



Williams Completes Formation of US\$3.8 Billion Strategic Joint Venture Partnership with Canada Pension Plan Investment Board in the Marcellus/Utica Basins

June 17, 2019

- Strategic partnership between Williams and CPPIB supports ongoing growth and Northeast region optimization
- Williams receives approximately \$1.33 billion in exchange for a 35% interest in a combined Utica East Ohio Midstream-Ohio Valley Midstream joint venture

TULSA, Okla.--([BUSINESS WIRE](#))--Williams (NYSE: WMB) today announced the completion of the formation of a US\$3.8 billion joint venture with [Canada Pension Plan Investment Board](#) ("CPPIB") that includes Williams' owned and operated Ohio Valley Midstream system ("OVM") in the western Marcellus and Williams' owned and operated Utica East Ohio Midstream system ("UEO") in the Utica Shale play in eastern Ohio.

The finalization of this joint venture agreement in the Northeast, announced in March 2019, includes the completion of CPPIB's investment of approximately \$1.33 billion (subject to certain agreed-to, post-closing adjustments) for a 35% ownership stake in this long-term partnership. Williams retains 65% ownership, operates the combined business, and will consolidate the financial results of the joint venture in Williams' financial statements.

The cash proceeds to Williams from the purchase by CPPIB of its stake in the joint venture are being used to offset the purchase price of Williams' previously announced and completed acquisition of the remaining 38% ownership interest in UEO from Momentum Midstream, with the balance of proceeds used for debt reduction and to fund Williams' extensive portfolio of attractive growth capital.

Williams expects synergies through common ownership by combining UEO and OVM to create a more efficient platform for capital spending in the region, resulting in reduced operating and maintenance expenses and creating enhanced capabilities and benefits for producers in the area.

"Closing this transaction is another significant milestone in enhancing our position in the Northeast and accelerating ongoing strengthening of our balance sheet," said Alan Armstrong, president and chief executive officer of Williams. "We now turn our focus to hitting the ground running with our new partner CPPIB, and look forward to growing our partnership and together, realizing the shared benefits of the combining of assets in the basin."

The joint venture excludes Williams' ownership interests in Flint Gathering, Cardinal Gathering, Marcellus South Gathering, Laurel Mountain Midstream and Blue Racer Midstream.

Morgan Stanley and CIBC Capital Markets acted as financial advisers to Williams for the transaction. Gibson Dunn served as legal counsel to Williams.

About Williams

Williams (NYSE: WMB) is a premier provider of large-scale infrastructure connecting U.S. natural gas and natural gas products to growing demand for cleaner fuel and feedstocks. Headquartered in Tulsa, Oklahoma, Williams is an industry-leading, investment grade C-Corp with operations across the natural gas value chain including gathering, processing, interstate transportation and storage of natural gas and natural gas liquids. With major positions in top U.S. supply basins, Williams owns and operates more than 30,000 miles of pipelines system wide – including Transco, the nation's largest volume and fastest growing pipeline – providing natural gas for clean-power generation, heating and industrial use. Williams' operations handle approximately 30% of U.S. natural gas. www.williams.com

Portions of this document may constitute "forward-looking statements" as defined by federal law. Although the company believes any such statements are based on reasonable assumptions, there is no assurance that actual outcomes will not be materially different. Any such statements are made in reliance on the "safe harbor" protections provided under the Private Securities Reform Act of 1995. Additional information about issues that could lead to material changes in performance is contained in the company's annual and quarterly reports filed with the Securities and Exchange Commission.