



FOR IMMEDIATE RELEASE

Blue Racer Midstream, LLC Announces \$400 Million Offering of Senior Notes

DALLAS – Nov. 3, 2014 – [Blue Racer Midstream, LLC](#) (“Blue Racer” or the “Company”) and its wholly owned subsidiary Blue Racer Finance Corp. announced today that, subject to market conditions, they intend to sell in an offering in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”), and to persons outside of the United States pursuant to Regulation S under the Securities Act, \$400 million in aggregate principal amount of senior notes due 2022 (the “senior notes”). Blue Racer intends to use the net proceeds from the proposed private placement to repay existing borrowings under its revolving credit facility.

The senior notes to be offered have not been registered under the Securities Act, or any state securities laws, and unless so registered, the senior notes may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. The senior notes are expected to be eligible for trading by qualified institutional buyers under Rule 144A and non-US persons under Regulation S. This announcement shall not constitute an offer to sell or a solicitation of an offer to buy the senior notes, except as required by law.

Forward-Looking Statements

This press release may include “forward-looking statements.” All statements, other than statements of historical fact, included in this press release that address activities, events or developments that Blue Racer expects, believes or anticipates will or may occur in the future are forward-looking statements. These statements are based on certain assumptions made by Blue Racer based on its experience and perception of historical trends, current conditions, expected future developments and other factors it believes are appropriate in the circumstances. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. All forward-looking statements are qualified in their entirety by this cautionary statement. Blue Racer undertakes no obligation and does not intend to update these forward-looking statements to reflect events or circumstances occurring after this press release.

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