

Spectra Energy Corp

Long-Term Debt

As of December 31, 2016

		CUSIP	Maturity	CAD Amount	USD Amount
<u>SPECTRA ENERGY CAPITAL, LLC</u>					
6.20%	Senior Unsecured Notes	84755TAA5	Apr-18		\$ 500
6.75%	Senior Unsecured Notes	26439RAC0	Jul-18		150
LIBOR-based	Unsecured Term Loan	N/A	Nov-18		300
8.00%	Senior Unsecured Notes	26439RAH9	Oct-19		500
5.65%	Senior Unsecured Notes	84755TAD9	Mar-20		300
3.30%	Senior Unsecured Notes	84755T AE7	Mar-23		650
6.75%	Senior Unsecured Notes	26439RAK2	Feb-32		240
7.50%	Senior Unsecured Notes	84755TAC1	Sep-38		250
	Subtotal, Notes and Term Loan				2,890
Fair Value Hedge Carrying Value Adjustment			2017-2023		6
Unamortized Debt (Discount) / Premium and (Issuance Costs)					(10)
Subtotal, Spectra Energy Capital, LLC					\$ 2,886
<u>WESTCOAST ENERGY INC.</u>					
8.50%	Debentures - Series O	95751DAE2	Sep-18	150	\$ 112
5.60%	MTN Series 9	95751ZAJ2	Jan-19	300	223
9.90%	Debentures - Series S	95751DAJ1	Jan-20	100	74
4.57%	MTN Series 10	95751ZAL7	Jul-20	250	186
3.883%	MTN Series 13	95751ZAP8	Oct-21	150	112
3.12%	MTN Series 14	95751ZAQ6	Dec-22	250	186
3.43%	MTN Series 15	95751ZAS2	Sep-24	350	260
8.85%	Debentures - Series T	95751DAK8	Jul-25	150	112
8.80%	MTN Series 2	95751ZAB9	Nov-25	25	18
3.77%	MTN Series 16	95751ZAR4	Dec-25	300	223
7.30%	Debentures - Series W	95751DAP7	Dec-26	125	93
6.75%	MTN Series 4	95751ZAD5	Dec-27	150	112
7.15%	MTN Series 8	95751ZAH6	Mar-31	200	149
4.791%	MTN Series 12	95751ZAN3	Oct-41	200	149
	Subtotal, Debentures			2,700	2,009
Fair Value Hedge Carrying Value Adjustment					-
Unamortized Debt (Discount) / Premium and (Issuance Costs)					(7)
Subtotal, Westcoast Energy Inc.					\$ 2,002
<u>MARITIMES & NORTHEAST PIPELINE LIMITED PARTNERSHIP</u>					
6.90%	Senior Secured Notes	57036QAC4	2017-2019	78	\$ 58
4.34%	Senior Secured Notes	57036QAB6	2017-2019	38	28
	Subtotal, Notes			116	86
1.00%	Subordinated Unsecured Note				2
Unamortized Capitalized Debt Expense					(1)
Subtotal, Maritimes & Northeast Pipeline, L.P.					\$ 87
<u>UNION GAS LIMITED</u>					
9.70%	Debentures - 1992 Series II	906667AW0	Nov-17	125	\$ 93
5.35%	MTN Series 6	90664ZAR1	Apr-18	200	149
8.75%	Debentures - 1993 Series	906667AX8	Aug-18	125	93
8.65%	Senior Debentures	15234RAA4	Oct-18	75	56
2.76%	MTN Series 11	90664ZAC4	Jun-21	200	149
4.85%	MTN Series 6	90664ZAQ3	Apr-22	125	93
3.79%	MTN Series 10	90664ZAV2	Jul-23	250	186
3.19%	MTN Series 13	90664ZAE0	Sep-25	200	149
8.65%	Debentures - 1995 Series	906667BA7	Nov-25	125	93
2.81%	MTN Series 14	90664ZAF7	Jun-26	250	186
5.46%	MTN Series 6	90664ZAP5	Sep-36	165	123
6.05%	MTN Series 7	90664ZAS9	Sep-38	300	223
5.20%	MTN Series 8	90664ZAT7	Jul-40	250	186
4.88%	MTN Series 9	90664ZAU4	Jun-41	300	223
4.20%	MTN Series 12	90664ZAD2	Jun-44	500	371
3.80%	MTN Series 15	90664ZAW0	Jun-46	250	186
	Subtotal, Debentures			3,440	2,559
Unamortized Debt (Discount) / Premium and (Issuance Costs)					(15)
Subtotal, Union Gas Limited					\$ 2,544

Spectra Energy Corp

Long-Term Debt

As of December 31, 2016

		<u>CUSIP</u>	<u>Maturity</u>	<u>CAD Amount</u>	<u>USD Amount</u>
- - Continued - -					
<u>SPECTRA ENERGY PARTNERS, LP</u>					
2.95%	Senior Unsecured Notes	84756N AC3	Sep-18	\$	500
LIBOR-based	Unsecured Term Loan	N/A	Nov-18		400
4.60%	Senior Unsecured Notes	84756N AB5	Jun-21		250
4.75%	Senior Unsecured Notes	84756N AD1	Mar-24		1,000
3.50%	Senior Unsecured Notes	84756N AF6	Mar-25		500
3.375%	Senior Unsecured Notes	84756N AH2	Oct-26		600
5.95%	Senior Unsecured Notes	84756N AE9	Sep-43		400
4.50%	Senior Unsecured Notes	84756N AG4	Mar-45		700
	Subtotal, Notes and Term Loan				4,350
Fair Value Hedge Carrying Value Adjustment				2018-2022	4
Unamortized Debt (Discount) / Premium and (Issuance Costs)					(33)
Subtotal, Spectra Energy Partners, LP				\$	4,321 *
<u>TEXAS EASTERN TRANSMISSION, LP</u>					
6.00%	Senior Unsecured Notes	882384AA8	Sep-17	\$	400
4.125%	Senior Unsecured Notes	882384AB6	Dec-20		300
2.80%	Senior Unsecured Notes	882384AC4	Oct-22		500
7.00%	Senior Unsecured Notes	882389CC1	Jul-32		450
	Subtotal, Notes				1,650
Unamortized Debt (Discount) / Premium and (Issuance Costs)					(8)
Subtotal, Texas Eastern Transmission, LP				\$	1,642 *
<u>EXPRESS-PLATTE PIPELINE</u>					
6.09%	Senior Secured Notes, Private Placement	EP60020A	Jan-20	\$	110
7.39%	Subordinated Secured Notes, Private Placement	30217VAC1	2017-2019		12
	Subtotal, Express-Platte Pipeline			\$	122
Unamortized Debt (Discount) / Premium					5
Subtotal, Express-Platte Pipeline				\$	127 *
<u>ALGONQUIN GAS TRANSMISSION, LLC</u>					
3.51%	Private Placement Notes	N/A	Jul-24	\$	350
Unamortized Capitalized Debt Expense					(1)
Subtotal, Algonquin Gas Transmission, LLC				\$	349 *
<u>EAST TENNESSEE NATURAL GAS, LLC</u>					
3.10%	Private Placement Notes	N/A	Dec-24	\$	200
Subtotal, East Tennessee Natural Gas, LLC				\$	200 *
<u>OTHER</u>					
	Capital Leases		Various	\$	14
	Other		Various		3
Subtotal, Other				\$	17
TOTAL, Spectra Energy Corp Consolidated				\$	14,175
Spectra Energy Corp Consolidated Long-Term Debt				\$	14,175
Spectra Energy Corp Consolidated Current Maturities of Long-Term Debt					551
Long-Term Debt per the Balance Sheet				\$	13,624
* Spectra Energy Parters, LP Consolidated Long-Term Debt				\$	6,639
Spectra Energy Partners, LP Consolidated Current Maturities of Long-Term Debt					416
Long-Term Debt per the Balance Sheet				\$	6,223