



# J.P. Morgan 4<sup>th</sup> Annual Infrastructure / MLP 1x1 Forum

May 14, 2015

*Strong. Innovative. Growing.*



# Forward-Looking Statements



This presentation contains forward-looking statements within the meaning of the federal securities laws. Although these statements reflect the current views, assumptions and expectations of our management, the matters addressed herein involve certain assumptions, risks and uncertainties that could cause actual activities, performance, outcomes and results to differ materially than those indicated herein. Such forward-looking statements include, but are not limited to, statements about future financial and operating results, guidance, projected or forecasted financial results, objectives, project timing, expectations and intentions and other statements that are not historical facts. Factors that could result in such differences or otherwise materially affect our financial condition, results of operations and cash flows include, without limitation, (a) the dependence on Devon for a substantial portion of the natural gas that we gather, process and transport, (b) our lack of asset diversification, (c) our vulnerability to having a significant portion of our operations concentrated in the Barnett Shale, (d) the amount of hydrocarbons transported in our gathering and transmission lines and the level of our processing and fractionation operations, (e) fluctuations in oil, natural gas and NGL prices, (f) construction risks in our major development projects, (g) our ability to consummate future acquisitions, successfully integrate any acquired businesses, realize any cost savings and other synergies from any acquisition, (h) changes in the availability and cost of capital, (i) competitive conditions in our industry and their impact on our ability to connect hydrocarbon supplies to our assets, (j) operating hazards, natural disasters, weather-related delays, casualty losses and other matters beyond our control, (k) a failure in our computing systems or a cyber-attack on our systems, and (l) the effects of existing and future laws and governmental regulations, including environmental and climate change requirements and other uncertainties. These and other applicable uncertainties, factors and risks are described more fully in EnLink Midstream Partners, LP's and EnLink Midstream, LLC's filings with the Securities and Exchange Commission, including EnLink Midstream Partners, LP's and EnLink Midstream, LLC's Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. Neither EnLink Midstream Partners, LP nor EnLink Midstream, LLC assumes any obligation to update any forward-looking statements contained herein. The assumptions and estimates underlying the forecasted financial information included in the guidance information in this press release are inherently uncertain and, though considered reasonable by the EnLink Midstream management team as of the date of its preparation, are subject to a wide variety of significant business, economic, and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the forecasted financial information. Accordingly, there can be no assurance that the forecasted results are indicative of EnLink Midstream's future performance or that actual results will not differ materially from those presented in the forecasted financial information. Inclusion of the forecasted financial information in this press release should not be regarded as a representation by any person that the results contained in the forecasted financial information will be achieved.

# Non-GAAP Financial Information



This presentation contains non-generally accepted accounting principle financial measures that we refer to as adjusted EBITDA, gross operating margin, segment cash flow, adjusted EBITDA of EnLink Midstream Holdings (EMH) and maintenance capital expenditures. We define adjusted EBITDA as net income from continuing operations plus interest expense, provision for income taxes, depreciation and amortization expense, impairment expense, stock-based compensation, gain on noncash derivatives, transaction costs, distribution of equity investment and non-controlling interest and income on equity investment. Gross operating margin is defined as revenue minus the cost of purchased gas, NGL, condensate and crude oil. Segment cash flows is defined as revenue less the cost of purchased gas, NGLs, condensate, crude oil and operating and maintenance expenditures. Adjusted EBITDA of EMH is defined as earnings plus depreciation, provisions for income taxes and distribution of equity investment less income on equity investment.

The amounts included in the calculation of these measures are computed in accordance with generally accepted accounting principles (GAAP) with the exception of maintenance capital expenditures. Maintenance capital expenditures are capital expenditures made to replace partially or fully depreciated assets in order to maintain the existing operating capacity of the assets and to extend their useful lives.

We believe these measures are useful to investors because they may provide users of this financial information with meaningful comparisons between current results and prior-reported results and a meaningful measure of the Partnership's and the General Partner's cash flow after satisfaction of the capital and related requirements of their respective operations.

# Our Strategy: Stability Plus Growth

## ➔ Top tier midstream energy service for our customers

- Mastio Service Award winner in 2014

## ➔ Stability of cash flows

- ~95% fee-based contracts
- ~50% of gross operating margin from long-term Devon contracts

## ➔ Leverage Devon Energy sponsorship for growth

- Expect significant growth from dropdowns
- Serve Devon E&P portfolio in its growth areas

## ➔ Strong organic growth

- South Louisiana, West Texas and Ohio River Valley (ORV) expansion projects

## ➔ Top-tier balance sheet

- Investment grade credit rating at ENLK since inception
- Strong liquidity with a \$1.5 billion credit facility



# The Vehicle for Sustainable Growth

## Powered By a Diverse Set of Assets & Services



### Significant Size & Scale

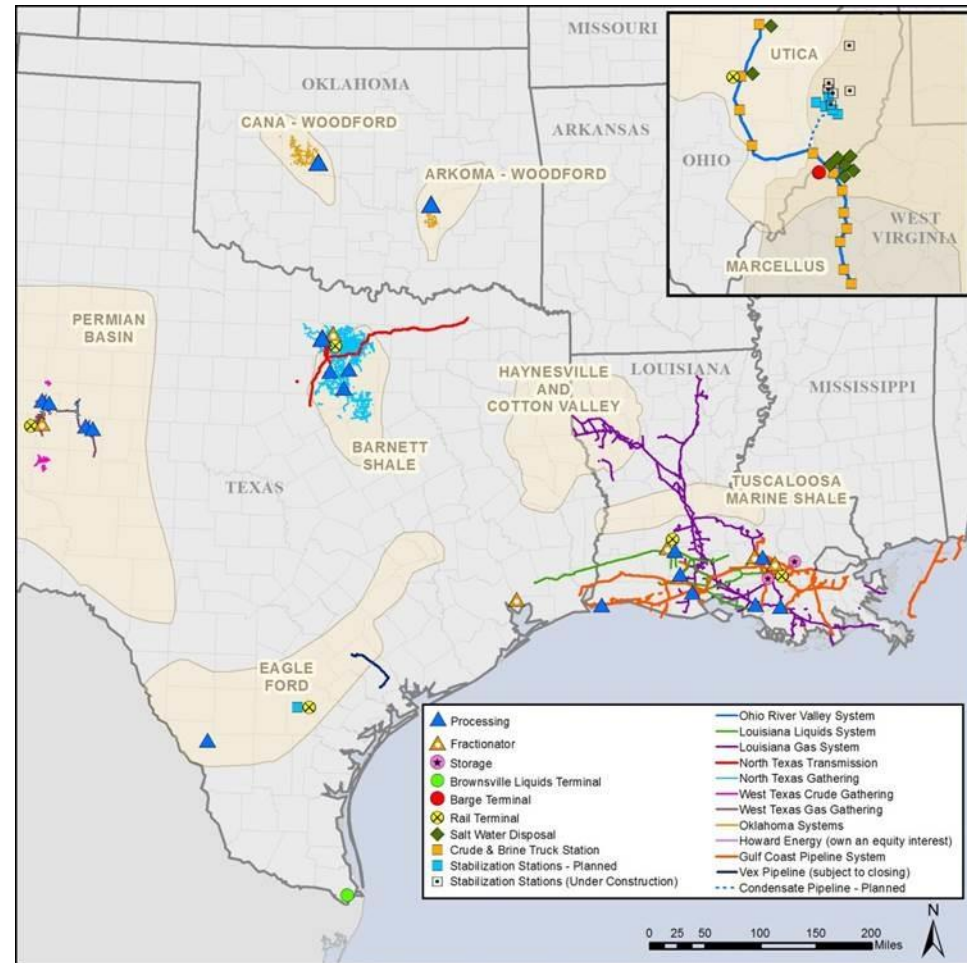
- ~ 9,100 miles of pipelines
- 16 gas processing plants, 3.6 Bcf/d capacity
- 7 NGL fractionators, 280,000 Bbl/d capacity

### Diversity of Basins

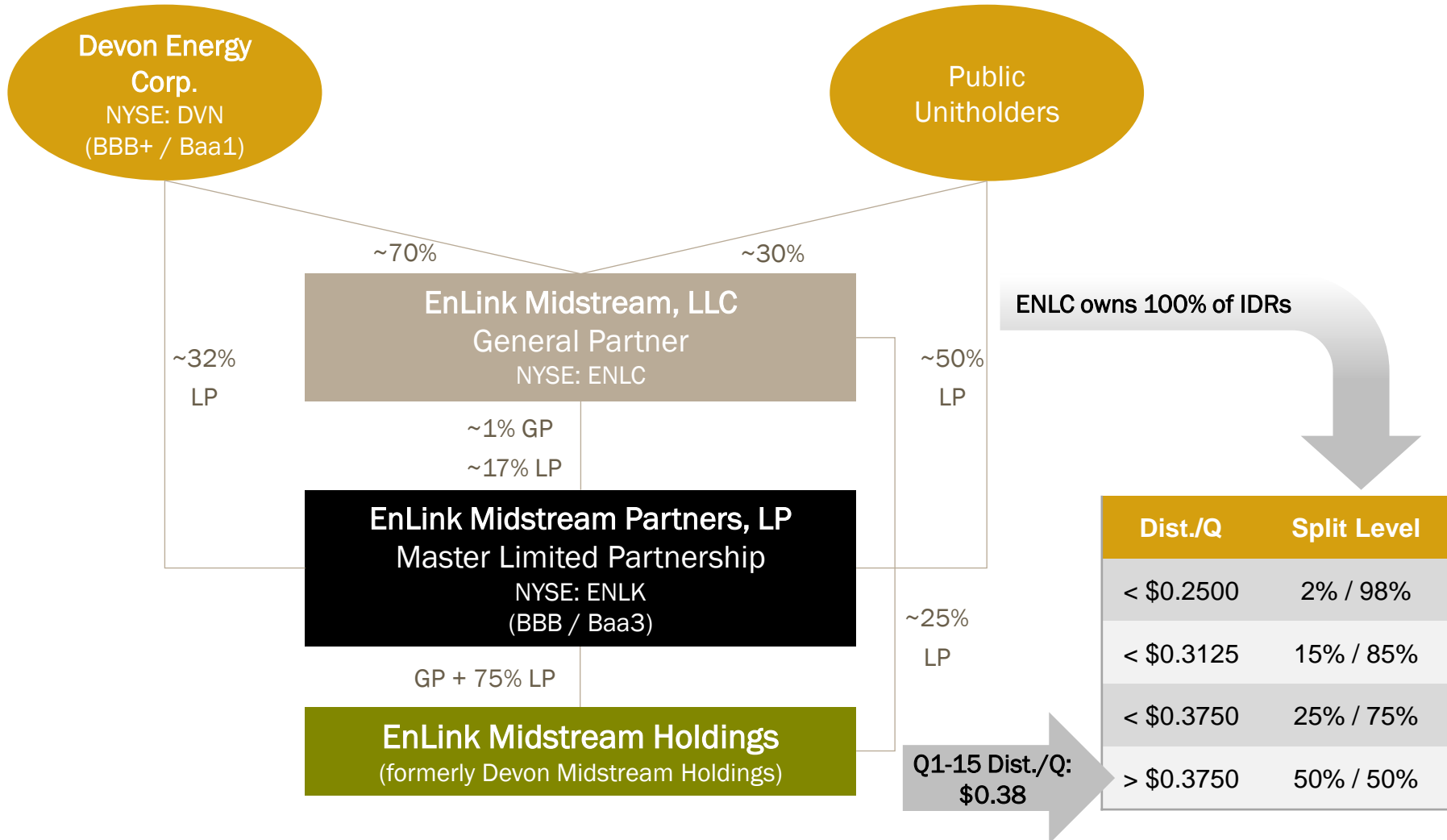
- Barnett
- Permian
- Midcontinent: Cana & Arkoma-Woodford
- Eagle Ford
- Ohio River Valley: Utica & Marcellus
- Louisiana: demand market (gas, NGLs)

### Diversity of Services

- Natural Gas: transport, processing, storage & mktng.
- NGL: transport, fractionation, storage & mktng.
- Condensate: transport, storage & mktng.
- Crude: transport, storage & mktng.



# The Vehicle for Sustainable Growth: MLP Structure with a Premier Sponsor



# The Vehicle for Sustainable Growth

## Well Positioned with a Strong Balance Sheet

### Strong Balance Sheet & Credit Profile

- Investment grade balance sheet at ENLK (BBB, Baa3)
- Target debt / adjusted EBITDA of ~3.5x
- Strong liquidity with \$1.5 billion credit facility

### Diverse, Fee-Based Cash Flow

- ~ 95% fee-based margin
- Balanced cash flow (Devon ~50%)
- Balanced portfolio of rich gas processing and NGL/crude oil

### Substantial Scale & Scope

- Total consolidated enterprise value of ~\$13 billion
- Projected 2015 Combined Adjusted EBITDA: ~\$740 MM
- Geographically diverse assets with multi-commodity exposure

### Sustainable Growth

- Stable base cash flow supported by long-term contracts
- Organic growth opportunities through Devon's upstream portfolio
- Expect significant growth from drop downs

# The Vehicle for Sustainable Growth

## Cash Flow Stability from Long-Term Contracts



~80% of EnLink's cash flows are supported by long-term, fee-based contracts with either firm transport agreements or minimum volume commitments.

Segment / Key Contract	% of 2015E Segment Cash Flow *
<b>Texas</b>	
Devon Bridgeport Contract - 9 years remaining on contract with 4 years remaining on minimum volume commitments (MVC)	} ~77%
Devon East Johnson County Contract - 9 years remaining on contract with 4 years remaining on MVC	
Existing FT Transmission & Gathering - Volume Commitments with remaining terms of 2-10 years	
Bearkat Plant - Volume Commitment with 10 year term from initial flow	
<b>Oklahoma</b>	
Devon Cana Contract - 9 years remaining on contract with 4 years remaining on MVC	} ~92%
Linn Northridge Contract ** - 9 years remaining on contract with 4 years remaining on MVC	
<b>Louisiana</b>	
North LIG Firm Transport - Reservation fee with avg remaining life of 3 years	} ~83%
Firm Treating & Processing - Remaining term minimum 2 years	
Cajun-Sibon Phases I & II - 5 & 10 year agreements for supply and sale of key products	
<b>ORV</b>	
E2 Compression / Stabilization Contract - 7 years	~62%
<b>% of Total Segment Cash Flow for 2015E *</b>	<b>~80%</b>

\* Based on 2015 Guidance estimates.

\*\* As previously disclosed, Devon assigned this contract to a subsidiary of Linn Energy, effective as of December 1, 2014

Note: Segment cash flow is a non-GAAP financial measure and is explained in greater detail on page 3.

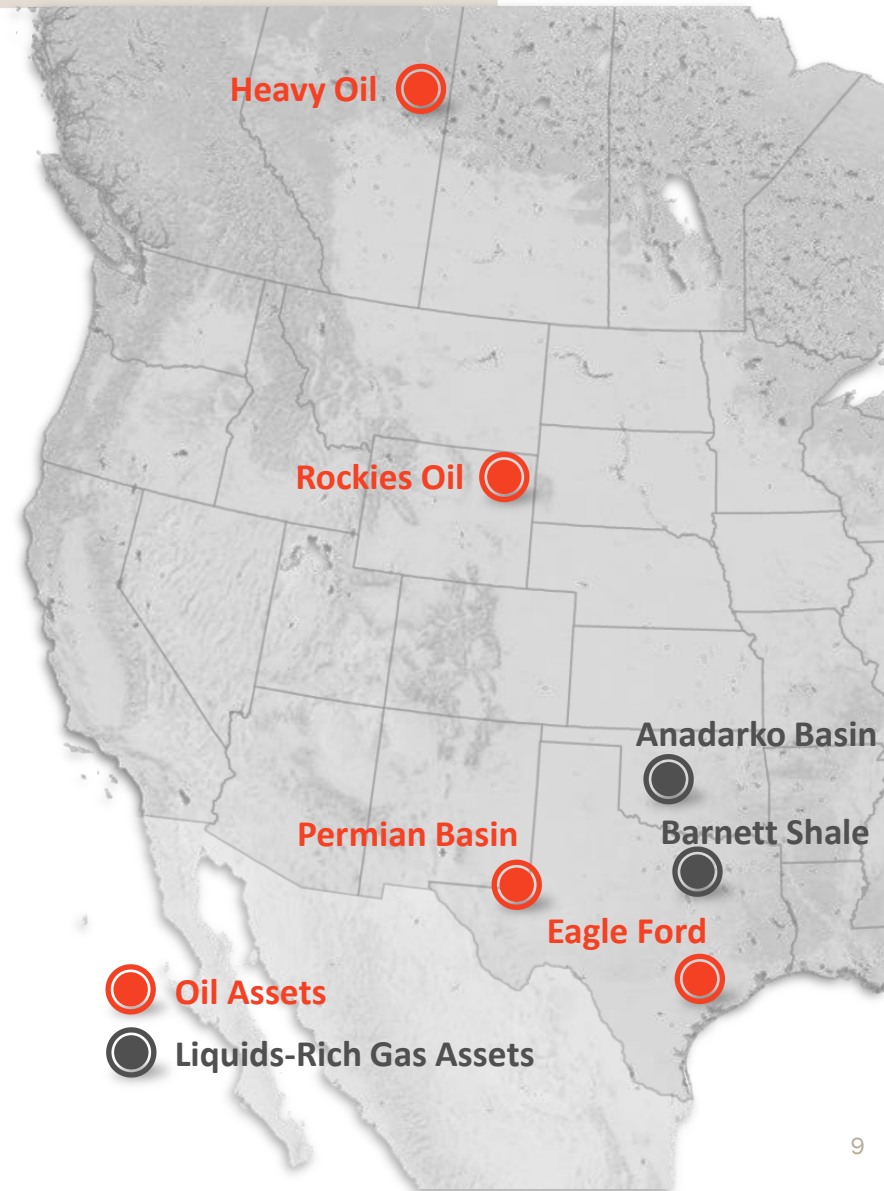


# Devon Energy Today

Sponsored By a Leading North American E&P



- **Balanced portfolio**
  - Q1 '15 Production Mix: ~60% liquids & 40% gas
  - 2015 E&P Capital Budget: \$3.9 - \$4.1 Billion
- **Long-term contracts provide stability of cash flows**
  - Fixed fee contracts with rate escalators through 2023
  - Minimum volume commitments through 2018
- **Potential for additional midstream activity in:**
  - Permian Basin
  - Anadarko Basin
  - Eagle Ford
  - Additional build-out in core assets
  - New basins





# The Four Avenues for Growth

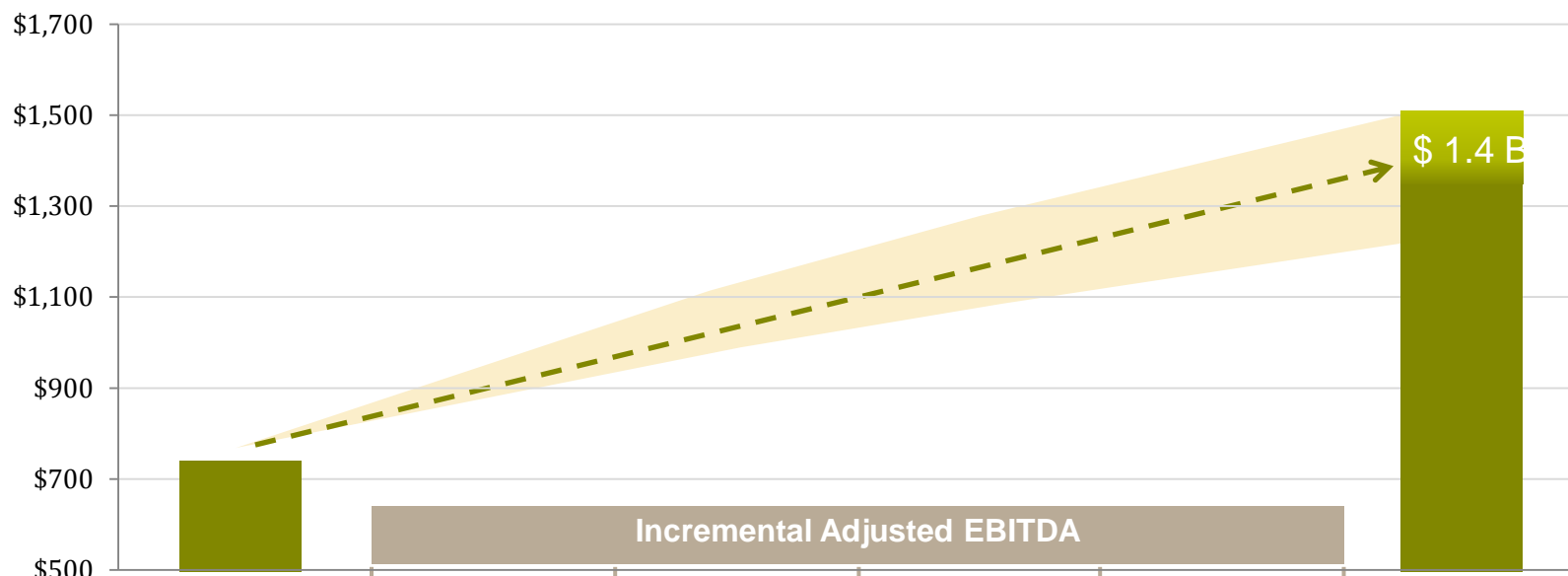


# Destination 2017

## Line of Sight to Double the Size of EnLink



Combined Adjusted  
EBITDA (\$000)



	Incremental Adjusted EBITDA					
	2015E Adjusted EBITDA*	Drop Downs	Growing with DVN	Organic Growth**	M&A	Destination 2017
<b>Assets</b>		VEX & Access Pipelines	Cana, Eagle Ford & Permian	Louisiana, Permian, Eagle Ford, Utica	TBD	
<b>Estimated Capital</b>		VEX: \$210-220 MM Access: TBD	\$750 MM – \$1.25 B	\$1.0 – 1.75 B	\$1.0 – 2.0 B	
<b>Annual Estimated Adjusted EBITDA by 2017</b>		\$130 – 180 MM	\$90 – 160 MM	\$100 – 175 MM	\$125 – 250 MM	

Note: The information in this slide is for illustrative purposes only.

\* Based on 2015 Guidance. Adjusted EBITDA is a non-GAAP and is explained in greater detail on page 3. See Appendix for a reconciliation to Operating Income.

\*\* Includes price deck and potential basin decline sensitivities

# First Year Project Execution

~\$3.7 Billion of Drop Downs, Growth Projects and Acquisitions



## AVENUE 1 Dropdowns

- E2 in Ohio River Valley
- 25% of EMH
- Victoria Express in Eagle Ford



~\$1.3 Billion Completed



## AVENUE 2 Growing With Devon

- Ajax plant announced and associated gathering in Permian



~\$200 MM+ Announced



## AVENUE 3 Organic Growth Projects

- Cajun-Sibon in TX/LA complete
- Bearkat construction in Permian complete
- ORV condensate expansion announced
- Marathon-Garyville pipeline announced



~\$1 Billion Completed  
~\$300 MM+ Announced



## AVENUE 4 Mergers & Acquisitions

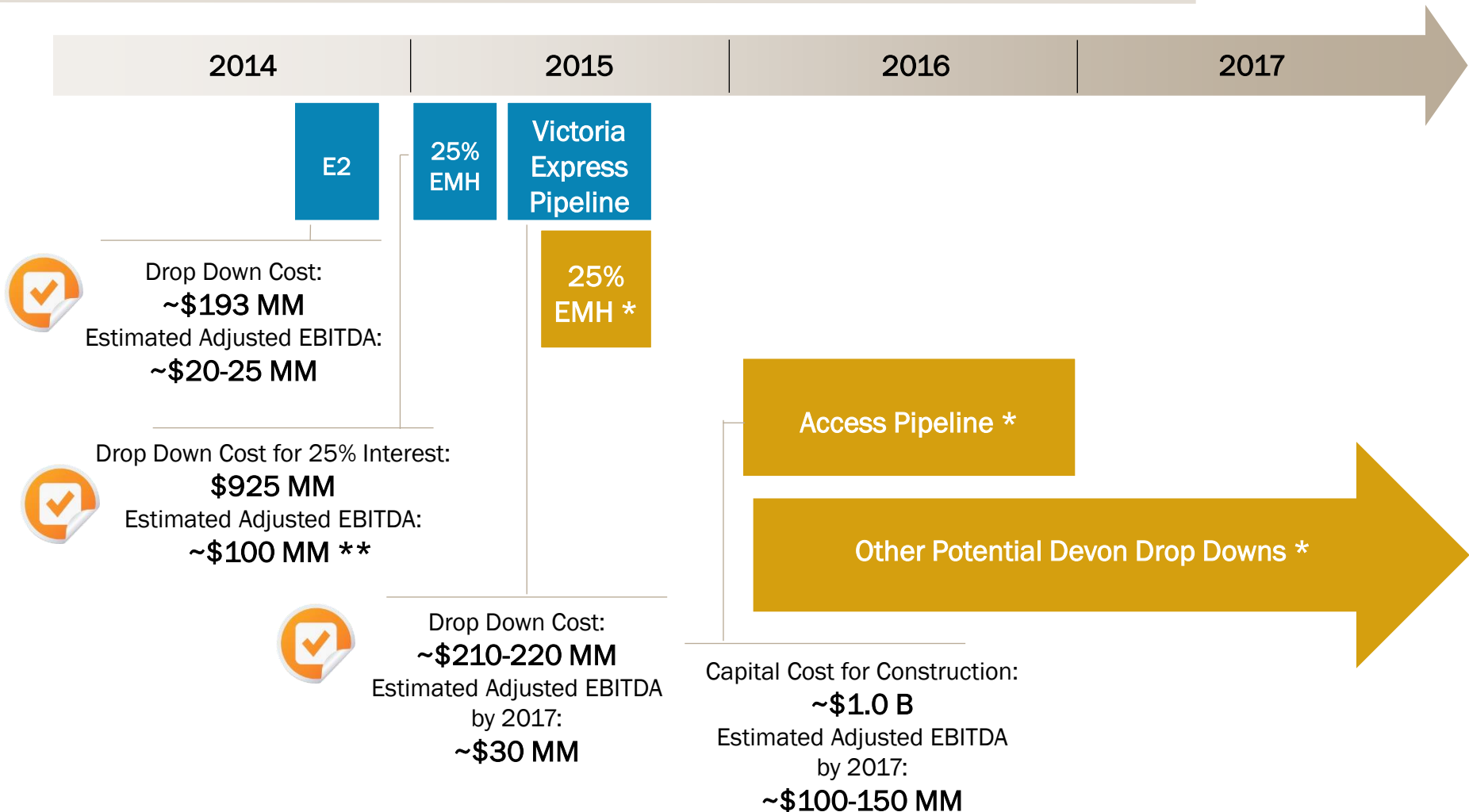
- Chevron Gulf Coast pipelines and storage in South Louisiana
- Coronado Midstream in Midland basin
- LPC in Midland basin



~\$935 MM Completed

# Avenue 1: Drop Downs

## Devon Sponsorship Creates Drop Down Opportunities



\* Cautionary Note: The information regarding these potential drop downs is for illustrative purposes only. No agreements or understandings exist regarding the terms of these potential drop downs, and Devon is not obligated to sell or contribute any of these assets to EnLink. The completion of any future drop down will be subject to a number of conditions. The cost and adjusted EBITDA information on this slide is based on management's current estimates and current market information and is subject to change.

\*\* Based on 2015 Guidance and accounts for 25% of the total estimated adjusted EBITDA of EMH. Adjusted EBITDA of EMH is a non-GAAP financial measure and is explained on page 3. Note: Adjusted EBITDA is a non-GAAP financial measure and is explained on page 3.

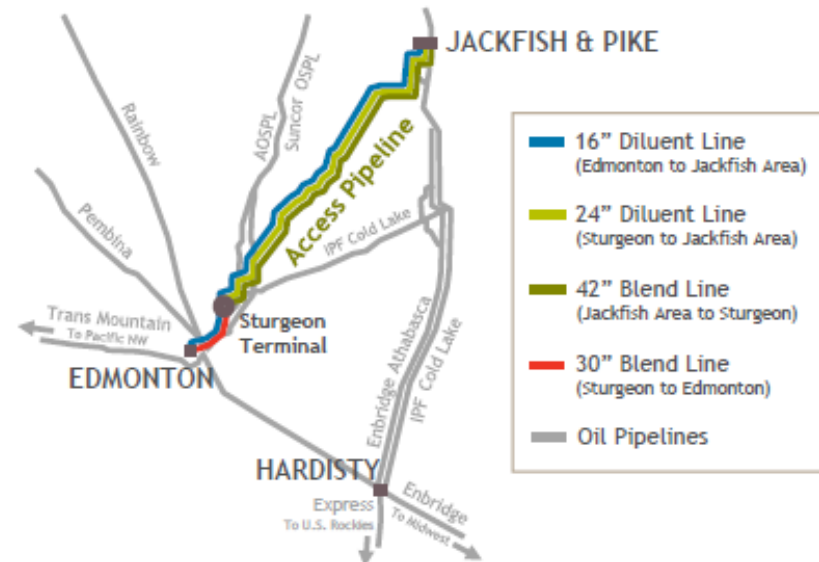
# Avenue 1: Drop Downs from Devon

## Victoria Express & Access Pipeline

### Victoria Express



### Access Pipeline



- ~56 mile crude oil pipeline, truck terminal and storage facilities in Eagle Ford
- Pipeline capacity:
  - 50,000 Bbl/d currently
  - Expanding to 90,000 Bbl/d by year-end 2015
- Storage capacity:
  - 150,000 Bbl currently
  - Expanding to 360,000 Bbl by year-end 2015
- Drop down completed on April 1, 2015
  - \$180 MM acquisition cost with \$30-\$40 MM of follow-on capital

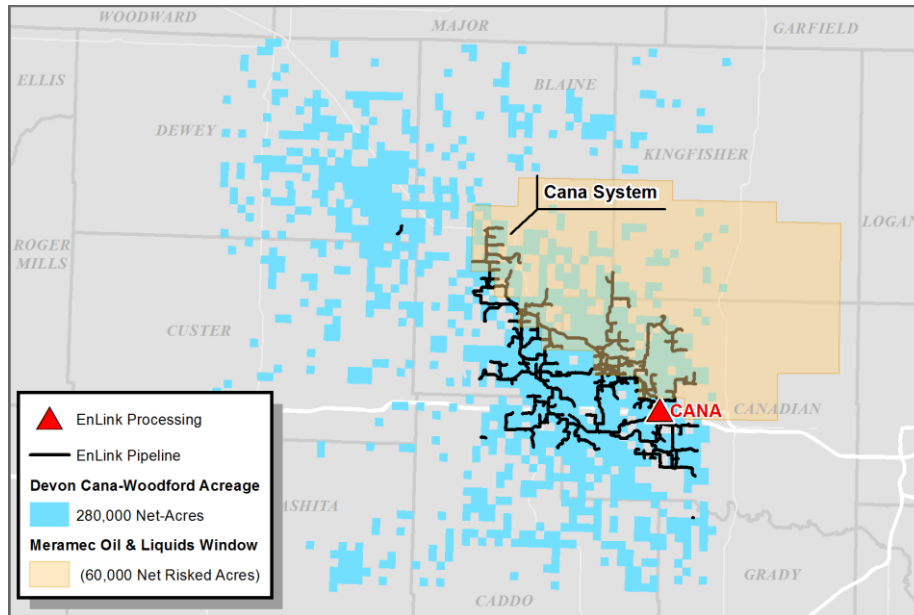
- Three ~180 mile pipelines from Sturgeon terminal to Devon's thermal acreage
- ~30 miles of dual pipeline from Sturgeon Terminal to Edmonton
- Capacity net to Devon:
  - Blended bitumen: 170,000 Bbl/d
- Devon ownership: 50%
  - ~\$1B invested
- Projected completion in 2016

# Avenue 2: Growing With Devon

## Significant Growth Plans in Anadarko Basin

### EnLink Assets in the Cana-Woodford

- Pipeline: 410 miles, 530 MMcf/d capacity
- Processing: one plant with 350 MMcf/d capacity

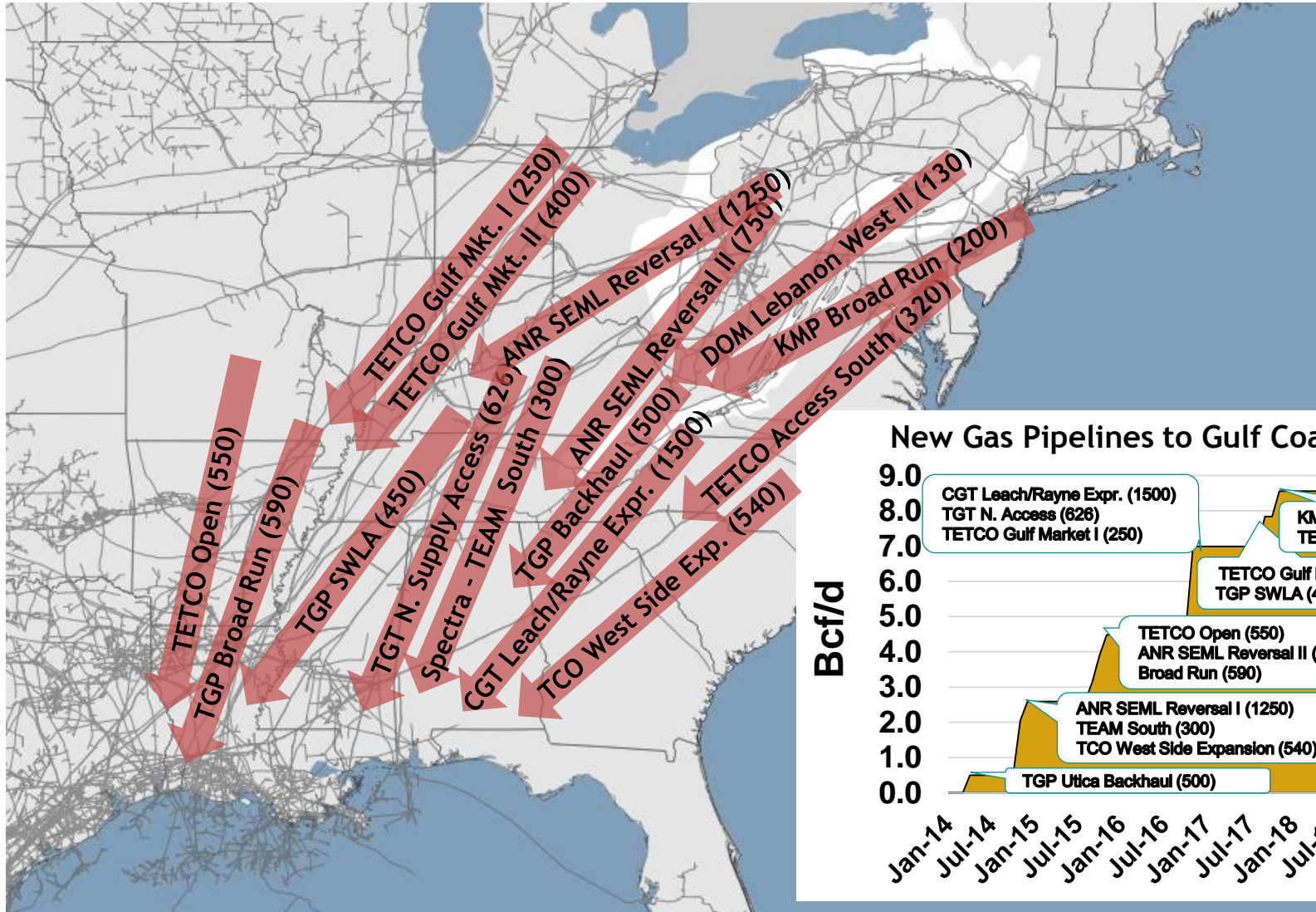


### Devon Activity in Anadarko Basin

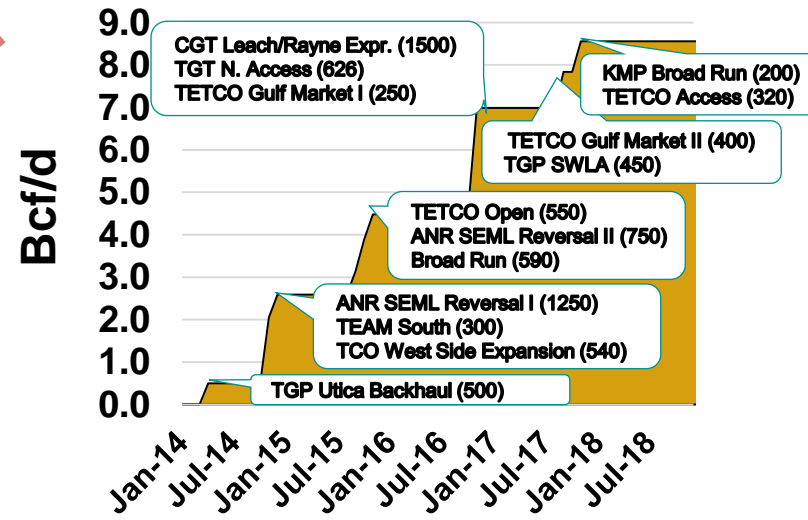
- Averaging 8 rigs in 2015 (including non-operated) in Cana-Woodford
- Cana/Meramec Acreage: ~340,000 net acres
- Workover activity planned in 2<sup>nd</sup> half of 2015
  - Acid treatments performed on 200+ wells in 2014
  - Avg. rates per well increased 1-2+ MMCFE/d
  - Payback period <3 months
- Emerging opportunities
  - 35,000 net acres in STACK oil window
  - De-risked 60,000 net acres in Meramec in Q1 '15
- Significant undrilled well inventory
  - Cana: expect to drill ~75 wells in 2015
  - Meramec: expect to spud or participate in ~30 more wells in 2015

# Avenue 3: Organic Growth Projects

## Gulf Coast Market for Products & Services is Strategic to Growth Plans



New Gas Pipelines to Gulf Coast



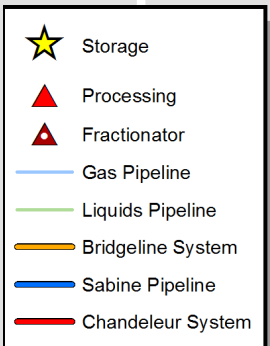


# Avenues 3 & 4: Organic Growth and M&A

## South Louisiana Market Leading Position

- Completed Cajun-Sibon expansion in Q4 2014
  - 258 miles of NGL pipeline from Mont Belvieu area to NGL fractionation assets in South Louisiana
  - 140 MBbl/d south Louisiana fractionation expansion
- Acquired gulf coast assets from Chevron for \$235 MM on November 1, 2014
  - ~1,400 miles of natural gas pipelines in three systems spanning from Port Arthur, TX to the Mississippi River corridor
  - ~11 Bcf of natural gas storage capacity in three south Louisiana caverns
  - Ownership and management of title tracking services offered at Henry Hub

pi



- ★ Storage
- ▲ Processing
- ▲ Fractionator
- Gas Pipeline
- Liquids Pipeline
- Bridgeline System
- Sabine Pipeline
- Chandeaur System



# Avenue 4: Mergers & Acquisitions

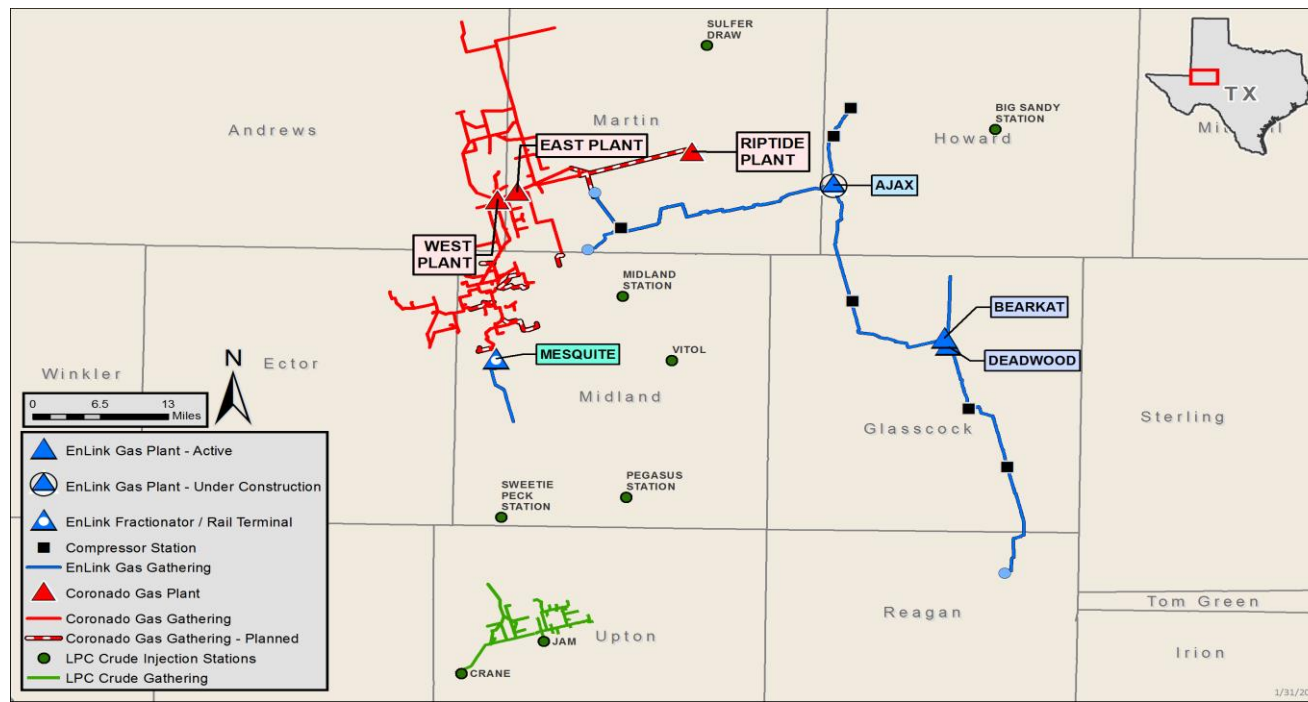
## Coronado Midstream & LPC in Midland Basin

### Coronado Midstream Holdings

- Closed on March 16, 2015 for ~\$600 MM
- Assets include:
  - ~175 MMcf/d of gas processing capacity
  - ~270 miles of gas gathering pipelines
  - ~100 MMcf/d of processing capacity under construction
- Production dedication from over 190,000 acres
- Key producers include: Diamondback Energy, Inc. and RSP Permian, Inc. and Reliance Energy
- Acquisition multiple: 7-8x long-term adjusted EBITDA

### LPC Crude Oil Marketing

- Closed on January 31, 2015 for \$100 MM
- Assets include:
  - 13 pipeline and refinery injection stations,
  - ~67 miles of crude gathering systems
  - 43 tractor trailers
  - Extensive crude oil first purchasing operation
- Started moving Devon volumes in Q1 2015
- Acquisition multiple: 8x run rate adjusted EBITDA



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