

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 § 342.2(b), 342.3, & 342.4(c) ~~§ 342.4 (indexing)~~.

~~[C] Issued on 14 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 provisions published herein will, if effective, not result in an effect on the quality of the human environment.

ISSUED: October 30, 2019

EFFECTIVE: November 30, 2019

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NON-CONTRACT TRANSPORTATION RATES

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

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

| | | 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, [W] OK ⁴ OK ³ |
| Origins | 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 |
| | 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 | [C]130.39 [N]N/A | [C]130.39 [N]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, unless otherwise noted.

| | | 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, [W] OK¹-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 | [C]125.17 [N]N/A | [C]125.17 [N]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, unless otherwise noted.

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 – [N] or greater [C] 29,999 BPD |
| [C] Rate Tier 4 | 30,000 or greater BPD |

| Origin | Destination | Rate Tier 1 | Rate Tier 2 | Rate Tier 3 | [C] Rate Tier 4 |
|--|--|-------------|-------------|-------------|-----------------|
| Guernsey Located in Platte County, WY | Augusta Located in Butler County, KS² | 422.00 | 322.00 | 272.00 | [C] 208.00 |
| | McPherson Located in McPherson County, KS² | 422.00 | 322.00 | 272.00 | [C] 208.00 |
| | P66 Ponca City Located in Kay County, OK | 422.00 | 322.00 | 272.00 | [C] 208.00 |
| | Various Cushing Destinations Located in Payne County, [W] OK¹ OK³ | 425.00 | 325.00 | 275.00 | [C] 210.00 |

[C] Bakken Light Sweet; Niobrara; PXL—Guernsey to McPherson Deliveries

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 deliveries to McPherson.~~

| | |
|-------------|----------------------------------|
| Rate Tier 1 | Less than 1,000 BPD |
| Rate Tier 2 | 1,000 — 9,999 BPD |
| Rate Tier 3 | 10,000 or greater BPD |

| Origin | Destination | Rate Tier 1 | Rate Tier 2 | Rate Tier 3 |
|--|--|-------------|-------------|-------------|
| Guernsey Located in Platte County, WY | McPherson Located in McPherson County, KS | 425.00 | 325.00 | 250.00 |

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 |
|--|--|-------------|-------------|
| 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, [W] OK⁴ <u>OK</u>³ | 425.00 | 325.00 |

CONTRACT RATES

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

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

| | | 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 | [I]208272.00 | [I]208272.00 | [I]208272.00 | [I]210275.00 |

[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 |

[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 |

[U] All rates are unchanged.

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

[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 |

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 |
| Origins | Guernsey PXP Located in Platte County, WY | 0.150% | 0.150% | 0.150% | 0.150% |
| | 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% |
| | 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% |

[U] All rates are unchanged.

| Mixed 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 |
| Origins | Guernsey PXP Located in Platte County, WY | 0.150% | 0.150% | 0.150% | 0.150% |
| | 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% |
| | 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% |

[U] All rates are unchanged.

| Niobrara | | Destinations | | | | | |
|----------|---|--|--|---|--|---|---|
| | | 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 |
| Origins | Guernsey PXP Located in Platte County, WY | N/A | N/A | 0.150% | 0.150% | 0.150% | 0.150% |
| | 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.

| PXL | | Destinations | | | | | |
|---------|---|---|--|---|--|---|---|
| | | 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 |
| Origins | Guernsey PXP Located in Platte County, WY | N/A | N/A | 0.350% | 0.350% | 0.350% | 0.350% |
| | 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% |

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

| Kansas Uplift | | Destination | | | |
|---------------|---------------------------------------|--|---|---|---|
| | | [C]Augusta Destination Located in Butler County, KS (El Dorado) | [C]McPherson Located in McPherson County, KS | P66 Ponca City Located in Kay County, OK | Various Cushing Destinations Located in Payne County, OK |
| Origin | Natoma Located in Rooks County, KS | [C]0.200% | [C]0.200% | 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) [N] 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 Energy Partners terminal will be assessed an additional pump over fee amounting to \$0.08. Deliveries to Seaway will be assessed an additional pump over fee amounting to \$0.10 per barrel.

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