

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

[W]Filed in compliance with 18 CFR § 342.4(c)3.

Issued on less than thirty (30) days' notice under authority of 18 CFR § 341.14. This tariff publication is conditionally accepted subject to refund pending a 30-day review period.

Notice of Temporary Embargo: Effective February 29, 2024, a temporary embargo is in place for all movements of PXL Grade Petroleum to the following destinations: the Augusta Destination, located near El Dorado, Kansas; the McPherson Destination located near McPherson, Kansas; the Phillips 66 refinery, located near Ponca City, Oklahoma; and the various Destinations located near Cushing, Oklahoma. The temporary embargo is required due to tank maintenance at the Sterling Terminal and will remain in effect until cancelled by a subsequent tariff filing. The embargoed movements are denoted by the symbol [E].

[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: September 24, 2024**EFFECTIVE: October 1, 2024**

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NON-CONTRACT TRANSPORTATION RATES

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

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

		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	19.51	618.08	618.08	618.08	618.08
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	19.51	618.08	618.08	618.08	618.08
	Guernsey PRG Located in Platte County, WY	N/A	N/A	19.51	618.08	618.08	618.08	618.08
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	19.51	618.08	618.08	618.08	618.08
	Guernsey HH Located in Platte County, WY	N/A	N/A	19.51	618.08	618.08	618.08	618.08
	Carpenter Located in Laramie County, WY	97.54	97.54	156.06	592.54	592.54	592.54	592.54
	Platteville Located in Weld County, CO	N/A	115.30	13.00 [F1]	618.08	618.08	618.08	618.08
	Buckingham Located in Weld County, CO	N/A	N/A	58.52	618.08	618.08	618.08	618.08
	Pawnee Located in Weld County, CO	N/A	N/A	58.52	618.08	618.08	618.08	618.08
	Hereford Located in Weld County, CO	58.52	N/A	110.54	618.08	618.08	618.08	618.08
	Sterling Located in Logan County, CO	N/A	N/A	N/A	618.08	618.08	618.08	618.08
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	N/A	169.57	169.57

NON-CONTRACT LINE FILL RETURN RATES

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

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

		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	277.17	277.17	277.17	277.17
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	277.17	277.17	277.17	277.17
	Guernsey PRG Located in Platte County, WY	N/A	N/A	277.17	277.17	277.17	277.17
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	277.17	277.17	277.17	277.17
	Guernsey HH Located in Platte County, WY	N/A	N/A	277.17	277.17	277.17	277.17
	Carpenter Located in Laramie County, WY	N/A	N/A	277.17	277.17	277.17	277.17
	Platteville Located in Weld County, CO	N/A	N/A	277.17	277.17	277.17	277.17
	Buckingham Located in Weld County, CO	N/A	N/A	277.17	277.17	277.17	277.17
	Pawnee Located in Weld County, CO	N/A	N/A	277.17	277.17	277.17	277.17
	Hereford Located in Weld County, CO	N/A	N/A	277.17	277.17	277.17	277.17
	Sterling Located in Logan County, CO	N/A	N/A	277.17	277.17	277.17	277.17
	Natoma Located in Rooks County, KS	N/A	N/A	N/A	N/A	162.78	162.78

NON-CONTRACT RATES

TEMPORARY VOLUME INCENTIVE RATES

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

Bakken Light Sweet; Mixed Sweet; Niobrara; [E]PXL – Guernsey/Sterling Volume Incentive Program:

1. The volume incentive rates shall expire on December 31, 2024.
2. Eligibility for the volume incentive rates shall be determined monthly and will be based on Shipper's nominations of BLS, Mixed Sweet, Niobrara, or [E]PXL to Augusta, McPherson, P66 Ponca City, and Various Cushing Destinations.

Rate Tier 1	0 -12,999 BPD
Rate Tier 2	13,000 or greater BPD

[U] All rates are unchanged.

Origins	Destinations	Rate Tier 1	Rate Tier 2
Guernsey Located in Platte County, WY	Augusta Located in Butler County, KS ²	505.17	354.00
	McPherson Located in McPherson County, KS ²	505.17	354.00
Sterling Located in Logan County, CO	P66 Ponca City Located in Kay County, OK	505.17	354.00
	Various Cushing Destinations Located in Payne County, OK ³	508.17	357.00

Natoma Volume Incentive Program - All Petroleum Grades Permitted by the Tariff

1. The volume incentive rates shall expire on December 31, 2024.
2. Eligibility for the Natoma volume incentive rates shall be determined Monthly and will be based on Shipper's average daily deliveries. All volumes shipped will be charged the incentive rate for which Shipper qualifies, *e.g.*, if Shipper qualifies for Rate Tier 2 all of Shipper's volumes from Natoma to the Cushing Destinations will be assessed the Rate Tier 2 incentive rate.

[U] All rates are unchanged.

Rate Tier 1	5,000 – 6,000 BPD
Rate Tier 2	6,001 or greater BPD

Origin	Destination	Rate Tier 1	Rate Tier 2
Natoma Located in Rooks County, KS	Various Cushing Destinations Located in Payne County, OK ³	153.05	146.90

Platteville Volume Incentive Program - All Petroleum Grades Permitted by the Tariff

1. The volume incentive rates shall expire on December 31, 2024.
2. Eligibility for the Platteville volume incentive rate shall be determined Monthly and will be based on Shipper's average daily deliveries. Shipper must ship at least six thousand (6,000) BPD to qualify for the incentive rate.

[U] All rates are unchanged.

Origin	Destination	Rate
Platteville Located in Weld County, CO	Sterling Located in Logan County, CO	5.00

Buckingham Volume Incentive Program - All Petroleum Grades Permitted by the Tariff

1. The volume incentive rates shall expire on December 31, 2024.
2. Eligibility for the Buckingham volume incentive rate shall be determined Monthly and will be based on Shipper's average daily deliveries. Shipper must ship at least ten thousand (10,000) BPD to qualify for the incentive rate.

[U] All rates are unchanged.

Origin	Destination	Rate
Buckingham Located in Weld County, CO	Sterling Located in Logan County, CO	20.00

Carpenter Volume Incentive Program - All Petroleum Grades Permitted by the Tariff

1. The volume incentive rates shall expire on December 31, 2024.
2. Eligibility for the Carpenter volume incentive rate shall be determined Monthly and will be based on Shipper's average daily deliveries. The incentive rate reflected below is not applicable to the first nine thousand (9,000) barrels per day shipped. Committed Volumes shall count toward meeting the qualification threshold.

[U] All rates are unchanged.

Origin	Destination	Rate
Carpenter Located in Laramie County, WY	Various Cushing Destinations Located in Payne County, OK ²	200.00

NON-CONTRACT RATES

TEMPORARY INCENTIVE RATES FOR AGB SEGREGATED BATCHES

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

1. The volume incentive rates shall expire on December 31, 2024.
2. The temporary incentive rates apply to all Shippers that ship Segregated Batches of AGB.

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

	Destination
Origin	Deeprrock North Terminal in Cushing, OK
Guernsey Located in Platte County, WY	[I] 384.68 374.24
Sterling Located in Logan County, CO	[I] 352.62 343.05

CONTRACT RATES

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

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	[I]327.01 ⁴ 318.15

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	[I]418.58 407.23	[I]418.58 407.23	[I]418.58 407.23	[I]431.67 419.97
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	332.70	332.70	332.70	349.33

Guernsey Local Open Season (October 30, 2019)⁶

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

Origin	Minimum Volume	Destination
		Various Cushing Destinations Located in Payne County, OK
Guernsey Located in Platte County, WY	13,000 – 29,999 BPD	[I]288.51 280.68

Hereford Open Season (May 15, 2019)⁷[W] All rates are increased~~unchanged~~.

Origin	Minimum Volume	Destination
		Various Cushing Destinations Located in Payne County, OK
Hereford Located in Weld County, CO	5,000 – 12,500 BPD	[I] 410.32 399.19

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

		Destination
Origin	Production Dedication Volume	Sterling Located in Logan County, CO
Carpenter Located in Laramie County, WY	13,000 bpd or greater	[I] 113.80 110.71

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

		Destination	
Origin	Minimum Volume	Sterling Located in Logan County, CO	Incremental Committed Shipper Rates
Carpenter Located in Laramie County, WY	3,000 – 4,999 BPD	[I] 127.53 124.07	[I] 85.03 82.73

Guernsey to Sterling Open Season (June 16, 2021)¹¹[W] All rates are increased~~unchanged~~.

		Destination
Origin	Minimum Volume	Sterling Located in Logan County, CO
Guernsey Located in Platte County, WY	0 – 15,000 BPD	[I] 46.75 45.90

CONTRACT VOLUME INCENTIVE RATES

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

Volume Incentive Open Season (January 29, 2020)⁵

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

[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	[I]287.78 279.97	[I]274.70 267.25	[I]255.08 248.16	[I]248.54 241.80

Volume Incentive Open Season (March 31, 2021)¹⁰

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

Origin	Destination	Long-term Incentive Rate
Guernsey, Wyoming Platteville, Colorado Buckingham, Colorado	Various Cushing Destinations Located in Payne County, OK	[I]246.23 243.85

Revenue Commitment Open Season (December 15, 2021)¹²

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

Origin	Destination	Augusta Blend Incentive Rate	Light Incentive Rate
Guernsey, Wyoming	Augusta Located in Butler County, KS (El Dorado)	[I]379.88 372.95	[I]257.15 252.46
Sterling, Colorado	Augusta Located in Butler County, KS (El Dorado)	[I]333.13 327.04	[I]210.40 206.55

CONTRACT VOLUME INCENTIVE RATES

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

Volume Incentive Program (August 2022)¹³

In exchange for a seven (7) year 15,000 BPD minimum ship-or-pay contractual commitment, a Shipper shall be entitled to the incentive rates set forth below. A Shipper interested in participating in this program must have executed a contract by October 31, 2022. The Shipper's commitment shall begin on the first day of the month following the date of execution. This program shall not be available for the movement of crude oil with a viscosity of greater than thirty (30) centistokes.

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

Origin	Destination	
Sterling Located in Logan County, CO	Various Cushing Destinations Located in Payne County, OK	
	15,000 – 34,999 BPD	35,000 or greater BPD
	[I]206.89 203.11	[I]195.20 191.64

Volume Incentive Program (May 2023)¹⁴

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

Origin	Destination	Incentive Rate	Extra Barrel Rate
Platteville Located in Weld County, CO	Various Cushing Destinations Located in Payne County, OK	166.86	200.85
Guernsey Located in Platte County, WY	Various Cushing Destinations Located in Payne County, OK	[I]246.23 243.85	n/a

Dedication Program (May 2023)¹⁵

[U] All rates are unchanged.

Origin	Destination	Committed Rate	Extra Barrel Rate
Buckingham Located in Weld County, CO	Various Cushing Destinations Located in Payne County, OK	208.06	236.90
Pawnee Located in Weld County, CO	Various Cushing Destinations Located in Payne County, OK	236.90	n/a

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.

		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%	0.150%	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	[E]Augusta Located in Butler County, KS (El Dorado)	[E]McPherson Located in McPherson County, KS	[E]P66 Ponca City Located in Kay County, OK	[E]Various Cushing Destinations Located in Payne County, OK
Origins	Guernsey PXP Located in Platte County, WY	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Guernsey Eighty Eight Oil Located in Platte County, WY	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Guernsey PRG Located in Platte County, WY	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Guernsey Sinclair Located in Platte County, WY	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Guernsey HH Located in Platte County, WY	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Platteville Located in Weld County, CO	N/A	0.050%	0.050%	[E]0.200%	[E]0.200%	[E]0.200%	[E]0.200%
	Buckingham Located in Weld County, CO	N/A	N/A	0.050%	[E]0.350%	[E]0.350%	[E]0.350%	[E]0.350%
	Sterling Located in Logan County, CO	N/A	N/A	N/A	[E]0.350%	[E]0.350%	[E]0.350%	[E]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%

[U] All rates are unchanged.

Augusta Blend		Destination		
		Sterling Located in Logan County, CO	Augusta Located in Butler County, KS (El Dorado)	Various Cushing Destinations Located in Payne County, OK
Origins	Guernsey PXP Located in Platte County, WY	0.050%	0.200%	0.200%
	Guernsey Eighty Eight Oil Located in Platte County, WY	0.050%	0.200%	0.200%
	Guernsey PRG Located in Platte County, WY	0.050%	0.200%	0.200%
	Guernsey Sinclair Located in Platte County, WY	0.050%	0.200%	0.200%
	Guernsey HH Located in Platte County, WY	0.050%	0.200%	0.200%
	Sterling Located in Logan County, CO	N/A	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) Reserved.
- (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 applicable 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 pf [U]\$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 [U]\$0.10 per barrel; and (ii) shipments to NGL will be assessed an additional pump over fee of [U]\$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 [U]\$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.

(10) As part of this volume incentive program, shippers may satisfy their obligations by shipping from Guernsey, Wyoming, Platteville, Colorado, and Buckingham, Colorado (collectively the "Origins") to the destination referred to as Various Cushing Destinations ("the Destination"). The Incentive Rate payable by a shipper on its minimum volume commitment and any incremental barrels will be the then-applicable Incentive Rate for shipments from the Origins to the Destination. In lieu of the PLA rates set forth above, a PLA of 0.2% shall be retained by Carrier. The following pump-over charges shall apply: (i) shipments to Seaway at the Various Cushing Destinations 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.

(11) In addition to the primary destination of Sterling ("Primary Destination"), shippers who executed a transportation service agreement may make deliveries to downstream destinations in Kansas and Oklahoma ("Secondary Destinations"), subject to the capability of such Secondary Destination. If a shipper elects to ship to a

Secondary Destination, those barrels may also count toward any MVC obligations the shipper may have on the Main Line (as defined in the Rules and Regulations Tariff). If a shipper ships to a Secondary Destination, the shipper shall pay the committed rate set forth herein plus the applicable tariff rate and any associated pump-over charges for the Main Line transportation, but shall be charged the PLA fee from the origin to the Secondary Destination and not the sum of the PLA fees on the primary path (Guernsey to Sterling) and the Main Line.

(12) The Augusta Blend Incentive Rate shall apply to Petroleum with a viscosity greater than thirty (30) centistokes. The Light Incentive Rate shall apply to Petroleum with a viscosity of thirty (30) centistokes or less. In connection with an assignment of a shipper's contractual obligation under this program, the assigning shipper may transfer shipping history in the applicable pipeline segments to the assignee in an amount not to exceed the minimum volume commitment being assigned.

(13) If Shipper ships more barrels in a month under this program than the volume tier associated with Shipper's minimum volume commitment, then all barrels shipped by Shipper under this program in such month shall be charged the incentive rate applicable to the volume tier one tier above Shipper's volume tier. 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 incentive rates payable by a Shipper on its minimum volume commitment and any extra barrels will be the then-applicable 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 applicable rate from the upstream origin to Sterling, Colorado plus the incentive rate.

The incentive rates may be indexed annually to reflect the inflation adjustments promulgated annually by FERC; provided however, Carrier shall not be required to reduce any of the then-current incentive rates to reflect application of a negative indexing adjustment.

If Shipper ships from an upstream origin, the Shipper shall be charged the PLA percentage set forth in the PLA tables herein applicable to a movement from the upstream origin to the destination not the sum of the product loss allowance fees; provided however, the product loss allowance for shipments from the Platteville, Colorado Upstream Origin shall be 0.20%.

(14) In addition to the primary destination of Cushing, OK (“Primary Destination”), shippers who executed a committed shipper service agreement may make deliveries, subject to available capacity, to intermediate destinations in Kansas and Oklahoma that are upstream of Cushing, OK (“Secondary Destinations”). All movements, whether to the Primary Destination or Secondary Destinations, shall be charged the incentive rate from the Platteville, CO origin (“Primary Origin”) to the Primary Destination, except as provided in footnote 2. The first nine thousand (9,000) BPD above a shipper’s minimum volume commitment shall be at the committed shipper rate, any barrels above that shall be at the extra barrel rate. A shipper may also ship barrels from the Guernsey, WY origin (“Secondary Origin”) to the Primary or Secondary Destinations at the Guernsey incentive rate but such volumes do not count towards the shipper’s minimum volume commitment. Shippers have a one-time right, to be exercised in the first twelve (12) months, to increase their minimum volume commitment by at least five thousand (5,000) BPD. In the event a shipper exercises this right, all barrels in excess of such shipper’s minimum volume commitment will be charged the incentive rate. The applicable product loss allowance for movements from the Primary Origin shall be 0.20% and from the Secondary Origin shall be 0.15%.

(15) Shippers participating in this program must have a production dedication from both Buckingham, CO and from Pawnee, CO. In addition to the primary destination of Cushing, OK (“Primary Destination”), shippers who executed a dedication transportation service agreement may make deliveries, subject to available capacity, to intermediate destinations in Kansas and Oklahoma that are upstream of Cushing, OK (“Secondary Destinations”). All movements, whether to the Primary Destination or Secondary Destinations, shall be charged the incentive rate from the applicable origin, i.e., Buckingham or Pawnee, to the Primary Destination, except as provided in footnote 2. A shipper may ship up to ten thousand (10,000) BPD of petroleum in excess of its Buckingham dedication (“Buckingham First Tier Extra Barrels”) at the Buckingham committed rate. Any barrels in excess of the Buckingham First Tier Extra Barrels may be shipped at the extra barrel rate. A shipper may ship barrels of petroleum in excess of its Pawnee Dedication at the Pawnee committed rate.

EXPLANATION OF REFERENCE MARKS	
[E]	Embargoed.
[I]	Increased.
[U]	Unchanged Rate.
[W]	Change in wording only.