



## **TIDEWATER MIDSTREAM AND INFRASTRUCTURE LTD. ANNOUNCES FOURTH QUARTER RESULTS AND GRANT OF SHARE-BASED AWARDS**

CALGARY, March 30, 2016 - Tidewater Midstream and Infrastructure Ltd. (“**Tidewater**” or the “**Corporation**”) (TSXV: TWM) is pleased to announce that it has filed its audited consolidated financial statements and Management’s Discussion and Analysis (“**MD&A**”) for the period from date of incorporation on February 4, 2015 to December 31, 2015 and its Annual Information Form for the period ended December 31, 2015.

### **Highlights**

- Tidewater established its first core operating area through the \$180 million acquisition of a 63% operated working interest in a gas processing facility in the West Pembina region of Central Alberta.
- Completed a \$210 million equity offering and declared a quarterly dividend of \$0.01 per common share (\$0.04 annualized) to be paid quarterly to Tidewater shareholders.
- Continued to execute on its strategy through multiple strategic acquisitions of midstream infrastructure in the Deep Basin throughout 2015 that enhanced its position in the midstream value chain including a retail propane distribution business.
- Achieved Adjusted EBITDA<sup>1</sup> of \$7.1 million for the fourth quarter aligning with management expectations and forecasted targets.
- Acquired overall gross gas processing capacity of approximately 1 Bcf/d (600 MMcf/d net) after the AltaGas Asset Acquisition in the first quarter of 2016 and maintain significant opportunities for consolidation and increased throughput.

Selected financial and operating information is outlined below and should be read with Tidewater’s audited consolidated financial statements and related MD&A which are available at [www.sedar.com](http://www.sedar.com) and on our website at [www.tidewatermidstream.com](http://www.tidewatermidstream.com).

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<sup>1</sup> See “Non-GAAP Financial Measures” beginning on page 11 of the MD&A

## Financial Overview

<i>(In thousands of Canadian dollars, except per share data)</i>	<b>Three month period ended December 31, 2015</b>	<b>Period from date of incorporation on February 4, 2015 to December 31, 2015</b>
Total revenues	\$ 13,623	\$ 21,563
Income for the period	\$ 8,487	\$ 8,467
Earnings per common share – basic and diluted	\$ 0.05	\$ 0.10
EBITDA <sup>1</sup>	\$ 11,201	\$ 12,716
Adjusted EBITDA <sup>2</sup>	\$ 7,101	\$ 11,880
Adjusted EBITDA per common share - basic and diluted <sup>2</sup>	\$ 0.04	\$ 0.14
Total cash and cash equivalents	\$ 372	\$ 372
Total assets	\$ 298,318	\$ 298,318
Total acquisitions	\$ 62,693	\$ 264,452
Total capital expenditures	\$ 2,004	\$ 3,378
Bank debt	\$ 30,803	\$ 30,803
Total non-current financial liabilities	\$ 80,374	\$ 80,374
Working capital surplus	\$ 16,904	\$ 16,904
Cash flow from operating activities <sup>3</sup>	\$ 6,141	\$ 10,271
Cash flow from operating activities per common share – basic and diluted <sup>3</sup>	\$ 0.04	\$ 0.12
Distributable cash flow <sup>4</sup>	\$ 6,135	\$ 10,071
Distributable cash flow per common share <sup>4</sup>	\$ 0.04	\$ 0.11
Dividends declared	\$ 1,759	\$ 3,507
Dividends declared per common share	\$ 0.01	\$ 0.02
Total common shares outstanding (000s)	168,065	168,065
Total RSUs outstanding (000s)	2,468	2,468
Total Options outstanding (000s)	782	782

### Notes:

- EBITDA is calculated as income or loss before finance costs, taxes, depreciation and amortization. EBITDA is not a standard measure under GAAP. See “Non-GAAP Financial Measures” beginning on page 11 of the MD&A for a reconciliation of EBITDA to its most closely related GAAP measure.
- Adjusted EBITDA is calculated as EBITDA adjusted for incentive compensation, unrealized gains/losses, non-cash items and items that are considered non-recurring in nature. Adjusted EBITDA per common share is calculated as Adjusted EBITDA divided by the weighted average number of common shares outstanding for the period ended December 31, 2015. Adjusted EBITDA and Adjusted EBITDA per common share are not standard measures under GAAP. See “Non-GAAP Financial Measures” beginning on page 11 of the MD&A for a reconciliation of Adjusted EBITDA and Adjusted EBITDA per common share to their most closely related GAAP measures.
- Cash flow from operating activities is calculated as net cash used in operating activities before changes in non-cash working capital less any long term incentive plan expenses. Cash flow from operating activities per common share is calculated as cash flow from operating activities divided by the weighted average number of common shares outstanding for the period ended December 31, 2015. Cash flow from operating activities and cash flow from operating activities per common share are not standard measures under GAAP. See “Non-GAAP Financial Measures” beginning on page 11 of the MD&A for a reconciliation of cash flow from operating activities and cash flow from operating activities per common share to their most closely related GAAP measures.
- Distributable cash flow is calculated as net cash used in operating activities before changes in non-cash working capital and after any expenditures that use cash from operations. Distributable cash flow per common share is calculated as distributable cash flow over the weighted average number of common shares outstanding for the period ended December 31, 2015. Distributable cash flow and distributable cash flow per common share are not standard measures under GAAP. See “Non-GAAP Financial Measures” beginning on page 11 of the MD&A for a reconciliation of distributable cash flow and distributable cash flow per common share to their most closely related GAAP measures.

## **Recent Events**

- Completed the acquisition from AltaGas Ltd. (“AltaGas”) to acquire 100% of AltaGas’s working interest in select Deep Basin and central Alberta gas processing facilities and related infrastructure. The majority of the acquired facilities are located in Tidewater’s core Deep Basin area and have a combined gross licensed natural gas processing capacity of approximately 490 MMcf/d and current throughput of approximately 102 MMcf/d.
- Secured an increase to \$120 million for its syndicated credit facility with no outstanding debt at March 30, 2016.
- Successfully closed second public offering of 57.5 million shares issued at \$1.40 per share, for proceeds net of underwriting fees of approximately \$76.5 million.

## **Corporate Update**

Tidewater maintains a strong balance sheet after closing of its latest financing and increased credit facility with working capital surplus of approximately \$20 million including cash and excluding investments. Tidewater continues to evaluate numerous acquisition, consolidation and organic growth opportunities throughout Western Canada as well as export terminal opportunities in an effort to access overseas markets for Canadian NGLs. Tidewater is committed to improving NGL pricing for its producer customers by utilizing its truck, railcar, and retail propane assets to bring producer volumes to end markets. Tidewater is also committed to offering producers alternative natural gas takeaway and egress options during restrictive times in the Alberta Deep Basin and continues to evaluate its own natural gas and NGL pipeline networks around Edmonton and throughout the Deep Basin.

## **Stock Options and RSUs**

The Corporation has approved a future grant of 1,746,500 restricted share units and 2,230,500 stock options to directors, officers, employees and consultants of the Corporation. The options will have an exercise price equal to the price per common share on the date of grant, will vest over a period of three years, and will expire five years from the date of grant. The Corporation has determined that exemptions from the various requirements of TSX Venture Exchange Policies are available for the granting of the options and RSUs.

## **About Tidewater**

Tidewater was incorporated under the Alberta Business Corporations Act on February 4, 2015 to pursue the purchase, sale and transportation of natural gas liquids (“NGLs”) throughout North America and export to overseas markets. Tidewater is engaged in the acquisition of oil and gas infrastructure, including gas plants, pipelines, NGLs by rail, export terminals and storage facilities. Tidewater continues to investigate opportunities with North American producers and mid-streamers for the acquisition and operation of such infrastructure projects.

Additional information relating to Tidewater is available on SEDAR at [www.sedar.com](http://www.sedar.com) and at [www.tidewatermidstream.com](http://www.tidewatermidstream.com).

*Advisory Regarding Forward-Looking Statements*

In the interest of providing Tidewater's shareholders and potential investors with information regarding Tidewater, including management's assessment of Tidewater's future plans and operations, certain statements in this press release are “forward-looking statements” within the meaning of the United States *Private Securities Litigation Reform Act* of 1995 and “forward-looking information” within the meaning of applicable Canadian securities legislation (collectively, “forward-looking statements”). In some cases, forward-looking statements can be identified by terminology such as “anticipate”, “believe”, “continue”, “could”, “estimate”, “expect”, “forecast”, “intend”, “may”, “objective”, “ongoing”, “outlook”, “potential”, “project”, “plan”, “should”, “target”, “would”, “will” or similar words suggesting future outcomes, events or performance. The forward-looking statements contained in this press release speak only as of the date thereof and are expressly qualified by this cautionary statement.

Specifically, this press release contains forward-looking statements relating to but not limited to: our business strategies, plans and objectives. These forward-looking statements are based on certain key assumptions regarding, our ability to execute on our business plan, our operating activities and current industry conditions, laws and regulations continuing in effect (or, where changes are proposed, such changes being adopted as anticipated). Readers are cautioned that such assumptions, although considered reasonable by Tidewater at the time of preparation, may prove to be incorrect.

Actual results achieved will vary from the information provided herein as a result of numerous known and unknown risks and uncertainties and other factors.

The above summary of assumptions and risks related to forward-looking statements in this press release has been provided in order to provide shareholders and potential investors with a more complete perspective on Tidewater's current and future operations and such information may not be appropriate for other purposes. There is no representation by Tidewater that actual results achieved will be the same in whole or in part as those referenced in the forward-looking statements and Tidewater does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities law.

*TSX Venture Exchange*

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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