

**MPLX**  
®

**June Investor Presentation**

June 2019

# Forward-Looking Statements



This presentation contains forward-looking statements within the meaning of federal securities laws regarding MPLX LP (MPLX). These forward-looking statements relate to, among other things, the proposed acquisition of Andeavor Logistics LP (ANDX) by MPLX and include expectations, estimates and projections concerning the business and operations, financial priorities and strategic plans of the combined entity. In accordance with "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, these statements are accompanied by cautionary language identifying important factors, though not necessarily all such factors, that could cause future outcomes to differ materially from those set forth in the forward-looking statements. You can identify forward-looking statements by words such as "anticipate," "believe," "could," "design," "estimate," "expect," "forecast," "goal," "guidance," "imply," "intend," "may," "objective," "opportunity," "outlook," "plan," "position," "potential," "predict," "project," "prospective," "pursue," "seek," "should," "strategy," "target," "would," "will" or other similar expressions that convey the uncertainty of future events or outcomes. Such forward-looking statements are not guarantees of future performance and are subject to risks, uncertainties and other factors, some of which are beyond the company's control and are difficult to predict. Factors that could cause MPLX's actual results to differ materially from those implied in the forward-looking statements include: the ability to complete the proposed transaction between MPLX and ANDX on the proposed terms and timetable; the ability to satisfy various conditions to the closing of the transaction contemplated by the merger agreement; the ability to obtain regulatory approvals for the proposed transaction on the proposed terms and schedule, and any conditions imposed on the combined entity in connection with the consummation of the proposed transaction; the risk that anticipated opportunities and any other synergies from or anticipated benefits of the proposed transaction may not be fully realized or may take longer to realize than expected, including whether the proposed transaction will be accretive within the expected timeframe or at all; disruption from the proposed transaction making it more difficult to maintain relationships with customers, employees or suppliers; risks relating to any unforeseen liabilities of ANDX; the amount and timing of future distributions; negative capital market conditions, including an increase of the current yield on common units; the ability to achieve strategic and financial objectives, including with respect to distribution coverage, future distribution levels, proposed projects and completed transactions; adverse changes in laws including with respect to tax and regulatory matters; the adequacy of capital resources and liquidity, including, but not limited to, availability of sufficient cash flow to pay distributions and access to debt on commercially reasonable terms, and the ability to successfully execute business plans, growth strategies and self-funding models; the timing and extent of changes in commodity prices and demand for crude oil, refined products, feedstocks or other hydrocarbon-based products; continued/further volatility in and/or degradation of market and industry conditions; changes to the expected construction costs and timing of projects and planned investments, and the ability to obtain regulatory and other approvals with respect thereto; completion of midstream infrastructure by competitors; disruptions due to equipment interruption or failure, including electrical shortages and power grid failures; the suspension, reduction or termination of Marathon Petroleum Corporation's (MPC) obligations under MPLX's and ANDX's commercial agreements; modifications to financial policies, capital budgets, and earnings and distributions; the ability to manage disruptions in credit markets or changes to credit ratings; compliance with federal and state environmental, economic, health and safety, energy and other policies and regulations and/or enforcement actions initiated thereunder; adverse results in litigation; other risk factors inherent to MPLX's and ANDX's industry; risks related to MPC; and the factors set forth under the heading "Risk Factors" in MPLX's Annual Report on Form 10-K for the year ended Dec. 31, 2018, filed with the Securities and Exchange Commission (SEC).

Factors that could cause MPC's actual results to differ materially from those implied in the forward-looking statements include: the risk that the cost savings and any other synergies from the Andeavor transaction may not be fully realized or may take longer to realize than expected; disruption from the Andeavor transaction making it more difficult to maintain relationships with customers, employees or suppliers; risks relating to any unforeseen liabilities of Andeavor; risks as set forth above related to the acquisition of ANDX by MPLX; future levels of revenues, refining and marketing margins, operating costs, retail gasoline and distillate margins, merchandise margins, income from operations, net income or earnings per share; the regional, national and worldwide availability and pricing of refined products, crude oil, natural gas, NGLs and other feedstocks; consumer demand for refined products; the ability to manage disruptions in credit markets or changes to credit ratings; future levels of capital, environmental or maintenance expenditures, general and administrative and other expenses; the success or timing of completion of ongoing or anticipated capital or maintenance projects; the reliability of processing units and other equipment; business strategies, growth opportunities and expected investment; share repurchase authorizations, including the timing and amounts of any common stock repurchases; the adequacy of capital resources and liquidity, including but not limited to, availability of sufficient cash flow to execute business plans and to effect any share repurchases or dividend increases, including within the expected timeframe; the effect of restructuring or reorganization of business components; the potential effects of judicial or other proceedings on the business, financial condition, results of operations and cash flows; continued or further volatility in and/or degradation of general economic, market, industry or business conditions; compliance with federal and state environmental, economic, health and safety, energy and other policies and regulations, including the cost of compliance with the Renewable Fuel Standard, and/or enforcement actions initiated thereunder; the anticipated effects of actions of third parties such as competitors, activist investors or federal, foreign, state or local regulatory authorities or plaintiffs in litigation; the impact of adverse market conditions or other similar risks to those identified herein affecting MPLX or ANDX; and the factors set forth under the heading "Risk Factors" in MPC's Annual Report on Form 10-K for the year ended Dec. 31, 2018, filed with the SEC.

We have based our forward-looking statements on our current expectations, estimates and projections about our industry. We caution that these statements are not guarantees of future performance and you should not rely unduly on them, as they involve risks, uncertainties, and assumptions that we cannot predict. In addition, we have based many of these forward-looking statements on assumptions about future events that may prove to be inaccurate. While our respective management considers these assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control. Accordingly, our actual results may differ materially from the future performance that we have expressed or forecast in our forward-looking statements. We undertake no obligation to update any forward-looking statements except to the extent required by applicable law.

## Additional Information and Where to Find It

In connection with the proposed transaction, a registration statement on Form S-4 has been filed with the SEC and includes a preliminary consent statement/prospectus. INVESTORS AND SECURITY HOLDERS ARE ENCOURAGED TO READ THE REGISTRATION STATEMENT AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, INCLUDING THE PRELIMINARY CONSENT STATEMENT/PROSPECTUS AND, WHEN AVAILABLE, THE DEFINITIVE CONSENT STATEMENT/PROSPECTUS THAT WILL BE PART OF THE REGISTRATION STATEMENT, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. The final consent statement/prospectus will be sent to unitholders of ANDX. Investors and security holders will be able to obtain these documents free of charge at the SEC's website, [www.sec.gov](http://www.sec.gov), from ANDX at its website, <http://ir.andeavorlogistics.com>, or by contacting ANDX's Investor Relations at (419) 421-2414, or from MPLX at its website, <http://ir.mplx.com>, or by contacting MPLX's Investor Relations at (419) 421-2414.

## Participants in Solicitation

MPLX, ANDX, MPC and their respective directors and executive officers and other members of management and employees may be deemed to be participants in the solicitation of consents in respect of the proposed transaction. Information concerning MPLX's directors and executive officers is set forth in its Annual Report on Form 10-K for the year ended Dec. 31, 2018, which was filed with the SEC on Feb. 28, 2019. Information concerning ANDX's directors and executive officers is set forth in its Annual Report on Form 10-K for the year ended Dec. 31, 2018, which was filed with the SEC on Feb. 28, 2019. Information concerning MPC's executive officers is set forth in its Annual Report on Form 10-K for the year ended Dec. 31, 2018, which was filed with the SEC on Feb. 28, 2019. Information about MPC's directors is set forth in its Definitive Proxy Statement on Schedule 14A for its 2019 Annual Meeting of Shareholders, which was filed with the SEC on March 14, 2019. Investors and security holders will be able to obtain the documents free of charge from the sources indicated above, and with respect to MPC, from its website, <https://www.marathonpetroleum.com/Investors/>, or by contacting MPC's Investor Relations at (419) 421-2414. Additional information regarding the interests of such participants in the solicitation of consents in respect of the proposed transaction are included in the registration statement and consent statement/prospectus and other relevant materials filed with the SEC.

## Non-GAAP Financial Measures

Adjusted EBITDA, distributable cash flow (DCF), distribution coverage ratio and leverage ratio are non-GAAP financial measures provided in this presentation. Adjusted EBITDA and DCF reconciliations to the nearest GAAP financial measures are included in the Appendix to this presentation. Distribution coverage ratio is the ratio of DCF attributable to GP and LP unitholders to total GP and LP distributions declared. Leverage ratio is consolidated debt to last twelve months pro forma adjusted EBITDA. These non-GAAP financial measures are not defined by GAAP and should not be considered in isolation or as an alternative to net income attributable to MPLX, net cash provided by operating activities or other financial measures prepared in accordance with GAAP. Certain EBITDA forecasts were determined on an EBITDA-only basis. Accordingly, information related to the elements of net income, including tax and interest, are not available and, therefore, reconciliations of these forward-looking non-GAAP financial measures to the nearest GAAP financial measures have not been provided.



# MPLX Agreement to Acquire ANDX – Transaction Highlights



Simplified Structure. Broader Footprint. Enhancing Returns.

## Consideration & Premium

- MPLX to acquire all common units of ANDX at 1.07x blended exchange ratio representing a 1% premium to market<sup>1</sup>
  - 1.1350x exchange ratio to ANDX public unitholders, representing a 7.3% premium
  - 1.0328x exchange ratio for MPC's ANDX units
- Combination immediately accretive to distributable cash flow for MPLX public unitholders<sup>2</sup>
- Total consideration, including assumption of ANDX debt of ~\$5 billion and \$600 million preferred units, represents an enterprise value of ~\$14 billion

## Pro Forma 2019 Financial Profile<sup>3</sup>

- Market Cap: ~ \$35 billion<sup>1</sup>
- Adjusted EBITDA: ~ \$5.3 billion
- Distributable Cash Flow: ~ \$4.1 billion
- Distribution Coverage: ~ 1.4x
- Debt-to-EBITDA: ~ 4.0x
- Investment grade credit profile

## Timing / Closing Considerations

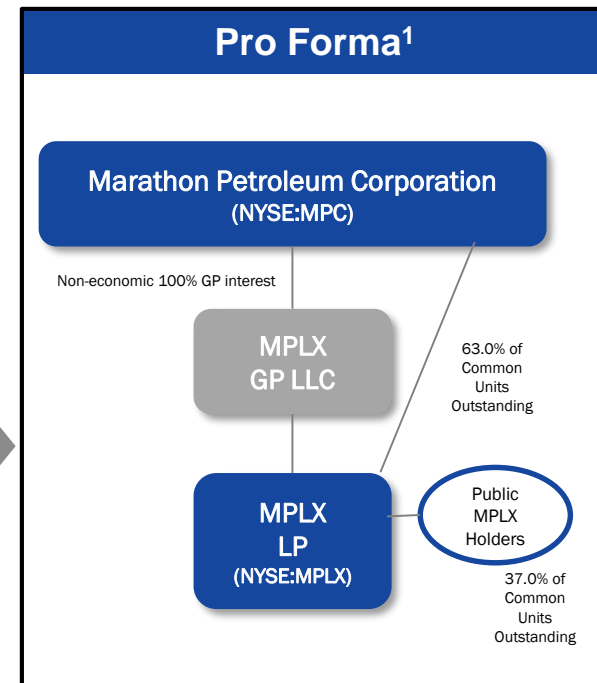
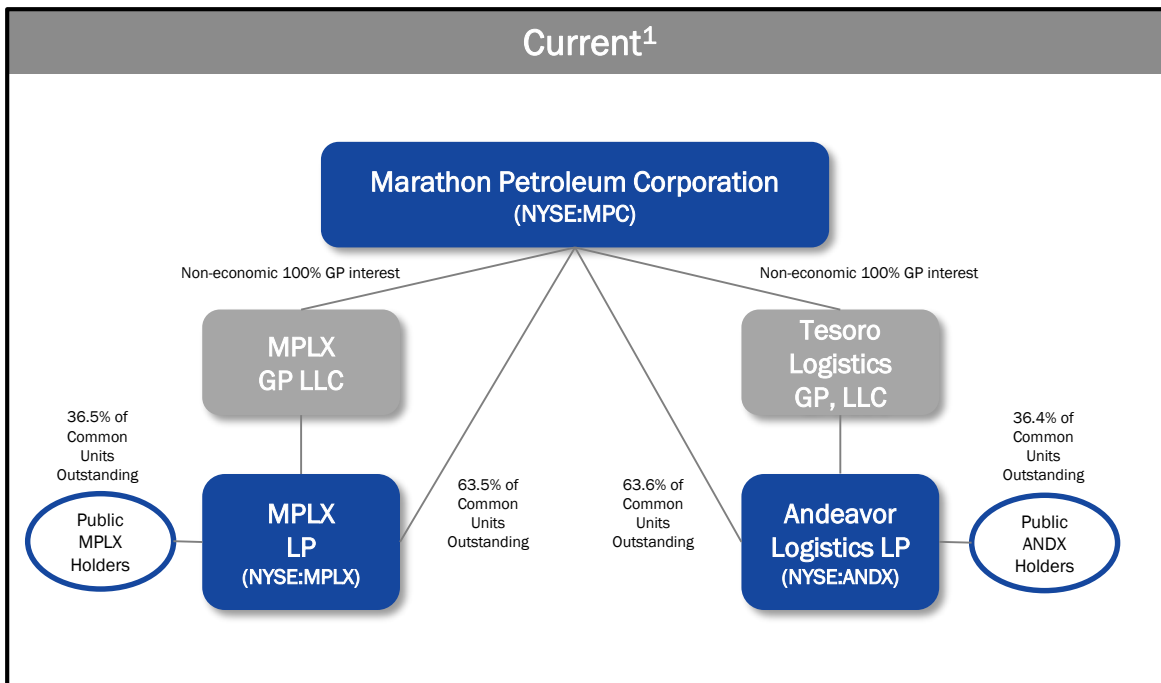
- Expect to close in the second half of 2019
- Subject to customary closing conditions, including regulatory approval

<sup>1</sup> Based on prices at market close on May 2, 2019

<sup>2</sup> Based on projections as of announcement

<sup>3</sup> 2019 estimate; see separate MPLX and ANDX reconciliations

# Simplified Organizational Structure



<sup>1</sup> Simplified structure charts do not portray all operating subsidiaries or ~30 million of MPLX preferred units and 0.6 million of ANDX preferred units; as of announcement

# Positioning MPLX For Long-Term Success



2012  
IPO



2017-2018  
Completed  
Drop Downs  
and IDR  
Buy-In



2015  
MarkWest  
Combination

2019  
Strategic  
Combination  
with ANDX

## Diversified large-cap MLP positioned to deliver attractive returns over the long term

### Logistics & Storage



- Expanding third-party business and delivering industry solutions
- Supports extensive operations of largest U.S. refiner

### Gathering & Processing



- Largest processor and fractionator in the Marcellus/Utica basins
- Growing presence in Permian basin

### Stable Cash Flows



- Substantial fee-based income with limited commodity exposure
- Long-term relationships with diverse set of producer customers

### Competitive Cost of Capital

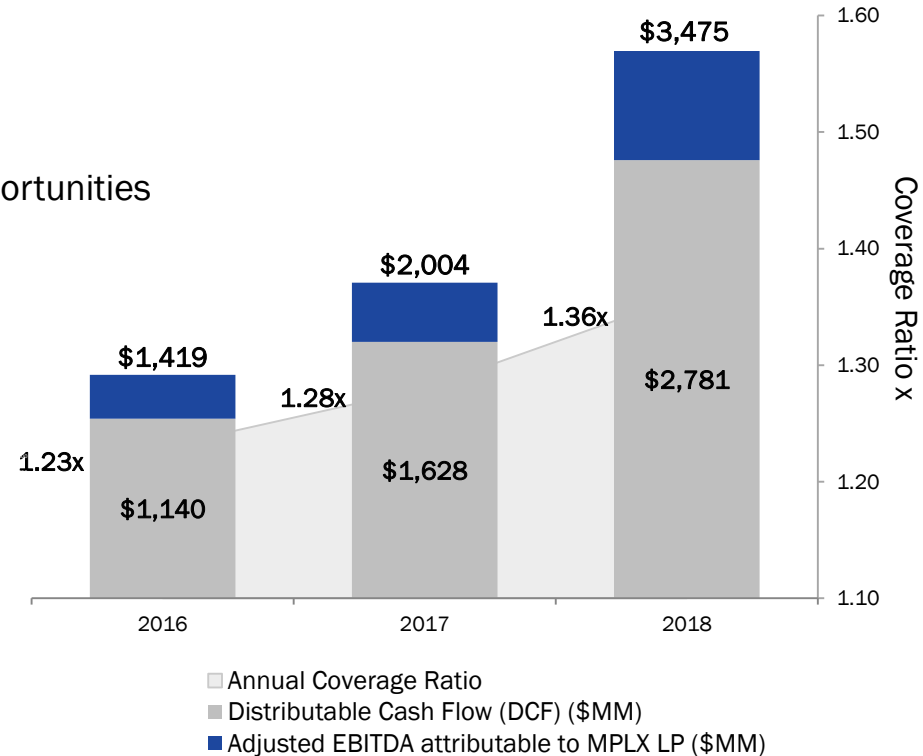


- No IDR burden
- Anticipate no issuance of public equity to fund organic growth capital

# Compelling Investment Opportunity



- Attractive returns for unitholders
  - 10% distribution growth in 2018
  - Expect \$0.01 per unit increase each quarter in 2019
- Gathering & Processing provides attractive growth opportunities
  - Significant natural gas and NGL growth in core footprint
  - Assets to benefit from regional production growth
  - Leverages footprint into downstream opportunities
- Logistics & Storage asset base adds to stability of cash-flow profile
  - Incremental market opportunities off existing footprint
  - New market opportunities for third-party business
- Strong financial attributes
  - Low leverage, high coverage, self-funding
  - Focused on attractive returns for capital projects
  - Commitment to investment grade credit profile





# Aligned Strategic Priorities



## Capture Full Midstream Value Chain

Participate across value chain to diversify business and enhance margins

Alleviate in-basin bottlenecks

Connect supply to global demand markets

## Enhance Cash Flow Stability

Long-haul pipelines to add further stable cash flow

Export facilities meet significant, growing market needs

Leverage existing assets for incremental third-party business

## Grow in Premier Basins

Permian: significant growth opportunities across all hydrocarbons

Marcellus: disciplined growth to support key producers

## Leverage MPC Relationship

Fosters further growth opportunities

Enhances projects via volume commitments

Provide logistics solutions to MPC's nationwide refining footprint

## Financial Discipline

Self-funding equity portion of capital investments

Target mid-teen returns on growth investments

Maintain investment grade credit profile

# Capturing The Full Midstream Value Chain



Feedstock Acquisition



Inbound Logistics



Refining & Processing



Outbound Logistics



Marketing & Retail



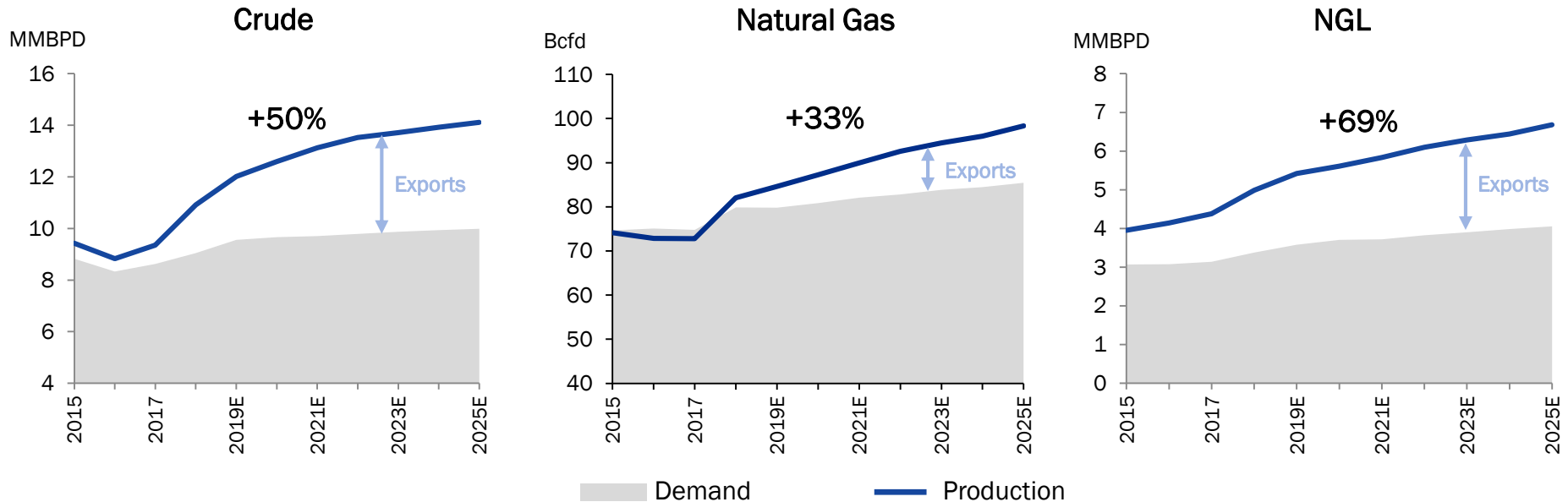
- Diversification enhances opportunities for revenue capture
- Integration enables capture of stable fee-based revenue across the value chain
- Developing assets focused on generating third-party revenue

*Integration enhances midstream value by increasing our touch points through the value chain*

# U.S. Production Growth Creates Midstream Opportunities



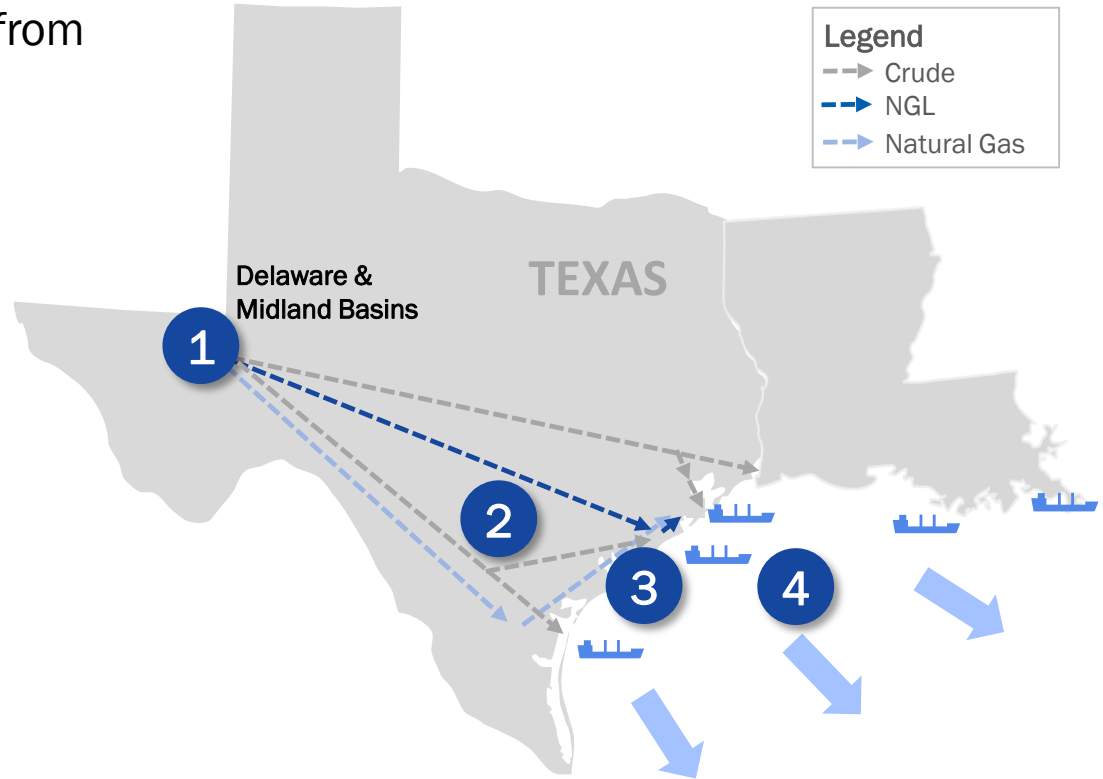
Strong production growth in crude, natural gas, and natural gas liquids will require additional infrastructure to link supply to global demand markets. ***Pipelines, processing, fractionation and export facilities will be needed*** to allow producers to realize full product value.



# Capturing Permian Opportunities

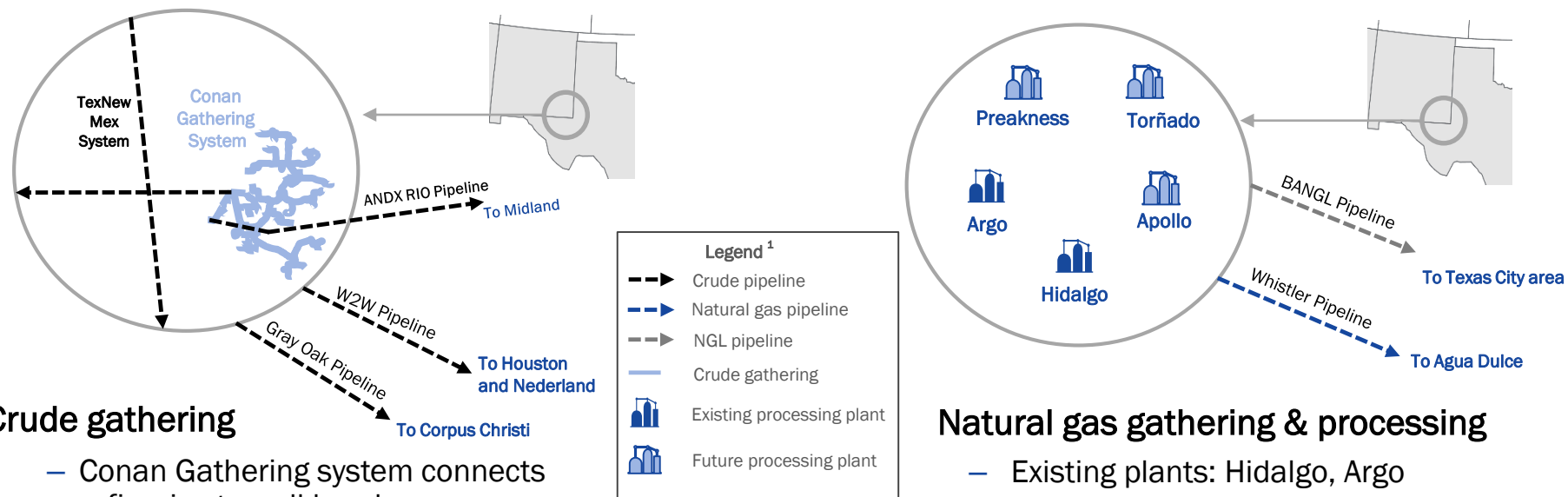
Creating an integrated footprint from the Permian to the Gulf Coast

- 1 Gathering and processing
- 2 Long-haul pipelines
- 3 Fractionation
- 4 Export terminals





## Gathering systems create significant growth opportunities in the Permian



### Crude gathering

- Conan Gathering system connects refineries to well-head
- Provides volumes for planned Gray Oak, Wink-to-Webster pipelines

### Natural gas gathering & processing

- Existing plants: Hidalgo, Argo
- Future plants: Apollo, Torñado, Preakness
- 200 MMcfd plants provide volumes for planned Whistler and BANGL pipelines

<sup>1</sup> Pipelines are shown pictorially only to show flow paths; some pipelines are new and/or proposed, including: Gray Oak, W2W, Whistler, BANGL

## 2 Permian Crude Pipelines

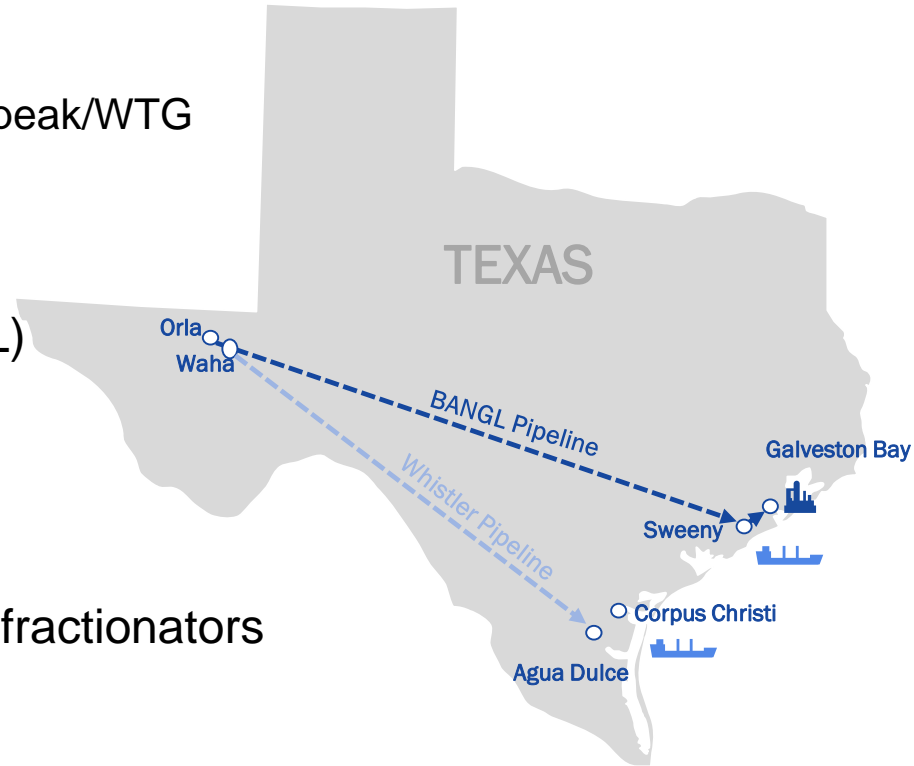
Investments in long-haul pipelines generate stable, fee-based midstream income and also help lower feedstock costs for MPC refineries

- Gray Oak Pipeline
  - MPC, Diamondback Energy, PSXP
  - ~850 mile, 30-inch diameter
  - Anticipate in-service 4Q19
- Wink-to-Webster Pipeline (W2W)
  - Signed letter of intent to partner with ExxonMobil, Plains All American, and Lotus Midstream
  - 36" mainline with 1.5 MMBPD capacity
  - Anticipate in-service first half of 2021



## 2 Permian Natural Gas and NGL Pipelines and 3 Fractionation

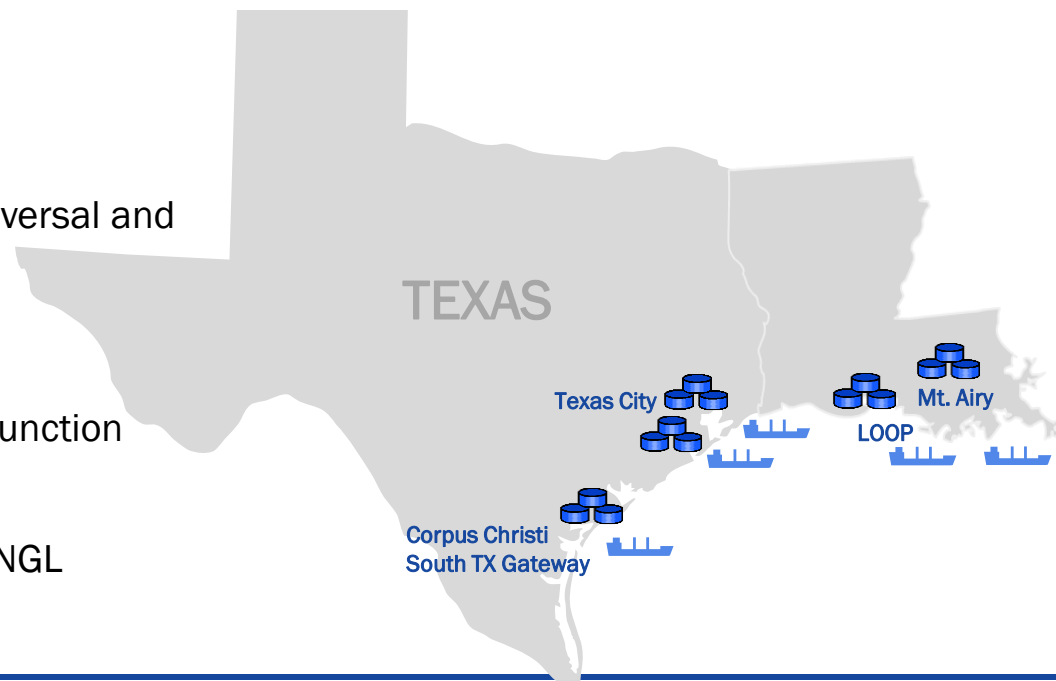
- Whistler Residue Gas Pipeline
  - JV with White Water Midstream and Stonepeak/WTG
  - 42” pipeline with ~2.0 Bcf/d capacity
  - Anticipate in-service 3Q21
- BANGL Pipeline (Belvieu Alternative NGL)
  - JV with White Water Midstream and others
  - 24” pipeline with ~500 MBPD capacity
  - Anticipate in-service early 2021
- Gulf Coast fractionation – three potential fractionators with 150 MBPD C2+ capacity each



## 4 Expanding Export Capabilities

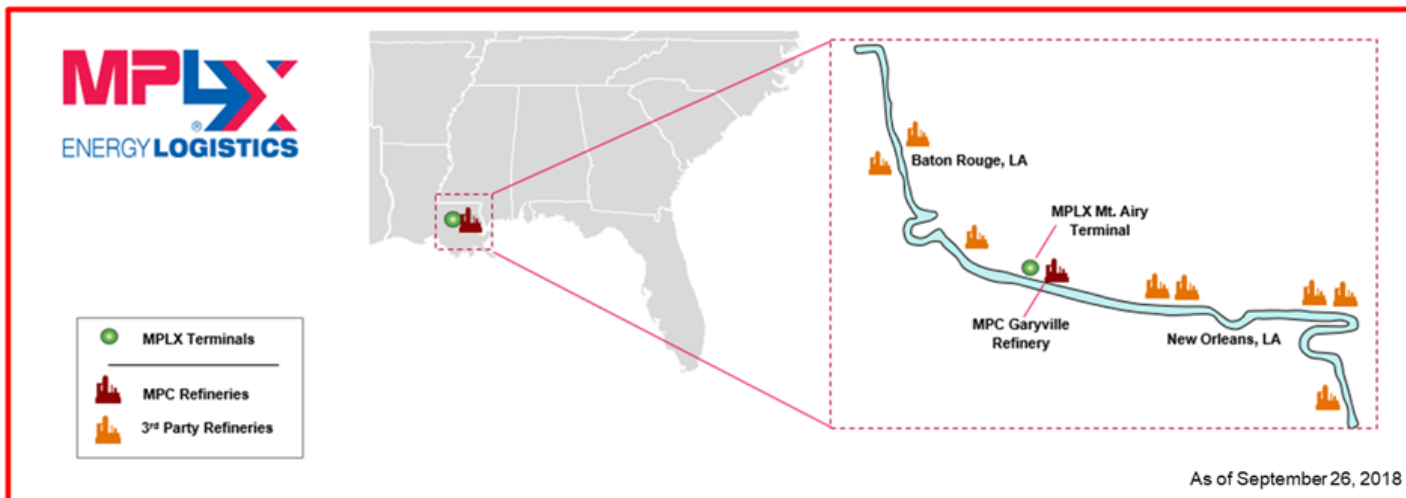
Export facilities create ability to generate third party revenue and meet global demand for crude, refined products, and NGLs

- Currently in service
  - Mt. Airy, LA: acquired in 3Q18
  - LOOP: expansion with planned Capline reversal and Swordfish Pipeline
- Planned projects
  - South Texas Gateway: operational in conjunction with Gray Oak Pipeline construction
  - Texas City: hub for planned W2W and BANGL pipelines





- Strategically located on Mississippi River in close proximity to several refineries, including MPC's Garyville refinery
- 4 MMBBL of third-party leased storage capacity, capability to expand storage capacity to 10 MMBBL
- 120,000 bpd export dock, permitted for construction of second 120,000 bpd dock



# Capline Reversal – Swordfish - LOOP

Competitive full-service solution



## Capline

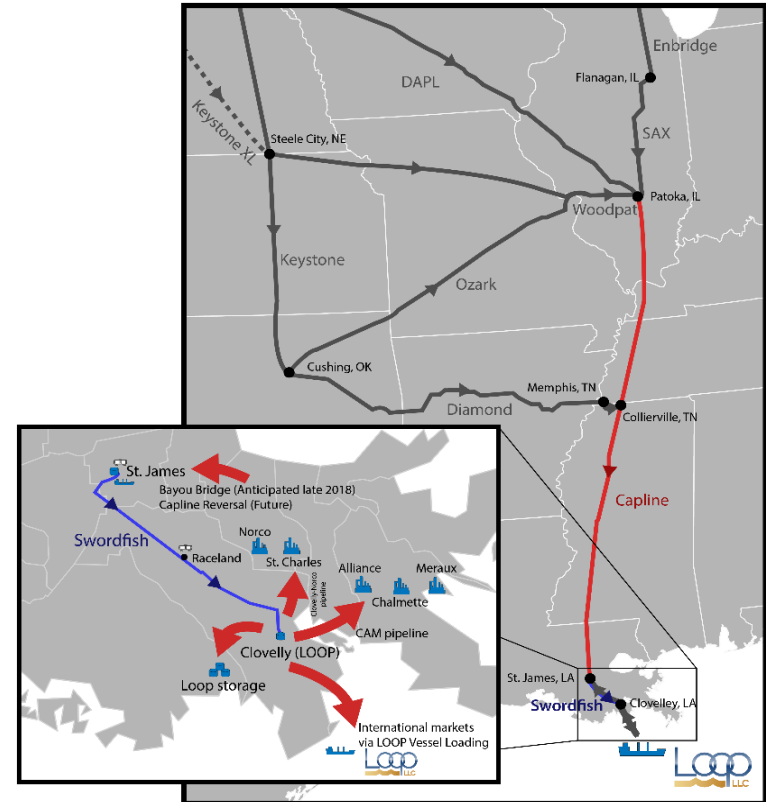
- 40” crude oil pipeline from Patoka, IL, to St. James, LA
- Reversed service planned for September 2020

## Swordfish Pipeline

- Proposed crude oil pipeline from St. James to Clovelly in Louisiana
- Expected in service first half of 2020

## LOOP

- Only Gulf Coast port capable of loading 2 MMBBL vessels (VLCC's) without reverse lightering
- Loaded three VLCC's in a seven-day period in 4Q18

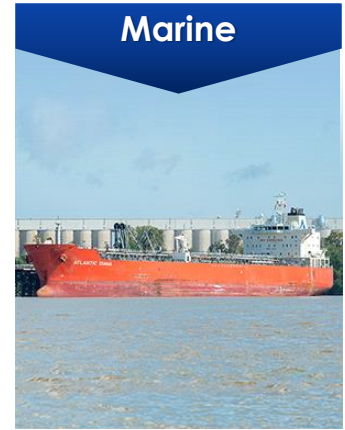
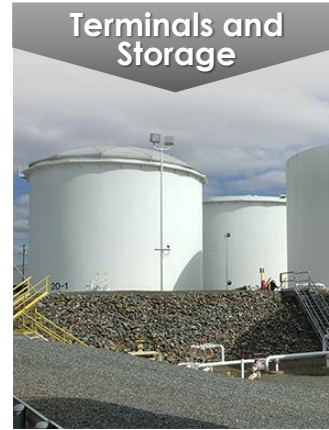
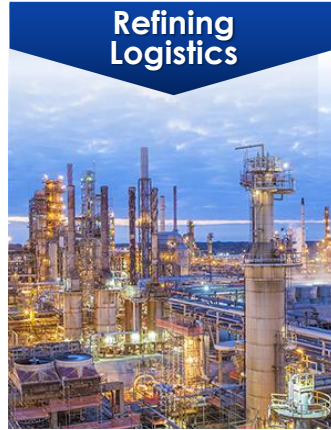
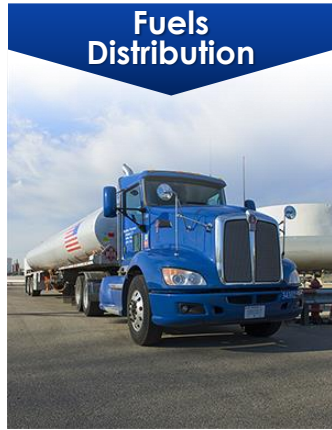


# Logistics & Storage

## Segment Overview



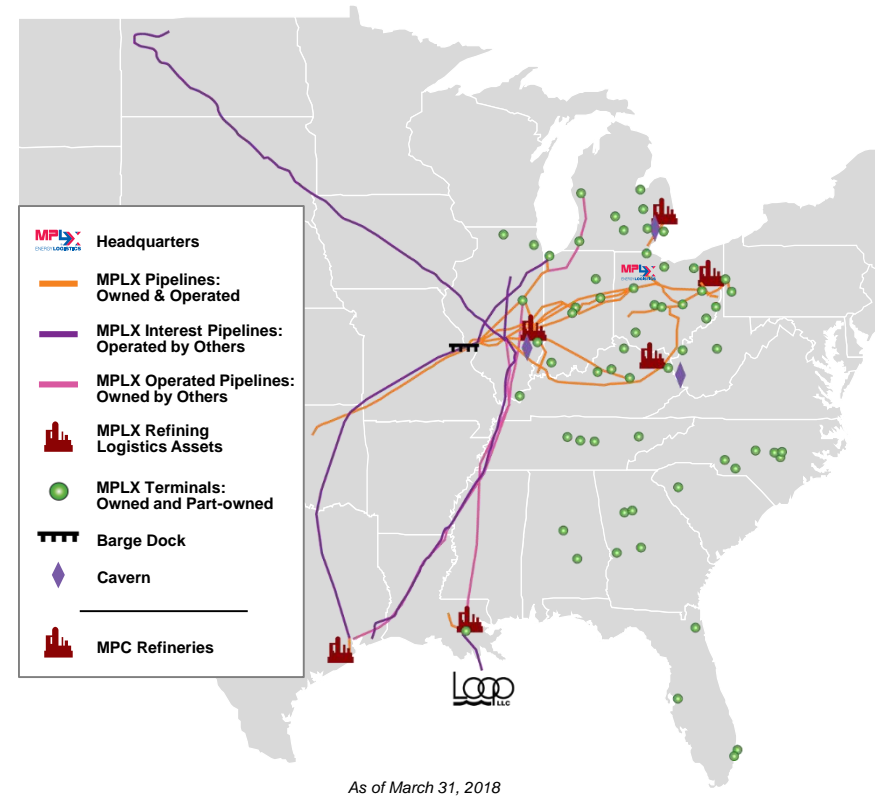
- High-quality, well-maintained assets that are integral to MPC
- Transports, stores, distributes and markets crude oil and refined petroleum products
- Stable cash flows with fee-based revenues and minimal direct commodity exposure



# Logistics & Storage Segment



- Reported 1Q19 adj. EBITDA of \$559 million, which increased 12% year-over-year after adjusting for the impact of dropdowns
- Pipeline throughputs averaged 3.41 MMBPD, ~11% increase over 1Q18
- Progress on key projects:
  - Signed LOI to partner in Wink-to-Webster crude oil pipeline in the Permian Basin
  - Reached final investment decision on Whistler Pipeline on June 5, 2019
  - Expect final investment decision on BANGL NGL Pipeline in the near term
  - Completed binding open season for Capline reversal





# Fuels Distribution Overview

Extensive Range of Scheduling and Marketing Services that Support MPC's Refining and Marketing Operations



## Services Description



### Scheduling

- Supply and demand balancing
- Third-party exchange, terminaling and storage
- Bulk purchases and sale of products
- Product movements coordination
- Products and intermediates inventory



### Marketing Services

- Customer identification, evaluation and set-up
- Marketing analytics and forecasting
- Sale of products
- Product marketing through multiple channels of distribution

**Annual EBITDA ~\$600 MM**

**Acquired Feb. 1, 2018 from MPC**

**Supported by MPLX logistics assets**  
*no additional maintenance capital*

Different from other Fuels Distribution models

- ✓ No title to inventory
- ✓ Margin risk stays with MPC
- ✓ 100% fee for services

# Crude Oil Pipelines



Strategically positioned to support diverse and flexible crude oil supply

## Owns, leases, operates, or has interest in:

- ~4,500 miles of crude oil pipelines
- Pipelines connected to supply hubs such as Cushing, Oklahoma; Wood River and Patoka, Illinois
- Transports crude to refineries owned by MPC and third parties

## Crude Oil Pipeline Joint-Interest Ownership:

- Bakken Pipeline System, 9.2% ownership, includes Dakota Access Pipeline and Energy Transfer Crude Oil Pipeline
- Southern Access Extension Pipeline (SAX), 35% ownership interest
- Louisiana Offshore Oil Port (LOOP), 40.7% ownership interest
- LOCAP Pipeline, 58.5% ownership interest



# Product Pipelines

Integrated network delivering refined products to key market areas



Owns, leases, operates or has interest in:

- ~5,500 miles of product pipelines
- Strategically positioned to transport products from MPC refineries to MPC's marketing operations
- Integrated with expansive network of refined product marketing terminals

Product Pipeline Joint-Interest Ownership:

- Explorer Pipeline, 24.5% ownership, originating from Port Arthur, Texas, to Hammond, Indiana



# Refining Logistics Overview

Integrated Tank Farm Assets Supporting MPC's Operations



## Tanks

- ~56 MMBBL storage



## Racks

- Multiple rail and truck loading racks



## Docks

- Handle ocean- and river-going vessels at Gulf Coast refineries and asphalt barges at Detroit refinery



## Gasoline Blending & Associated Piping

- Piping to connect process units, tank farms, terminals

**Annual EBITDA ~\$400 MM**

**Acquired Feb. 1, 2018 from MPC**

**Fee for Capacity Arrangement**



# Terminal and Storage Assets

## Terminal and Storage Assets



- Facilities provide flexibility and logistics optionality
- Long-term, fee-based storage and terminal services agreements with MPC
- 62 light product terminals with ~24 MMBBL of storage capacity
- Tank farms and caverns:
  - Own and operate 16 crude oil and product tank farms, and operate two leased tank farms with ~20 MMBBL of available storage capacity
  - Wood River Barge Dock with ~78 MBPD crude oil throughput capacity
  - Natural gas liquids storage caverns in Woodhaven, Michigan; Robinson, Illinois; and Neal, West Virginia



# Marine Transportation Operations

Highly predictable income and cash-flow stream



- Transports refined products and crude oil on the Ohio, Mississippi, and Illinois rivers and their tributaries and inter-coastal waterways
- 256 barges, 23 towboats as of December 31, 2018
- Operates full-service marine shipyard on Ohio River, adjacent to MPC's Catlettsburg, Kentucky, refinery
  - Responsible for preventive routine and unplanned maintenance of towing vessels, barges, and local terminal facilities
- Fee-for-capacity service agreement with MPC





# Organic Growth Capital Projects

## Logistics & Storage Segment



Projects	Description	Est. Completion Date
Marine Fleet Expansion	Displaces MPC's third-party barges and supports increased demand	2019
Mt. Airy Terminal Expansion	Constructing 2 <sup>nd</sup> 120 MBPD dock and incremental storage	2020
Swordfish Pipeline <sup>(a)</sup>	Provide transport of up to 600 MBPD of crude from St. James, LA to the LOOP terminal facility in Clovelly, LA	2020
W2W Pipeline <sup>(a)</sup>	1.5 MMBPD crude pipeline from Permian Basin to Texas Gulf Coast	1H21
Whistler Pipeline <sup>(a)</sup>	2.0 Bcf/d natural gas pipeline from Waha, Texas, to Agua Dulce market hub	3Q21
BANGL Pipeline <sup>(a)</sup>	~500 MBPD NGL pipeline from Permian Basin to Texas Gulf Coast	2021
Gulf Coast C2+ Fractionation	450,000 BPD anticipated in the Sweeney area	2021 - 2024
Texas City Export Terminal	NGL storage and export facilities	2022

<sup>(a)</sup> Equity method investment

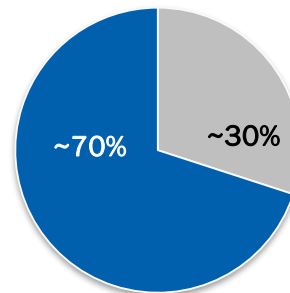
# Gathering & Processing

## Segment Overview

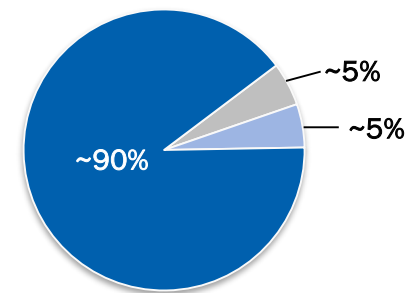


- We are well-positioned in the most prolific and attractive basins
  - Largest processor and fractionator in the Marcellus/Utica basins
  - Strong footprint in STACK play and growing presence in Permian basin
- Top-rated midstream service provider since 2006 as determined by independent research provider
- Primarily fee-based business with highly diverse customer base and established long-term contracts

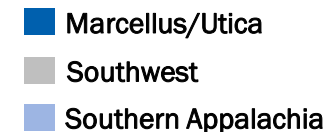
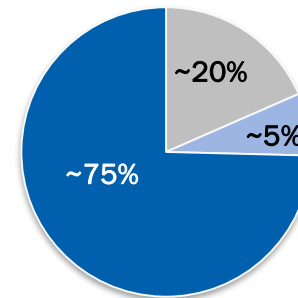
**Gathering Capacity**  
(~6.8 Bcf/d)



**C2 + Fractionation Capacity**  
(~710 MBPD)<sup>(a)</sup>



**Processing Capacity**  
(~9.3 Bcf/d)



<sup>(a)</sup> Includes condensate stabilization capacity

# Gathering & Processing Segment



- Reported 1Q19 adjusted EBITDA of \$371 million, which increased 15% year-over-year
- 1Q19 volumes (% increase vs. 1Q18):
 

Gathering:	5.0 Bcf/d	19%
Processing:	7.8 Bcf/d	18%
Fractionation:	494 MBPD	17%
- Expect to add 200 MMcf/d of processing capacity in 2Q19 (Sherwood 12)

1Q19 Processed Volumes <sup>(a)</sup>			
Area	Capacity at End of Quarter (MMcf/d)	Average Volume (MMcf/d)	Utilization of Available Capacity (%) <sup>(b)</sup>
Marcellus	5,720	5,148	90%
Utica	1,325	817	62%
Southwest <sup>(c)</sup>	1,969	1,599	81%

1Q19 Fractionated Volumes <sup>(a)</sup>			
Area	Capacity at End of Quarter (MBPD)	Average Volume (MBPD)	Utilization of Available Capacity (%) <sup>(b)</sup>
Marcellus/Utica C3+	347	276	80%
Marcellus/Utica C2	284	188	66%

<sup>(a)</sup> Includes amounts related to unconsolidated equity method investments on a 100% basis <sup>(b)</sup> Based on weighted average number of days plant(s) in service. Excludes periods of maintenance <sup>(c)</sup> Includes Centrahoma volumes sent to third parties. Processing capacity and utilization based on the higher of the partnership's portion of Centrahoma JV or the average volume processed

# Recap: Gathering & Processing Contract Structure



Durable long-term partnerships across leading basins

	Marcellus	Utica	Southwest
Resource Play	Marcellus, Upper Devonian	Utica	Haynesville, Cotton Valley, Woodford, Anadarko Basin, Granite Wash, Cana-Woodford, Permian, Eagle Ford
Key Producer Customers	Include Range Resources, Antero Resources <sup>(a)</sup> , EQT <sup>(a)</sup> , CNX, Southwestern <sup>(a)</sup> , HG Energy, Penn Energy, and others	Include Ascent, Gulfport, Antero Resources <sup>(a)</sup> , EQT, and others	Include Newfield, BP, Trinity, Chevron USA, and others
Contract Structure	Long-term agreements initially 10-15 years, which contain renewal provisions	Long-term agreements initially 10-15 years, which contain renewal provisions	Long-term agreements initially 10-15 years, which contain renewal provisions
Volume Protection (MVCs)	67% of 2018 capacity contains minimum volume commitments	27% of 2018 capacity contains minimum volume commitments	14% of 2018 capacity contains minimum volume commitments
Area Dedications	4.1 MM acres	3.9 MM acres	2.0 MM acres
Inflation Protection	Yes	Yes	Yes

Note: as of December 31, 2018. <sup>(a)</sup> MPLX does not provide gathering services for these producer customers.

# Organic Growth Capital Projects

## Gathering & Processing Segment



Processing and Fractionation	Shale Resource	Capacity	Est. Completion Date
Omega 1 Expansion	Cana-Woodford	45 MMcf/d	In Service
Sherwood 12 Processing Plant <sup>(b)</sup>	Marcellus	200 MMcf/d	2Q19
Sherwood 13 Processing Plant <sup>(b)</sup>	Marcellus	200 MMcf/d	3Q19
Sherwood C2 Fractionation	Marcellus	20,000 BPD	3Q19
Tornado Processing Plant	Delaware	200 MMcf/d	3Q19
Omega 2 Processing Plant	Cana-Woodford	180 MMcf/d	4Q19
Hopedale 5 C3+ Fractionation	Marcellus & Utica	80,000 BPD	1Q20
Smithburg 1 Processing Plant	Marcellus	200 MMcf/d	2Q20
Preakness Processing Plant	Delaware	200 MMcf/d	2Q20
Apollo Processing Plant	Delaware	200 MMcf/d	2021
Smithburg Processing <sup>(b)</sup> – site layout for 5 additional plants	Marcellus	1,000 MMcf/d	TBD

Gathering	Est. Completion Date
Marcellus/Utica Rich- and Dry-Gas Gathering <sup>(a)</sup>	Ongoing
Western Oklahoma - STACK Rich-Gas and Oil Gathering	Ongoing

<sup>(a)</sup> Utica Rich- and Dry-Gas Gathering is a joint venture between MarkWest Utica EMG's and Summit Midstream LLC. Dry-Gas Gathering in the Utica Shale is completed through a joint venture with MarkWest and EMG.

<sup>(b)</sup> Sherwood Midstream investment

MPLX<sup>®</sup>



# Appendix

## Adjusted EBITDA and Distributable Cash Flow from Net Income

(\$ billion)	2019E
Net income	2.2
Depreciation and amortization	0.9
Net interest and other financial costs	0.7
Adjustment for equity investment earnings & distributions	0.2
Other	0.0
<b>Adjusted EBITDA</b>	<b>4.0</b>
Adjusted EBITDA attributable to noncontrolling interests	(0.1)
<b>Adjusted EBITDA attributable to MPLX LP</b>	<b>3.9</b>
Deferred revenue impacts	0.1
Net interest and other financial costs	(0.7)
Maintenance capital expenditures	(0.2)
Other	0.0
<b>Distributable cash flow attributable to MPLX LP</b>	<b>3.1</b>

## EBITDA and Distributable Cash Flow from Net Earnings

(\$ billion)	2019E
Net earnings	0.8
Depreciation and amortization	0.4
Net interest and other financial costs	0.2
<b>EBITDA</b>	<b>1.4</b>
Adjustment for equity investment earnings & distributions	0.0
Deferred revenue impacts	0.0
Net interest and other financial costs	(0.2)
Maintenance capital expenditures, net	(0.1)
Other	0.0
<b>Distributable cash flow</b>	<b>1.1</b>
Preferred distributions	(0.0)
<b>Distributable cash flow attributable to ANDX</b>	<b>1.1</b>

# Reconciliation of Adjusted EBITDA and Distributable Cash from Net Income



(\$MM)	1Q 2019	YTD 2018	1Q 2018	YTD 2017	YTD 2016
Net income	509	1,834	423	836	434
Provision (benefit) for income taxes	(2)	8	4	1	(12)
Amortization of deferred financing costs	13	59	16	53	46
Loss on extinguishment of debt	-	46	-	-	-
Net interest and other financial costs	158	556	114	301	215
Income from operations	678	2,503	557	1,191	683
Depreciation and amortization	211	766	176	683	591
Non-cash equity-based compensation	6	19	4	15	10
Impairment expense	-	-	-	-	130
Income from equity method investments	(70)	(240)	(61)	(78)	74
Distributions/adjustments related to equity method investments	108	447	90	231	150
Unrealized derivative losses (gains) <sup>(a)</sup>	4	(5)	(7)	6	36
Acquisition costs	-	3	3	11	(1)
Adjusted EBITDA	937	3,493	762	2,059	1,673
Adjusted EBITDA attributable to noncontrolling interests	(7)	(18)	(2)	(8)	(3)
Adjusted EBITDA attributable to Predecessor <sup>(b)</sup>	-	-	-	(47)	(251)
Adjusted EBITDA attributable to MPLX LP	930	3,475	760	2,004	1,419
Deferred revenue impacts	8	32	9	33	16
Net interest and other financial costs	(158)	(556)	(114)	(301)	(215)
Maintenance capital expenditures	(19)	(146)	(25)	(103)	(84)
Equity method investment capital expenditures paid out	(4)	(31)	(11)	(13)	(3)
Other	-	7	-	6	(1)
Portion of DCF adjustments attributable to Predecessor <sup>(b)</sup>	-	-	-	2	8
Distributable cash flow attributable to MPLX LP	757	2,781	619	1,628	1,140
Preferred unit distributions	(20)	(75)	(16)	(65)	(41)
Distributable cash flow available to GP and LP unitholders	737	2,706	603	1,563	1,099

<sup>(a)</sup>The Partnership makes a distinction between realized and unrealized gains and losses on derivatives. During the period when a derivative contract is outstanding, changes in the fair value of the derivative are recorded as an unrealized gain or loss. When a derivative contract matures or is settled, the previously recorded unrealized gain or loss is reversed and the realized gain or loss of the contract is recorded. <sup>(b)</sup>The adjusted EBITDA and DCF adjustments related to Predecessor are excluded from adjusted EBITDA attributable to MPLX LP and DCF prior to the acquisition date.

# Reconciliation of Adjusted EBITDA and Distributable Cash from Net Cash Provided by Operating Activities



(\$MM)	3/31/2019	12/31/2018	3/31/2018	12/31/2017	12/31/2016
Net cash provided by operating activities	618	2,826	450	1,907	1,491
Changes in working capital items	141	41	178	(147)	(76)
All other, net	4	(45)	(3)	(28)	(16)
Non-cash equity-based compensation	6	19	4	15	10
Net gain (loss) on disposal of assets	(1)	(2)	-	-	1
Net interest and other financial costs	158	556	114	301	215
Loss on extinguishment of debt	-	46	-	-	-
Current income taxes	-	-	-	2	5
Asset retirement expenditures	-	7	1	2	6
Unrealized derivative losses (gains) <sup>(a)</sup>	4	(5)	(7)	6	36
Acquisition costs	-	3	3	11	(1)
Other adjustments to equity method investment distributions	7	47	22	(10)	2
Adjusted EBITDA	937	3,493	762	2,059	1,673
Adjusted EBITDA attributable to noncontrolling interests	(7)	(18)	(2)	(8)	(3)
Adjusted EBITDA attributable to Predecessor <sup>(b)</sup>	-	-	-	(47)	(251)
Adjusted EBITDA attributable to MPLX LP	930	3,475	760	2,004	1,419
Deferred revenue impacts	8	32	9	33	16
Net interest and other financial costs	(158)	(556)	(114)	(301)	(215)
Maintenance capital expenditures	(19)	(146)	(25)	(103)	(84)
Equity method investment capital expenditures paid out	(4)	(31)	(11)	(13)	(3)
Other	-	7	-	6	(1)
Portion of DCF adjustments attributable to Predecessor <sup>(b)</sup>	-	-	-	2	8
Distributable cash flow attributable to MPLX LP	757	2,781	619	1,628	1,140
Preferred unit distributions	(20)	(75)	(16)	(65)	(41)
Distributable cash flow attributable to GP and LP unitholders	737	2,706	603	1,563	1,099

<sup>(a)</sup>The Partnership makes a distinction between realized and unrealized gains and losses on derivatives. During the period when a derivative contract is outstanding, changes in the fair value of the derivative are recorded as an unrealized gain or loss. When a derivative contract matures or is settled, the previously recorded unrealized gain or loss is reversed and the realized gain or loss of the contract is recorded. <sup>(b)</sup>The adjusted EBITDA and DCF adjustments related to Predecessor are excluded from adjusted EBITDA attributable to MPLX LP and DCF prior to the acquisition date.

# Reconciliation of Segment Adjusted EBITDA to Net Income



(\$MM)	1Q 2019	1Q 2018
<b>L&amp;S segment adjusted EBITDA attributable to MPLX LP</b>	<b>559</b>	<b>437</b>
<b>G&amp;P segment adjusted EBITDA attributable to MPLX LP</b>	<b>371</b>	<b>323</b>
Adjusted EBITDA attributable to MPLX LP	930	760
Depreciation and amortization	(211)	(176)
(Provision) benefit for income taxes	2	(4)
Amortization of deferred financing costs	(13)	(16)
Non-cash equity-based compensation	(6)	(4)
Net interest and other financial costs	(158)	(114)
Income from equity investments	70	61
Distributions/adjustments from equity method investments	(108)	(90)
Unrealized derivative (losses) gains <sup>(a)</sup>	(4)	7
Acquisition costs	-	(3)
Adjusted EBITDA attributable to noncontrolling interests	7	2
<b>Net income</b>	<b>509</b>	<b>423</b>

<sup>(a)</sup>The Partnership makes a distinction between realized and unrealized gains and losses on derivatives. During the period when a derivative contract is outstanding, changes in the fair value of the derivative are recorded as an unrealized gain or loss. When a derivative contract matures or is settled, the previously recorded unrealized gain or loss is reversed and the realized gain or loss of the contract is recorded.



# Reconciliation of Segment Adjusted EBITDA to Net Income

## Drop Impact



(\$MM)	1Q 2019 without Drop	Drop <sup>(a)</sup>	1Q 2019
<b>L&amp;S segment adjusted EBITDA attributable to MPLX LP</b>	<b>490</b>	<b>69</b>	<b>559</b>
<b>G&amp;P segment adjusted EBITDA attributable to MPLX LP</b>	<b>371</b>	<b>-</b>	<b>371</b>
<b>Adjusted EBITDA attributable to MPLX LP</b>	<b>861</b>	<b>69</b>	<b>930</b>
Depreciation and amortization	(203)	(8)	(211)
Benefit for income taxes	2	-	2
Amortization of deferred financing costs	(13)	-	(13)
Non-cash equity-based compensation	(6)	-	(6)
Net interest and other financial costs	(158)	-	(158)
Income from equity investments	70	-	70
Distributions/adjustments from equity method investments	(108)	-	(108)
Unrealized derivative (losses) gains <sup>(b)</sup>	(4)	-	(4)
Adjusted EBITDA attributable to noncontrolling interests	7	-	7
<b>Net income</b>	<b>448</b>	<b>61</b>	<b>509</b>

<sup>(a)</sup>The drop is the 1Q 2018 drop which included the Refinery Logistics Assets and Fuels Distribution services. <sup>(b)</sup>The Partnership makes a distinction between realized and unrealized gains and losses on derivatives. During the period when a derivative contract is outstanding, changes in the fair value of the derivative are recorded as an unrealized gain or loss. When a derivative contract matures or is settled, the previously recorded unrealized gain or loss is reversed and the realized gain or loss of the contract is recorded.

# Reconciliation of LTM Net Income (Loss) to LTM Pro Forma adjusted EBITDA



(\$MM)	1Q 2019	1Q 2018
LTM Net income	1,920	1,072
LTM Net income to adjusted EBITDA adjustments	1,725	1,269
LTM Adjusted EBITDA attributable to MPLX LP	3,645	2,341
LTM Pro forma adjustments for acquisitions	4	888
LTM Pro forma adjusted EBITDA	3,649	3,229
Consolidated debt	14,283	12,357
Consolidated debt to adjusted EBITDA	3.9x	3.8x