

NATIONAL ENERGY BOARD

IN THE MATTER OF the *National Energy Board Act*, RSC 1985, c N-7, as amended and the Regulations made thereunder;

AND IN THE MATTER OF National Energy Board Proceeding RH-002-2016 to consider a Complaint by Pembina Resource Services Canada Pursuant to Parts I and IV of the *National Energy Board Act* in respect of Plains Midstream Canada ULC Tariff Nos. 87, 88, 89, 94, and 95;

AND IN THE MATTER OF National Energy Board Orders PO-001-RH-002-2016 and AO-001-PO-002-RH-002-2016.

AFFIDAVIT OF ROBERT D. LOCK

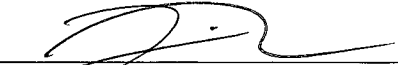
I, Robert D. Lock of Pembina Pipeline Corporation, of the City of Calgary, in the Province of Alberta, SWEAR THAT:

1. I am the Vice President, NGL for both Pembina Pipeline Corporation and 1195714 Alberta Ltd., the latter being the managing partner of Pembina Resource Services Canada ("Pembina"). In my role with 1195714 Alberta Ltd., I am principally responsible for the business operations of Pembina. As such, I am authorized to sign this affidavit on behalf of Pembina.
2. I have personal knowledge of the matters hereinafter deposed to except where stated to be based on information and belief and where so stated I verily believe same to be true.
3. Pembina is a regular shipper on each of the Eastern Delivery System – North Pipeline ("EDS-N") and the Sarnia Downstream Pipeline ("SDS") which are owned and operated by Plains Midstream Canada ULC ("Plains").
4. Pembina's affiliate, Pembina Empress NGL Partnership, is a joint venture participant, along with Plains, in the Sarnia Fractionation Facility located in Sarnia (Lambton County), Ontario ("Sarnia Facility"). The Sarnia Facility fractionates natural gas liquids mix received at the facility into specification butane, propane and condensate (butane, propane and condensate are collectively "Fractionated Products"). Pembina ships certain Fractionated Products produced at the Sarnia Facility to both proprietary storage and to markets in Canada and in the United States
5. Pembina and its predecessors have been a shipper on both the EDS-N and SDS since becoming a part owner of the Sarnia Facility. The significant increase in the tolls on each of the EDS-N and SDS brought about the toll complaint Pembina filed with the National Energy Board ("NEB").
6. I am informed by representatives of Pembina Pipeline Corporation, and verily believe same to be true, that certain information of Pembina and its affiliates in the Written Evidence of Pembina Resource Services Canada ("Pembina Company Evidence") and the joint written expert evidence of Dr. Leonard Waverman and Mr. Kalyan Dasgupta ("W-D Evidence") contains commercially sensitive and commercial, financial and technical information that Pembina believes must remain confidential and not be disclosed on the public record ("Pembina Confidential Information").
 - (a) Specifically, Pembina Confidential Information is contained in the Pembina Company Evidence at:

- (i) A7 and A 23 contain confidential commercially sensitive, and commercial information regarding Pembina's customers;
 - (ii) A16 and A19 contain confidential commercially sensitive, and commercial information regarding historical and forecast shipping volumes on the EDS-N and SDS pipelines;
 - (iii) A18 contains confidential commercially sensitive, and commercial information regarding Pembina's options for transportation of Fractionated Products; and
 - (iv) A20 and A21 contains confidential commercially sensitive, and commercial and technical information regarding physical and contractual constraints at the Sarnia Fractionation Facility located in Sarnia (Lambton County), Ontario.
 - (b) Specifically, Pembina Confidential Information is contained in the W-D Evidence at:
 - (i) paragraphs 7 (c), 12, and 13 contain confidential commercially sensitive, and commercial information regarding Pembina's customers; and
 - (ii) paragraph 11 contains confidential commercially sensitive, and commercial information regarding historical and forecast shipping volumes on the EDS-N and SDS.
7. Pembina and Plains are competitors in the marketing and trading of natural gas liquids. As a result, the disclosure of certain of the Pembina Confidential Information as outlined below to Plains personnel, other than legal counsel and consultants, could reasonably be expected to result in a material loss to Pembina and its affiliates and prejudice its competitive position in future dealings with Plains:
- (a) in the Pembina Company Evidence at A7, A18, and A23; and
 - (b) in the W-D Evidence at 7 (c), 12, and 13.
8. The nature of Pembina's operations, including its use of the EDS-N and SDS and alternatives to serve its customers; the volumes shipped by Pembina on the EDS-N and SDS; and physical constraints at the Nova Corunna Facility are confidential commercially sensitive, and commercial, financial and technical information that is an important part of Pembina's business strategy. Pembina has consistently treated this information as confidential and if disclosed to the public may reasonably provide Pembina's competitors insight into Pembina's operations and could reasonably be expected to result in a material loss to Pembina and prejudice its competitive position.
9. Pembina competes in the marketing and trading of natural gas liquids in Canada and United States. Disclosure of the Pembina Confidential Information to Pembina's competitors could reasonably be expected to negatively impact Pembina's competitive position and result in a material loss to Pembina. The confidentiality of Pembina's Confidential Information outweighs the public interest in disclosing that information on the public record of the Proceeding.

I make this affidavit in support of Pembina's Notice of Motion #3 to the Board requesting the confidential treatment of a portion of its evidence, identified in paragraph 6 of this affidavit, dated February 17, 2017, pursuant to section 16.1 of the *National Energy Board Act*.

SWORN before me at the City of
Calgary, in the Province of Alberta,
this 17 day of February, 2017.



Commissioner for Oaths in and for the Province
of Alberta

Timothy R. D. Nelson
Barrister and Solicitor



Robert D. Lock