

Pembina Pipeline Corporation (as successor to Veresen Inc.)

Attachment to Form 8937

REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

Part II

Box 14

Pursuant to a Plan of Arrangement under Alberta provincial law, Pembina Pipeline Corporation and Veresen Inc. amalgamated on October 2, 2017. For US federal income tax purposes, Pembina Pipeline Corporation should be considered the surviving entity. Under the Plan of Arrangement, each shareholder of Veresen Inc. either received: (i) 0.4287 of a common share of Pembina Pipeline Corporation or (ii) 0.2809 of a common share of Pembina Pipeline Corporation plus C\$6.4314 in cash, in exchange for each common share of Veresen Inc. they held on October 2, 2017.

The exchange of Veresen Inc. common shares for Pembina Pipeline Corporation common shares (or common shares of Pembina Pipeline Corporation and cash) - and the amalgamation of Pembina Pipeline Corporation and Veresen Inc., both pursuant to the Plan of Arrangement, should be treated as a transaction that qualifies as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code. However, neither Pembina Pipeline Corporation nor Veresen Inc. has sought to obtain a ruling from the Internal Revenue Service or an opinion from legal counsel regarding the tax consequences of the Plan of Arrangement. Accordingly, there can be no assurance that the Internal Revenue Service or the United States courts would treat the transactions as a reorganization under Section 368(a).

Box 15

Although the transactions above should be treated as a reorganization under Section 368(a) of the Internal Revenue Code, gain, if any, should be recognized to the extent of the cash received by those shareholders of Veresen Inc.'s common shares that elected the second option above (being a combination of shares and cash). In general, gain should be computed by subtracting the shareholders' US tax basis in their Veresen Inc. shares surrendered from the fair market value of the Pembina Pipeline Corporation shares received in the exchange. The fair market value of the Pembina Pipeline Corporation shares as agreed in the Plan of Arrangement was C\$43.50. For those shareholders of Veresen Inc. that recognized gain as a result of receiving cash, their US tax basis and holding period should carryover pro rata (based on the ratio of 1: 0.2809 for each share of Pembina Pipeline Corporation received in the exchange), with the US tax basis being reduced by the cash received and increased by the gain recognized.

To the extent no cash was received, no gain should be recognized for US federal income tax purpose. In such cases, the US tax basis and holding period that the shareholders had in the shares of Veresen Inc. should carryover pro rata (based on the ratio of 1: 0.4287 for each share of Pembina Pipeline Corporation received in the exchange).

No loss, if any, should be recognized by any of the shareholders of Veresen Inc.'s common shares as a result of the Plan of Arrangement.

Box 16

If the Plan of Arrangement qualifies as a reorganization under Section 368(a) of the Internal Revenue Code, the aggregate US tax basis of the Pembina Pipeline Corporation common shares received by United States shareholders should equal the aggregate US tax basis of the common shares of Veresen Inc. surrendered, decreased by the United States dollar value of cash consideration received, and increased by the amount of gain, if any, recognized on the exchange.

If the Plan of Arrangement does not qualify as a reorganization under Section 368(a) of the Internal revenue Code, the aggregate US tax basis of the Pembina Pipeline Corporation common shares received in the Plan of Arrangement should be equal to the fair market value of such shares on the date of receipt.

Box 17

Sections 361(a), 367(a), 368(a), 358(a) and 358(b)

Box 18

If the Plan of Arrangement qualifies as a reorganization under Section 368(a) of the Internal Revenue Code, then each Veresen Inc. shareholder who receives Pembina Pipeline common shares for all of his or her shares cannot recognize any loss.

Box 19

Please note that all amounts referenced on Form 8937 and in this attachment are in Canadian dollars and will need to be translated to US dollars, as appropriate.