

Check appropriate box

An Initial (Original) Submission

Resubmission No _____

Form 6 Approved
OMB No 1902-0022
(Expires 12/31/2016)

Form 6-Q Approved
OMB No 1902-0206
(Expires 09/30/2019)



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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)

Phillips 66 Carrier LLC

Year/Period of Report

End of 2016/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 oir_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 Phillips 66 Carrier LLC		02 Year/Period of Report End of 2016 / 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) 2331 CityWest Blvd , 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) 1082-01 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		
<p>The undersigned officer certifies that</p> <p>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</p>		
01 Name Sam I Uthman	02 Title Vice President	
03 Signature Sam I Uthman	04 Date Signed (Mo, Da, Yr) 04/04/2017	
<p>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</p>		

Name of Respondent Phillips 66 Carrier LLC	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 2016/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	None
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	None
Dividend Appropriations of Retained Income	119	REV 12-95	None
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	
Accrued Depreciation - Carrier Property	216	REV 12-03	
Accrued Depreciaton - Undivided Joint Interest Property	217	REV 12-03	
Amortization Base and Reserve	218-219	REV 12-03	None
Noncarrier Property	220	REV 12-00	
Other Deferred Charges	221	REV 12-00	
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	None
Capital Stock	250-251	REV 12-95	None
Capital Stock Changes During the Year	252-253	ED 12-91	None

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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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	
Interest and Dividend Income	336	REV 12-95	
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 type="checkbox"/> Two copies will be submitted <input checked="" type="checkbox"/> No annual report to stockholders is prepared			

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
General Information			
<p>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</p> <p>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</p> <p>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 It in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers of trustees</p> <p>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</p>			
1 Give exact name of pipeline company making this report Phillips 66 Carrier LLC			
2 Give date of incorporation 02/20/2013			
3 Give reference to laws of the Government, State, or Territory under which the company is organized If more than one, name all Title 6, Chapter 18, of the Delaware Code State of Delaware Limited Liability Company Act			
4 If a consolidated or a merged company, name all constituent and all merged companies absorbed during the year Not Applicable			
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 Phillips 66 Carrier LLC	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>2016/Q4</u>
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Control Over Respondent

1) Report in Column (a) the names and state of incorporation of all corporations, partnerships, business trusts, and similar organizations that indirectly held control (see page iii for definition of control) over the respondent at end of year by means of intermediaries. Report only the names of those companies that held ultimate control over the respondent. If control is in a holding company organization, report in a footnote the chain of organization only if there are two or more intermediary companies in the chain of ownership.

2) Report in column (b) the names and state of incorporation and in column (c) the percent of the respondent's voting stock owned by all corporations, partnerships, business trusts, and similar organizations that directly held control over the respondent at end of year.

3) If control is held by trustees, state in a footnote the names of the trustees, the names of beneficiaries for whom the trust is maintained, and the purpose of the trust.

Line No	Controlling Company or Main Parent (a)	Intermediate or Direct Parent (b)	Percent Voting Stock Owned (c)
1	Phillips 66 Partners LP, DE	Phillips 66 Partners	100.00
2		Holdings LLC, DE	
3			
4		Note	
5		Phillips 66 Partners LP	
6		is owned by	
7		Phillips 66 Partners GP LLC 2%	
8		Phillips 66 Project	
9		Development Inc 58.56%	
10		Public Shareholders 39.44%	
11			
12		Phillips 66 Project Develop-	
13		ment Inc, DE is owned by	
14		Phillips 66 Company, DE	
15		which is owned by	
16		Phillips 66, DE	
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Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Principal General Officers

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

Line No	Title of General Officer (a)	Name of Person Holding Office at End of Year (b)	Office Address (c)
1	President	C T Denton	Address 1
2	Vice President	M H Cortez	Address 1
3	Vice President	D R Daniels	Address 1
4	Vice President	S H DePriest	Address 1
5	Vice President	A E Fairwell	Address 1
6	Vice President	A P Giffhorn	Address 1
7	Vice President	J T Liberti	Address 1
8	Vice President	D N Macfarlane	Address 1
9	Vice President	M C Neison	Address 1
10	Vice President	S I Uthman	Address 1
11	Vice President and Treasurer	J D Zuklic	Address 1
12	Assistant Treasurer	S A Farace II	Address 1
13	Assistant Treasurer	G A Reid	Address 1
14	General Tax Officer	A L Miller	Address 1
15	Tax Administration Officer	C B Reis	Address 2
16	Asst Tax Admin Officer	M D Holder	Address 2
17	Controller	C A Oyolu	Address 1
18	Secretary	M L Riggs	Address 1
19	Assistant Secretary	G F Adamson	Address 1
20	Assistant Secretary	K Brown	Address 1
21	Assistant Secretary	E Fuentes	Address 1
22	Assistant Secretary	J M Garcia	Address 1
23	Assistant Secretary	D M Green	Address 1
24	Assistant Secretary	K R Serwan	Address 1
25			
26			Address 1
27			2331 CityWest Blvd
28			Houston, TX 77042
29			
30			Address 2
31			411 South Keeler Avenue
32			Bartlesville, OK 74003-6670

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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 2016/Q4
Phillips 66 Carrier LLC			
Important Changes During the Quarter/Year (continued)			

1) None

2) None

3) The following assets were contributed to the respondent during the 2nd quarter of 2016 from its affiliate Phillips 66 Pipeline LLC

- Standish Pipeline, 18" refined products pipeline extending from Ponca City OK to Wichita KS (~92 pipeline miles)

The following assets were contributed to the respondent during the 4th quarter of 2016 from its affiliate Phillips 66 Pipeline LLC

- Ponca Crude Assets, a crude pipeline system that provides crude supply for Phillips 66's Ponca City Refinery, consisting of 503 miles of pipeline including North Texas Gathering Lines near Wichita Falls TX, CushPo Pipeline from Cushing OK to Ponca City OK, and Oklahoma Crude Pipeline from Wichita Falls TX to Ponca City OK
- Ponca Products & NGL Assets in Northern Oklahoma and Southern Kansas, a refined products and NGL pipeline system that provides product takeaway transportation services for Phillips 66's Ponca City Refinery, consisting of 524 miles of pipeline including Cherokee East/North/South and Medford Triangle Pipelines
- Glacier Pipeline, a crude pipeline system that provides crude supply for Phillips 66's Billings Refinery, consisting of a 79 percent undivided interest in a 623-mile pipeline
- Seminoe Pipeline, a refined products pipeline system that provides product takeaway transportation services for Phillips 66's Billings Refinery, consisting of 342 miles of pipeline

The following assets were contributed to the respondent during the 4th quarter of 2016 from its affiliate Phillips Texas Pipeline Company, Ltd

- Borger Crude Assets, a crude pipeline system that provides crude supply for the Phillips 66-operated Borger Refinery, consisting of 1,089 miles of pipeline including West Texas Gathering, Odessa Borger Pipeline (Line WA), Gaines Borger Pipeline (Line 80), and Cushing Borger Pipeline (Line O)
- Borger Products Assets, a refined products pipeline system that provides product takeaway transportation services for the Phillips 66-operated Borger Refinery, consisting of 93 miles of pipeline (Borger Amarillo Pipeline), a 33 percent undivided interest in a 102-mile segment and a 54 percent undivided interest in a 19-mile segment of a 121-mile pipeline (SAAL or Sharon-Amarillo-Abernathy-Lubbock Pipeline), a 50 percent interest in a 293-mile pipeline (ATA or Amarillo-Tucumcari-Albuquerque Pipeline)

The respondent acquired the following assets, now called the River Parrish System, during the 4th quarter of 2016 from Chevron None of the assets acquired have FERC tariffs

- Acadian and Sorrento Pipeline Systems (formerly called TENDS by Chevron), an approximately 300-mile, proprietary, bidirectional NGL pipeline system connected to the Phillips 66 Alliance Refinery
- VP Pipeline / EP Pipeline, approximately 200 miles of regulated pipelines, with Louisiana Public Service Commission tariffs, that carry raw NGLs from a third-party natural gas processing plant to pipeline and fractionation infrastructure

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 Phillips 66 Carrier LLC	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 2016/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)			
2	Special Deposits (10-5)			
3	Temporary Investments (11)			
4	Notes Receivable (12)			
5	Receivables from Affiliated Companies (13)	200	348,800,096	188,575,213
6	Accounts Receivable (14)		7,125,367	3,971,315
7	Accumulated Provision For Uncollectible Accounts (14-5)			
8	Interest and Dividends Receivable (15)			
9	Oil Inventory (16)			
10	Material and Supplies (17)		5,595,038	2,088,090
11	Prepayment (18)		500,000	1,102,997
12	Other Current Assets (19)		332,910	357,458
13	Deferred Income Tax Assets (19-5)	230-231		
14	TOTAL Current Assets (Total of lines 1 thru 13)		362,353,411	196,095,073
	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	1,453,524,488	429,677,928

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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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)
29	(Less) Accrued Depreciation-Carrier Property (31)	216 & 217	424,083,401	186,678,333
30	(Less) Accrued Amortization-Carrier Property (32)			
31	Net Carrier Property (Line 28 less 29 and 30)		1,029,441,087	242,999,595
32	Operating Oil Supply (33)			
33	Noncarrier Property (34)	220	247,065,486	107,049,358
34	(Less) Accrued Depreciation-Noncarrier Property		47,210,443	34,373,956
35	Net Noncarrier Property (Line 33 less 34)		199,855,043	72,675,402
36	TOTAL Tangible Property (Total of lines 31, 32, and 35)		1,229,296,130	315,674,997
	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)		5,168,695	5,566,287
41	Other Deferred Charges (44)	221	296,385	1,250
42	Accumulated Deferred Income Tax Assets (45)	230-231		
43	Derivative Instrument Assets (46)			
44	Derivative Instrument Assets - Hedges (47)			
45	TOTAL Other Assets and Deferred Charges (37 thru 44)		5,465,080	5,567,537

Name of Respondent Phillips 66 Carrier LLC	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 2016/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)		1,597,114,621	517,337,607
	CURRENT LIABILITIES			
47	Notes Payable (50)			
48	Payables to Affiliated Companies (51)	225	9,123,081	2,300,794
49	Accounts Payable (52)		13,755,972	5,952,650
50	Salaries and Wages Payable (53)			
51	Interest Payable (54)			964,000
52	Dividends Payable (55)			
53	Taxes Payable (56)		6,667,120	4,644,802
54	Long-Term Debt - Payable Within One Year (57)	226-227		
55	Other Current Liabilities (58)		17,941,012	5,687,886
56	Deferred Income Tax Liabilities (59)	230-231		
57	TOTAL Current Liabilities (Total of lines 47 thru 56)		47,487,185	19,550,132
	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)		756,477	782,689
62	Accumulated Deferred Income Tax Liabilities (64)	230-231		
63	Derivative Instrument Liabilities (65)			
64	Derivative Instrument Liabilities - Hedges (66)			
65	Asset Retirement Obligations (67)		8,565,641	2,311,485
66	TOTAL Noncurrent Liabilities (Total of lines 58 thru 65)		9,322,118	3,094,174
67	TOTAL Liabilities (Total of lines 57 and 66)		56,809,303	22,644,306
	STOCKHOLDERS' EQUITY			
68	Capital Stock (70)	251	1,540,305,318	494,693,301
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		
74	(Less) Treasury Stock (76)			
75	Accumulated Other Comprehensive Income (77)	116		
76	TOTAL Stockholders' Equity (Total of lines 68 thru 75)		1,540,305,318	494,693,301
77	TOTAL Liabilities and Stockholders' Equity (Total of lines 67 and 76)		1,597,114,621	517,337,607

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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	213,526,407	137,783,598		
2	(Less) Operating Expenses (610)	302-303	99,576,092	53,113,621		
3	Net Carrier Operating Income		113,950,315	84,669,977		
	Other Income and Deductions					
4	Income (Net) from Noncarrier Property (620)	335	28,364,024	20,959,604		
5	Interest and Dividend Income (From Investment under Cost Only) (630)	336	675,110	712,515		
6	Miscellaneous Income (640)	337	101,653	28,610		
7	Unusual or Infrequent Items--Credits (645)					
8	(Less) Interest Expense (650)		9	3		
9	(Less) Miscellaneous Income Charges (660)	337	2,576	133,731		
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)		29,138,202	21,566,995		
15	Ordinary Income before Federal Income Taxes (Line 3 +/- 14)		143,088,517	106,236,972		
16	(Less) Income Taxes on Income from Continuing Operations (670)					
17	(Less) Provision for Deferred Taxes (671)	230-231				
18	Income (Loss) from Continuing Operations (Total lines 15 thru 17)		143,088,517	106,236,972		
	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)		143,088,517	106,236,972		
	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)		143,088,517	106,236,972		
	* Less applicable income taxes as reported on page 122					

Name of Respondent Phillips 66 Carrier LLC		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 2016/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	143,088,517	106,236,972		
3	Noncash Charges (Credits) to Income				
4	Depreciation	15,709,461	9,344,853		
5	Amortization				
6	Depreciation - Noncarrier	4,008,288	3,357,303		
7					
8	Deferred Income Taxes				
9					
10	Net (Increase) Decrease in Receivables	(162,474,083)	(53,673,054)		
11	Net (Increase) Decrease in Inventory	(3,506,948)	(19,714)		
12	Net Increase (Decrease) in Payables and Accrued Expenses	34,164,997	(7,064,810)		
13					
14	Other				
15	Net (Increase) Decrease in Prepayments & Other Current Assets	627,545	100,659		
16	Net (Increase) Decrease in Other Assets & Deferred Charges	102,457	578,707		
17					
18					
19					
20					
21	Net Cash Provided by (Used in) Operating Activities				
22	(Total of lines 2 thru 20)	31,720,234	58,860,916		
23					
24	Cash Flows from Investment Activities				
25	Construction and Acquisition of Plant (including land)				
26	Gross Additions to Carrier Property	(109,854,751)	(45,591,699)		
27	Gross Additions to Noncarrier Property	(124,106,033)	(13,207,516)		
28	Other				
29	Cost of Retirements - Carrier Property	(85,140)	(97,564)		
30	Cost of Retirements - Noncarrier Property		35,863		
31					
32					
33					
34	Cash Outflows for Plant (Total of lines 26 thru 33)	(234,045,924)	(58,860,916)		
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	Contributions and Advances from Assoc and Subsidiary Companies	202,325,690			
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 Phillips 66 Carrier LLC		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 2016/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)	(31,720,234)	(58,860,916)		
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)				
87					
88	Cash and Cash Equivalents at Beginning of Year				
89					
90	Cash and Cash Equivalents at End of Year				

Name of Respondent Phillips 66 Carrier LLC	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>2016/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 Phillips 66 Carrier LLC	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 2016/Q4
Notes to Financial Statements (continued)			

Basis of Accounting

Phillips 66 Carrier LLC 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

Participation in a Cash Management Program

The respondent reports on the Balance Sheet and Statement of Cash Flows a zero cash balance due to participation in a cash management program
In accordance with FERC Order 634-A, 68 FR 62004, October 31, 2003 as amended at 69 FR 9045, February 26, 2004, a Cash Management Agreement has been filed with FERC
Cash management or "money pool" programs typically concentrate affiliates' cash asset in joint accounts for the purpose of providing financial flexibility and lowering the cost of borrowing

Description of Systems

The Statistics of Operations pages 600 2 and 600 3 refers to two systems under Products Operated by Others The System descriptions are as follows

- SAAL System Sharon - Amarillo - Abernathy - Lubbock
- ATA System Amarillo - Tucumcari - Albuquerque

Accounting for Partner Capital

Phillips 66 Carrier LLC is organized as a limited liability company ("LLC") company LLC's are accounted for much the same as are partnerships LLC's do not have Capital Stock and Retained Income, but rather combine Capital Stock and Undistributed Earnings as Partner Capital

In the absence of a Partner Capital account in the Uniform System of Accounts, Partner Capital and Undistributed Earnings are captured in FERC Account 70, Capital Stock

Page 119, Unappropriated Retained Income Statement, is not included in the financial reports provided because there is no balance in Account 75, Unappropriated Retained Income, for which Page 119 supports

Because Phillips 66 Carrier LLC has Partner Capital and does not have Capital Stock, Page 250-251, Capital Stock, and Page 252-253, Capital Stock Changes During the Year, are not included in the financial reports

Material Asset Contributions

The following assets were contributed to the respondent during the 2nd quarter of 2016 from its affiliate Phillips 66 Pipeline LLC

- Standish Pipeline, 18" refined products pipeline extending from Ponca City OK to Wichita KS (~92 pipeline miles)

The following assets were contributed to the respondent during the 4th quarter of 2016 from its affiliate Phillips 66 Pipeline LLC

- Ponca Crude Assets, a crude pipeline system that provides crude supply for Phillips 66's Ponca City Refinery,

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 2016/Q4
Phillips 66 Carrier LLC			
Notes to Financial Statements (continued)			

- consisting of 503 miles of pipeline including North Texas Gathering Lines near Wichita Falls TX, CushPo Pipeline from Cushing OK to Ponca City OK, and Oklahoma Crude Pipeline from Wichita Falls TX to Ponca City OK
- Ponca Products & NGL Assets in Northern Oklahoma and Southern Kansas, a refined products and NGL pipeline system that provides product takeaway transportation services for Phillips 66's Ponca City Refinery, consisting of 524 miles of pipeline including Cherokee East/North/South and Medford Triangle Pipelines
 - Glacier Pipeline, a crude pipeline system that provides crude supply for Phillips 66's Billings Refinery, consisting of a 79 percent undivided interest in a 623-mile pipeline
 - Seminole Pipeline, a refined products pipeline system that provides product takeaway transportation services for Phillips 66's Billings Refinery, consisting of 342 miles of pipeline

The following assets were contributed to the respondent during the 4th quarter of 2016 from its affiliate Phillips Texas Pipeline Company, Ltd

- Borger Crude Assets, a crude pipeline system that provides crude supply for the Phillips 66-operated Borger Refinery, consisting of 1,089 miles of pipeline including West Texas Gathering, Odessa Borger Pipeline (Line WA), Gaines Borger Pipeline (Line 80), and Cushing Borger Pipeline (Line O)
- Borger Products Assets, a refined products pipeline system that provides product takeaway transportation services for the Phillips 66-operated Borger Refinery, consisting of 93 miles of pipeline (Borger Amarillo Pipeline), a 33 percent undivided interest in a 102-mile segment and a 54 percent undivided interest in a 19-mile segment of a 121-mile pipeline (SAAL or Sharon-Amarillo-Abernathy-Lubbock Pipeline), a 50 percent interest in a 293-mile pipeline (ATA or Amarillo-Tucumcari-Albuquerque Pipeline)

The respondent acquired the following assets, now called the River Parrish System, during the 4th quarter of 2016 from Chevron. None of the assets acquired have FERC tariffs

- Acadian and Sorrento Pipeline Systems (formerly called TENDS by Chevron), an approximately 300-mile, proprietary, bidirectional NGL pipeline system connected to the Phillips 66 Alliance Refinery
- VP Pipeline / EP Pipeline, approximately 200 miles of regulated pipelines, with Louisiana Public Service Commission tariffs, that carry raw NGLs from a third-party natural gas processing plant to pipeline and fractionation infrastructure

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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 services	42,070,210
2			
3	Phillips 66 Partners LP	Short-term loans and services provided	305,429,948
4			
5	Phillips Texas Pipeline Co	Transportation services	626,010
6			
7	Minor accounts, less		
8	than \$500,000		673,928
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
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43			
44			
45			
46			
47			
48			
49		Total	348,800,096

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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, <i>Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts</i>), 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, <i>Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts</i>), 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		This Report Is		Date of Report	Year/Period of Report
Phillips 66 Carrier LLC		(1) <input checked="" type="checkbox"/> An Original	(2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	End of 2016/Q4
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)	12,933,190	144,565		
3	Line Pipe (103)	4,498,573	54,954		
4	Line Pipe Fittings (104)	1,881,291	455,862		
5	Pipeline Construction (105)	12,417,938	204,856		
6	Buildings (106)	1,127,526	210,066		
7	Boilers (107)				
8	Pumping Equipments (108)	362,327	587,684		
9	Machine Tools and Machinery (109)				
10	Other Station Equipment (110)	14,087,586	3,889,448		
11	Oil Tanks (111)		545,476		
12	Delivery Facilities (112)	413,566	11,351		
13	Communication systems (113)		24,832		
14	Office Furniture and Equipment (114)	10,961	181		
15	Vehicles and Other Work Equipment (115)		41,621		
16	Other Property (116)				
17	Asset Retirement Costs for Gathering Lines (117)	3,494			
18	TOTAL (Lines 1 thru 17)	47,736,452	6,170,896		
	TRUNK LINES				
19	Land (151)	1,207,628	1,175		
20	Right of Way (152)	4,462,344	281,695		
21	Line Pipe (153)	45,826,075	59,907,721		
22	Line Pipe Fittings (154)	20,984,455	3,137,432		
23	Pipeline Construction (155)	71,844,170	73,861		
24	Buildings (156)	9,355,187	1,320,925		
25	Boilers (157)				
26	Pumping Equipment (158)	9,981,592	2,599,874		
27	Machine Tools and Machinery (159)	65,933			
28	Other Station Equipment (160)	48,985,854	6,609,514		
29	Oil Tanks (161)	70,119,862	1,787,855		
30	Delivery Facilities (162)	90,050,443	5,113,779		
31	Communication Systems (163)	1,013,915	76,824		
32	Office Furniture and Equipment (164)	964,747	92,896		
33	Vehicles and Other Work Equipment (165)	865,706	391,219		
34	Other Property (166)	(1,439)			
35	Asset Retirement Costs for Trunk Lines (167)	1,695,914			
36	TOTAL (Lines 19 thru 35)	377,422,386	81,394,770		
	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)	4,519,090	22,289,085		
46	TOTAL (Lines 37 thru 45)	4,519,090	22,289,085		
47	GRAND TOTAL (Lines 18, 36, and 46)	429,677,928	109,854,751		

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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)
1			480,788	480,788	480,788
2		144,565	3,606,626	3,751,191	16,684,381
3		54,954	32,292,258	32,347,212	36,845,785
4		455,862	21,434,082	21,889,944	23,771,235
5		204,856	43,703,538	43,908,394	56,326,332
6		210,066	3,530,043	3,740,109	4,867,635
7					
8	2,470	585,214	15,480,372	16,065,586	16,427,913
9			678,799	678,799	678,799
10	52,543	3,836,905	71,976,679	75,813,584	89,901,170
11		545,476	26,509,184	27,054,660	27,054,660
12		11,351	5,795,723	5,807,074	6,220,640
13		24,832	1,127,086	1,151,918	1,151,918
14		181	321,802	321,983	332,944
15		41,621	473,970	515,591	515,591
16			(8,516)	(8,516)	(8,516)
17			1,964,995	1,964,995	1,968,489
18	55,013	6,115,883	229,367,429	235,483,312	283,219,764
19		1,175	1,512,473	1,513,648	2,721,276
20		281,695	23,297,831	23,579,526	28,041,870
21		59,907,721	130,790,842	190,698,563	236,524,638
22	32,744	3,104,688	46,344,119	49,448,807	70,433,262
23		73,861	180,323,714	180,397,575	252,241,745
24		1,320,925	5,215,462	6,536,387	15,891,574
25					
26	83,127	2,516,747	13,883,311	16,400,058	26,381,650
27			244,198	244,198	310,131
28	75,366	6,534,148	65,627,313	72,161,461	121,147,315
29		1,787,855	10,102,333	11,890,188	82,010,050
30		5,113,779	15,834,647	20,948,426	110,998,869
31		76,824	1,490,789	1,567,613	2,581,528
32		92,896	369,659	462,555	1,427,302
33		391,219	938,066	1,329,285	2,194,991
34			120,192	120,192	118,753
35			972,608	972,608	2,668,522
36	191,237	81,203,533	497,067,557	578,271,090	955,693,476
37			1,724	1,724	1,724
38			23,944	23,944	23,944
39					
40					
41					
42					
43					
44					
45		22,289,085		22,289,085	26,808,175
46		22,289,085	25,668	22,314,753	26,833,843
47	246,250	109,608,501	726,460,654	836,069,155	1,265,747,083

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Undivided Joint Interest Property				
Name of Undivided Joint Interest Pipeline: SAAL (Sharon-Amarillo-Abernathy-Lubbock)				
Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Property Change During Year (in dollars) Expenditures for New Construction, Additions, and Improvements (c)	Property Change During Year (in dollars) 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 Equipment (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)			
20	Right of Way (152)			
21	Line Pipe (153)			
22	Line Pipe Fittings (154)			
23	Pipeline Construction (155)			
24	Buildings (156)			
25	Boilers (157)			
26	Pumping Equipment (158)			
27	Machine Tools and Machinery (159)			
28	Other Station Equipment (160)			
29	Oil Tanks (161)			
30	Delivery Facilities (162)			
31	Communication Systems (163)			
32	Office Furniture and Equipment (164)			
33	Vehicles and Other Work Equipment (165)			
34	Other Property (166)			
35	Asset Retirement Costs for Trunk Lines (167)			
36	TOTALS Lines 19 thru 35)			
	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)			
46	TOTAL (Lines 37 thru 45)			
47	GRAND TOTAL (Lines 18, 36, and 46)			

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Undivided Joint Interest Property

Line No	Property Change During Year (in dollars) Property Sold, Abandoned, or Otherwise Retired During the Year (e)	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)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19			574	574	574
20			29,506	29,506	29,506
21			521,159	521,159	521,159
22			250,660	250,660	250,660
23			445,913	445,913	445,913
24			20,039	20,039	20,039
25					
26			474,119	474,119	474,119
27					
28			1,998,165	1,998,165	1,998,165
29					
30					
31			4,427	4,427	4,427
32			22,681	22,681	22,681
33					
34					
35			104,838	104,838	104,838
36			3,872,081	3,872,081	3,872,081
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47			3,872,081	3,872,081	3,872,081

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Name of Undivided Joint Interest Pipeline. Glacier Pipeline

Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Property Change During Year (in dollars) Expenditures for New Construction, Additions, and Improvements (c)	Property Change During Year (in dollars) 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 Equipment (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)			
20	Right of Way (152)			
21	Line Pipe (153)			
22	Line Pipe Fittings (154)			
23	Pipeline Construction (155)			
24	Buildings (156)			
25	Boilers (157)			
26	Pumping Equipment (158)			
27	Machine Tools and Machinery (159)			
28	Other Station Equipment (160)			
29	Oil Tanks (161)			
30	Delivery Facilities (162)			
31	Communication Systems (163)			
32	Office Furniture and Equipment (164)			
33	Vehicles and Other Work Equipment (165)			
34	Other Property (166)			
35	Asset Retirement Costs for Trunk Lines (167)			
36	TOTALS Lines 19 thru 35)			
	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)			
46	TOTAL (Lines 37 thru 45)			
47	GRAND TOTAL (Lines 18, 36, and 46)			

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Line No	Property Change During Year (in dollars) Property Sold, Abandoned, or Otherwise Retired During the Year (e)	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)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19			173,026	173,026	173,026
20			648,570	648,570	648,570
21			24,486,644	24,486,644	24,486,644
22			11,789,482	11,789,482	11,789,482
23			35,484,524	35,484,524	35,484,524
24			3,971,977	3,971,977	3,971,977
25					
26			9,698,503	9,698,503	9,698,503
27			147,796	147,796	147,796
28			43,984,451	43,984,451	43,984,451
29			20,801,134	20,801,134	20,801,134
30			125,180	125,180	125,180
31			71,990	71,990	71,990
32			359,519	359,519	359,519
33			402,417	402,417	402,417
34			19,320	19,320	19,320
35			798,510	798,510	798,510
36			152,963,043	152,963,043	152,963,043
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47			152,963,043	152,963,043	152,963,043

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Name of Undivided Joint Interest Pipeline ATA (Amarillo-Tucumcari-Albuquerque)					
Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Property Change During Year (in dollars) Expenditures for New Construction, Additions, and Improvements (c)	Property Change During Year (in dollars) 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 Equipment (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)				
20	Right of Way (152)				
21	Line Pipe (153)				
22	Line Pipe Fittings (154)				
23	Pipeline Construction (155)				
24	Buildings (156)				
25	Boilers (157)				
26	Pumping Equipment (158)				
27	Machine Tools and Machinery (159)				
28	Other Station Equipment (160)				
29	Oil Tanks (161)				
30	Delivery Facilities (162)				
31	Communication Systems (163)				
32	Office Furniture and Equipment (164)				
33	Vehicles and Other Work Equipment (165)				
34	Other Property (166)				
35	Asset Retirement Costs for Trunk Lines (167)				
36	TOTALS Lines 19 thru 35)				
	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)				
46	TOTAL (Lines 37 thru 45)				
47	GRAND TOTAL (Lines 18, 36, and 46)				

Name of Respondent Phillips 66 Carrier LLC		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>2016/Q4</u>
Line No	Property Change During Year (in dollars) Property Sold, Abandoned, or Otherwise Retired During the Year (e)	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)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19			5,358	5,358	5,358
20			1,242,498	1,242,498	1,242,498
21			5,464,192	5,464,192	5,464,192
22			1,148,495	1,148,495	1,148,495
23			19,195,051	19,195,051	19,195,051
24			113,010	113,010	113,010
25					
26			918,656	918,656	918,656
27					
28			2,399,334	2,399,334	2,399,334
29					
30					
31			108,301	108,301	108,301
32			374	374	374
33					
34					
35			347,012	347,012	347,012
36			30,942,281	30,942,281	30,942,281
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47			30,942,281	30,942,281	30,942,281

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Name of Respondent Phillips 66 Carrier LLC		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 2016/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)	143,669	423,349		1,172,028	1,739,046	3 07
2	Line Pipe (103)	17,256	134,469		4,822,021	4,973,746	1 45
3	Line Pipe Fittings (104)	12,810	201,682		4,078,459	4,292,951	3 04
4	Pipeline Construction (105)	92,665	770,736		13,020,818	13,884,219	3 19
5	Buildings (106)	18,344	85,418		915,835	1,019,597	4 75
6	Boilers (107)						
7	Pumping Equipment (108)	2,703	94,934	(2,470)	2,289,552	2,384,719	2 97
8	Machine Tools and Machinery (109)		5,660		382,381	388,041	5 00
9	Other Station Equipment (110)	234,766	1,335,772	(52,543)	23,559,753	25,077,748	5 45
10	Oil Tanks (111)		177,258		5,599,781	5,777,039	3 93
11	Delivery Facilities (112)	3,086	57,537		(364,094)	(303,471)	4 03
12	Communication Systems (113)		11,307		546,344	557,651	5 89
13	Office Furniture and Equipment (114)	82	4,031		68,289	72,402	6 51
14	Vehicles and Other Work Equipment (115)		10,244		317,448	327,692	11 92
15	Other Property (116)		164,252		(169,397)	(5,145)	5 57
16	Asset Retirement Costs for Gathering Lines (117)	7	29,502			29,509	8 99
17	TOTAL (lines 1 thru 16)	525,388	3,506,151	(55,013)	56,239,218	60,215,744	3 84
TRUNK LINES							
18	Right of Way (152)	1,522,961	251,267		5,212,017	6,986,245	3 14
19	Line Pipe (153)	29,845,917	1,411,537		30,148,810	61,406,264	2 29
20	Line Pipe Fittings (154)	7,253,591	881,163	(32,744)	7,526,874	15,628,884	2 84
21	Pipeline Construction (155)	46,388,281	1,855,842		44,701,013	92,945,136	1 88
22	Buildings (156)	6,005,581	315,498		2,420,773	8,741,852	3 38
23	Boilers (157)						
24	Pumping Equipment (158)	3,012,149	268,742	(83,127)	2,094,682	5,292,446	2 98
25	Machine Tools and Machinery (159)	19,781	4,878		75,526	100,185	4 16
26	Other Station Equipment (160)	17,587,558	2,095,818	(79,644)	22,627,715	42,231,447	3 63
27	Oil Tanks (161)	29,638,061	2,018,414	(80,862)	3,042,058	34,617,671	2 82
28	Delivery Facilities (162)	43,377,047	2,276,054		1,981,620	47,634,721	2 43
29	Communication Systems (163)	267,054	63,654		351,103	681,811	5 31
30	Office Furniture and Equipment (164)	104,780	40,836		197,349	342,965	4 69
31	Vehicles and Other Work Equipment (165)	784,093	75,092		744,056	1,603,241	9 04
32	Other Property (166)	(1,436)	632		52,028	51,224	3 20
33	Asset Retirement Costs for Trunk Lines (167)	347,527	(167,787)		(6)	179,734	0 58
34	TOTAL (Lines 18 thru 33)	186,152,945	11,391,640	(276,377)	121,175,618	318,443,826	2 53
GENERAL							
35	Buildings (176)		135		(154)	(19)	3 36
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)		135		(154)	(19)	3 14
43	GRAND TOTAL (Lines 17, 34, 42)	186,678,333	14,897,926	(331,390)	177,414,682	378,659,551	2 91

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4		
Accrued Depreciation - Undivided Joint Interest Property							
Give particulars (details) of the credits and debits to Account No 31, Accrued Depreciation - Carrier Property, during the year							
Name of Undivided Joint Interest Pipeline SAAL (Sharon-Amarillo-Abernathy-Lubbock)							
Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No 540 and 541 (in dollars) (c)	Net Debit From Retirement of System 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 Composi/ 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)				29,506	29,506	
19	Line Pipe (153)		869		338,339	339,208	1 00
20	Line Pipe Fittings (155)		929		27,408	28,337	2 22
21	Pipeline Construction (155)				445,913	445,913	
22	Buildings (156)				20,039	20,039	
23	Boilers (157)						
24	Pumping Equipment (158)		791		94,153	94,944	1 00
25	Machine Tools and Machinery (159)						
26	Other Station Equipment (160)		15,138		1,792,727	1,807,865	4 55
27	Oil Tanks (161)						
28	Delivery Facilities (162)						
29	Communication Systems (163)		16		1,883	1,899	2 17
30	Office Furniture and Equipment (164)				22,681	22,681	
31	Vehicles and Other Work Equipment (165)						
32	Other Property (166)						
33	Asset Retirement Costs for Trunk Lines (167)		1,850			1,850	10 59
34	TOTAL (Lines 18 thru 33)		19,593		2,772,649	2,792,242	3 04
	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)						

Name of Respondent Phillips 66 Carrier LLC	This Report Is (1) <input checked="checked" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2016/Q4
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Accrued Depreciation - Undivided Joint Interest Property (continued)

Give particulars (details) of the credits and debits to Account No 31, Accrued Depreciation - Carrier Property, during the year

43	GRAND TOTAL (Lines 17, 34, 42)		19,593		2,772,649	2,792,242	3 04

Name of Respondent Phillips 66 Carrier LLC		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>2016/Q4</u>		
Accrued Depreciation - Undivided Joint Interest Property (continued)							
Give particulars (details) of the credits and debits to Account No 31, Accrued Depreciation - Carrier Property, during the year							
Name of Undivided Joint Interest Pipeline <u>Glacier Pipeline</u>							
Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No 540 and 541 (in dollars) (c)	Net Debit From Retirement of System 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 Composi/ 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)		2,163		138,892	141,055	2 00
19	Line Pipe (153)		48,881		2,359,230	2,408,111	1 20
20	Line Pipe Fittings (155)		56,142		1,941,848	1,997,990	2 86
21	Pipeline Construction (155)		103,758		5,482,999	5,586,757	1 75
22	Buildings (156)		22,067		1,311,116	1,333,183	3 33
23	Boilers (157)						
24	Pumping Equipment (158)		29,934		1,550,791	1,580,725	1 85
25	Machine Tools and Machinery (159)		872		72,604	73,476	3 54
26	Other Station Equipment (160)		281,952		15,510,919	15,792,871	3 85
27	Oil Tanks (161)		96,304		2,281,440	2,377,744	2 78
28	Delivery Facilities (162)		410		19,992	20,402	1 97
29	Communication Systems (163)		668		29,436	30,104	5 57
30	Office Furniture and Equipment (164)		2,397		39,495	41,892	4 00
31	Vehicles and Other Work Equipment (165)		6,707		200,855	207,562	10 00
32	Other Property (166)		101		8,279	8,380	3 14
33	Asset Retirement Costs for Trunk Lines (167)		9,394			9,394	7 06
34	TOTAL (Lines 18 thru 33)		661,750		30,947,896	31,609,646	2 60
	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)						

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4		
Accrued Depreciation - Undivided Joint Interest Property (continued)							
Give particulars (details) of the credits and debits to Account No 31, Accrued Depreciation - Carrier Property, during the year							
Name of Undivided Joint Interest Pipeline ATA (Amarillo-Tucumcari-Albuquerque)							
Line No	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No 540 and 541 (in dollars) (c)	Net Debit From Retirement of System 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 Composit/ 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)		1,875		553,187	555,062	0.91
19	Line Pipe (153)		10,093		2,555,249	2,565,342	1.11
20	Line Pipe Fittings (155)		1,828		281,622	283,450	0.96
21	Pipeline Construction (155)		94,473		4,966,281	5,060,754	2.95
22	Buildings (156)		258		56,299	56,557	1.37
23	Boilers (157)						
24	Pumping Equipment (158)				918,656	918,656	
25	Machine Tools and Machinery (159)						
26	Other Station Equipment (160)		15,154		1,514,094	1,529,248	3.79
27	Oil Tanks (161)						
28	Delivery Facilities (162)						
29	Communication Systems (163)		386		46,015	46,401	2.14
30	Office Furniture and Equipment (164)		1		367	368	1.59
31	Vehicles and Other Work Equipment (165)						
32	Other Property (166)						
33	Asset Retirement Costs for Trunk Lines (167)		6,124			6,124	10.59
34	TOTAL (Lines 18 thru 33)		130,192		10,891,770	11,021,962	2.52
	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)						

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Accrued Depreciation - Undivided Joint Interest Property (continued)

Give particulars (details) of the credits and debits to Account No 31, Accrued Depreciation - Carrier Property, during the year

43	GRAND TOTAL (Lines 17, 34, 42)		130,192		10,891,770	11,021,962	2 52

Name of Respondent Phillips 66 Carrier LLC		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 2016/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					
2	Pasadena, Texas Truck Rack	06/01/2013	19,150,097		
3					
4	Hartford, Illinois Truck Rack	06/01/2013	31,060,096		
5					
6	Wichita, Kansas Truck Rack	03/01/2014	19,267,937		
7					
8	Kansas City, Kansas Truck Rack	03/01/2014	23,908,390		
9					
10	East St Louis, Missouri Truck Rack	03/01/2014	8,868,068		
11					
12	Jefferson City, Missouri Truck Rack	03/01/2014	16,470,310		
13					
14	Gold Line System Tankage, Paola Kansas	03/01/2014	3,011,438		
15					
16	Cushing, Oklahoma Truck Rack	10/01/2016	2,239,175	See Footnote	
17					
18	Casper, Wyoming Truck Rack	10/01/2016	22,004,202	See Footnote	
19					
20	N Texas Gathering Sys Terminal-Wich Falls LACT	10/01/2016	2,463,577	See Footnote	
21					
22	Proprietary Acadian and Sorrento Pipelines, Louisiana	10/01/2016	94,591,081	See Footnote	
23					
24	Minor items, less than \$1,000,000	10/01/2016	4,031,115	See Footnote	
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46		Total	247,065,486		

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Other Deferred Charges

Give an analysis of the balance in Account No 44, Other Deferred Charges, at the end of the year, showing in detail each item or subaccount of \$500,000 or more. Items less than \$500,000 may be combined in a single entry designated Minor Items, Each Less Than \$500,000. In case the type of any item is not fully disclosed by the entries in the columns below, explain in a footnote.

Line No	Description and Type of Items Names of Debtor (or Class of Debtors), If Any (a)	Amount at End of Year (in dollars) (b)
1	Minor Items, Each Less Than \$500,000	296,385
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50	Total	296,385

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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 Pipeline LLC	Materials & services provided	3,711,306
2			
3	Phillips 66 Partners Holdings LLC	Materials & services provided	5,403,239
4			
5	Minor accounts, less than \$500,000		8,536
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49		Total	9,123,081

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Operating Revenue Accounts (Account 600)

- 1) Report the respondent's pipeline operating revenues for the year, classified in accordance with the USofA
- 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

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)	4,959,250	10,224,092			4,959,250	10,224,092
2	Trunk Revenues (210)	8,008,271	32,496,221	100,749,344	141,201,692	108,757,615	173,697,913
3	Delivery Revenues (220)		417,136	9,720,529	9,042,425	9,720,529	9,459,561
4	Allowance Oil Revenue (230)	5,256,316	5,772,028	8,562,380	9,082,119	13,818,696	14,854,147
5	Storage and Demurrage Revenue		4,754,437	400,000	536,257	400,000	5,290,694
6	Rental Revenue (250)			127,508		127,508	
7	Incidental Revenue (260)						
8	TOTAL	18,223,837	53,663,914	119,559,761	159,862,493	137,783,598	213,526,407

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)		7,260,264	4,959,250	2,963,828	4,959,250	10,224,092
2	Trunk Revenues (210)	100,749,344	144,147,500	8,008,271	29,550,413	108,757,615	173,697,913
3	Delivery Revenues (220)			9,720,529	9,459,561	9,720,529	9,459,561
4	TOTAL	100,749,344	151,407,764	22,688,050	41,973,802	123,437,394	193,381,566

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Operating Expense Accounts (Account 610)					
State the pipeline operating expenses of the respondent for the year, classifying them in accordance with the U S of A					
Line No	Operating Expenses Accounts (a)	CRUDE OIL Gathering Year to Date (b)	CRUDE OIL Trunk Year to Date (c)	CRUDE OIL Delivery Year to Date (d)	CRUDE OIL Total Year to Date (b + c + d) (e)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)				
2	Materials and Supplies (310)	1,311,180	2,085,792		3,396,972
3	Outside Services (320)	4,721,231	2,058,719		6,779,950
4	Operating Fuel and Power (330)	450,020	2,217,885		2,667,905
5	Oil Losses and Shortages (340)	100,635	393,833		494,468
6	Rentals (350)	171,302	351,535		522,837
7	Other Expenses (390)	1,088,188	879,436		1,967,624
8	TOTAL Operations and Maintenance Expenses	7,842,556	7,987,200		15,829,756
	GENERAL				
9	Salaries and Wages (500)				
10	Materials and Supplies (510)		84		84
11	Outside Services (520)	2,986,333	2,858,535		5,844,868
12	Rentals (530)		14		14
13	Depreciation and Amortization (540)	3,476,650	1,637,706		5,114,356
14	Depreciation Expense for Asset Retirement Costs (541)	13,327	50,735		64,062
15	Employee Benefits (550)				
16	Insurance (560)	186,490	711,188		897,678
17	Casualty and Other Losses (570)				
18	Pipeline Taxes (580)	532,875	2,813,571		3,346,446
19	Other Expenses (590)	19,708	101,718		121,426
20	Accretion Expense (591)	4,979	18,697		23,676
21	Gains or losses on Asset Retirement Obligations (592)				
22	TOTAL General Expenses	7,220,362	8,192,248		15,412,610
23	GRAND TOTALS	15,062,918	16,179,448		31,242,366

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Line No	Operating Expenses Accounts (a)	PRODUCTS (in dollars) Trunk Year to Date (f)	PRODUCTS (in dollars) delivery Year to Date (g)	PRODUCTS (in dollars) Total Year to Date (f + g) (h)	Grand Total Year to Date (e + h) (i)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)				
2	Materials and Supplies (310)	4,152,247	761,793	4,914,040	8,311,012
3	Outside Services (320)	10,782,716	3,752,605	14,535,321	21,315,271
4	Operating Fuel and Power (330)	4,797,161	305,136	5,102,297	7,770,202
5	Oil Losses and Shortages (340)	(1,717,651)		(1,717,651)	(1,223,183)
6	Rentals (350)	459,872	18,798	478,670	1,001,507
7	Other Expenses (390)	1,065,672	68,610	1,134,282	3,101,906
8	TOTAL Operations and Maintenance Expenses	19,540,017	4,906,942	24,446,959	40,276,715
	GENERAL				
9	Salaries and Wages (500)				
10	Materials and Supplies (510)	52,320		52,320	52,404
11	Outside Services (520)	16,750,876	5,542,298	22,293,174	28,138,042
12	Rentals (530)				14
13	Depreciation and Amortization (540)	8,449,364	2,266,660	10,716,024	15,830,380
14	Depreciation Expense for Asset Retirement Costs (541)	(216,886)	31,905	(184,981)	(120,919)
15	Employee Benefits (550)				
16	Insurance (560)	1,567,884	265,655	1,833,539	2,731,217
17	Casualty and Other Losses (570)	28,912		28,912	28,912
18	Pipeline Taxes (580)	8,948,448	532	8,948,980	12,295,426
19	Other Expenses (590)	121,640	8,422	130,062	251,488
20	Accretion Expense (591)	68,737		68,737	92,413
21	Gains or losses on Asset Retirement Obligations (592)				
22	TOTAL General Expenses	35,771,295	8,115,472	43,886,767	59,299,377
23	GRAND TOTALS	55,311,312	13,022,414	68,333,726	99,576,092

Name of Respondent Phillips 66 Carrier LLC	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 2016/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	91,250
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	786,489
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	0	42	Tennessee	0
13	Illinois	716,909	43	Texas	627,536
14	Indiana	0	44	Utah	0
15	Iowa	0	45	Vermont	0
16	Kansas	6,700,383	46	Virginia	0
17	Kentucky	0	47	Washington	0
18	Louisiana	1,134,763	48	West Virginia	0
19	Maine	0	49	Wisconsin	0
20	Maryland	0	50	Wyoming	32,355
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	608,319	55		0
26	Montana	1,597,422	56		0
27	Nebraska	0	57		0
28	Nevada	0	58		0
29	New Hampshire	0	59	TOTAL - State, Local and Other Taxes	12,295,426
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)	12,295,426

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4
Income From Noncarrier Property					
1) State the revenues, expenses, and net income of the respondent during the year from each class of noncarrier property provided for in Account No 620, Income from Noncarrier Property, in the U S of A					
2) If the income relates to only a part of the year, give particulars (details) in a footnote					
Line No	General Description of Property (a)	Total Revenues (in dollars) (b)	Total Expenses (in dollars) (c)		
1	Noncarrier Terminal Facilities				
2	Rack Terminal Delivery and Storage	48,543,632			
3	Depreciation Expense		4,008,288		
4	Expense Other than Depreciation		16,171,320		
5					
6					
7					
8					
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50	Total	48,543,632	20,179,608		

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Interest and Dividend Income

Give a detailed analysis of amounts credited to Account No 630, Interest and Dividend Income, classified in accordance with the U S of A

Line No	Item (a)	Dividend Income (in dollars) (b)	Interest Income (in dollars) (c)
1	Inc from Securities Invest in Affil Co (From Sched 202-203)		
2	Income from Other Securities Investments		
3	Income from Temporary Cash Investments		675,110
4	Other Credits (Specify)		
5			
6			
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50	Total		675,110

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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		101,653
2				
3	660	Minor Items, each less than \$250,000	2,576	
4				
5	680	None		
6				
7	695	None		
8				
9	710	None		
10				
11	720	None		
12				
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Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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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	Louisiana	91,779,282		
2	Montana	4,788,980	21,864	
3	New Mexico		1,552,404	
4	Oklahoma	5,106,790		5,515,033
5	Texas	5,508,813	5,117,287	
6				
7				
8				
9				
10				
11				
12				
13				
14				
15	TOTAL	107,183,865	6,691,555	5,515,033
PRODUCTS (State of Origin and				
16	IL 29111, Gasoline, jet fuels	11,650,164		12,094,818
17	IL 29113, Distillate fuel oil	2,240,536		12,829,080
18	IL 29114, Lubricating oil	767,635		
19	IL 29119, LPG	4,810,871		
20	KS 29111, Gasoline, jet fuels	4,065,805		171,063
21	KS 29113, Distillate fuel oil	3,567,440		71,895
22	KS 29119, LPG	891,711		595,384
23	MO 29111, Gasoline, jet fuels			
24	MO 29113, Distillate fuel oil			
25	MO 29119, LPG			
26	MT 29111, Gasoline, jet fuels			759,414
27	MT 29113, Distillate fuel oil			758,193
28	OK 29111, Gasoline, jet fuels			9,655,963
29	OK 29113, Distillate fuel oil			5,287,136
30	OK 29119, LPG			784,806
31	TOTAL	27,994,162		43,007,752

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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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	91,779,282			91,779,282	91,779,282
2	4,810,844			4,760,284	4,760,284
3	1,552,404	192,488			192,488
4	10,621,823			10,450,473	10,450,473
5	10,626,100	5,755,413		6,374,525	12,129,938
6					
7					
8					
9					
10					
11					
12					
13					
14					
15	119,390,453	5,947,901		113,364,564	119,312,465
16	23,744,982	15,372,570		10,094,702	25,467,272
17	15,069,616	8,616,935		8,487,935	17,104,870
18	767,635	767,635			767,635
19	4,810,871	4,922,508		490,727	5,413,235
20	4,236,868	6,113,441		13,806,384	19,919,825
21	3,639,335	1,709,730		7,201,688	8,911,418
22	1,487,095				
23				3,457,591	3,457,591
24				1,738,440	1,738,440
25				224,402	224,402
26	759,414				
27	758,193				
28	9,655,963			2,761,332	2,761,332
29	5,287,136			958,329	958,329
30	784,806			1,308,979	1,308,979
31	71,001,914	37,502,819		50,530,509	88,033,328

Name of Respondent Phillips 66 Carner LLC	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 2016/Q4
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Statistics of Operations (continued)

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	TX 29111, Gasoline, jet fuels	3,775,080		65,754,982
17	TX 29112, Kerosene	1,431,191		
18	TX 29113, Distillate fuel oil			40,523,684
19	TX 29119, LPG			75,424
20	WY 29111, Gasoline, jet fuels			172,524
21	WY 29113, Distillate fuel oil			73,592
22				
23				
24				
25				
26				
27				
28				
29				
30				
31	TOTAL	5,206,271		106,600,206

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Statistics of Operations (continued)

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	69,530,062	39,492,060		11,561,861	51,053,921
17	1,431,191	3,567,942		1,813,980	5,381,922
18	40,523,684	31,502,261		4,666,024	36,168,285
19	75,424			86,025	86,025
20	172,524	824,702		169,886	994,588
21	73,592	660,947			660,947
22					
23					
24					
25					
26					
27					
28					
29					
30					
31	111,806,477	76,047,912		18,297,776	94,345,688

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Statistics of Operations (continued)

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	OPERATED BY OTHERS			
17	SAAL System			
18	TX 29111, Gasoline, jet fuels	594,106		
19	TX 29113, Distillate fuel oil	174,923		
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31	TOTAL	769,029		

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Statistics of Operations (continued)

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					
17					
18	594,106			593,887	593,887
19	174,923			175,151	175,151
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31	769,029			769,038	769,038

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Statistics of Operations (continued)

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 OPERATED BY OTHERS)			
16	OPERATED BY OTHERS			
17	ATA System			
18	NM 29111, Gasoline, jet fuels			
19	NM 29113, Distillate fuel oil			
20	TX 29111, Gasoline, jet fuels	528,050		
21	TX 29113, Distillate fuel oil	366,316		
22				
23				
24				
25				
26				
27				
28				
29				
30				
31	TOTAL	894,366		
	GRAND TOTAL	142,047,693	6,691,555	155,122,991

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

(1) Crude Oil 4,515,932,607

(2) Products 20,398,830,637

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Statistics of Operations (continued)

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					
17					
18				525,590	525,590
19		468		393,823	394,291
20	528,050				
21	366,316				
22					
23					
24					
25					
26					
27					
28					
29					
30					
31	894,366	468		919,413	919,881
	303,862,239	119,499,100		183,881,300	303,380,400

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

(1) Crude Oil	<u>115,882,017</u>
(2) Products	<u>178,511,794</u>

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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	Phillips 66 Carrier LLC IL	Wood River Ref	Hartford Term				
2	Illinois	Hartford	Explorer				
3	Illinois	Hartford	Omega Partners				
4	Illinois	MO/IL Stateline	East St Louis				
5	Kansas	KS/OK Stateline	KS/MO SL Gold				
6	Kansas	KS/OK Stateline	KS/MO SL Gold				
7	Kansas	KS/OK Stateline	KS/MO SL Gold				
8	Kansas	Paola	Kansas City				
9	Kansas	OK/KS Stateline	Wichita				
10	Kansas	Wichita	MidCon Airport				
11	Kansas	Wichita Term	McConnell AFB				
12	Kansas	Ark City	Wichita				
13	Kansas	Pawnee Jct	Kaneb				
14	Kansas	OK/KS Stateline	Ark City 1				
15	Kansas	OK/KS Stateline	Ark City 2				
16	Kansas	Paola	Kansas City				
17	Louisiana	Crossroads	Promix				
18	Louisiana	Hwy 3124	Taft				
19	Louisiana	S4 Cavem	Exxon				
20	Louisiana	Hwy 3127	Taft				
21	Louisiana	Hwy 3127	Crawfish Stn				
22	Louisiana	Hwy 3127	Marathon Tap Bh				
23	Louisiana	Hwy 3127	Marathon Tap Pp				
24	Louisiana	Hwy 40	Motiva				
25	Louisiana	Marathon Tap	Marathon Batch				
26	Louisiana	Marathon Tap	Marathon Prop				
27	Louisiana	P66 Alliance	Paradis				
28	Louisiana	Paradis	P66 Alliance				
29	Louisiana	Paradis	Hwy 3127 Prop				
30	Louisiana	Paradis	Hwy 3127 Batch				
31	Louisiana	Paradis	Hwy 3127 NGL				
32	Louisiana	Paradis	Hwy 3127 Propae				
33	Louisiana	Paradis	UCAR Swamp				
34	Louisiana	Point D	Gator Junct				
35	Louisiana	Point D	Promix				
36	Louisiana	Bayou Perot	Paradis				
37	Louisiana	Crossroads	Point B				
38	Louisiana	EP ICWW BV	Faustina				
39	Louisiana	EP Venice	ICWW BV				
40	Subtotal				489	950	

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Miles of Pipeline Operated at end of Year (continued)

5) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others Name each pipeline and give names of owning companies
6) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline The lessor company should omit from its schedule such mileages leased to others
7) Omit minor gathering line facilities under temporary or short-term lease from this classification, the lessor should include such lines in its wholly owned and operated lines

Line No	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(A) OWNED AND OPERATED BY RESPONDENT								
1	3	12	0	0	0	0	0	0
2	1	24	0	0	0	0	0	0
3	1	8	0	0	0	0	0	0
4	7	10	0	0	0	0	0	0
5	10	10	0	0	0	0	0	0
6	7	12	0	0	0	0	0	0
7	260	16	0	0	0	0	0	0
8	54	8	0	0	0	0	0	0
9	65	18	0	0	65	0	0	0
10	14	4	0	0	14	0	0	0
11	1	10	0	0	1	0	0	0
12	48	8	0	0	48	0	0	0
13	6	8	0	0	6	0	0	0
14	3	10	0	0	3	0	0	0
15	3	10	0	0	3	0	0	0
16	53	10	0	0	0	0	0	0
17	4	4	0	0	4	0	0	0
18	1	4	0	0	1	0	0	0
19	1	4	0	0	1	0	0	0
20	1	6	0	0	1	0	0	0
21	4	6	0	0	4	0	0	0
22	34	6	0	0	34	0	0	0
23	33	6	0	0	33	0	0	0
24	1	6	0	0	1	0	0	0
25	7	6	0	0	7	0	0	0
26	3	6	0	0	3	0	0	0
27	36	6	0	0	36	0	0	0
28	36	6	0	0	36	0	0	0
29	9	6	0	0	9	0	0	0
30	9	6	0	0	9	0	0	0
31	9	6	0	0	9	0	0	0
32	9	6	0	0	9	0	0	0
33	7	6	0	0	7	0	0	0
34	27	6	0	0	27	0	0	0
35	4	6	0	0	4	0	0	0
36	8	8	0	0	8	0	0	0
37	2	8	0	0	2	0	0	0
38	48	8	0	0	48	0	0	0
39	65	8	0	0	65	0	0	0
40	2,451	0	461	938	1,525	0	0	0

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Miles of Pipeline Operated at end of Year (continued)

- 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	Louisiana	Gator Junct	Jct 8				
2	Louisiana	Hwy 3127	Hwy 3140 Jct				
3	Louisiana	Hwy 3127	Taft				
4	Louisiana	Hwy 3140	Gator Junct				
5	Louisiana	S4 PS	S4 Cavem				
6	Louisiana	Grande Escaille	Lafitte				
7	Louisiana	Venice	Grande Escaille				
8	Louisiana	Bayou Perot	Paradis				
9	Louisiana	Pecan Grove	Clifton Ridge			1	12
10	Louisiana	Bayou Perot	Paradis				
11	Louisiana	Delta Farms	Bayou Des Alles				
12	Louisiana	Lafitte	Delta Farms				
13	Louisiana	Clifton Ridge	Lake Charles Rf			10	20
14	Louisiana	Shell Equillon	Clifton Ridge			1	20
15	Louisiana	Bayou Des Allen	Paradis				
16	Missouri	KS/MO Stateline	MO/L SL Gold				
17	Missouri	OK/MO Stateline	Mt Vernon				
18	Missouri	KS/MO Stateline	MO/L SL Gold				
19	Montana	Billings Ref	Billings				
20	Montana	Exxon Ref	Billings P S				
21	Montana	Casper	WY/MT Stateline				
22	New Mexico	NM Crude Gathe			2	3	
23	New Mexico	NM Crude Gathe			61	4	
24	New Mexico	NM Crude Gathe			56	6	
25	New Mexico	NM Crude Gathe			9	8	
26	Oklahoma	TX/OK Stateline	OK/KS SL Gold				
27	Oklahoma	Okla City	Midwest City AB				
28	Oklahoma	Okla City	Will Rogers Air				
29	Oklahoma	Ponca City	Medford				
30	Oklahoma	Okla City	Will Rogers Air				
31	Oklahoma	Ponca City	Medford				
32	Oklahoma	Ponca City	Okla City				
33	Oklahoma	TX/OK Stateline	Buxton			191	10
34	Oklahoma	Glenpool	OK/MO Stateline				
35	Oklahoma	Ponca City	OK/KS Stateline				
36	Oklahoma	Mariand Junct	Ponca City				
37	Oklahoma	TX/OK Stateline	OK/KS Stateline				
38	Oklahoma	Medford	Ponca City				
39	Oklahoma	Glenpool	Glenpool South				

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Miles of Pipeline Operated at end of Year (continued)

- 5) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others Name each pipeline and give names of owning companies
- 6) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline The lessor company should omit from its schedule such mileages leased to others
- 7) Omit minor gathering line facilities under temporary or short-term lease from this classification, the lessor should include such lines in its wholly owned and operated lines

Line No	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(A) OWNED AND OPERATED BY RESPONDENT								
1	3	8	0	0	3	0	0	0
2	28	8	0	0	28	0	0	0
3	1	8	0	0	1	0	0	0
4	1	8	0	0	1	0	0	0
5	1	8	0	0	1	0	0	0
6	27	8	0	0	27	0	0	0
7	31	8	0	0	31	0	0	0
8	12	10	0	0	12	0	0	0
9	0	0	0	0	0	0	0	0
10	6	14	0	0	6	0	0	0
11	19	16	0	0	19	0	0	0
12	7	18	0	0	7	0	0	0
13	0	0	0	0	0	0	0	0
14	0	0	0	0	0	0	0	0
15	6	20	0	0	6	0	0	0
16	181	10	0	0	0	0	0	0
17	52	10	0	0	52	0	0	0
18	63	12	0	0	0	0	0	0
19	1	10	0	0	1	0	0	0
20	3	8	0	0	3	0	0	0
21	79	8	0	0	79	0	0	0
22	0	0	2	0	0	0	0	0
23	0	0	61	0	0	0	0	0
24	0	0	56	0	0	0	0	0
25	0	0	9	0	0	0	0	0
26	71	16	0	0	0	0	0	0
27	5	4	0	0	5	0	0	0
28	13	4	0	0	13	0	0	0
29	25	4	0	0	25	0	0	0
30	1	6	0	0	1	0	0	0
31	17	6	0	0	17	0	0	0
32	91	8	0	0	91	0	0	0
33	0	0	0	191	0	0	0	0
34	81	10	0	0	81	0	0	0
35	51	10	0	0	51	0	0	0
36	4	12	0	0	4	0	0	0
37	71	12	0	0	71	0	0	0
38	38	12	0	0	38	0	0	0
39	3	12	0	0	3	0	0	0

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4		
Miles of Pipeline Operated at end of Year (continued)							
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	Oklahoma	Tulsa ReRoute					
2	Oklahoma	Ponca City	OK/TX Stateline				
3	Oklahoma	Marland Junct	OK/KS Stateline				
4	Oklahoma	Buxton/Cushing	Ponca City			61	18
5	Texas	Sweeny	Pasadena				
6	Texas	Sweeny	Pasadena				
7	Texas	Borger	OK/TX SL Gold				
8	Texas	Swaim	HWY 99 (KG-03)	17	10		
9	Texas	Latka	Helena (KG-01)	6	6		
10	Texas	Double K	KG-03 Tie In	1	6		
11	Texas	Teal	KG-03 Y Tie In	4	6		
12	Texas	Pasadena	Magellan Tie In				
13	Texas	W TX Crude Gath		1	2		
14	Texas	W TX Crude Gath		4	3		
15	Texas	W TX Crude Gath		41	4		
16	Texas	W TX Crude Gath		44	6		
17	Texas	W TX Crude Gath		4	7		
18	Texas	W TX Crude Gath		40	8		
19	Texas	Wasson	Weems	3	3		
20	Texas	Wasson	Weems	3	4		
21	Texas	Wasson	Weems	7	6		
22	Texas	Borger	Burnett			5	10
23	Texas	Burnett	TX/OK Stateline			82	10
24	Texas	Burnett	TX/OK Stateline			1	12
25	Texas	"BT" Station	TX/OK Stateline			1	10
26	Texas	Odessa	Borger			229	12
27	Texas	Odessa	Borger			47	14
28	Texas	"WA" Branches	Borger			14	12
29	Texas	"WA" Branches	Borger			5	6
30	Texas	Wasson	Weems			11	10
31	Texas	Weems	Borger			14	12
32	Texas	Weems	Borger			195	8
33	Texas	Borger	Amarillo				
34	Texas	Borger	Amarillo				
35	Texas	N Texas Crude	Wichita Falls	1	2		
36	Texas	N Texas Crude	Wichita Falls	51	4		
37	Texas	N Texas Crude	Wichita Falls	67	6		
38	Texas	N Texas Crude	Wichita Falls	60	8		
39	Texas	Clearfork	Southbend	7	4		

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Miles of Pipeline Operated at end of Year (continued)								
5) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others Name each pipeline and give names of owning companies								
6) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline The lessor company should omit from its schedule such mileages leased to others								
7) Omit minor gathering line facilities under temporary or short-term lease from this classification, the lessor should include such lines in its wholly owned and operated lines								
Line No	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(A) OWNED AND OPERATED BY RESPONDENT								
1	31	12	0	0	31	0	0	0
2	198	12	0	0	198	0	0	0
3	27	18	0	0	27	0	0	0
4	0	0	0	61	0	0	0	0
5	60	12	0	0	0	0	0	0
6	60	18	0	0	0	0	0	0
7	89	16	0	0	0	0	0	0
8	0	0	0	0	0	0	0	0
9	0	0	0	0	0	0	0	0
10	0	0	0	0	0	0	0	0
11	0	0	0	0	0	0	0	0
12	6	20	0	0	0	0	0	0
13	0	0	1	0	0	0	0	0
14	0	0	4	0	0	0	0	0
15	0	0	41	0	0	0	0	0
16	0	0	44	0	0	0	0	0
17	0	0	4	0	0	0	0	0
18	0	0	40	0	0	0	0	0
19	0	0	3	0	0	0	0	0
20	0	0	3	0	0	0	0	0
21	0	0	7	0	0	0	0	0
22	0	0	0	5	0	0	0	0
23	0	0	0	82	0	0	0	0
24	0	0	0	1	0	0	0	0
25	0	0	0	1	0	0	0	0
26	0	0	0	229	0	0	0	0
27	0	0	0	47	0	0	0	0
28	0	0	0	14	0	0	0	0
29	0	0	0	5	0	0	0	0
30	0	0	0	11	0	0	0	0
31	0	0	0	14	0	0	0	0
32	0	0	0	195	0	0	0	0
33	47	8	0	0	47	0	0	0
34	47	10	0	0	47	0	0	0
35	0	0	1	0	0	0	0	0
36	0	0	51	0	0	0	0	0
37	0	0	67	0	0	0	0	0
38	0	0	60	0	0	0	0	0
39	0	0	7	0	0	0	0	0

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
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Miles of Pipeline Operated at end of Year (continued)

- 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	TERMINI	OP AT END OF	OP AT END OF YR	OP AT END OF	OP AT END OF YR
		From - (b)	TO - (c)	YR	GATHERING LINES	YR	TRUNK LINES
				GATHERING LINES Miles (d)	Size of Line (in inches) (e)	FOR CRUDE OIL Miles (f)	FOR CRUDE OIL Size of Lines (in inches) (g)

(A) OWNED AND OPERATED BY RESPONDENT

1	Texas	Southbend	Graford			31	6
2	Texas	Graford	Jackboro			16	8
3	Texas	OK/TX Stateline	Wichita Falls			20	12
4	Wyoming	Billings	Casper			15	8

Name of Respondent Phillips 66 Carrier LLC		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 2016/Q4		
Miles of Pipeline Operated at end of Year (continued)							
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)
(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT							
1	Glacier						
2	Montana	Cut Bank	Roundup			234	8
3	Montana	Billings	Exxon			4	10
4	Montana	Roundup	Billings			53	10
5	Montana	Canadian Border	Billings			334	12
6	Montana	Murphy	Cut Bank			51	12
40	Subtotal					676	
(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS							
1	Amarillo-Tucuman-Albuquerque						
2	New Mexico	TX/NM Stateline	Albuquerque				
3	New Mexico	TX/NM Stateline	Albuquerque				
4	Sharon-Amarillo-Abernathy-Lubbock						
5	Texas	Abernathy	Lubbock				
6	Texas	Amarillo	Abernathy				
7	Texas	Amarillo	Abernathy				
8	Texas	Amarillo	TX/NM Stateline				
9	Texas	Amarillo	TX/NM Stateline				
40	Subtotal						
(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT							
40	Subtotal						
GRAND TOTAL				489		1,626	

Name of Respondent Phillips 66 Carrier LLC	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>2016/Q4</u>
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Miles of Pipeline Operated at end of Year (continued)

5) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others Name each pipeline and give names of owning companies
 6) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline The lessor company should omit from its schedule such mileages leased to others
 7) Omit minor gathering line facilities under temporary or short-term lease from this classification, the lessor should include such lines in its wholly owned and operated lines

Line No	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT								
1	0	0	0	0	0	0	0	0
2	0	0	0	234	0	0	0	0
3	0	0	0	4	0	0	0	0
4	0	0	0	53	0	0	0	0
5	0	0	0	334	0	0	0	0
6	0	0	0	51	0	0	0	0
40	0	0	0	676	0	0	0	0
(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS								
1	0	0	0	0	0	0	0	0
2	145	6	0	0	145	0	0	0
3	85	10	0	0	85	0	0	0
4	0	0	0	0	0	0	0	0
5	19	6	0	0	19	0	0	0
6	96	6	0	0	96	0	0	0
7	8	8	0	0	8	0	0	0
8	24	6	0	0	24	0	0	0
9	43	10	0	0	43	0	0	0
40	420	0	0	0	420	0	0	0
(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT								
40	0	0	0	0	0	0	0	0
	2,871		461	1,614	1,945			

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
FOOTNOTE DATA			

Schedule Page: 212 Line No.: 47 Column: g

Represents assets contributed from affiliates

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
FOOTNOTE DATA			

Schedule Page: 214 Line No.: 47 Column: g

Represents assets contributed from an affiliate

Schedule Page: 214.1 Line No.: 47 Column: g

Represents assets contributed from an affiliate

Schedule Page: 214.2 Line No.: 47 Column: g

Represents assets contributed from an affiliate

Name of Respondent	This Report is	Date of Report	Year of Report
Phillips 66 Carrier LLC	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	2016/Q4
FOOTNOTE DATA			

Schedule Page: 216 Line No.: 43 Column: e

Represents assets contributed from affiliates

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
FOOTNOTE DATA			

Schedule Page: 217 Line No.: 43 Column: e

Represents assets contributed from an affiliate

Schedule Page: 217.1 Line No.: 43 Column: e

Represents assets contributed from an affiliate

Schedule Page: 217.2 Line No.: 43 Column: e

Represents assets contributed from an affiliate

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
FOOTNOTE DATA			

Schedule Page: 220 Line No.: 16 Column: d

As reported on Pages 108-109, Important Changes During the Quarter/Year, and 122-123, Notes to Financial Statements, these additional assets were contributed to Phillips 66 Carrier LLC by affiliates in the fourth quarter 2016. The noncarrier assets included herein were in noncarrier service when acquired and remain in noncarrier service.

Schedule Page: 220 Line No.: 18 Column: d

See Footnote for Page 220, Line No. 16, Column d

Schedule Page: 220 Line No.: 20 Column: d

See Footnote for Page 220, Line No. 16, Column d

Schedule Page: 220 Line No.: 22 Column: d

See Footnote for Page 220, Line No. 16, Column d

Schedule Page: 220 Line No.: 24 Column: d

See Footnote for Page 220, Line No. 16, Column d

Name of Respondent Phillips 66 Carrier LLC	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 2016/Q4
FOOTNOTE DATA			

Schedule Page: 602 Line No.: 1 Column: a

Phillips 66 Carrier LLC in section (A) column (a) line 1 is the owner of the pipeline reported
Respondent's properties are operated by Phillips 66 Pipeline LLC as agent (not lessee)

Schedule Page: 602 Line No.: 1 Column: a

Glacier is operated by Phillips 66 Pipeline LLC as agent (not lessee) Glacier owning companies are Phillips 66 Pipeline LLC and Rocky Mountain Pipeline System LLC

Schedule Page: 602 Line No.: 1 Column: a

Amarillo-Tucumcari-Albuquerque Pipeline is operated by NuStar Energy LP as agent (not lessee)
Amarillo-Tucumcari-Albuquerque Pipeline owning companies are NuStar Energy LP and Phillips Texas Pipeline Company, Ltd

Schedule Page: 602 Line No.: 4 Column: a

Sharon-Amarillo-Abernathy-Lubbock Pipeline is operated by NuStar Energy LP as agent (not lessee)
Sharon-Amarillo-Abernathy-Lubbock Pipeline owning companies are NuStar Energy LP and Phillips Texas Pipeline Company, Ltd

Name of Respondent Phillips 66 Carrier LLC	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 2016/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	65,568,561	35,747,685
2	Depreciation Expense	12,299,695	7,627,250
3	AFUDC Depreciation	59,821	37,119
4	Amortization of Deferred Earnings	306,350	266,708
5	Rate Base		
5a	Rate Base - Original Cost	509,323,372	182,950,471
5b	Rate Base - Unamortized Starting Rate Base Write-Up	0	0
5c	Rate Base - Accumulated Net Deferred Earnings	10,209,317	8,252,093
5d	Total Rate Base - Trended Original Cost - (line 5a + line 5b + line 5c)	519,532,689	191,202,564
6	Rate of Return % (10 25% - 10 25)		
6a	Rate of Return - Adjusted Capital Structure Ratio for Long Term Debt	59 43	26 58
6b	Rate of Return - Adjusted Capital Structure Ratio for Stockholders' Equity	40 57	73 42
6c	Rate of Return - Cost of Long Term Debt Capital	4 92	6 16
6d	Rate of Return - Real Cost of Stockholders' Equity	9 44	10 68
6e	Rate of Return - Weighted Average Cost of Capital - (line 6a x line 6c + line 6b x line 6d)	6 75	9 48
7	Return on Trended Original Cost Rate Base		
7a	Return on Rate Base - Debt Component - (line 5d x line 6a x line 6c)	15,190,907	3,130,613
7b	Return on Rate Base - Equity Component - (line 5d x line 6b x line 6d)	19,897,104	14,992,682
7c	Total Return on Rate Base - (line 7a + line 7b)	35,088,011	18,123,295
8	Income Tax Allowance	12,545,214	9,213,463
8a	Composite Tax Rate % (37 50% - 37 50)	38 25	37 60
9	Total Cost of Service	125,867,652	71,015,520
10	Total Interstate Operating Revenues	151,407,764	100,749,344
11	Total Interstate Throughput in Barrels	266,431,059	160,709,220
12	Total Interstate Throughput in Barrel-Miles	22,455,133,288	16,545,348,321

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