, WY	N/A	N/A	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	0.050%	0.150%	0.150%	0.150%	0.150%
	Guernsey HH Located in Platte County, WY	N/A	N/A	0.050%	0.150%	0.150%	0.150%	0.150%
	Buckingham Located in Weld County, CO	N/A	N/A	0.050%	0.200%	0.200%	0.200%	0.200%
	Pawnee Located in Weld County, CO	N/A	0.050%	0.050%	0.200%	0.200%	0.200%	0.200%
	Hereford Located in Weld County, CO	0.050%	0.050%	0.100%	0.250%	0.250%	0.250%	0.250%
	Carpenter Located in Laramie County, WY	0.050%	0.050%	0.100%	0.250%	0.250%	0.250%	0.250%
	Sterling Located in Logan County, CO	N/A	N/A	N/A	0.150%	0.150%	0.150%	0.150%

[U] All rates are unchanged.

PXL		Destinations						
		Pawnee Located in Weld County, CO	Buckingham Located in Weld County, CO	Sterling Located in Logan County, CO	Augusta 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	0.050%	0.350%	0.350%	0.350%	0.350%
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	0.050%	0.350%	0.350%	0.350%	0.350%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	0.050%	0.350%	0.350%	0.350%	0.350%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	0.050%	0.350%	0.350%	0.350%	0.350%
	Guernsey HH Located in Platte County, WY	N/A	N/A	0.050%	0.350%	0.350%	0.350%	0.350%
	Platteville Located in Weld County, CO	N/A	0.050%	0.050%	0.400%	0.400%	0.400%	0.400%
	Buckingham Located in Weld County, CO	N/A	N/A	0.050%	0.350%	0.350%	0.350%	0.350%
	Sterling Located in Logan County, CO	N/A	N/A	N/A	0.350%	0.350%	0.350%	0.350%

[U] All rates are unchanged.

Kansas Uplift		Destinations	
		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 [U]\$0.25 per barrel fee, as well as, (1) an [U]\$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 [U]\$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. 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.

(6) In addition to the primary origin of Guernsey ("Primary Origin") and primary destination of Various Cushing Destinations ("Primary Destination"), shippers who executed a transportation service agreement may originate from the Platteville and Sterling origins ("Secondary Origins") and/or make deliveries to upstream Destinations in Kansas and Oklahoma ("Secondary Destinations"). All movements whether from the Primary Origin or Secondary Origin to the Primary Destination or Secondary Destinations shall be charged the transportation rate from the Primary Origin to Primary Destination, as well a pump-over charge of \$0.10 per barrel for shipments to (i) Seaway at the Various Cushing Destinations, (ii) the Augusta Destination, and (iii) the McPherson Destination. Shippers may ship barrels above their minimum volume commitment at the committed shipper rate.

(7) In addition to the primary origin of Hereford ("Primary Origin") and primary destination of Various Cushing Destinations ("Primary Destination"), shippers who executed a transportation service agreement may originate from the Buckingham origin ("Secondary Origin") and/or make deliveries to upstream Destinations in Kansas and Oklahoma ("Secondary Destinations"). All movements whether from the Primary Origin or Secondary Origin to the Primary Destination or Secondary Destinations shall be charged the transportation rate from the Primary Origin to Primary Destination, as well as the following pump-over charges: (i) shipments to (x) Seaway at the Various Cushing Destinations, (y) the Augusta Destination, and (z) the McPherson Destination will be assessed an additional pump over fee of \$0.10 per barrel; and (ii) shipments to NGL will be assessed an additional pump over fee of \$0.08 per barrel. Shippers may ship barrels above their minimum volume commitment at the committed shipper rate.

(8) In addition to the primary destination of Sterling ("Primary Destination"), shippers who executed a production dedication agreement may make deliveries to the Pawnee, Colorado or Buckingham, Colorado destinations ("Secondary Destinations"). All movements, whether to Primary Destination or Secondary Destinations, shall be charged the production dedication volume rate from the origin to the Primary Destination. Any barrels above Shipper's Production Dedication Volume shall receive a \$0.15 discount off the then applicable production dedication volume rate.

(9) In addition to the primary destination of Sterling ("Primary Destination"), shippers who executed a committed shipper service agreement may make deliveries to the Pawnee, Colorado or Buckingham, Colorado destinations ("Secondary Destinations"). All movements, whether to Primary Destination or Secondary Destinations, shall be charged the committed shipper rate from the origin to the Primary Destination. Barrels

above a shipper's minimum volume commitment shall be at the Incremental Committed Shipper Rate.

EXPLANATION OF REFERENCE MARKS	
[U]	Unchanged Rate.
[W]	Change in wording only.