



Ownership of TC PipeLines and its intermediate limited partnerships on a combined basis after the offering:

Common unitholders

Public investors	74.52%
TC PipeLines GP, Inc	7.97%
TransCan Northern LTD	15.51%
	<u>98.00%</u>

Aggregate general partner interest	2.00%
	<u>100.00%</u>

- (1) Limited partner interest
- (2) General partner interest
- (3) The remaining 53.55 percent partner interest is held by TransCanada
- (4) Membership interest
- (5) The remaining 50.00 percent General Partner interest is held by ONEOK Partners, LP
- (6) 38.29 percent owned by Northern New England Investment Company, Inc.
- (7) 25.00 percent general partner interest and 24.34 percent limited partner interest. Of the remainder, 0.66 percent is held by TransCanada and 50.00 percent is owned by affiliates of Dominion Resources, Inc.