



# Forward-looking Statements / Legal Disclaimer

Management of Energy Transfer LP (ET) will provide this presentation in conjunction with ET's 2<sup>nd</sup> quarter 2021 earnings conference call. On the call, members of management may make statements about future events, outlook and expectations related to Panhandle Eastern Pipe Line Company, LP (PEPL), Sunoco LP (SUN), USA Compression Partners, LP (USAC), Energy Transfer Operating, L.P. (ETO) and ET (collectively, the Partnerships), and their subsidiaries and this presentation may contain statements about future events, outlook and expectations related to the Partnerships and their subsidiaries all of which statements are forward-looking statements. Any statement made by a member of management of the Partnerships and any statement in this presentation that is not a historical fact will be deemed to be a forward-looking statement. These forward-looking statements rely on a number of assumptions concerning future events that members of management of the Partnerships believe that the assumptions concerning the Partnerships believe that the assumptions concerning the Partnerships believe that the assumptions concerning these future events are reasonable, we caution that there are outside the control of the Partnerships. While the Partnerships believe that the assumptions concerning these future events are reasonable, we caution that there are inches and uncertainties are discussed in more detail in the filings made by the Partnerships with the Securities and Exchange Commission, copies of which are available to the public. In addition to the risks and uncertainties disclosed in our SEC filings, the Partnership may have also been, or may in the future be, impacted by new or heightened risks related to the COVID-19 pandemic, and we cannot predict the length and ultimate impact of those risks. The Partnership has also been, and may in the future be, impacted by the winter storm in February 2021 and the resolution of related contingencies, including credit losses, disputed purchases and sales, litigation and/or potential le

This presentation includes certain forward looking non-GAAP financial measures as defined under SEC Regulation G, including estimated adjusted EBITDA. Due to the forward-looking nature of the aforementioned non-GAAP financial measures, management cannot reliably or reasonably predict certain of the necessary components of the most directly comparable forward-looking GAAP measures without unreasonable effort. Accordingly, we are unable to present a quantitative reconciliation of such forward-looking non-GAAP financial measures to their most directly comparable forward-looking GAAP financial measures.

All references in this presentation to capacity of a pipeline, processing plant or storage facility relate to maximum capacity under normal operating conditions and with respect to pipeline transportation capacity, is subject to multiple factors (including natural gas injections and withdrawals at various delivery points along the pipeline and the utilization of compression) which may reduce the throughput capacity levels.

#### Forward-Looking Statements

This presentation includes "forward-looking" statements. Forward-looking statements are identified as any statement that does not relate strictly to historical or current facts. Statements using words such as "anticipate," "believe," "intend," "project," "continue," "estimate," "goal," "forecast," "may," or similar expressions help identify forward-looking statements. Energy Transfer LP ("Energy Transfer" or "ET") and Enable Midstream Partners, LP ("Enable" or "ENBL") cannot give any assurance that expectations and projections about future events will prove to be correct. Forward-looking statements are subject to a variety of risks, uncertainties and assumptions. These risks and uncertainties include the risks that the proposed transaction may not be consummated or the benefits contemplated therefrom may not be realized. Additional risks include: the ability to obtain requisite regulatory and stockholder approval and the satisfaction of the other conditions to the consummation of the proposed transaction, the ability of Energy Transfer to successfully integrate Enable's operations and employees and realize anticipated synergies and cost savings, the potential impact of the announcement or consummation of the proposed transaction on relationships, including with employees, suppliers, customers, competitors and credit rating agencies, the ability to achieve revenue, DCF and EBITDA growth, and volatility in the price of oil, natural gas liquids. Actual results and outcomes may differ materially from those expressed in such forward-looking statements. These and other risks and uncertainties are discussed in more detail in filings made by Energy Transfer and Enable with the Securities and Exchange Commission (the "SEC"), which are available to the public. Energy Transfer and Enable undertake no obligation to update publicly or to revise any forward-looking statements, whether as a result of new information, future events or otherwise.

#### Additional Information and Where to Find It

In connection with the proposed merger of ET and Enable, ET filed a registration statement on Form S-4, including a consent statement/prospectus of ET and Enable, with the SEC. INVESTORS AND SECURITY HOLDERS OF ET AND ENABLE ARE ADVISED TO CAREFULLY READ THE REGISTRATION STATEMENT AND CONSENT STATEMENT/PROSPECTUS (INCLUDING ALL AMENDMENTS AND SUPPLEMENTS THERETO) BECAUSE THEY CONTAIN IMPORTANT INFORMATION ABOUT THE TRANSACTION, THE PARTIES TO THE TRANSACTION AND THE RISKS ASSOCIATED WITH THE TRANSACTION. Investors and security holders may obtain a free copy of the consent statement/prospectus and other relevant documents filed by ET and Enable with the SEC from the SEC's website at <a href="https://www.sec.gov">www.sec.gov</a>. Security holders and other interested parties will also be able to obtain, without charge, a copy of the consent statement/prospectus and other relevant documents from <a href="https://www.sec.gov">www.sec.gov</a>. Security holders and other interested parties will also be able to obtain, without charge, a copy of the consent statement/prospectus and other relevant documents from <a href="https://www.sec.gov">www.sec.gov</a>. Security holders and other interested parties will also be able to obtain, without charge, a copy of the consent statement/prospectus and other relevant documents from <a href="https://www.sec.gov">www.sec.gov</a>. Security holders and other interested parties will also be able to obtain, without charge, a copy of the consent statement/prospectus and other relevant documents from <a href="https://www.sec.gov">www.sec.gov</a>. Security holders and other interested parties will also be able to obtain, without charge, a copy of the consent statement/prospectus and other relevant documents from <a href="https://www.sec.gov">www.sec.gov</a>.

#### Participants in the Solicitation

Energy Transfer, Enable and their respective directors and executive officers may be deemed to be participants in the solicitation of consents in connection with the proposed merger of Energy Transfer and Enable. Information regarding the directors and executive officers of Energy Transfer is contained in Energy Transfer's Form 10-K for the year ended December 31, 2020, which was filed with the SEC on February 19, 2021. Information regarding the directors and executive officers of Enable is contained in Enable's Form 10-K for the year ended December 31, 2020, which was filed with the SEC on February 24, 2021. Additional information regarding the interests of participants in the solicitation of consents in connection with the proposed merger will be included in the consent statement / prospectus.

#### No Offer or Solicitation

This presentation is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval, in any jurisdiction, pursuant to the proposed merger or otherwise, nor shall there be any sale, issuance, exchange or transfer of the securities referred to in this document in any jurisdiction in contravention of applicable law. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended.



## What's New

### **Operational**

- Completed expansions at Nederland, bringing NGL export terminal capacity to ~700,000 bbls/d
- Exported more than 9 million barrels of ethane at Nederland terminal through June 30, 2021
- In June 2021, commenced service on Cushing to Nederland Project to provide crude oil transportation for Power River and DJ Basin barrels to Nederland terminal
  - Moving forward with Phase II, which will increase capacity to 120,000 bbls/d
- Recently placed Bakken pipeline optimization project into service

#### Q2 2021 Financials

- Adjusted EBITDA Q2'21: \$2.62B
- DCF Q2'21: \$1.39B
- Excess cash flow after distributions:~\$980mm
- Increased results driven by improved earnings from several core operating segments
- Growth Capital Spend:

> YTD'21: ~\$715mm

> FY'21E: ~\$1.6B

- ➤ In Q2'21, repaid ~\$1.5B in debt
  - YTD, repaid ~\$5.2 billion in debt
- Completed internal roll-up of ETO into ET
  - Reduces complexity and costs

### **Strategic**

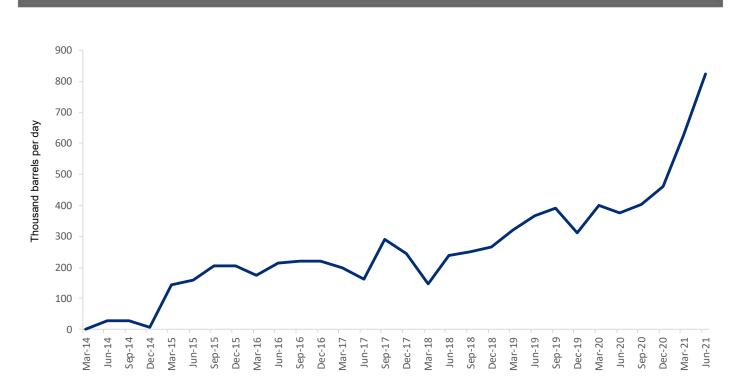
- > Enable Midstream Acquisition
  - ➤ In May 2021, acquisition was approved by Enable unitholders
  - FTC issued requests for additional information and documentary material
  - Continue to expect FTC will grant unconditional clearance of and that the transaction will close in the second half of 2021
- Announced MOU with the Republic of Panama to study the feasibility of jointly developing NGL assets in Panama



# Rapidly Becoming A World Leader in NGL Exports

In June 2021, ET's NGL exports made up nearly 40% of all US NGL exports and more than 20% of NGL exports worldwide

## **ET NGL Exports**



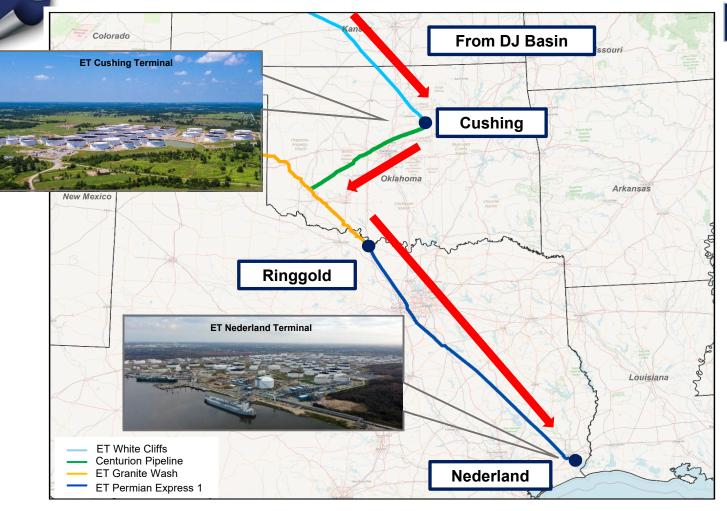




Expanding industry leading business while capturing future growth opportunities in new markets



# **Dynamic Assets Enhance Crude Oil Franchise**



### **Rockies/Cushing to Nederland Pipeline**

- ET and Centurion Pipeline L.P. offers joint tariff crude oil service from ET's terminal in Cushing, OK to ET's Nederland terminal
- Provides ability to move Powder River and DJ Basin barrels through Cushing to ET's Nederland Terminal
- Primarily utilizes existing assets, including ET's White Cliffs and Permian Express 1 Pipelines
- Assets linked together via new connections in Oklahoma
- Ability to transport ~65,000 bpd of crude oil (Phase I), expandable to 120,000 bpd depending on the ultimate configuration (Phase II)
- Already included in ET's 2021 growth capital forecast

Commenced service in June 2021, demand supports launch of second phase



# **2021 Adjusted EBITDA Outlook**

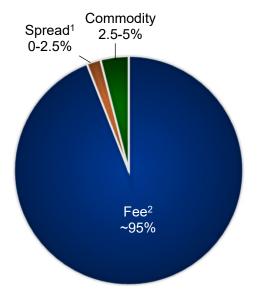
## 2021E Adjusted EBITDA ~\$12.9-\$13.3 billion

Guidance is for existing Energy Transfer business, excluding any contribution from Enable transaction

### 2020 to 2021E Adjusted EBITDA Drivers

- + NGL export activities and pipelines
- + NGL/gas prices
- Crude spreads
- Legacy contracts/renewals
- +Intrastate
- +Organic Projects
  - +Mariner East System/PA Access
  - +LPG Expansions
  - +Orbit Ethane Export Terminal
  - +Cushing to Nederland
  - +Permian Bridge

## **2021E Adjusted EBITDA Breakout**



- Breakout is exclusive of impact from Winter Storm Uri
- Pricing and spread assumptions based on current futures markets

<sup>1.</sup> Spread margin is pipeline basis, cross commodity and time spreads

Fee margins include transport and storage fees from affiliate customers at market rates



# **Disciplined Investments with Focus on Cash Flow**

## 2021E Growth Capital: ~\$1.6 billion

Includes addition of various small projects, including the Permian Bridge Project, as well as the acceleration of project spend from 2022 into 2021

		% of 2021E <sup>1</sup>
NGL & Refined Products	<ul> <li>Mariner East system (ME2, ME2X)</li> <li>Nederland LPG facilities</li> <li>Multiple projects &lt; \$50mm</li> </ul>	~40%
Midstream	<ul> <li>Gathering and processing and compression projects primarily in West Texas and the Northeast (slowed pace of development in accordance with demand)</li> <li>Permian Bridge Project (New)</li> </ul>	~28%
Crude Oil	<ul> <li>Bakken pipeline optimization</li> <li>Ted Collins Link</li> <li>Cushing to Nederland Project Phase I and Phase II</li> <li>Multiple projects &lt; \$50mm</li> </ul>	~20%

2022E and 2023E Growth Capital: ~\$500-700 million per year



# **Alternative Energy Group**

Focused on leveraging significant asset base and energy industry expertise to develop projects to reduce environmental footprint throughout operations



#### **Dual Drive Compressors - Established in 2012**

- > Patented technology that allows for switching between electric motors and natural gas engines to drive compressors, and offers the industry a more efficient compression system, helping reduce greenhouse gas emissions
- In 2020, this technology allowed ET to reduce direct CO2 emissions by more than 630,000 tons
- ➤ In June, our patented Dual Drive Technologies natural gas compression system was awarded a 2021 GPA Midstream Environmental Excellence award for its impact on reducing CO2 emissions



#### **Carbon Capture Utilization and Sequestration**

- Currently pursuing projects related to gathering and processing facilities, and evaluating opportunities to capture carbon from ET and third-party facilities in the Northeast and transport CO2 through existing underutilized ET pipelines in close proximity to CO2 sources
- > Provide cash flows to Energy Transfer with minimal capital requirements due to structures that allow monetization of federal tax credits



#### Renewable Energy Use

> Approximately 20% of the electrical energy ET purchases originates from a renewable energy source



#### Renewable Fuels

- > Evaluating opportunities to transport renewable diesel and renewable natural gas
- > Benefit from significant current asset footprint



#### Solar

- > Entered into first-ever dedicated solar contract, which anchors a 28 megawatt solar facility (Maplewood 2) in West Texas
- > Operate approximately 18,000 solar panel-powered metering stations across the country
- ➤ In advanced discussions to anchor the development of another solar project in Texas



#### **Repurpose Existing Assets**

- > Evaluating repurposing extensive acreage in WV, VA, KY and ND to develop solar and wind projects
- > Pursuing opportunities to utilize ET's significant asset footprint for the transportation of renewable fuels, CO2 and other products



In August, ET announced it has joined the Environmental Partnership to expand its focus on reducing environmental footprint across its operations



# Non-GAAP Reconciliations







# **Non-GAAP Measures**

Energy Transfer LP Reconciliation of Non-GAAP Measures \*

		2020									2021					
		Q1Q2		2	Q3		Q4		Full Year		Q1		Q2		YTD	
Net income	\$	(964)	\$		,	401)	\$	833	\$	140	\$	3,641	\$	908	\$ 4	1,549
Interest expense, net		602		579		569		577		2,327		589		566	1	1,155
Impairment losses		1,325		4	1,	474		77		2,880		3		8		11
Income tax expense (benefit) from continuing operations		28		99		41		69		237		75		82		157
Depreciation, depletion and amortization		867		936	!	912		963		3,678		954		940	1	1,894
Non-cash compensation expense		22		41		30		28		121		28		27		55
(Gains) losses on interest rate derivatives		329		3		(55)		(74)		203		(194)		123		(71)
Unrealized (gains) losses on commodity risk management activities		(51)		48		30		44		71		(46)		(47)		(93)
Losses on extinguishments of debt		62		-		-		13		75		7		1		8
Inventory valuation adjustments (Sunoco LP)		227		(90)		(11)		(44)		82		(100)		(59)		(159)
Impairment of investment in unconsolidated affiliates		-		-		129		-		129		-		-		-
Equity in (earnings) losses of unconsolidated affiliates		7		(85)		32		(73)		(119)		(55)		(65)		(120)
Adjusted EBITDA related to unconsolidated affiliates		154		157		169		148		628		123		136		259
Other, net		27		74		(53)		31		79		15		(4)		11
Adjusted EBITDA (consolidated)		2,635	2	,438	2,	866	:	2,592	•	0,531		5,040		2,616	7	7,656
Adjusted EBITDA related to unconsolidated affiliates		(154)		(157)	(	169)		(148)		(628)		(123)		(136)		(259)
Distributable Cash Flow from unconsolidated affiliates		113		112		128		99		452		76		89		165
Interest expense, net		(602)		(579)	(	569)		(577)		(2,327)		(589)		(566)	(1	1,155)
Preferred unitholders' distributions		(89)		(96)		(97)		(96)		(378)		(96)		(99)		(195)
Current income tax (expense) benefit		14		(15)		(7)		(19)		(27)		(9)		(15)		(24)
Maintenance capital expenditures		(103)		(136)	(	129)		(152)		(520)		(76)		(140)		(216)
Other, net		22		18		17		17		74		19		17		36
Distributable Cash Flow (consolidated)		1,836	1	,585	2,	040		1,716		7,177		4,242		1,766	6	5,008
Distributable Cash Flow attributable to Sunoco LP (100%)		(159)		(121)	(	139)		(97)		(516)		(108)		(145)		(253)
Distributions from Sunoco LP		41		41		41		42		165		41		42		83
Distributable Cash Flow attributable to USAC (100%)		(55)		(58)		(57)		(51)		(221)		(53)		(52)		(105)
Distributions from USAC		24		24		24		25		97		24		24		48
Distributable Cash Flow attributable to noncontrolling interests in other non-wholly-owned subsidiaries		(290)		(209)	(	234)		(282)		(1,015)		(251)		(251)		(502)
Distributable Cash Flow attributable to the partners of ET		1,397	_	,262	1,	675		1,353		5,687		3,895		1,384	5	5,279
Transaction-related adjustments		20		10		16		9		55		19		9		28
Distributable Cash Flow attributable to the partners of ET, as adjusted	\$	1,417	\$ 1	,272	\$ 1,	691	\$	1,362	\$	5,742	\$	3,914	\$	1,393	\$ 5	5,307

2020

2021

<sup>\*</sup> See definitions of non-GAAP measures on next slide



## **Non-GAAP Measures**

#### **Definitions**

Adjusted EBITDA and Distributable Cash Flow are non-GAAP financial measures used by industry analysts, investors, lenders and rating agencies to assess the financial performance and the operating results of ET's fundamental business activities and should not be considered in isolation or as a substitute for net income, income from operations, cash flows from operating activities, or other GAAP measures. There are material limitations to using measures such as Adjusted EBITDA and Distributable Cash Flow, including the difficulty associated with using either as the sole measure to compare the results of one company to another, and the inability to analyze certain significant items that directly affect a company's net income or loss or cash flows. In addition, our calculations of Adjusted EBITDA and Distributable Cash Flow may not be consistent with similarly titled measures of other companies and should be viewed in conjunction with measurements that are computed in accordance with GAAP, such as segment margin, operating income, net income and cash flow from operating activities.

We define Adjusted EBITDA as total partnership earnings before interest, taxes, depreciation, depletion, amortization and other non-cash items, such as non-cash compensation expense, gains and losses on disposals of assets, the allowance for equity funds used during construction, unrealized gains and losses on commodity risk management activities, inventory valuation adjustments, non-cash impairment charges, losses on extinguishments of debt and other non-operating income or expense items. Inventory adjustments that are excluded from the calculation of Adjusted EBITDA represent only the chaaged in lower of cost or market reserves on inventory that is carried at last-in, first-out ("LIFO). These amounts are unrealized valuation adjustments applied to Sunoco LP's fuel volumes remaining in inventory at the end of the period.

Adjusted EBITDA reflects amounts for less than wholly-owned subsidiaries based on 100% of the subsidiaries' results of operations. Adjusted EBITDA reflects amounts for unconsolidated affiliates based on the same recognition and measurement methods used to record equity in earnings of unconsolidated affiliates. Adjusted EBITDA related to unconsolidated affiliates excludes the same items with respect to the unconsolidated affiliate as those excluded from the calculation of Adjusted EBITDA, such as interest, taxes, depreciation, depletion, amortization and other non-cash items. Although these amounts are excluded from Adjusted EBITDA related to unconsolidated affiliates, such exclusion should not be understood to imply that we have control over the operations and resulting revenues and expenses of such affiliates. We do not control our unconsolidated affiliates; therefore, we do not control the earnings or cash flows of such affiliates.

Distributable Cash Flow is used by management to evaluate our overall performance. Our partnership agreement requires us to distribute all available cash, and Distributable Cash Flow is calculated to evaluate our ability to fund distributions through cash generated by our operations. We define Distributable Cash Flow as net income, adjusted for certain non-cash items, less distributions to preferred unitholders and maintenance capital expenditures. Non-cash items include depreciation, depletion and amortization, non-cash compensation expense, amortization included in interest expense, gains and losses on disposals of assets, the allowance for equity funds used during construction, unrealized gains and losses on commodity risk management activities, inventory valuation adjustments, non-cash impairment charges, losses on extinguishments of debt and deferred income taxes. For unconsolidated affiliates, Distributable Cash Flow reflects the Partnership's proportionate share of the investee's distributable cash flow.

On a consolidated basis, Distributable Cash Flow includes 100% of the Distributable Cash Flow of ETs consolidated subsidiaries. However, to the extent that noncontrolling interests exist among the Partnership's subsidiaries, the Distributable Cash Flow generated by our subsidiaries may not be available to be distributed to our partners. In order to reflect the cash flows available for distributions to the partners of ET, the Partnership has reported Distributable Cash Flow attributable to the partners of ET, which is calculated by adjusting Distributable Cash Flow (consolidated), as follows:

• For subsidiaries with publicly traded equity interests, Distributable Cash Flow (consolidated) includes 100% of Distributable Cash Flow attributable to such subsidiary, and Distributable Cash Flow attributable to the our partners includes distributions to be received by

the parent company with respect to the periods presented.

• For consolidated joint ventures or similar entities, where the noncontrolling interest is not publicly traded, Distributable Cash Flow (consolidated) includes 100% of Distributable Cash Flow attributable to such subsidiaries, but Distributable Cash Flow attributable to the

partners reflects only the amount of Distributable Cash Flow of such subsidiaries that is attributable to our ownership interest.

For Distributable Cash Flow attributable to partners, as adjusted, certain transaction-related and non-recurring expenses that are included in net income are excluded.