

Common Carrier Pipeline

ANNUAL REPORT

For Year Ending December 31, 2014

OF

Yellowstone Pipe Line Company

to

THE PUBLIC SERVICE COMMISSION

OF THE STATE OF MONTANA

Dept. Use Only

Received	
Date	
By	

INSTRUCTIONS

Section 69-13-301, MCA, Requirements in ARM 38.7.102, **Rule II: ANNUAL REPORTS** (1) Each Intrastate Common Carrier Pipeline Company shall file with the Commission, at its office in Helena, MT an annual report for each calendar year. This Report shall be filed not later than the 30th day of April next following the year for which the report is made. The report shall show the names of officers, directors and the residences of each; amount of capital stock and bonded indebtedness outstanding; capital investment with additional investments made during the year; assets and liabilities; revenues and expenditures; depreciation; statistical data as to petroleum delivered and lost during transportation (as it relates to Montana).

(2)... The above stated ARM 38.7.102 may be fulfilled by submission of Federal Energy Regulatory Commission (FERC) Form 6 Annual Report of oil pipeline companies, supplemented by such other forms as the Commission may prescribe. The supplemental forms shall be duly verified under oath by an officer of the company.

OPERATING PROPERTY

For Year 2014

	System		Montana	
	Bal Begin Year	Bal End Year	Bal Beg Year	Bal End Year
GATHERING LINES				
Land.....	0	0	0	0
Right of Way	0	0	0	0
Line Pipe	0	0	0	0
Line Pipe Fittings	0	0	0	0
Pipeline Construction	0	0	0	0
Buildings	0	0	0	0
Boilers.....	0	0	0	0
Pumping Equipment	0	0	0	0
Machine Tools & Machinery	0	0	0	0
Other Station Equipment	0	0	0	0
Oil Tanks	0	0	0	0
Delivery Facilities	0	0	0	0
Communication Systems	0	0	0	0
Office Furniture and Equipment	0	0	0	0
Vehicles & Other Work Equipment	0	0	0	0
Other Property	0	0	0	0
Asset Retirement Costs for Gathering Lines	0	0	0	0
TOTAL	0	0	0	0
TRUNK LINES				
Land.....	152,582	152,582	133,934	133,934
Right of Way	525,911	525,911	346,240	346,240
Line Pipe	18,167,498	19,005,457	12,219,201	12,332,975
Line Pipe Fittings	3,637,497	4,015,585	2,624,860	2,838,351
Pipeline Construction	32,076,010	35,699,477	16,683,633	17,811,788
Buildings	1,507,859	1,507,859	1,066,628	1,066,628
Boilers.....	0	0	0	0
Pumping Equipment	4,900,639	4,856,993	3,004,424	2,960,778
Machine Tools & Machinery	231,762	231,762	177,694	177,694
Other Station Equipment	14,304,686	14,445,713	9,809,956	9,909,736
Oil Tanks	596,379	596,379	0	0
Delivery Facilities	5,526,069	5,585,838	4,605,733	4,605,733
Communication Systems	146,572	146,572	66,197	66,197
Office Furniture and Equipment	64,429	199,839	64,428	64,428
Vehicles & Other Work Equipment	194,906	265,506	143,245	160,195
Other Property	655,042	655,042	480,144	480,144
Asset Retirement Costs for Trunk Lines	0	0	0	0
TOTAL	82,687,841	87,890,515	51,426,317	52,954,821
GENERAL				
Land.....	0	0	0	0
Buildings	0	0	0	0
Machine Tools & Machinery	0	0	0	0
Communications Systems	0	0	0	0
Office Furniture	0	0	0	0
Vehicles & Other Work Equipment	0	0	0	0
Other Properties	0	0	0	0
Asset Retirement Costs for General Property	0	0	0	0
Construction Work in Progress	4,439,652	17,960,958	329,188	352,905
TOTAL	4,439,652	17,960,958	329,188	352,905
GRAND TOTAL	87,127,493	105,851,473	51,755,505	53,307,726

NON-OPERATING PROPERTY

As of December 31, 2014

(Include only the Noncarrier Property which is included on the Balance Sheet)

[illegible]

INCOME ACCOUNT**MONTANA****As of December 31, 2014**

	This Year	Last Year
OPERATING REVENUES		
Pipeline Operating Revenues	29,744,766	43,289,721
Other Earnings from Operations	0	0
Total Operating Revenues	29,744,766	43,289,721
OPERATING EXPENSES		
Pipeline Trans. & Other Oper. Expenses	9,582,272	11,271,022
Rental Expense	62,033	48,360
General Expense	173,096	169,177
Total	9,817,401	11,488,559
Depreciation	29,222	0
Taxes, Federal Excluded	2,273,376	2,035,166
Federal Taxes	6,206,870	10,733,701
Total Operating Expenses	18,326,869	24,257,426
Net Operating Expenses	11,417,897	19,032,295
Non-Operating Revenues (Net)	4,549	12,271
Gross Income	11,422,446	19,044,566
DEDUCTIONS FROM GROSS INCOME		
Interest on Funded Debt	0	0
Interest on Other Debt	0	0
Other Deductions	0	0
Total	0	0
Net Income	11,422,446	19,044,566
DISPOSTION OF NET INCOME	Not Allocated Among States	
Dividends		
Surplus or Deficit for Year		
Surplus or Deficit Beginning of Year		
Adjustments During Year		
Surplus or Deficit at Close of Year		

ALLOCATION INFORMATION

YELLOWSTONE PIPE LINE COMPANY

As of December 31, 2014

BASIC DATA		SYSTEM	MONTANA	BALANCE OF SYSTEM
INVESTMENT				
	Lines of Pipe	\$87,890,515	\$52,954,821	\$34,935,694
	Other (included CWIP, M & S)	\$17,960,958	\$352,905	\$17,608,053
USE				
	Barrel Miles	7,437,849,296	6,406,272,883	1,031,576,413
TERMINAL				
	Originating Barrels	36,730,279	32,465,979	4,264,300
	Terminating Barrels	36,724,197	23,509,922	13,214,275
MILES				
	Pipe	698	477	221

NOTES:

**PROPERTIES IN MONTANA PURCHASED OR SOLD DURING
THE YEAR 2014**

TYPE	LOCATION	PURCHASE OR SALES PRICE
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No acquisitions or dispositions of properties in Montana

AFFIDAVIT

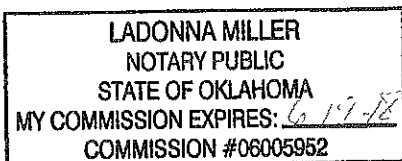
STATE OF OKLAHOMA)
) ss
 County of WASHINGTON)

I, the undersigned, on oath do say that the foregoing return and any accompanying schedules have been prepared from the original books, papers and records of Phillips 66 Pipeline LLC, that I have carefully examined the same, and declare the same to be a complete and correct statement of the business and affairs of the said company in respect to each and every matter and thing set forth, to the best of my knowledge and belief, and I further say that no deductions were made before stating the gross earnings or receipts herein set forth, except those shown in the foregoing accounts

Carl Castleberry
 (Signature)

Carl Castleberry
 Coordinator, Regulatory Reporting
 (Official Title)

SUBSCRIBED AND SWORN to before me at Bartlesville, Oklahoma
 this 30th day of April, 2015



Ladonna Miller
 (Notary Public)

Ladonna Miller
 (Name printed or typed)

My Commission Expires 6-19-18

Check appropriate box:

☒ An Initial (Original) Submission

☐ Resubmission No. _____

RECEIVED

MAY 04 2015

MONT. P.S. COMMISSION

N2015.2.17
Form 6 Approved
OMB No.1902-0022
(Expires 10/31/2016)

Form 6-Q Approved
OMB No.1902-0206
(Expires 06/30/2016)



FERC Financial Report
FERC Form No. 6: ANNUAL REPORT
OF OIL PIPELINE COMPANIES and
Supplemental Form 6-Q:
Quarterly Financial Report

(Formerly ICC Form P)

These reports are mandatory under the Interstate Commerce Act, Sections 20 and 18 CFR, Parts 357.2 and 357.4. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider this report to be of a confidential nature.

Exact Legal Name of Respondent (Company)

Yellowstone Pipe Line Company

Year/Period of Report

End of 2014/Q4

INSTRUCTIONS FOR FILING FERC FORMS 6 AND 6-Q

GENERAL INFORMATION

I. Purpose

The FERC Form No. 6 (FERC Form 6) is an annual regulatory reporting requirement (18 C.F.R. § 357.2). The FERC Form No. 6-Q (FERC Form 6-Q) is a quarterly regulatory reporting requirement (18 C.F.R. § 357.4). These reports are designed to collect both financial and operational information from oil pipeline companies subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be non-confidential public use forms.

II. Who Must File

(a) Each oil pipeline carrier whose annual jurisdictional operating revenues has been \$500,000 or more for each of the three previous calendar years must file FERC Form 6 (18 C.F.R. § 357.2 (a)). Oil pipeline carriers submitting FERC Form 6 must submit FERC Form 6-Q (18 C.F.R. § 357.4(a)). Newly established entities must use projected data to determine whether FERC Form No. 6 must be filed.

(b) Oil pipeline carriers exempt from filing FERC Form 6 whose annual jurisdictional operating revenues have been more than \$350,000 but less than \$500,000 for each of the three previous calendar years must prepare and file page 301, "Operating Revenue Accounts (Account 600), and page 700, "Annual cost of Service Based Analysis Schedule," of FERC Form 6. When submitting pages 301 and 700, each exempt oil pipeline carrier must include page 1 of the FERC Form 6, the Identification and Attestation schedules (18 C.F.R. § 357.2 (a)(2)).

(c) Oil pipeline carriers exempt from filing FERC Form 6 and pages 301 and whose annual jurisdictional operating revenues were \$350,000 or less for each of the three previous calendar years must prepare and file page 700, "Annual Cost of Service Based Analysis Schedule," of FERC Form 6. When submitting page 700, each exempt oil pipeline carrier must include page 1 of FERC Form 6, the Identification and Attestation schedule (18 C.F.R. § 357.2 (a)(3)).

III. What and Where to Submit

(a) Submit FERC Form 6 and 6-Q electronically through the forms submission software available at <http://www.ferc.gov/docs-filing/eforms/form-6/elec-subm-soft.asp>. Retain one copy of this report for your files.

(b) The Corporate Officer Certification must be submitted electronically as part of FERC Form 6 and 6-Q filings.

(c) Indicate by checking the appropriate box on Page 3, List of Schedules, if the Annual Report to Stockholders will be submitted, or if no Annual Report to Stockholders has been prepared.

(d) Submit immediately upon publication, by either eFiling or mail, two (2) copies of the latest Annual Report to Stockholders to the Secretary of the Commission at:

**Secretary of the Commission
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426**

(e) Filers are encouraged to file their Annual Report to Stockholders using eFiling at <http://www.ferc.gov/docs-filing/efiling.asp>. To further that effort, a new selection, "Annual Report to Stockholders," has been added to the dropdown "pick list" from which companies must choose when eFiling. Further instructions are posted to the Commission's website at <http://www.ferc.gov/help/how-to.asp>.

(f) Federal, State and Local Governments and other authorized users may obtain additional blank copies of FERC Forms 6 and 6-Q free of charge from <http://www.ferc.gov/docs-filing/eforms.asp#6> and <http://www.ferc.gov/docs-filing/eforms.asp#6Q>.

IV. When to Submit

FERC Forms must be filed by the following schedule:

(a) FERC Form 6 for each year ending December 31 must be filed by April 18th of the following year (18C.F.R. § 357.2), and

(b) FERC Form 6-Q for each calendar quarter must be filed within 70 days after the end of the reporting quarter (18 C.F.R. § 357.4).

V. Where to Send Comments on Public Reporting Burden

(a) The public reporting burden for the FERC Form 6 is estimated to average 186 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. The public reporting burden for the FERC Form 6-Q is estimated to average 150 hours per response. Send comments regarding these burden estimates or any aspect of these information collections, including suggestions for reducing this burden, to the Federal Energy Regulatory Commission, at DataClearance@FERC.gov, or to 888 First Street, NE, Washington DC 20426 (Attention: Information Clearance Officer); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission). For security reasons, comments should be sent by e-mail to OMB at oira_submission@omb.eop.gov.

(b) You shall not be penalized for failure to respond to this collection of information unless the collection of information displays a valid OMB control number.

GENERAL INSTRUCTIONS

- I.** Prepare these reports in conformity with the Uniform System of Accounts (18 C.F.R. Part 352) (USofA). Interpret all accounting words and phrases in accordance with the USofA.
- II.** Enter in whole numbers (dollars) only, except where otherwise noted. Enter cents for averages where cents are important. The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for income statement accounts the current year's amounts. Quarterly reporting should be consistent with the previous year's reporting.
- III.** Complete each question fully and accurately, even if it has been answered in a previous period. Enter the word "None" where it truly and completely states the fact.
- IV.** For any page(s) that is not applicable to the Filer, either Enter the words "Not Applicable" on the particular page(s), or Omit the page(s) and enter "NA", "None", or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.
- V.** Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" at the top of each page is applicable only to resubmissions.**
- VI.** Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported in the positive. Numbers having a sign that is different from the expected sign should be entered with a negative (-) sign.
- VII.** Resubmit any revised FERC Form 6 data via the Internet using the forms submission software only. Please explain the reason for the resubmission in a footnote to the data field.
- VIII.** Do not make references to reports of previous periods or to other reports in lieu of required entries, except as specifically authorized.
- IX.** Whenever (schedule) pages refer to figures from a previous period the figures reported must be based upon those shown by the report of the previous period or an appropriate explanation given as to why different figures were used.

DEFINITIONS

1. Active Corporation - A corporation which maintains an organization for operating property or administering its financial affairs.
2. Actually Issued - For the purposes of this report, capital stock and other securities are considered to be actually issued when sold to a bona fide purchaser for a valuable consideration, and such purchaser holds free from control by the respondent.
3. Actually Outstanding - For the purposes of this report, capital stock and other securities actually issued and not reacquired by or for the respondent.
4. Affiliated Companies - The situation where one company directly or indirectly controls the other, or where they are subject to a common control.
5. Carrier - A common carrier by pipeline subject to the Interstate Commerce Act.
6. Commission - Means the Federal Energy Regulatory Commission.
7. Control (including the terms "controlling," "controlled by," and "under common control with") -

(a) The possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a company, whether such power is exercised through one or more intermediary companies, or alone, or in conjunction with, or pursuant to an agreement. Also, it is necessary whether such power is established through a majority or minority ownership or voting of securities, common directors, officers or stockholders, voting trusts, holding trusts, associated companies, contract or any other direct or indirect means. When there is doubt about an existence of control in any particular situation, the carrier shall report all pertinent facts to the Commission for determination. (18 CFR 352, Definition 10.)

(b) For the purposes of this report, the following are to be considered forms of control:

(1) Right through title to securities issued or assumed to exercise the major part of the voting power in the controlled company;

(2) Right through agreement of through sources other than title to securities to name the majority of the board of directors, managers, or trustees of the controlled company;

(3) Right to foreclose a priority lien upon all or a major part in value of the tangible property of the controlled company;

(4) Right to secure control in consequence of advances made for construction of the property of the controlled company. Indirect control is that exercised through an intermediary.

(c) A leasehold interest in the property of a company is not for the purpose of these accounts to be classed as a form of control over the lessor company.

8. Crude Oil - Oil in its natural state (including natural gas and other similar natural constituents), not altered, refined, or prepared for use by any process.

9. Inactive Corporation - A corporation which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

10. Nominally Issued - For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent.

11. Nominally Outstanding - For the purposes of this report, those capital stock and other securities reacquired by or for the respondent under such circumstances require them to be considered held alive and not canceled or retired.

12. Products - Oils that have been refined, altered, or processed for use, such as fuel oil and gasoline.

13. Undivided Joint Interest Pipeline - Physical pipeline property owned in undivided joint interest by more than one person/entity.

14. Undivided Joint Interest Property - Carrier property owned as part of an undivided joint interest pipeline.

EXCERPTS FROM THE LAW

Interstate Commerce Act, Part I

Section 20

(1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, " " (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, " " specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classify such carriers, lessors, " " as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, " " in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

GENERAL PENALTIES

Section 20

(7)(b) Any person who shall knowingly and wilfully make, cause to be made, or participate in the making of any false entry in any annual or other report required under this section to be filed, " " or shall knowingly or wilfully file with the Commission any false report, or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment: " "

(7)(c) Any carrier or lessor, or any officer, agent, employee, or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full true and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

**FERC FORM NO. 6/6-Q:
REPORT OF OIL PIPELINE COMPANIES**

IDENTIFICATION		
01 Exact Legal Name of Respondent Yellowstone Pipe Line Company	02 Year/Period of Report End of 2014 / Q4	
03 Previous Name and Date of Change (if name changed during year)		
04 Address of Principal Office at End of Year (street, City, State, Zip Code) Pinnacle Westchase Building, 3010 Briarpark Drive, Houston, TX 77042		
05 Name of Contact Person Carl W. Castleberry	06 Title of Contact Person Coordinator, Regulatory Reporting	
07 Address of Contact Person (Street, City, State, Zip Code) 1080-01 AB, 411 S. Keeler Ave., Bartlesville, OK 74003-6670		
08 Telephone of Contact Person, Including Area Code (918) 977-5353	09 This Report Is (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	10 Date of Report (Mo, Da, Yr) / /
ANNUAL CORPORATE OFFICER CERTIFICATION		
The undersigned officer certifies that:		
I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.		
01 Name Carl L. Brooks	02 Title Assistant Controller	
03 Signature Carl L. Brooks	04 Date Signed (Mo, Da, Yr) 03/31/2015	
Title 18, U.S.C. 1001, makes it a crime for any person knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.		

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
List of Schedules			
Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages.			
Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
GENERAL CORPORATE INFORMATION AND FINANCIAL STATEMENTS			
General Information	101	ED 12-91	
Control Over Respondent	102	REV 12-95	
Companies Controlled by Respondent	103	NEW 12-95	None
Principal General Officers	104	ED 12-91	
Directors	105	REV 12-95	
Important Changes During the Year	108-109	REV 12-95	
Comparative Balance Sheet Statement	110-113	REV 12-03	
Income Statement	114	REV 12-03	
Statement of Accumulated Comprehensive Income and Hedging Activities	116	NEW 12-02	None
Appropriated Retained Income	118	REV 12-95	None
Unappropriated Retained Income Statement	119	REV 12-95	
Dividend Appropriations of Retained Income	119	REV 12-95	
Statement of Cash Flows	120-121	REV 12-95	
Notes to Financial Statements	122-123	REV 12-95	
BALANCE SHEET SUPPORTING SCHEDULES (Assets and Other Debts)			
Receivable From Affiliated Companies	200	REV 12-00	
General Instructions Concerning Schedules 202 thru 205	201	REV 12-95	None
Investments in Affiliated Companies	202-203	ED 12-91	None
Investments in Common Stocks of Affiliated Companies	204-205	ED 12-91	None
Companies Controlled Directly by Respondent Other Than Through Title of Securities	204-205	ED 12-91	None
Instructions for Schedules 212 Thru 214	211	REV 12-03	
Carrier Property	212-213	REV 12-03	
Undivided Joint Interest Property	214-215	REV 12-03	None
Accrued Depreciation - Carrier Property	216	REV 12-03	
Accrued Depreciaton - Undivided Joint Interest Property	217	REV 12-03	None
Amortization Base and Reserve	218-219	REV 12-03	None
Noncarrier Property	220	REV 12-00	
Other Deferred Charges	221	REV 12-00	None
BALANCE SHEET SUPPORTING SCHEDULES (Liabilities and Other Credits)			
Payables to Affiliated Companies	225	REV 12-00	
Long Term Debt	226-227	ED 12-00	None
Analysis of Federal Income and Other Taxes Deferred	230-231	REV 12-00	
Capital Stock	250-251	REV 12-95	
Capital Stock Changes During the Year	252-253	ED 12-91	None

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
List of Schedules (continued)			
Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages.			
Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
Additional Paid-in Capital	254	ED 12-87	None
INCOME ACCOUNT SUPPORTING SCHEDULES			
Operating Revenue Accounts	301	REV 12-00	
Operating Expense Accounts	302-303	REV 12-00	
Pipeline Taxes	305	ED 12-87	
Income from Noncarrier Property	335	ED 12-91	None
Interest and Dividend Income	336	REV 12-95	None
Miscellaneous Items in Income and Retained Income Accounts for the Year	337	ED 12-96	
Payments for Services Rendered by Other Than Employees	351	REV 12-95	None
PLANT STATISTICAL DATA			
Statistics of Operations	600-601	REV 12-00	
Miles of Pipeline Operated at End of Year	602-603	REV 12-00	
Footnotes	604	ED 12-91	
Annual Cost of Service Based Analysis Schedule	700	REV 12-00	
Stockholders' Reports (check appropriate box) <input checked="" type="checkbox"/> Two copies will be submitted <input type="checkbox"/> No annual report to stockholders is prepared			

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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General Information

1.) For item No. 1, give the exact full name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. The corporate name should also be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 1). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2.) For item No. 2, if incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other possession began. If a partnership, give date of formation and full names of present partners.

3.) For item No. 3, give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees.

4.) For item No. 4, give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected during the year, citing chapter and section. Specify Government, State, Territory under the laws of which each company consolidated or merged or otherwise combined during the year into the present company was organized; give reference to the charters of each, and to all amendments of them. Carefully distinguish between mergers and consolidations. For the purpose of this report, a merger may be defined as the absorption of one of two existing corporations by the other so the absorbed or merged corporation ceases to exist as a legal entity, its property passing to the merging or absorbing corporation, which assumes all of the merged corporation's obligations. A consolidation may be defined as the union of two or more existing corporations into a new corporation, which, through the consolidation, acquires all of the property of the uniting corporations, assumes all of their obligations, and issues its capital stock in exchange for those of the uniting corporations in ratios fixed in the agreement for consolidations, after completion of which both or all of the consolidating corporations cease to exist as legal entities. In a footnote, explain combinations that are not classifiable as mergers or consolidations. Cases in which corporations have become inactive and have been practically absorbed through ownership or control of their entire capital stock, through leases of long duration (under which the lessor companies so not keep up independent organizations for financial purposes), or otherwise, so that no distinction is made in operating or in accounting by reason of the original separate incorporation, should be included in a separate list and fully explained in answering this and the following page.

1. Give exact name of pipeline company making this report.
Yellowstone Pipe Line Company

2. Give date of incorporation.
07/01/1953

3. Give reference to laws of the Government, State, or Territory under which the company is organized. If more than one, name all.
General Corporation Law of the State of Delaware

4. If a consolidated or a merged company, name all constituent and all merged companies absorbed during the year.
None

5. Give date and authority for each consolidation and for each merger effected during the year.
Not Applicable

6. If a reorganized company, give name of original corporation, refer to laws under which it was organized, and state the occasion for any reorganization effected during the year.
Not Applicable

7. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars (details).
Respondent did not conduct any business during the year under a name other than that shown in item number 1.

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
Principal General Officers				
<p>1.) Give the title, name, and address of the principal general officers as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, Construction, Maintenance, Engineering, Commercial, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the company or of some department of it, also give their names and titles, and the location of their offices. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, briefly state the facts under Explanatory Remarks below.</p>				
Line No.	Title of General Officer (a)	Name of Person Holding Office at End of Year (b)	Office Address (c)	
1	President	D. H. Close	Address 1	
2	Vice President	M. S. Miller	Address 2	
3	Vice Pres. and Treasurer	B. R. Wenzel	Address 3	
4	Assistant Treasurer	G. A. Reid	Address 3	
5	Assistant Treasurer	J. A. Vincent	Address 3	
6	General Tax Officer	A. L. Miller	Address 3	
7	Tax Administration Officer	C. B. Reis	Address 4	
8	Assistant Tax Admin. Officer	M. D. Holder	Address 4	
9	Assistant Controller	C. L. Brooks	Address 1	
10	Secretary	M. L. Riggs	Address 1	
11	Assistant Secretary	J. M. Garcia	Address 1	
12	Assistant Secretary	K. R. Serwan	Address 1	
13	Assistant Secretary	E. Fuentes	Address 1	
14				
15			Address 1:	
16			3010 Briarpark Drive	
17			Houston, TX 77042	
18			Address 2:	
19			2626 Lillian Avenue	
20			Billings, MT 59101	
21			Address 3:	
22			3250 Briarpark Drive	
23			Houston, TX 77042	
24			Address 4:	
25			411 South Keeler Avenue	
26			Bartlesville, OK 74003-6670	
27				
28				
29				
30				
31				
32				

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
Directors				
1.) Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent. 2.) Designate members of the Executive Committee by an asterisk and the Chairman of the Executive Committee by a double asterisk.				
Line No.	Name and Title of Director (a)	Offices Address (Street, city, state, zip) (b)		
1	D. H. Close, President	3010 Briarpark Dr. Houston, TX 77042		
2	M. S. Miller, Vice President	2626 Lillian Avenue, Billings, MT 59101		
3				
4	C. D. Meurer	ExxonMobil Pipeline Company		
5		PL-EMP 6471 P. O. Box 2220, Houston, TX 77252-2220		
6				
7	M. E. Hollein	ExxonMobil Pipeline Company		
8		PL-EMP 6471 P. O. Box 2220, Houston, TX 77252-2220		
9				
10	B. A. Young	Sunoco Pipeline L.P.		
11		1818 Market Street Suite 1500, Philadelphia, PA 19103		
12				
13	D. J. Platt, Past Director	Sunoco Pipeline L.P.		
14		1818 Market Street Suite 1500, Philadelphia, PA 19103		
15				
16				
17				
18				
19				
20				

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
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Important Changes During the Quarter/Year

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number these in accordance with the inquiries. Each inquiry should be answered. Enter "none" or "not applicable" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

- 1.) Changes and important additions to franchise rights: Describe the actual consideration given therefor and state from whom the franchise rights were acquired. State if no consideration was given.
- 2.) Acquisition of ownership in other carrier operations by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, and reference to dates of Commission authorization and journal entries filed if applicable.
- 3.) Important extension or reduction of carrier pipeline operations: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required.
- 4.) State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.
- 5.) If the important changes during the year relating to the respondent company appearing in the respondent's annual report to stockholders are applicable in every respect and furnish the data required by instructions 1 to 4 above, such notes may be attached to this page.

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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report
Yellowstone Pipe Line Company			2014/Q4
Important Changes During the Quarter/Year (continued)			

- 1) None
- 2) None
- 3) None
- 4) The Company is involved in various litigation arising from the normal operations of its pipeline business. The Company, based on the advice of counsel, believes that any adverse findings with respect to such legal actions will not result in a material effect on the financial position of the Company.
- 5) Not Applicable

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Comparative Balance Sheet Statement

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
	CURRENT ASSETS			
1	Cash (10)		17,868,912	23,853,553
2	Special Deposits (10-5)			
3	Temporary Investments (11)			
4	Notes Receivable (12)			
5	Receivables from Affiliated Companies (13)	200	4,895,411	3,170,814
6	Accounts Receivable (14)		192,372	225,059
7	Accumulated Provision For Uncollectible Accounts (14-5)			
8	Interest and Dividends Receivable (15)			
9	Oil Inventory (16)			
10	Material and Supplies (17)		57,730	
11	Prepayment (18)			
12	Other Current Assets (19)			
13	Deferred Income Tax Assets (19-5)	230-231	30,055	30,055
14	TOTAL Current Assets (Total of lines 1 thru 13)		23,044,480	27,279,481
	INVESTMENTS AND SPECIAL FUNDS			
	Investments in Affiliated Companies (20):			
15	Stocks	202-203		
16	Bonds	202-203		
17	Other Secured Obligations	202-203		
18	Unsecured Notes	202-203		
19	Investment Advances	202-203		
20	Undistributed Earnings from Certain Invest. in Acct. 20	204		
	Other Investments (21):			
21	Stocks			
22	Bonds			
23	Other Secured Obligations			
24	Unsecured Notes			
25	Investment Advances			
26	Sinking and other funds (22)			
27	TOTAL Investment and Special Funds (Total lines 15 thru 26)			
	TANGIBLE PROPERTY			
28	Carrier Property (30)	213 & 215	105,851,473	87,127,493

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
Comparative Balance Sheet Statement (continued)					
For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.					
1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.					
2.) On line 30, include depreciation applicable to investment in system property.					
For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.					
Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)	
29	(Less) Accrued Depreciation-Carrier Property (31)	216 & 217	29,790,748	29,086,072	
30	(Less) Accrued Amortization-Carrier Property (32)				
31	Net Carrier Property (Line 28 less 29 and 30)		76,060,725	58,041,421	
32	Operating Oil Supply (33)				
33	Noncarrier Property (34)	220	3,685	3,685	
34	(Less) Accrued Depreciation-Noncarrier Property				
35	Net Noncarrier Property (Line 33 less 34)		3,685	3,685	
36	TOTAL Tangible Property (Total of lines 31, 32, and 35)		76,064,410	58,045,106	
	OTHER ASSETS AND DEFERRED CHARGES				
37	Organization Costs and Other Intangibles (40)				
38	(Less) Accrued Amortization of Intangibles (41)				
39	Reserved				
40	Miscellaneous Other Assets (43)				
41	Other Deferred Charges (44)	221			
42	Accumulated Deferred Income Tax Assets (45)	230-231	1,049,341	984,552	
43	Derivative Instrument Assets (46)				
44	Derivative Instrument Assets - Hedges (47)				
45	TOTAL Other Assets and Deferred Charges (37 thru 44)		1,049,341	984,552	

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Comparative Balance Sheet Statement (continued)

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
46	TOTAL Assets (Total of lines 14, 27, 36 and 45)		100,158,231	86,309,139
	CURRENT LIABILITIES			
47	Notes Payable (50)			
48	Payables to Affiliated Companies (51)	225	936,329	738,880
49	Accounts Payable (52)		2,173,190	3,901,215
50	Salaries and Wages Payable (53)			
51	Interest Payable (54)			
52	Dividends Payable (55)			
53	Taxes Payable (56)		1,523,439	733,124
54	Long-Term Debt - Payable Within One Year (57)	226-227		
55	Other Current Liabilities (58)		140,000	140,000
56	Deferred Income Tax Liabilities (59)	230-231	55,743	55,743
57	TOTAL Current Liabilities (Total of lines 47 thru 56)		4,828,701	5,568,962
	NONCURRENT LIABILITIES			
58	Long-Term Debt - Payable After One Year (60)	226-227		
59	Unamortized Premium on Long-Term Debt (61)			
60	(Less) Unamortized Discount on Long-Term Debt-Dr. (62)			
61	Other Noncurrent Liabilities (63)		651,852	697,946
62	Accumulated Deferred Income Tax Liabilities (64)	230-231	15,258,321	13,806,724
63	Derivative Instrument Liabilities (65)			
64	Derivative Instrument Liabilities - Hedges (66)			
65	Asset Retirement Obligations (67)			
66	TOTAL Noncurrent Liabilities (Total of lines 58 thru 65)		15,910,173	14,504,670
67	TOTAL Liabilities (Total of lines 57 and 66)		20,738,874	20,073,632
	STOCKHOLDERS' EQUITY			
68	Capital Stock (70)	251	4,100,000	4,100,000
69	Premiums on Capital Stock (71)			
70	Capital Stock Subscriptions (72)			
71	Additional Paid-In Capital (73)	254		
72	Appropriated Retained Income (74)	118		
73	Unappropriated Retained Income (75)	119	75,319,357	62,135,507
74	(Less) Treasury Stock (76)			
75	Accumulated Other Comprehensive Income (77)	116		
76	TOTAL Stockholders' Equity (Total of lines 68 thru 75)		79,419,357	66,235,507
77	TOTAL Liabilities and Stockholders' Equity (Total of lines 67 and 76)		100,158,231	86,309,139

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>	
Income Statement						
1. Enter in column (c) the year to date operations for the period, and enter in column (d) the year to date operations for the same period of the prior year.						
2. Enter in column (e) the operations for the reporting quarter and enter in column (f) the operations for the same three month period for the prior year. Do not report Annual data in columns (e) and (f)						
Line No.	Item (a)	Reference Page No. in Annual Report (b)	Total current year to date Balance for Quarter/Year (c)	Total prior year to date Balance for Quarter/Year (d)	Current 3 months ended Quarterly only no 4th Quarter (e)	Prior 3 months ended Quarterly only no 4th Quarter (f)
	ORDINARY ITEMS - Carrier Operating Income					
1	Operating Revenues (600)	301	41,210,948	50,052,045		
2	(Less) Operating Expenses (610)	302-303	20,252,811	22,595,391		
3	Net Carrier Operating Income		20,958,137	27,456,654		
	Other Income and Deductions					
4	Income (Net) from Noncarrier Property (620)	335				
5	Interest and Dividend Income (From Investment under Cost Only) (630)	336		34		
6	Miscellaneous Income (640)	337	7,601	20,574		
7	Unusual or Infrequent Items--Credits (645)					
8	(Less) Interest Expense (650)			154		
9	(Less) Miscellaneous Income Charges (660)	337				
10	(Less) Unusual or Infrequent Items--Debit (665)					
11	Dividend Income (From Investments under Equity Only)					
12	Undistributed Earnings (Losses)	205				
13	Equity in Earnings (Losses) of Affiliated Companies (Total lines 11 and 12)					
14	TOTAL Other Income and Deductions (Total lines 4 thru 10 and 13)		7,601	20,454		
15	Ordinary Income before Federal Income Taxes (Line 3 +/- 14)		20,965,738	27,477,108		
16	(Less) Income Taxes on Income from Continuing Operations (670)		6,395,079	9,886,432		
17	(Less) Provision for Deferred Taxes (671)	230-231	1,386,808	51,372		
18	Income (Loss) from Continuing Operations (Total lines 15 thru 17)		13,183,851	17,539,304		
	Discontinued Operations					
19	Income (Loss) from Operations of Discontinued Segments (675)*					
20	Gain (Loss) on Disposal of Discontinued Segments (676)*					
21	TOTAL Income (Loss) from Discontinued Operations (Lines 19 and 20)					
22	Income (Loss) before Extraordinary Items (Total lines 18 and 21)		13,183,851	17,539,304		
	EXTRAORDINARY ITEMS AND ACCOUNT CHANGES					
23	Extraordinary Items -- Net -- (Debit) Credit (680)	337				
24	Income Taxes on Extraordinary Items -- Debit (Credit) (695)	337				
25	Provision for Deferred Taxes -- Extraordinary Items (696)	230-231				
26	TOTAL Extraordinary Items (Total lines 23 thru 25)					
27	Cumulative Effect of Changes in Accounting Principles (697)*					
28	TOTAL Extraordinary Items and Accounting Changes -- (Debit) Credit (Line 26 + 27)					
29	Net Income (Loss) (Total lines 22 and 28)		13,183,851	17,539,304		
	* Less applicable income taxes as reported on page 122					

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Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
Statement of Cash Flows				
<p>(1) Codes to be used: (a) Net Proceeds or Payments; (b) Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.</p> <p>(2) Information about noncash investing and financing activities must be provided on Page 122 Notes to the Financial Statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.</p> <p>(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show on Page 122 Notes to the Financial Statements the amounts of interest paid (net of amount capitalized) and income taxes paid.</p>				
Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)	
1	Cash Flow from Operating Activities:			
2	Net Income	13,183,851	17,539,304	
3	Noncash Charges (Credits) to Income:			
4	Depreciation	1,032,938	952,642	
5	Amortization			
6				
7				
8	Deferred Income Taxes	1,386,808	51,372	
9				
10	Net (Increase) Decrease in Receivables	(1,691,910)	1,413,765	
11	Net (Increase) Decrease in Inventory	(57,730)		
12	Net Increase (Decrease) in Payables and Accrued Expenses	(786,355)	779,629	
13				
14	Other:			
15	Net (Increase) Decrease in Prepayments & Other Current Assets		1,960,519	
16	Net (Increase) Decrease in Other Assets & Deferred Charges			
17				
18				
19				
20				
21	Net Cash Provided by (Used in) Operating Activities			
22	(Total of lines 2 thru 20)	13,067,602	22,697,231	
23				
24	Cash Flows from Investment Activities:			
25	Construction and Acquisition of Plant (including land):			
26	Gross Additions to Carrier Property:	(18,767,626)	(8,772,056)	
27	Gross Additions to Noncarrier Property			
28	Other:			
29	Cost of Retirements - Carrier Property	(284,617)	(795,802)	
30				
31				
32				
33				
34	Cash Outflows for Plant (Total of lines 26 thru 33)	(19,052,243)	(9,567,858)	
35				
36	Acquisition of Other Noncurrent Assets (d)			
37	Proceeds from Disposal of Noncurrent Assets (d)			
38				
39	Investments in and Advances to Assoc. and Subsidiary Companies			
40	Contributors and Advances from Assoc. and Subsidiary Companies			
41	Disposition of Investments in (and Advances to)			
42	Associated and Subsidiary Companies			
43				
44	Purchase of Investment Securities (a)			
45	Proceeds from Sales of Investment Securities (a)			

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
Statement of Cash Flows (continued)					
<p>(4) Investing Activities: Include at Other net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed on Page 122 Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.</p> <p>(5) Under "Other" specify significant amounts and group others.</p> <p>(6) Enter on Page 122 clarifications and explanations.</p>					
Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)		
46	Loans Made or Purchased				
47	Collections on Loans				
48					
49	Net (Increase) Decrease in Receivables				
50	Net (Increase) Decrease in Inventory				
51	Net Increase (Decrease) in Payables and Accrued Expenses				
52	Other:				
53					
54					
55					
56	Net Cash Provided by (Used in) Investing Activities				
57	(Total of Lines 34 thru 55)	(19,052,243)	(9,567,858)		
58					
59	Cash Flows from Financing Activities:				
60	Proceeds from Issuance of:				
61	Long-Term Debt (b)				
62	Capital Stock				
63	Other:				
64					
65					
66	Net Increase in Short-Term Debt (c)				
67	Other:				
68					
69					
70	Cash Provided by Outside Sources (Total of lines 61 thru 69)				
71					
72	Payment for Retirement of:				
73	Long-term Debt (b)				
74	Capital Stock				
75	Other:				
76					
77					
78	Net Decrease in Short-Term Debt (c)				
79					
80	Dividends on Capital Stock				
81	Other:				
82	Net Cash Provided by (Used in) Financing Activities				
83	(Total of lines 70 thru 81)				
84					
85	Net Increase (Decrease) in Cash and Cash Equivalents				
86	(Total of Lines 22, 57, and 83)	(5,984,641)	13,129,373		
87					
88	Cash and Cash Equivalents at Beginning of Year	23,853,553	10,724,180		
89					
90	Cash and Cash Equivalents at End of Year	17,868,912	23,853,553		

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
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Notes to Financial Statements

Quarterly Notes

(1) Respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.

(2) Disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However where material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.

(3) Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

Annual Notes

(1) Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account therefor. Classify the notes according to each basic statement, providing a subheading for each statement, except where a note is applicable to more than one statement.

(2) Furnish details as to any significant commitments or contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessments of additional income taxes of a material amount, or of a claim for refund of income taxes of a material amount initiated by the respondent. State whether such commitments or contingencies will have a material adverse effect upon the financial position or results of operations of the respondent.

(3) Furnish details on the accounting for the respondent's pensions and postretirement benefits and explain any changes in the method of accounting for them. Include in the details a concise breakdown of the effects of the various components on income for the year, funding for the plans and accumulated obligations at year end.

(4) Provide an explanation of any significant changes in operations during the year. Give the financial statement effects of acquiring oil pipelines by purchase or merger or by participating in joint ventures or similar activities.

(5) Furnish details on the respondent's accounting for income taxes and provide an explanation of any changes in the methods of accounting for income taxes and give the financial statement effects resulting from these changes.

(6) Provide an explanation of any significant rate or other regulatory matters involving the respondent during the year and give the effects, if any, on the respondent's financial statements.

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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report 2014/Q4
Yellowstone Pipe Line Company			
Notes to Financial Statements (continued)			

Basis of Accounting

Yellowstone Pipe Line Company (Company) is subject to regulation by the Federal Energy Regulatory Commission (FERC). The accounting policies followed in preparation of these financial statements generally conform to those required by FERC.

Pipeline Operator

Respondent has no employees.
Respondent's properties are operated by Phillips 66 Pipeline LLC as agent.

Operating Revenues Decrease

Operating revenues show a decrease compared to operating revenues of the previous year. The decrease is identified to trunk revenues.

A surcharge effective June 1, 2012, was added to Montana PSC #49 tariff. The surcharge was to recover pipeline system investments to mitigate risks associated with river crossings in Montana. The surcharge ceased when full recovery of the investments was realized.

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Receivables from Affiliated Companies

1.) Give particulars (details) of the various affiliated company debtors and the character of the transactions involved in the current asset Account No. 13, Receivables from Affiliated Companies.
2.) In column (a), list every item amounting to \$500,000 or more. For debtors whose balances were less than \$500,000, a single entry may be made under a caption "Minor accounts, less than \$500,000."

Line No.	Name of Debtor (a)	Description of Assets or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	Phillips 66 Company	Transportation and Miscellaneous	1,481,339
2	ExxonMobil Oil Corporation	Transportation	3,414,072
3			
4			
5			
6			
7			
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49		Total	4,895,411

INSTRUCTIONS FOR SCHEDULES 212-213

<p>1.) Give an analysis of changes during the year in Account No. 30, <i>Carrier Property</i>, by carrier property accounts, excluding investments in undivided joint interest property reported on pages 214 and 215. The total carrier property reported on page 213 (column i, line 44) and the total undivided joint interest property reported on all pages 215 (column i, line 44) should represent all carrier property owned by the reporting entity at year end.</p> <p>2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, <i>Construction Work in Progress</i>. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number, so that the calculation in column (f) works properly.</p> <p>3.) If pipeline operating property was acquired from or sold to some other company during the year, footnote the acquisition</p>	<p>or sale if it exceeded \$250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.</p> <p>4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.</p> <p>5.) Explain fully each adjustment, clearance, or transfer in excess of \$500,000 in a footnote. Explain transfers to or from Account No. 34, <i>Noncarrier Property</i>, in Schedule 219.</p> <p>6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.</p>
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INSTRUCTIONS FOR SCHEDULES 214-215

<p>1.) Give an analysis of changes during the year in Account No. 30, <i>Carrier Property</i>, by carrier property accounts, for investments in undivided joint interest property. The respondent will only report its portion of the carrier property of any undivided joint interest pipeline in which it has an interest. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 214-215 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 214-215 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 214, 215; 214a, 215a; 214b, 215b; etc...).</p> <p>2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, <i>Construction Work in Progress</i>. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number so that the calculation in column (f) works properly.</p> <p>3.) If pipeline operating property was acquired from or sold to some other</p>	<p>company during the year, footnote the acquisition or sale if it exceeded \$250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.</p> <p>4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.</p> <p>5.) Explain fully each adjustment, clearance, or transfer in excess of \$500,000 in a footnote. Explain transfers to or from Account No. 34, <i>Noncarrier Property</i>, in Schedule 219.</p> <p>6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.</p>
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INSTRUCTIONS FOR SCHEDULES 216-217

<p>1.) On schedule 216, give an analysis of changes during the year in Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, by carrier property accounts, excluding depreciation on undivided joint interest property reported on page 217.</p> <p>On schedule 217, give an analysis of changes during the year in Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, by carrier property accounts for property owned as part of an undivided joint interest pipeline. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 217 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 217 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 217, 217a, 217b, etc...).</p>	<p>2.) In column (c), enter debits by carrier property account to Account No. 540, <i>Depreciation and Amortization</i>, and 541, <i>Depreciation Expense for Asset Retirement Costs</i>, during the year.</p> <p>3.) In column (d), enter all debits to Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, during the year resulting from the retirement of carrier property.</p> <p>4.) In column (e), enter the net of any other debits and credits made to Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, during the year.</p> <p>5.) If composite annual depreciation rates are prescribed, enter those in effect at the end of the year in column (g). If component rates are prescribed, the composite rates entered in column (g) should be computed from the charges developed for December by using the prescribed component rates. Whether component or composite rates are prescribed, the entries on lines 16, 32, 39, and 40 of column (g) should be computed from December depreciation charges.</p>
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Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
Carrier Property					
Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	PROP CHNGS DUR YR Expenditures for New Construction, Additions, and Improvements	PROP CHNGS DUR YR Expenditures for Existing Property Purchased or Otherwise Acquired (d)	
	GATHERING LINES				
1	Land (101)				
2	Right of Way (102)				
3	Line Pipe (103)				
4	Line Pipe Fittings (104)				
5	Pipeline Construction (105)				
6	Buildings (106)				
7	Boilers (107)				
8	Pumping Equipments (108)				
9	Machine Tools and Machinery (109)				
10	Other Station Equipment (110)				
11	Oil Tanks (111)				
12	Delivery Facilities (112)				
13	Communication systems (113)				
14	Office Furniture and Equipment (114)				
15	Vehicles and Other Work Equipment (115)				
16	Other Property (116)				
17	Asset Retirement Costs for Gathering Lines (117)				
18	TOTAL (Lines 1 thru 17)				
	TRUNK LINES				
19	Land (151)	152,582			
20	Right of Way (152)	525,911			
21	Line Pipe (153)	18,167,498	837,959		
22	Line Pipe Fittings (154)	3,637,497	378,088		
23	Pipeline Construction (155)	32,076,010	3,623,467		
24	Buildings (156)	1,507,859			
25	Boilers (157)				
26	Pumping Equipment (158)	4,900,639			
27	Machine Tools and Machinery (159)	231,762			
28	Other Station Equipment (160)	14,304,686	141,027		
29	Oil Tanks (161)	596,379			
30	Delivery Facilities (162)	5,526,069	59,769		
31	Communication Systems (163)	146,572			
32	Office Furniture and Equipment (164)	64,429	135,410		
33	Vehicles and Other Work Equipment (165)	194,906	70,600		
34	Other Property (166)	655,042			
35	Asset Retirement Costs for Trunk Lines (167)				
36	TOTAL (Lines 19 thru 35)	82,687,841	5,246,320		
	GENERAL				
37	Land (171)				
38	Buildings (176)				
39	Machine Tools and Machinery (179)				
40	Communication Systems (183)				
41	Office Furniture and Equipment (184)				
42	Vehicles and Other Work Equipment (185)				
43	Other Property (186)				
44	Asset Retirement Costs for General Property (186.1)				
45	Construction Work in Progress (187)	4,439,652	13,521,306		
46	TOTAL (Lines 37 thru 45)	4,439,652	13,521,306		
47	GRAND TOTAL (Lines 18, 36, and 46)	87,127,493	18,767,626		

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
Carrier Property (continued)					
Line No.	PROP CHNGS DUR YR Property Sold, Abandoned, or Otherwise Retired During the Year (e)	PROP CHNGS DUR YR Net (c + d - e) (f)	Other Adjustments, Transfers and Clearances (in dollars) (g)	Increase or Decrease During the Year (f+/-g) (in dollars) (h)	Balance at End of Year (b +/- h) (in dollars) (i)
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16					
17					
18					
19					152,582
20					525,911
21		837,959		837,959	19,005,457
22		378,088		378,088	4,015,585
23		3,623,467		3,623,467	35,699,477
24					1,507,859
25					
26	43,646	(43,646)		(43,646)	4,856,993
27					231,762
28		141,027		141,027	14,445,713
29					596,379
30		59,769		59,769	5,585,838
31					146,572
32		135,410		135,410	199,839
33		70,600		70,600	265,506
34					655,042
35					
36	43,646	5,202,674		5,202,674	87,890,515
37					
38					
39					
40					
41					
42					
43					
44					
45		13,521,306		13,521,306	17,960,958
46		13,521,306		13,521,306	17,960,958
47	43,646	18,723,980		18,723,980	105,851,473

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4		
Accrued Depreciation - Carrier prop (Exclusive of Depreciation on Undiv. Joint Int. Prop. reported in schedule 217)							
Give particulars (details) of the credits and debits to Account No. 31, Accrued Depreciation - Carrier Property, during the year.							
Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No. 540 and 541 of U.S. of A. (in dollars) (c)	Net Debit From Retirement of Carrier Property (in dollars) (d)	Other Debits and Credits Net (in dollars) (e)	Balance at End of Year (b + c + d + e) (in dollars) (f)	Annual Composite/ Component Rates (in percent) (g)
	GATHERING LINES						
1	Right of Way (102)						
2	Line Pipe (103)						
3	Line Pipe Fittings (104)						
4	Pipeline Construction (105)						
5	Buildings (106)						
6	Boilers (107)						
7	Pumping Equipment (108)						
8	Machine Tools and Machinery (109)						
9	Other Station Equipment (110)						
10	Oil Tanks (111)						
11	Delivery Facilities (112)						
12	Communication Systems (113)						
13	Office Furniture and Equipment (114)						
14	Vehicles and Other Work Equipment (115)						
15	Other Property (116)						
16	Asset Retirement Costs for Gathering Lines (117)						
17	TOTAL (lines 1 thru 16)						
	TRUNK LINES						
18	Right of Way (152)	513,300	1,166			514,466	0.22
19	Line Pipe (153)	9,813,116	164,827	(284,616)		9,693,327	0.87
20	Line Pipe Fittings (154)	413,306	76,378			489,684	1.90
21	Pipeline Construction (155)	13,137,996	267,787			13,405,783	0.75
22	Buildings (156)	785,006	27,128			812,134	1.80
23	Boilers (157)						
24	Pumping Equipment (158)	787,250	63,477	(43,646)		807,081	1.31
25	Machine Tools and Machinery (159)	226,605	5,156			231,761	2.22
26	Other Station Equipment (160)	2,188,539	309,319			2,497,858	2.14
27	Oil Tanks (161)	340,078	14,909			354,987	2.50
28	Delivery Facilities (162)	114,862	33,467			148,329	0.60
29	Communication Systems (163)	65,885	14,657			80,542	10.00
30	Office Furniture and Equipment (164)	3,722	7,781			11,503	3.89
31	Vehicles and Other Work Equipment (165)	110,979	42,414			153,393	15.98
32	Other Property (166)	585,428	4,472			589,900	0.68
33	Asset Retirement Costs for Trunk Lines (167)						
34	TOTAL (Lines 18 thru 33)	29,086,072	1,032,938	(328,262)		29,790,748	1.18
	GENERAL						
35	Buildings (176)						
36	Machine Tools and Machinery (179)						
37	Communication Systems (183)						
38	Office Furniture and Equipment (184)						
39	Vehicles and Other Work Equipment (185)						
40	Other Property (186)						
41	Asset Retirement Costs for General Property (186.1)						
42	TOTAL (lines 35 thru 41)						
43	GRAND TOTAL (Lines 17, 34, 42)	29,086,072	1,032,938	(328,262)		29,790,748	1.18

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
Noncarrier Property					
<p>1.) Give particulars (details) of all investments of the respondent in physical property includable in Account No. 34, Noncarrier property, in the USofA. In column (a), when describing the property, give the location and other identification with a reasonable amount of detail.</p> <p>2.) Report each item in excess of \$1,000,000. Items less than \$1,000,000 may be combined in a single entry titled "Minor items, less than \$1,000,000."</p> <p>3.) If any noncarrier property was disposed of during the year, or by reclassification was transferred to or from the carrier property accounts, give particulars (details) in a footnote.</p> <p>4.) Summarize the revenues and expenses of operated noncarrier properties on schedule 335.</p>					
Line No.	Name and Description of Physical property Held at End of Year as an Investment (a)	Date Included in Account No. 34 (b)	Book Cost at End of Year (in dollars) (c)	Remarks (d)	
1	Minor items, less than \$1,000,000.	10/31/2003	3,685		
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46		Total	3,685		

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
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Payables to Affiliated Companies

1.) Give particulars (details) on the various affiliated company creditors and provide a description of the transactions involved in the current liability Account No. 51, Payable to Affiliated Companies.
2.) In column (a), list every item amounting to \$500,000 or more. For creditors whose balances were less than \$500,000, a single entry may be made under a caption "Minor accounts, less than \$500,000."

Line No.	Name of Creditor (a)	Description of Liability or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	Phillips 66 Company	Operator services provided	697,755
2			
3	Minor accounts, less than \$500,000.	Materials and services provided	238,574
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49		Total	936,329

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Capital Stock (Account 70)

1.) Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement out lined in column (a) is available from the SEC 10-K Report form filing, a specific reference to the report form (i.e. year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.

2.) Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Exchange (a)	Number of Shares Authorized by Charter (b)	Par or Stated Value Per Share (c)	Call Price at End of Year (d)
1	Common Stock	50,000	100.000	
2				
3				
4				
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Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Capital Stock (Account 70)

- 3.) Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not been issued.
- 4.) The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or noncumulative.
- 5.) State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
- 6.) Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purpose of pledge.

Line No.	OUTS. PER BAL. SHEET Shares (e)	OUTS. PER BAL. SHEET Amount (f)	HELD BY RESP. AS TREAS. STOCK Shares (g)	HELD BY RESP. AS TREAS. STOCK Amount (h)	HELD BY RESP. IN SINK AND OTH FUNDS Shares (i)	HELD BY RESP. IN SINK AND OTH. FUNDS Amount (j)
1	41,000.00	4,100,000.00				
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Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of <u>2014/Q4</u>	
Operating Revenue Accounts (Account 600)							
<p>1.) Report the respondent's pipeline operating revenues for the year, classified in accordance with the USofA.</p> <p>2.) For Account Nos. 200, 210, and 220, indicate the revenues derived from the interstate transportation of oil and the revenues derived from the intrastate transportation of oil. The sum of the two revenue figures should equal the total revenues in Account Nos. 200, 210, and 220.</p>							
Line No.	Operating Revenue Accounts (a)	Crude Oil Previous Year (in dollars) (b)	Crude Oil Current Year (in dollars) (c)	Products Previous Year (in dollars) (d)	Products Current Year (in dollars) (e)	Total Previous Year (in dollars b + d) (f)	Total Current Year (in dollars c + e) (g)
1	Gathering Revenues (200)						
2	Trunk Revenues (210)			47,969,428	39,367,557	47,969,428	39,367,557
3	Delivery Revenues (220)						
4	Allowance Oil Revenue (230)			2,082,617	1,843,391	2,082,617	1,843,391
5	Storage and Demurrage Revenue						
6	Rental Revenue (250)						
7	Incidental Revenue (260)						
8	TOTAL			50,052,045	41,210,948	50,052,045	41,210,948
Line No.	Account (a)	Interstate Previous Year (b)	Interstate Current Year (c)	Intrastate Previous Year (d)	Intrastate Current Year (e)	Total Previous Year (in dollars b + d) (f)	Total Current Year (in dollars c + e) (g)
1	Gathering Revenues (200)						
2	Trunk Revenues (210)	7,522,325	13,478,917	40,447,103	25,888,640	47,969,428	39,367,557
3	Delivery Revenues (220)						
4	TOTAL	7,522,325	13,478,917	40,447,103	25,888,640	47,969,428	39,367,557

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Pipeline Taxes (Other than Income Taxes)

1.) Give the particulars (details) on the taxes accrued in carrier properties and charged to Account No. 580, Pipeline Taxes, of the respondent's income Account for the year.
2.) If during the year an important adjustment was made in Account 580 for taxes applicable to a prior year, state the full particulars (details) in a footnote.

A. STATE, LOCAL, AND OTHER TAXES

Line No.	Name of State (a)	Amount (in dollars) (b)	Line No.	Name of State (a)	Amount (in dollars) (b)
1	Alabama	0	31	New Mexico	0
2	Alaska	0	32	New York	0
3	Arizona	0	33	North Carolina	0
4	Arkansas	0	34	North Dakota	0
5	California	0	35	Ohio	0
6	Colorado	0	36	Oklahoma	0
7	Connecticut	0	37	Oregon	0
8	Delaware	0	38	Pennsylvania	0
9	Florida	0	39	Rhode Island	0
10	Georgia	0	40	South Carolina	0
11	Hawaii	0	41	South Dakota	0
12	Idaho	102,210	42	Tennessee	0
13	Illinois	0	43	Texas	0
14	Indiana	0	44	Utah	0
15	Iowa	0	45	Vermont	0
16	Kansas	0	46	Virginia	0
17	Kentucky	0	47	Washington	55,537
18	Louisiana	0	48	West Virginia	0
19	Maine	0	49	Wisconsin	0
20	Maryland	0	50	Wyoming	0
21	Massachusetts	0	51	District of Columbia	0
22	Michigan	0	52	Other (Specify):	0
23	Minnesota	0	53		0
24	Mississippi	0	54		0
25	Missouri	0	55		0
26	Montana	2,273,376	56		0
27	Nebraska	0	57		0
28	Nevada	0	58		0
29	New Hampshire	0	59	TOTAL - State, Local and Other Taxes	2,431,123
30	New Jersey	0			0

B. U.S. GOVERNMENT TAXES

Line No.	Kind of Tax (a)	Amount (in dollars) (b)
61	Old-Age Retirement	0
62	Unemployment Insurance	0
63	Other U.S. Taxes (Specify, Except Income Taxes)	0
64		0
65		0
66		0
67		0
68		0
69		0
70	TOTAL - U.S. Government Taxes	0
71	GRAND Total (Account No. 580)	2,431,123

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
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Miscellaneous Items in Income and Retained Income Accounts for the Year

1.) Give a detailed analysis of items in Accounts 640, Miscellaneous Income; 660, Miscellaneous Income Charges; 680, Extraordinary Items; 695 Income Taxes on Extraordinary Items; 710, Other Credits to Retained Income, and 720, Other Debits to Retained Income, for the year (The classifications should be made in accordance with the U.S. of A.)

2.) For Accounts 640 and 660, report each item amounting to \$250,000 or more; items less than \$250,000 in these accounts may be combined in a single entry designated "Minor Items, each less than \$250,000." Enter a total for each account.

Line No.	Account No. (a)	Item (b)	Debits (in dollars) (c)	Credits (in dollars) (d)
1	640	Minor Items, each less than \$250,000.		7,601
2				
3	660	None		
4				
5	680	None		
6				
7	695	None		
8				
9	710	None		
10				
11	720	None		
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Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2014/Q4</u>
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Statistics of Operations

1.) Give particulars (details) by States of origin for crude oil and for each kind of product received year to date and totals only (i.e. no State detail) for number of barrels of crude oil and of each kind of product delivered out of the pipeline year to date. Classify and list in column (a) by States of origin the refined products transported in the following order: 29111, Gasoline, jet fuels, and other high volatile petroleum fuels, except natural gasoline; 29112, Kerosene; 29113, Distillate fuel oil; 29114, Lubricating and similar oils and derivatives; 29117, Residual fuel oil and other low volatile petroleum fuels; 29112, Products of petroleum refining, n.e.c. - Specify.

2.) In column (b) show all oils received by the respondent from connecting carriers reporting to the Federal Energy Regulatory Commission. In column (c) show all oils originated on respondent's gathering lines and in column (d) all oils received into respondent's trunk line, except receipts shown in columns (b) and (c). Any barrels received into a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

3.) Entries in column (e) should be the sum of columns (b), (c), and (d). In column (f) show all oils delivered to connecting carriers reporting to the Federal Energy Regulatory Commission. In column (g) show all oils terminated on the respondent's gathering lines, and in column (h) all oils delivered out of respondent's pipeline, except deliveries shown under columns (f) and (g).

Line No.	State of Origin (a)	Number of Barrels Received From Connecting Carriers Year to Date (b)	Number of Barrels Received ORIGINATED On Gathering Lines Year to Date	Number of Barrels Received ORIGINATED On Trunk Lines Year to Date
	CRUDE OIL			
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15	TOTAL			
	PRODUCTS (State of Origin and			
16	MT 29111, Gasoline, jet fuels			23,454,166
17	MT 29113, Distillate fuel oil			9,011,813
18	WA 29111, Gasoline, jet fuels	821,526		2,177,669
19	WA 29113, Distillate fuel oil	778,407		486,698
20				
21				
22				
23				
24	Deliveries			
25	29111, Gasoline, jet fuels			
26	29113, Distillate fuel oil			
27				
28				
29				
30				
31	TOTAL	1,599,933		35,130,346
	GRAND TOTAL	1,599,933		35,130,346

33a Total Number of Barrel-Miles (Trunk Lines Only):

(1) Crude Oil

(2) Products

7,437,849,296

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Statistics of Operations

Entries in column (i) should be the sum of columns (f), (g), and (h). Any barrels delivered out of a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

4.) Enter actual amount for lines 33a and 33b on an annual basis only. Do not report on a quarterly basis. Estimate if actual figures are not available. Barrel miles as reported on this schedule are the summation, for all segments, of the number of miles associated with each pipeline segment (trunk line only) multiplied by the number of barrels delivered through the segment. For example, 1,000 barrels moved through a 57-mile pipeline segment would be recorded as 57,000 barrel miles. For a crude pipeline with several segments:

Segments	Barrels	Miles	Barrel-Miles
A	1,000	57	57,000
B	5,000	10	50,000
C	1,000	25	25,000

Line No.	Total Received Year to Date (b + c + d) (e)	Number of Barrels Delivered Out To Connecting Carriers Year to Date (f)	Number of Barrels Delivered Out TERMINATED On Gathering Lines Year to Date	Number of Barrels Delivered Out TERMINATED On Trunk Lines Year to Date	Total Delivered Out Year to Date (f + g + h) (i)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16	23,454,166				
17	9,011,813				
18	2,999,195				
19	1,265,105				
20					
21					
22					
23					
24					
25				26,410,327	26,410,327
26				10,313,870	10,313,870
27					
28					
29					
30					
31	36,730,279			36,724,197	36,724,197
	36,730,279			36,724,197	36,724,197

33b Total Number of Barrels of Oil Having Trunk-Line Movement:

(1) Crude Oil

(2) Products

36,724,197

Name of Respondent Yellowstone Pipe Line Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of 2014/Q4	
Miles of Pipeline Operated at end of Year							
1.) Give particulars (details) called for by State and termini, concerning the miles of all pipeline operated, and size of each line at end of year, according to the classifications given. 2.) Report miles of pipeline operated to the nearest whole mile adjusted to footings, i.e.: count ½ mile and over as a whole mile disregarding any fraction less than ½ mile. Report fractional size line in the next smaller whole size, e.g.: report 2-1/2" and 6-5/8" lines as 2" and 6" lines, respectively. Size of line is defined as inside diameter. 3.) Report under (A), the lines wholly owned and operated by respondent, including wholly owned minor facilities temporarily idle or in standby service. 4.) Report under (B), the total miles of pipeline owned in undivided joint interests and operated by respondent. Name each pipeline and give names of							
Line No.	Name of Company and State (a)	TERMINI From - (b)	TERMINI TO - (c)	OP AT END OF YR GATHERING LINES Miles (d)	OP AT END OF YR GATHERING LINES Size of Line (in inches) (e)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Miles (f)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Size of Lines (in inches) (g)
(A) OWNED AND OPERATED BY RESPONDENT							
1	Yellowstone Pipe Line Co MT	Helena	Great Falls				
2	..Montana	Helena	Great Falls				
3	..Montana	Billings Transr	Great Falls				
4	..Montana	Indian Reserv	MT/ID Stateline				
5	..Montana	Billings Transr	MT/ID Stateline				
6	..Idaho	MT/ID Stateline	ID/WA Stateline				
7	..Washington	Geiger	Spokane Airport				
8	..Washington	Fairchild	Moses Lake				
9	..Washington	Spokane	Fairchild				
10	..Washington	N. Spokane	Hilliard				
11	..Washington	ID/WA Stateline	Spokane				
12	..Washington	Parkwater	N. Spokane				
40	Subtotal						
(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT							
40	Subtotal						
(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS							
40	Subtotal						
(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT							
40	Subtotal						
GRAND TOTAL							

Name of Respondent Yellowstone Pipe Line Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report 2014/Q4
FOOTNOTE DATA			

Schedule Page: 700 Line No.: 10 Column: b

The Interstate operating revenues include \$6,101,916 of Surcharge Revenue. The Surcharge Revenue is allocated to the HDD river crossing projects. The capital spent on these projects is excluded from the rate base, as is the depreciation expense. The adjusted revenues are \$7,377,001.

Name of Respondent Yellowstone Pipe Line Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2014/Q4
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Annual Cost of Service Based Analysis Schedule

1.) Use footnotes when particulars are required or for any explanations.

2.) Enter on lines 1-9, columns (b) and (c), the value the respondent's Operating & Maintenance Expenses, Depreciation Expense, AFUDC Depreciation, Amortization of Deferred Earnings, Rate Base, Rate of Return, Return, Income Tax Allowance, and Total Cost of Service, respectively, for the end of the current and previous calendar years. The values shall be computed consistent with the Commission's Opinion No. 154-B et al. methodology. Any item(s) not applicable to the filing, the oil pipeline company shall report nothing in columns (b) and (c).

3.) Enter on line 10, columns (b) and (c), total interstate operating revenue, as reported on page 301, for the current and previous calendar years.

4.) Enter on line 11, columns b and c, the interstate throughput in barrels for the current and previous calendar years.

5.) Enter on line 12, columns b and c, the interstate throughput in barrel-miles for the current and previous calendar years.

6.) If the company makes major changes to its application of the Opinion No. 154-B et al. methodology, it must describe such changes in a footnote, and calculate the amounts in columns (b) and (c) of lines No. 1-12 using the changed application.

7.) A respondent may be requested by the Commission or its staff to provide its workpapers which support the data reported on page 700.

Line No.	Item (a)	Current Year Amount (in dollars) (b)	Previous Year Amount (in dollars) (c)
1	Operating and Maintenance Expenses	4,977,137	5,100,026
2	Depreciation Expense	187,329	211,953
3	AFUDC Depreciation	22,149	145,328
4	Amortization of Deferred Earnings	82,941	236,242
5	Rate Base		
5a	Rate Base - Original Cost	12,447,715	11,557,921
5b	Rate Base - Unamortized Starting Rate Base Write-Up	0	0
5c	Rate Base - Accumulated Net Deferred Earnings	4,424,427	236,242
5d	Total Rate Base -Trended Original Cost - (line 5a + line 5b + line 5c)	16,872,142	11,794,163
6	Rate of Return % (10.25% - 10.25)		
6a	Rate of Return - Adjusted Capital Structure Ratio for Long Term Debt	21.16	24.92
6b	Rate of Return - Adjusted Capital Structure Ratio for Stockholders' Equity	78.84	75.08
6c	Rate of Return - Cost of Long Term Debt Capital	4.24	3.90
6d	Rate of Return - Real Cost of Stockholders' Equity	11.77	11.73
6e	Rate of Return - Weighted Average Cost of Capital - (line 6a x line 6c + line 6b x line 6d)	10.18	9.78
7	Return on Trended Original Cost Rate Base		
7a	Return on Rate Base - Debt Component - (line 5d x line 6a x line 6c)	151,374	114,625
7b	Return on Rate Base - Equity Component - (line 5d x line 6b x line 6d)	1,565,645	1,038,698
7c	Total Return on Rate Base - (line 7a + line 7b)	1,717,019	1,153,323
8	Income Tax Allowance	1,004,813	839,786
8a	Composite Tax Rate % (37.50% - 37.50)	37.60	37.00
9	Total Cost of Service	7,991,388	7,686,658
10	Total Interstate Operating Revenues	13,478,917	7,522,325
11	Total Interstate Throughput in Barrels	13,176,989	14,098,338
12	Total Interstate Throughput in Barrel-Miles	1,236,084,537	1,315,973,896

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