

**NGPL PipeCo LLC**  
**NOTICE OF GUARANTEED DELIVERY**  
**Tender of 7.119% Senior Notes due 2017**  
**Pursuant to the Offer to Purchase dated July 25, 2017**

**THE OFFER (AS DEFINED BELOW) WILL EXPIRE AT 8:00 A.M., EASTERN TIME, ON AUGUST 1, 2017, UNLESS EXTENDED OR THE OFFER IS EARLIER TERMINATED BY THE COMPANY (AS DEFINED BELOW) IN ITS SOLE DISCRETION (SUCH TIME, AS THE SAME MAY BE EXTENDED OR EARLIER TERMINATED, THE "EXPIRATION TIME"). TENDERED NOTES MAY BE WITHDRAWN AT ANY TIME AT OR PRIOR TO THE EXPIRATION TIME.**

*The Tender Agent for the Offer is:*

**Global Bondholder Services Corporation**

*By Regular, Registered or Certified Mail;  
Hand or Overnight Delivery:*  
Global Bondholder Services Corporation  
65 Broadway, Suite 404  
New York, New York 10006  
Attention: Corporate Actions

*By Facsimile Transmission  
(for Eligible Institutions only):*  
(212) 430-3775  
Attention: Corporate Actions

*For Confirmation by Telephone:*  
(212) 430-3774

**Delivery of this notice of guaranteed delivery to an address other than as set forth above, or transmission of instructions via a fax number other than as listed above, will not constitute a valid delivery. The method of delivery of this notice of guaranteed delivery, and all other required documents to the Tender Agent, including delivery through DTC and any acceptance or Agent's Message delivered through DTC's Automated Tender Offer Program ("ATOP"), is at the election and risk of Holders.**

This Notice of Guaranteed Delivery is being provided in connection with the offer (the "Offer") by NGPL PipeCo LLC, a Delaware limited liability company (the "Company"), to purchase for cash any and all of its outstanding 7.119% Senior Notes due 2017, CUSIP Nos. 62912XAB0 / U6536EAB2, ISINs US62912XAB01 / USU6536EAB21 (the "Notes"), from holders thereof (each, a "Holder" and collectively, the "Holders") upon the terms and subject to the conditions set forth in the Offer to Purchase dated July 25, 2017 (as it may be amended or supplemented from time to time, the "Offer to Purchase") and in the Letter of Transmittal (as it may be amended or supplemented from time to time, the "Letter of Transmittal") and in this Notice of Guaranteed Delivery (as it may be amended or supplemented from time to time, this "Notice of Guaranteed Delivery"), which together constitute the Offer.

As set forth in the Offer to Purchase, this form or one substantially equivalent hereto must be used to accept the Offer if you cannot deliver your Notes and all other required documents to the Tender Agent, or if your Notes are not immediately available, by the Expiration Time, or the procedure for book-entry transfer cannot be completed on a timely basis, you may tender your Notes pursuant to the guaranteed delivery procedure described in the Offer to Purchase by or through any eligible institution. To comply with the guaranteed delivery procedure, you must: (1) properly complete and duly execute this Notice of Guaranteed Delivery substantially in the form provided to you by the Company, including (where required) a signature guarantee by an eligible institution in the form set forth in the Notice of Guaranteed Delivery; (2) arrange for the Tender Agent to receive the Notice of Guaranteed Delivery by the Expiration Time; and (3) ensure that the Tender Agent receives the certificates for all physically-tendered Notes or book-entry confirmation of electronic delivery of Notes, as the case may be, together with a properly completed and duly executed Letter of Transmittal with any required signature guarantees or an Agent's Message, and all other documents required by the Letter of Transmittal, within two business days after the Expiration Time, all as provided in the Offer to Purchase. See "Terms of the Offer—Procedure for Tendering Notes" in the Offer to Purchase. Capitalized terms used but not defined herein shall have the meaning given to them in the Offer to Purchase.

Ladies and Gentlemen:

The undersigned hereby tender(s) to the Company upon the terms and subject to the conditions set forth in the Offer to Purchase and the related Letter of Transmittal (receipt of which is hereby acknowledged), the principal amount of Notes specified below pursuant to the guaranteed delivery procedures set forth in the Offer to Purchase under the caption "Terms of the Offer — Procedure for Tendering Notes." By so tendering, the undersigned does hereby make, at and as of the date hereof, the representations and warranties of a tendering holder of Notes set forth in the Letter of Transmittal.

The undersigned understands that tenders of Notes pursuant to the Offer may not be withdrawn after the Expiration Time. Tenders of Notes may be withdrawn prior to the Expiration Time as provided in the Offer to Purchase.

All authority conferred or agreed to be conferred by this Notice of Guaranteed Delivery shall not be affected by, and shall survive, the death or incapacity of the undersigned, and every obligation of the undersigned under this Notice of Guaranteed Delivery shall be binding upon the heirs, executors, administrators, trustees in bankruptcy, personal and legal representatives, successors and assigns of the undersigned.

The Notes may be submitted only in principal amounts equal to minimum denominations of \$1,000 and integral multiples of \$1,000 in excess thereof.

If the ATOP procedures are used, the DTC participant does not need to complete and physically deliver the Notice of Guaranteed Delivery. However, the DTC participant will be bound by the terms of the Offer.

As more fully described in the Offer, the Notes, or confirmation of book-entry transfer of the Notes, and all other required documents, will be required to be provided no later than 5:00 p.m., Eastern Time, on August 3, 2017, which is two business days following the Expiration Time. The Company expects the Guaranteed Delivery Settlement Date will take place on August 4, 2017.

**PLEASE SIGN AND COMPLETE**

Principal Amount of Notes Tendered:*	Certificate Number(s) (if available):
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
*Must be in denominations of principal amount of \$1,000. If Notes will be delivered by book-entry transfer to the Tender Agent account at The Depository Trust Company, provide the following information:	
Name of Tendering Institution: _____	
DTC Account Number: _____	
<b>PLEASE SIGN HERE</b>	
x	
x	
Signature(s) of Owner(s) or authorized Signatory	Date
Address:	
Area Code and Telephone Number:	

This Notice of Guaranteed Delivery must be signed by the registered holder(s) of the Notes exactly as their name(s) appear on certificate(s) for the Notes or, if tendered by a participant in one of the book-entry transfer facilities, exactly as such participant's name appears on a security position listing as the owner of Notes, or by person(s) authorized to become registered holder(s) by endorsements and documents transmitted with this Notice of Guaranteed Delivery. If the signature above is by a trustee, executor, administrator, guardian, attorney-in-fact, officer or other person acting in a fiduciary or representative capacity, such person must set forth the following information and furnish evidence of his or her authority as provided in the Letter of Transmittal:

**Please print name(s) and address(es)**

Name(s):

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Capacity:

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Address:

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**GUARANTEE OF DELIVERY  
(NOT TO BE USED FOR SIGNATURE GUARANTEE)**

The undersigned, a member firm of a registered national securities exchange or of the Financial Industry Regulatory Authority, Inc., a commercial bank or trust company having an office or correspondent in the United States or an “eligible guarantor institution,” within the meaning of Rule 17Ad-15 under the Exchange Act, (each, an “Eligible Institution”), hereby (i) represents that the above-named persons are deemed to own the Notes tendered hereby, (ii) represents that such tender of Notes is being made by guaranteed delivery and (iii) guarantees that the Notes tendered hereby in proper form for transfer or confirmation of book-entry transfer of such Notes into the Tender Agent’s account at the book-entry transfer facility, pursuant to the procedures set forth in “Terms of the Offer — Procedure for Tendering Notes” section of the Offer to Purchase, in each case together with a properly completed and duly executed Letter of Transmittal (or manually signed facsimile thereof) with any required signature guarantees (or an Agent’s Message) and any other documents required by the Letter of Transmittal, will be received by the Tender Agent at its address set forth above within two business days after the date of execution hereof.

The Eligible Institution that completes this form must communicate the guarantee to the Tender Agent and must deliver the Letter of Transmittal and Notes to the Tender Agent within the time period shown herein.

Name of Firm: _____
Name of Authorized Signatory: _____
Authorized Signature: _____
Title: _____
Address: _____
Area Code and Telephone Number: _____
Date: _____

**DO NOT SEND CERTIFICATES FOR NOTES WITH THIS FORM. ACTUAL SURRENDER OF CERTIFICATES FOR NOTES MUST BE MADE PURSUANT TO, AND BE ACCOMPANIED BY, A DULY EXECUTED LETTER OF TRANSMITTAL (OR AN AGENT’S MESSAGE) AND ANY OTHER REQUIRED DOCUMENTS.**