

**Questar Pipeline Company
Open Season
Uinta Basin Expansion – Jurisdictional Lateral 47 Loop**

Questar Pipeline Company (Questar) is announcing a binding open season soliciting support to expand capacity out of the Uinta Basin by looping nine miles of Jurisdictional Lateral 47 (JL47) and installing ancillary facilities to offer up to 30,000 Dth/d of incremental transportation capacity from receipt points located on Questar's Jurisdictional Lateral 46 (JL46) and JL47. Questar anticipates this new transportation capacity can be available as early as July 1st, 2013.

DESCRIPTION: Uinta Basin Expansion – Jurisdictional Lateral 47 Loop

Questar is holding this Open Season to solicit binding support for the installation of nine miles of pipe and ancillary facilities on its JL47 in Duchesne County, Utah. This proposed project will enable Questar to transport up to an additional 30,000 Dth/d¹ from receipt points located on Questar's JL46 and JL47. Deliveries may be available at the following locations²:

- Chipeta Processing LLC or other Uinta Basin processors³
- White River Hub⁴
- Northern system interconnects including Overthrust, CIG, Questar Gas and Southern Star
- Southern system interconnects including Questar Gas and Kern River

¹ The capacity is dependent upon the receipt point locations and associated volumes requested by bidding shippers along the proposed path.

² The delivery capacity varies by delivery point. The availability of capacity that is currently listed on Questar's long term unsold report is subject to prior sale through the Long Term Unsold Bid process as specified in Questar's FERC Gas Tariff.

³ Delivery to processors will be available when the work is completed on the Uinta Basin Transportation and Processing open season project and the delivery point interconnects are in service.

⁴ The White River Hub is an interstate pipeline system owned by Questar and Enterprise Products Operating, LLC with interconnects to deliver gas to: Rockies Express Pipeline LLC (REX), TransColorado Gas Transmission Company (TransColorado), Wyoming Interstate Company, LLC (WIC), Colorado Interstate Gas Company (CIG), Questar and Northwest Pipeline GP's (Northwest's) Colorado Hub Connection Pipeline.

Shippers acquiring this capacity at the required reservation rate and term will also have access to all other mainline receipt and delivery points on Questar on a secondary basis at no additional cost.

Other receipt and delivery points may be available depending on the responses to this open season.

LENGTH OF OPEN SEASON

The Open Season will begin at 8:00 a.m., MCT, on December 23, 2011 and conclude at noon MCT, on January 31, 2012.

ANTICIPATED IN-SERVICE DATE

Assuming it has sufficient binding support by March 1, 2012 to underwrite the cost of the required facilities, Questar anticipates that the new facilities can be placed in service by first of the third quarter of 2013.

RATE

Questar's maximum tariff rate, excluding lost and unaccounted for (L&U) and fuel charges and other FERC-approved charges, are indicated below.

Maximum System Wide Reservation Charge	\$5.28804/Dth/month
Usage Charge	\$0.00267/Dth
100% Load Factor Rate	\$0.17652/Dth

TERM

Requests for this capacity must be for a minimum ten-year term.

CREDITWORTHINESS REQUIREMENTS

Shippers bidding on the Uinta Basin Expansion - JL47 Loop Project must satisfy the creditworthiness provisions specified in Questar's FERC Gas Tariff.

SUBMISSION OF BID SHEETS

The attached Binding Bid Sheet must be used by all Shippers when submitting their bids (Bids). Completed Bid Sheets must meet the requirements for rate and term. The

usage charge, ACA, fuel reimbursement and any other applicable charges will be in addition to the reservation charge.

AWARDING OF CAPACITY

Bids will be ranked based on the following present value calculation:

$$(\text{Monthly Reservation Charge per unit}) \times \frac{[1-(1+i)^{-n}]}{i} = \text{Present Value per unit}$$

Where: i = interest rate per month, i.e., overall rate of return divided by 12 months

n = term of the agreement, in months

Questar may give priority to Bids that maximize available pipeline capacity and optimize pipeline operating efficiencies.

If the calculations yield a present value which is the same for two or more shippers and capacity is insufficient to serve the requests of those shippers, Questar will allocate the available capacity based upon the date of receipt with the earlier Bid receiving all of its requested capacity and any remaining capacity going to the later bidder. If all Bids are received on the same day, the capacity will be allocated pro rata based upon volumes requested by those shippers whose Bids yield the same present value.

Questar specifically reserves the right to reject Bids that are less than the maximum tariff rate or Bids containing a term shorter than Questar believes necessary to support the project.

SOLICITATION OF CAPACITY RELEASE

Existing shippers with capacity which could be used to provide transportation service for the JL47 Expansion Project should notify Questar if they wish to permanently turn back their capacity through a release to prospective shippers in this Open Season or through a re-designation of their primary receipt or delivery points. Those shippers wishing to turn back their capacity should notify Questar of the amount, the term, and any other conditions that would be necessary to effectuate a turn back of their capacity. In order for Questar to consider anticipated capacity turn backs in the expansion decision, notification must be made prior to the expiration of the Open Season. All releases shall be subject to the terms of Section 6 of the General Terms and Conditions of Questar's FERC Gas Tariff, First Revised Volume No. 1. This solicitation of capacity release or any expression on the part of shippers to turn back capacity does not obligate Questar to accept a turn back of the capacity or Questar or the shippers to ultimately agree to release such capacity.

NOTIFICATION OF INTENT TO PROCEED

Questar will evaluate all bids to determine whether or not the bids economically justify the project. A final determination regarding whether the project is economical and whether Questar is willing to proceed with the project will be based on the Bids received during the Open Season. If Questar determines that it will proceed with this project, Shippers with the highest present value ranking will be notified by March 1, 2012. Winning bidders will be required to execute a Precedent Agreement or Transportation Service Agreement no later than 60 days after notification of their winning bid. The Bids will provide the basis for securing the necessary authorizations for construction. Questar will notify the FERC and submit the appropriate filings. Upon receipt of all approvals, construction will commence. Questar specifically reserves the right to decline to pursue any project regardless of the terms of the Bids it receives.

CONDITIONAL BIDS

Questar will evaluate all Bids to determine whether they meet Questar's economic requirements for this project. Questar shall have no obligation to accept Bids from Shippers containing conditions or modifications which, in Questar's sole discretion, are unacceptable to Questar. Acceptance of Bids that do not meet Questar's minimum economic requirements shall be at Questar's sole discretion.

REGULATORY APPROVALS

It may be necessary for Questar to seek approval from the FERC in order to provide the anticipated services. If Questar is unable to obtain the necessary approvals in a form acceptable to Questar, then Questar shall have no obligation to provide the anticipated services.

ADDITIONAL INFORMATION

If you need additional information or have a question about the Open Season please call Lori Creer at (801) 324-5349 or Joseph Hulse at (801) 324-5138 or visit the Questar web site at <http://www.questarpipeline.com>.

If you are unable to open the PDF files and would like us to fax a copy, please call Derby Flygare at (801) 324-2041.

Click below to download the free Adobe Acrobat Reader:

<http://www.adobe.com/products/acrobat/readstep2.html>

BINDING BID SHEET
For
Firm Transportation Service
QUESTAR PIPELINE COMPANY

Reserved Daily Capacity (RDC): _____ Dth/d

Minimum Acceptable RDC: _____ Dth/d

Rate:¹ \$ _____/Dth/Month

Contract Term: ___ years from the date capacity is made available (10 year minimum)

Primary Receipt Point²

Maximum Receipt Point Quantity³

Primary Delivery Point²

Maximum Delivery Point Quantity³

This bid is submitted with the intent to be legally bound hereby:

Company: _____

Signature: _____

By: _____
(Name and Title)

Date: _____

¹Rates do not include lost and unaccounted for volumes, ACA, and other FERC - approved surcharges.

²The parties may negotiate revisions to the listed primary points and quantities if necessary to match capacity availability.

³Total Receipt Point RDC must equal Total Delivery Point RDC.