

Open Season Notice

August 1, 2014 – August 29, 2014



Appalachia to Market Project (“A2M Project”)

Open Season

Texas Eastern Transmission, LP (“Texas Eastern”), a leading provider of natural gas transportation service to many of the largest natural gas markets in the United States and for many of the largest supply basins in the United States, is conducting an open season (“Open Season”) for its A2M Project. The A2M Project will provide both producer and market shippers with the opportunity to obtain new incremental firm transportation service from liquid supply points in the Appalachian Shale Supply region to an array of liquid market points in the Northeast United States. The target in-service date for the A2M Project is as early as November 1, 2018. The total volume available in this Open Season is scalable up to a target volume of 1.0 Bcf/d or more. Texas Eastern is seeking indications of interest from potential shippers for firm transportation service from various new and/or existing receipt points in the Appalachian Shale Supply region along the Texas Eastern system in Market Zone 2 (“M2”) to certain new and/or existing delivery points along the Texas Eastern system in Market Zone 3 (“M3”). As part of this Open Season, Texas Eastern will allow producer shippers to nominate deliveries into the M2 30” TABS Pool (79508) located near the M2/M3 border at Rockwood, PA (“M2 Pooling Point”) as well as market shippers to nominate receipts from the M2 Pooling Point. Any bidder who submits a valid bid for 300,000 Dth/d or more will be considered an anchor shipper on the A2M Project (“Anchor Shipper”), and its capacity request will only be subject to pro-rationing (if necessary) among other Anchor Shipper bids. Anchor Shippers may receive certain rate and rate-related benefits which may not be offered to other potential A2M shippers.

Nomination Process

During the Open Season period (beginning at 1:00 p.m., CDT on August 1, 2014 and ending at 4:00 p.m., CDT on August 29, 2014) bidders interested in obtaining capacity must submit a Service Request Form which specifies the bidder’s requested Maximum Daily Quantity (MDQ), contract term, primary receipt point(s) and primary delivery point(s). Bidders may request a receipt point(s) located on the segment of Texas Eastern’s system in M2 east of the Berne, OH compressor station and west of the M2/M3 border, however, Texas Eastern’s ability to honor such receipt point(s) requests is subject to Texas Eastern reserving capacity in accordance with the terms and conditions of its FERC Gas Tariff. Bidders may also request new receipt point(s) provided the requesting bidder agrees to pay for such point(s), the point(s) does not add to

the scope or cost of the A2M Project, and the point(s) is located on the segment of Texas Eastern’s system in M2 east of Berne, OH and west of the M2/M3 border. Bidders may request multiple receipt points, including the M2 Pooling Point, provided that the sum of the Maximum Daily Receipt Obligations among all such points does not exceed the MDQ bid. Bidders may request new or existing delivery points on Texas Eastern’s system in M3, including but not limited to: existing Marietta, PA interconnect with the Marietta Extension; existing Eagle, PA interconnect with Texas Eastern’s Philadelphia Lateral; and existing Lambertville, NJ interconnect with Algonquin Gas Transmission, LLC. Texas Eastern may consider additional firm delivery points provided that bidders may be required to reimburse Texas Eastern for the cost of installing any new proposed delivery point(s) or modifying existing delivery points. Bidders may request multiple delivery points, including the M2 Pooling Point, provided that the sum of the Maximum Daily Delivery Obligations among all such points does not exceed the MDQ bid. In addition Texas Eastern may consider an expansion of the Marietta Extension from Marietta, PA to the existing Lower Chanceford, PA – Interconnect with Transcontinental Gas Pipeline Company, LLC as well as a possible extension of the Marietta Extension from Lower Chanceford to a new Interconnect with Columbia Gas Transmission, LLC near Rutledge, MD.

The Service Request Form is included in this Open Season package. Completed Service Request Forms must be executed by a duly authorized representative and mailed, faxed or emailed in pdf format to Texas Eastern’s offices at:

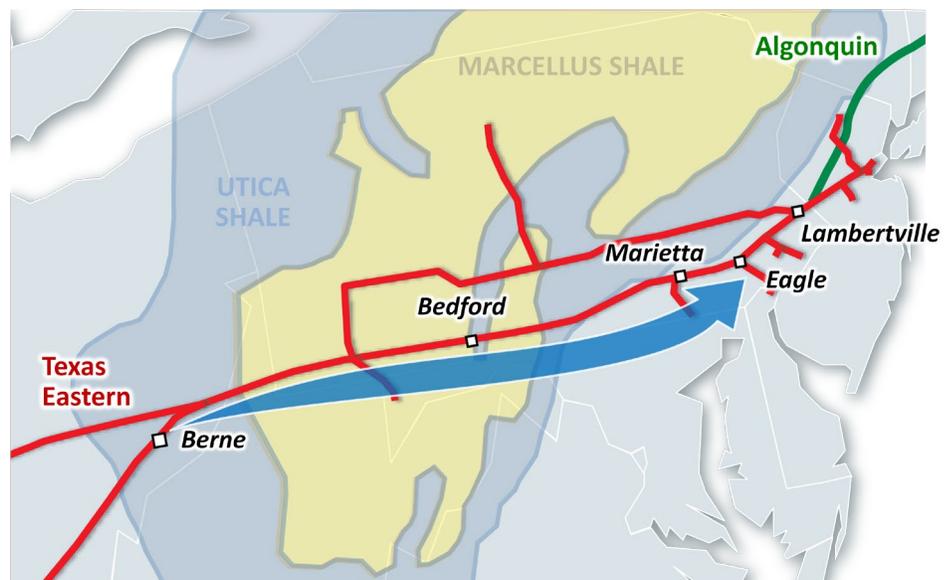
890 Winter St. Suite 300

Waltham, MA 02451

Attn: Rob Hansen, Director Business Development

rhansen@spectraenergy.com

Fax No. (617) 560-1581



Texas Eastern reserves the right to reject any Service Request Form that is not received on or before the end of the Open Season bidding period.

Contracting for Service

After the Open Season concludes, Texas Eastern will evaluate all valid requests for service as set forth in the Service Request Forms to determine whether the proposed A2M Project is economically justified. If Texas Eastern elects to proceed with the next steps for the Project, Texas Eastern representatives will contact all parties who have submitted valid bids for the A2M Project in order to further discuss terms on which service will be provided.

Project Rates

Project rates will be determined at the conclusion of the Open Season and are dependent upon the final scope of facilities required for the A2M Project. Texas Eastern expects to propose a cost-based maximum recourse rate for service on the A2M Project facilities. Bidders in this Open Season may choose to pay such maximum recourse rate or a negotiated rate to which the bidder and Texas Eastern have mutually agreed.

Capacity Allocation Process

In the event Texas Eastern receives valid requests for service exceeding a project volume that Texas Eastern determines to be economic to construct, based upon all of the valid requests received, including the requested receipt and delivery points and resultant project scope, then Texas Eastern will allocate capacity first to qualifying Anchor Shippers executing binding Precedent Agreements on or before the October 31, 2014 deadline and next to other (non-Anchor Shipper) bidders that have executed binding Precedent Agreements on or before the October 31, 2014 deadline. Texas Eastern will pro-rate capacity among Anchor Shippers, to the extent necessary, taking into account the MDQ and the quantities at the primary points subscribed under each Anchor Shipper binding Precedent Agreement, on a not unduly discriminatory basis. A bidder will continue to be recognized as an Anchor Shipper even if the pro-rated amount of capacity awarded to such bidder is less than 300,000 Dth/d. If no bidder qualifies as an Anchor Shipper or if there is any remaining capacity after meeting the requirements of any Anchor Shipper(s), Texas Eastern will allocate any remaining capacity to such other (non-Anchor Shipper) bidders on a not unduly discriminatory basis .

To the extent that capacity remains for the A2M Project following completion of negotiations with all qualifying bidders in this Open Season, Texas Eastern reserves the right to negotiate mutually acceptable precedent agreements with any potential shipper for the remaining unsubscribed capacity upon request irrespective of the deadlines herein for execution of Precedent Agreements.

Limitations and Reservations

Texas Eastern reserves the right to decline to proceed with the A2M Project or any portion of the Project, including all or any portion of the Project for which Texas Eastern has requested bids as part of this Open Season. Texas Eastern reserves the right to proceed with one or more projects that will be defined through the contracting process and to develop alternative projects from the requests received during this Open Season that may be more representative of the timing requested and markets served. Texas Eastern reserves the right to negotiate with only those bidders that submit valid bids as part of this Open Season. Texas Eastern also reserves the right to reject any and all bids or requests that do not satisfy the requirements set forth in this Open Season Notice. Without limiting the foregoing, Texas Eastern may, but is not required to, reject any Service Request Form where such form is incomplete, is inconsistent with the terms and conditions outlined in this Open Season Notice, contains additional or modified terms, or is otherwise deficient in any respect. Texas Eastern reserves the right to request a bidder to modify its proposed receipt or delivery point(s), to the extent that Texas Eastern determines that the nominated point(s) will unduly increase the cost of the overall Project or otherwise adversely affect the scope of the Project in light of the other nominations received prior to or as part of this Open Season. Texas Eastern also reserves the right to reject any Service Request Forms where requesting parties are unable to meet applicable creditworthiness requirements. No Service Request Form submitted in this Open Season shall be binding on Texas Eastern unless and until duly authorized representatives of both a requesting bidder and Texas Eastern have executed a binding Precedent Agreement. Texas Eastern reserves the right to reject any bidder's valid Service Request Form, or to deny any bidder Anchor Shipper status, in the event a duly authorized representative of such bidder has not executed a binding Precedent Agreement on or before October 31, 2014.

Communications

At any time during the Open Season, interested parties are encouraged to contact their Texas Eastern account manager or Rob Hansen at (617) 560-1549 to discuss any questions or to seek additional information.

Spectra Energy Corp (NYSE: SE), a FORTUNE 500 company, is one of North America's premier pipeline and midstream companies. Based in Houston, Texas, the company's operations in the United States and Canada include more than 22,000 miles of natural gas, natural gas liquids, and crude oil pipelines, approximately 305 billion cubic feet (Bcf) of natural gas storage, as well as natural gas gathering and processing, and local distribution operations. The company also has a 50 percent ownership in DCP Midstream, the largest producer of natural gas liquids and one of the largest natural gas gatherers and processors in the United States. Spectra Energy has served North American customers and communities for more than a century. The company's longstanding values are recognized through its inclusion in the Dow Jones Sustainability World and North America Indexes and the Carbon Disclosure Project's Global 500 and S&P 500 Carbon Disclosure Leadership Indexes. For more information, visit www.spectraenergy.com.

A2M Project Service Request Form

Bidder Information

Company _____
Contact _____
Title _____
Address _____
Telephone _____ Fax _____
Email _____

Contract Requirements

Maximum Daily Quantity (dekatherms): _____

Receipt Point(s)	MDRO (Dth/d)	Delivery Point(s)	MDDO (Dth/d)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Service Commencement Date: _____

Contract Term: _____

Signature of Requester/Customer: _____ Date: _____

Please mail, fax or email a pdf of the completed Service Request Form to:

Rob Hansen, Director, Business Development
Texas Eastern Transmission, LP 617-560-1581 fax
890 Winter Street, Suite 300 rnansen@spectraenergy.com
Waltham, MA 02451

Bidders may request new or existing receipt point(s) provided that the receipt point(s) is located in the portion of Texas Eastern’s Market Zone 2 east of Texas Eastern’s Berne, OH compressor station and west of the M2/M3 border, and provided further that bidders may be required to reimburse Texas Eastern for the cost of installing any proposed new receipt points. The Maximum Daily Receipt Obligation (MDRO) among all such points must equal the MDQ bid. The primary delivery points available for the A2M Project will include, but will not be limited to, existing and new interconnects at: Marietta, PA (to the existing Marietta Extension); Eagle, PA (to the Philadelphia Lateral) and Lambertville, NJ (to Algonquin Gas Transmission, LLC) . Texas Eastern may consider one or more additional firm delivery points in the contract path located between the receipt point(s) and upstream of the Lambertville, NJ interconnect with Algonquin Gas Transmission, LLC upon request provided that bidders may be required to reimburse Texas Eastern for the cost of installing any new proposed delivery point(s) or modifying existing delivery points to make the point bi-directional. The sum of the Maximum Daily Delivery Obligations (MDDO) among all such delivery point(s) must not exceed the MDQ bid.