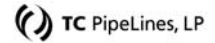


**Code of Business Ethics for the President and Chief Executive Officer,  
Chief Financial Officer and Controller**



UNCONTROLLED IF PRINTED

TC PipeLines, LP and its unitholders expect honest and ethical conduct in all aspects of its business and to that end requires that all employees designated to perform work for TC PipeLines GP, Inc., its general partner comply with, TransCanada PipeLines Limited, the parent to the general partner, Code of Business Conduct and Ethics. In addition, with respect to the general partner's principal and senior financial officers, the general partner requires such officers to acknowledge this heightened expectation.

I, [NAME of Senior Officer], certify that as the [President and Chief Executive Officer, Chief Financial Officer and Controller] of TC PipeLines GP, Inc. (the "General Partner") I adhere to and advocate the establishment of standards reasonably necessary to deter wrongdoing and to promote:

1. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
2. Full, fair, accurate, timely and understandable disclosure in reports and documents that the General Partner files on behalf of TC PipeLines, LP with, or submits to, securities regulators and in other public communications to be made by TC PipeLines, LP;
3. Compliance with laws, rules and regulations of federal, provincial, state and local governments, and other appropriate private and public regulatory agencies; and
4. Compliance with the prompt reporting to the Chair of the General Partner's audit committee all violations of this code.

I, [Name of Senior Officer] acknowledge my accountability for adherence to this code. I also acknowledge that my compliance with this code is a condition of my employment and that if I fail to comply with this code or applicable laws, rules or regulations, I may be subject to disciplinary measures, up to and including discharge from my office with TC PipeLines GP, Inc. and my employment with TransCanada PipeLines Limited. Further, I understand that I am strictly prohibited from retaliation against anyone who files an ethics concern or complaint against me, the General Partner or the Corporation. The General Partner will disclose the adoption of this code and any change or waiver of this code in its disclosure documents and a form of this code shall be posted on the TC PipeLines, LP's website.

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Signature