CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
(excluding footnotes)

TENNESSEE GAS PIPELINE COMPANY, L.L.C.

As of June 30, 2020 and December 31, 2019 and
For the Three and Six Months Ended June 30, 2020 and 2019

TENNESSEE GAS PIPELINE COMPANY, L.L.C. AND SUBSIDIARY
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TENNESSEE GAS PIPELINE COMPANY, L.L.C. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF INCOME
(In millions, unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2020	**2019**	**2020**	**2019**
Revenues	$ 399	$ 419	$ 806	$ 849
Operating Costs and Expenses				
Operations and maintenance	80	80	148	145
Depreciation and amortization	57	57	114	113
General and administrative	18	18	37	36
Taxes, other than income taxes	27	25	53	50
Other income	(1)	(8)	(1)	(8)
Total Operating Costs and Expenses	181	172	351	336
Operating Income	218	247	455	513
Other Income (Expense)				
Earnings from equity investment	2	2	4	4
Interest, net	(30)	(26)	(58)	(54)
Other, net	2	1	4	3
Total Other Expense	(26)	(23)	(50)	(47)
Income Before Income Taxes	192	224	405	466
Income Tax Expense	(1)	—	(1)	(1)
Net Income	$ 191	$ 224	$ 404	$ 465

TENNESSEE GAS PIPELINE COMPANY, L.L.C. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
(In millions, unaudited)

	June 30, 2020	December 31, 2019
ASSETS		
Current assets		
Cash and cash equivalents	$ —	$ —
Accounts receivable	153	180
Inventories	58	55
Regulatory assets	44	45
Natural gas imbalance receivable	9	6
Other current assets	2	1
Total current assets	266	287
Property, plant and equipment, net	5,664	5,713
Goodwill	3,250	3,250
Note receivable from affiliate	383	3
Investment	66	66
Regulatory assets	150	157
Deferred charges and other assets	265	274
Total Assets	$ 10,044	$ 9,750
LIABILITIES AND MEMBER'S EQUITY		
Current liabilities		
Accounts payable	$ 58	$ 51
Accrued interest	29	87
Accrued taxes, other than income taxes	62	61
Contractual deposits	24	17
Natural gas imbalance payable	3	9
Other current liabilities	21	46
Total current liabilities	197	271
Long-term liabilities and deferred credits		
Long-term debt	2,240	1,240
Debt fair value adjustments	203	220
Notes payable to affiliate	—	550
Other long-term liabilities and deferred credits	111	106
Total long-term liabilities and deferred credits	2,554	2,116
Total Liabilities	2,751	2,387
Member's Equity		
Member's equity	7,294	7,364
Accumulated other comprehensive loss	(1)	(1)
Total Member's Equity	7,293	7,363
Total Liabilities and Member's Equity	$ 10,044	$ 9,750

TENNESSEE GAS PIPELINE COMPANY, L.L.C. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In millions, unaudited)

	Six Months Ended June 30,	
	2020	**2019**
Cash Flows From Operating Activities		
Net income	$ 404	$ 465
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	114	113
Earnings from equity investment	(4)	(4)
Other non-cash items	(2)	(9)
Distributions from equity investment earnings	4	4
Changes in components of working capital:		
Accounts receivable	27	9
Accounts payable	5	1
Accrued interest	(58)	9
Other current assets and liabilities	(34)	(21)
Other long-term assets and liabilities	5	10
Net Cash Provided by Operating Activities	461	577
Cash Flows From Investing Activities		
Capital expenditures	(51)	(115)
Net change in note receivable from affiliate	(380)	—
Other	3	(8)
Net Cash Used in Investing Activities	(428)	(123)
Cash Flows From Financing Activities		
Issuance of debt	998	—
Payments of promissory notes payable to affiliate	(550)	—
Debt issuance costs	(7)	—
Contributions from Member	9	52
Distributions to Member	(483)	(506)
Net Cash Used in Financing Activities	(33)	(454)
Net Change in Cash and Cash Equivalents	—	—
Cash and Cash Equivalents, beginning of period	—	—
Cash and Cash Equivalents, end of period	$ —	$ —
Non-cash Investing and Financing Activities		
Right-of-use assets and operating lease obligations recognized	$ —	$ 3
Increase in property, plant and equipment accruals	2	
Supplemental Disclosure of Cash Flow Information		
Cash paid during the period for interest (net of capitalized interest)	117	45

TENNESSEE GAS PIPELINE COMPANY, L.L.C. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF MEMBER'S EQUITY
(In millions, unaudited)

	Six Months Ended June 30,	
	2020	**2019**
Beginning Balance	$ 7,363	$ 7,350
Net income	404	465
Contributions	9	52
Distributions	(483)	(506)
Ending Balance	$ 7,293	$ 7,361