



LOGISTICS PARTNERS

**Arc Logistics Partners LP
Investor Presentation**

August 2014

Vince Cabbage – CEO and Chairman
John Blanchard - Senior Vice President, President - Arc Terminals
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Cautionary Notes



Forward Looking Statements

Certain statements and information in this presentation may constitute "forward-looking statements." Certain expressions including "believe," "expect," or other similar expressions are intended to identify Arc Logistics Partners LP's (the "Partnership") current expectations, opinions, views or beliefs concerning future developments and their potential effect on the Partnership'. While management believes that these forward-looking statements are reasonable when made, there can be no assurance that future developments affecting the Partnership will be those that it anticipates. The forward-looking statements involve significant risks and uncertainties (some of which are beyond the Partnership's control) and assumptions that could cause actual results to differ materially from the Partnership's historical experience and its present expectations or projections. Important factors that could cause actual results to differ materially from forward looking statements include but are not limited to: (i) adverse economic, capital markets and political conditions; (ii) changes in the market place for the Partnership's products and services; (iii) changes in supply and demand of crude oil and petroleum products; (iv) actions and performance of the Partnership's customers, vendors or competitors; (v) changes in the cost of or availability of capital; (vi) unanticipated capital expenditures in connection with the construction, repair, or replacement of the Partnership's assets; (vii) operating hazards, unforeseen weather events or matters beyond the Partnership's control; (viii) effects of existing and future laws or governmental regulations; and (ix) litigation. Additional information concerning these and other factors that could cause the Partnership's actual results to differ from projected results can be found in the Partnership's public periodic filings with the Securities and Exchange Commission, including the Partnership's Annual Report on Form 10-K for the year ended December 31, 2013 and any updates thereto in the Partnership's subsequent quarterly reports on Form 10-Q and current reports on Forms 8-K. Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date thereof. The Partnership undertakes no obligation to publicly update or revise any forward-looking statements after the date they are made, whether as a result of new information, future events or otherwise.

Non-GAAP Financial Measures

The Partnership defines Adjusted EBITDA as net income before interest expense, income taxes and depreciation and amortization expense, as further adjusted for other non-cash charges and other charges that are not reflective of our ongoing operations. Adjusted EBITDA is a non-GAAP financial measure that management and external users of the Partnership's consolidated financial statements, such as industry analysts, investors, lenders and rating agencies, may use to assess (i) the performance of the Partnership's assets without regard to the impact of financing methods, capital structure or historical cost basis of the Partnership's assets; (ii) the viability of capital expenditure projects and the overall rates of return on alternative investment opportunities; (iii) the Partnership's ability to make distributions; (iv) the Partnership's ability to incur and service debt and fund capital expenditures; and (v) the Partnership's ability to incur additional expenses. The Partnership believes that the presentation of Adjusted EBITDA provides useful information to investors in assessing its financial condition and results of operations.

The Partnership defines distributable cash flow as Adjusted EBITDA less (i) cash interest expense paid; (ii) cash income taxes paid; (iii) maintenance capital expenditures paid; and (iv) equity earnings from the Partnership's interests in Gulf LNG Holdings Group, LLC (the "LNG Interest"); plus (v) cash distributions from the LNG Interest. Distributable cash flow is a non-GAAP financial measure that management and external users of the Partnership's consolidated financial statements may use to evaluate whether the Partnership is generating sufficient cash flow to support distributions to its unitholders as well as measure the ability of the Partnership's assets to generate cash sufficient to support its indebtedness and maintain its operations.

The GAAP measure most directly comparable to Adjusted EBITDA and distributable cash flow is net income. Adjusted EBITDA and distributable cash flow should not be considered as an alternative to net income. Adjusted EBITDA and distributable cash flow have important limitations as analytical tools because they exclude some but not all items that affect net income. You should not consider Adjusted EBITDA or distributable cash flow in isolation or as a substitute for analysis of the Partnership's results as reported under GAAP. Additionally, because Adjusted EBITDA and distributable cash flow may be defined differently by other companies in the Partnership's industry, its definitions of Adjusted EBITDA and distributable cash flow may not be comparable to similarly titled measures of other companies, thereby diminishing their utility. Please see the reconciliation of net income to Adjusted EBITDA and distributable cash flow in the accompanying tables.

Arc Logistics Overview



Issuer	Arc Logistics Partners LP
Exchange	NYSE
Symbol	ARCX
IPO Date	November 5, 2013
Common Units Sold	6,786,869
Net IPO Proceeds	\$120 million
Common Units Outstanding	6,867,950
Subordinated Units Outstanding	6,081,081
Current Annual Distribution	\$1.60
Common Unit Price (08/18/14)	\$25.15
Implied Distribution Yield	6.4%
Market Capitalization ⁽¹⁾	\$326 million
52-Week High / Low	\$26.89 / \$18.69

(1) Includes all outstanding common and subordinated limited partnership units.

Arc Logistics Overview



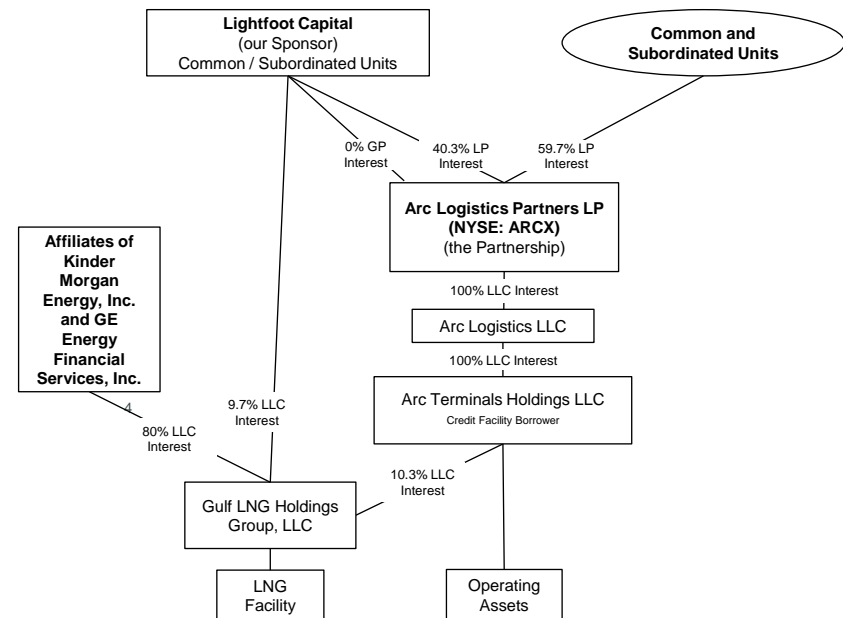
Arc Logistics Partners LP (“ARCX” or the “Partnership”) is a fee-based, independent logistics service provider formed by Lightfoot Capital Partners, LP to acquire, operate and grow energy logistics assets

- ❖ The Partnership is principally engaged in the terminalling, storage, throughput and transloading of crude oil and petroleum products
- ❖ The Partnership utilizes its assets, which are strategically located in the East Coast, Gulf Coast, West Coast and Midwest regions of the United States, to provide its customers with multiple supply and delivery modes for a diverse slate of petroleum products
- ❖ The Partnership is focused on developing existing and/or acquiring new assets to service current and future customers
- ❖ The Partnership completed its initial public offering on November 5, 2013

Lightfoot Capital Structure



Partnership Structure



Arc Logistics Investment Highlights



Fee-based, growth-oriented, independent logistics service provider

Diversified and well positioned asset portfolio to capitalize on organic and third party growth opportunities

Stable and predictable cash flow profile

Customer driven, attractive and visible growth opportunities

Supportive sponsor group with energy industry expertise and access to capital and investment opportunities

Financial flexibility to achieve near and long-term opportunities

Experienced management team with a proven track record of growing the business

Growth-Oriented Partnership



Growth from organic expansion of existing terminals and customer base and third-party acquisitions

Built in Contracted Growth

- ❖ CPI escalators in various terminalling agreements
- ❖ Throughput incentive structures to drive incremental volumes

Organic Growth Opportunities

- ❖ Upgrading pipeline connected assets for rail and marine opportunities
- ❖ Tank and facility upgrades / expansion projects driven by customer's commercial opportunities

Acquisitions from Third Parties

- ❖ Evaluating acquisitions of third-party assets on a standalone basis
- ❖ History of executing accretive acquisitions
- ❖ Potential new business lines (i.e. Jones Act vessels, dry bulk terminals and transportation assets, pipelines) and / or geographic areas

Acquisitions from Our Sponsor

- ❖ Sponsor actively evaluating additional midstream assets for future dropdown opportunities
- ❖ Partners of our Sponsor include some of the largest energy investors in the United States

Contracted, Stable Cash Flow Profile



The Partnership generates profitability through a contract portfolio that generates cash flows through minimum service fees, while providing for upside exposure to throughput and ancillary service fees

Storage & Throughput Services Fees

- ❖ Typically contract with customers for the receipt, storage, throughput and transloading of crude oil and petroleum products from one month to 10 year terms with evergreen provisions
- ❖ Many agreements contain take-or-pay provisions whereby ARCX generates revenue regardless of its customers' use of a facility
- ❖ Creates stable cash flow and mitigates exposure to supply and demand volatility and other market factors
- ❖ As of December 31, 2013, the weighted average remaining term for all of the Partnership's service agreements was approximately two and a half years

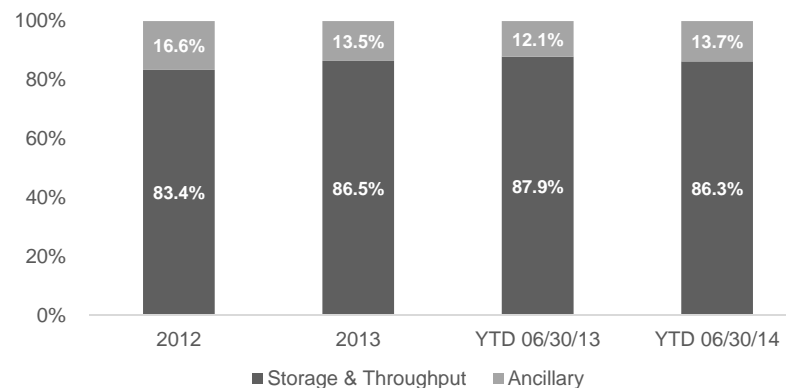
Ancillary Fees

- ❖ Heating, blending and mixing associated with customers' activity
- ❖ Varies based upon the activity levels of the Partnership's customers

Gulf LNG Distributions

- ❖ Distributions are supported by two 20-year, terminal use agreements with firm reservation charges for all of the capacity of the LNG Facility with several integrated, multi-national oil and gas companies

Historical Revenue Composition



Contributions to ARCX⁽¹⁾ from Gulf LNG

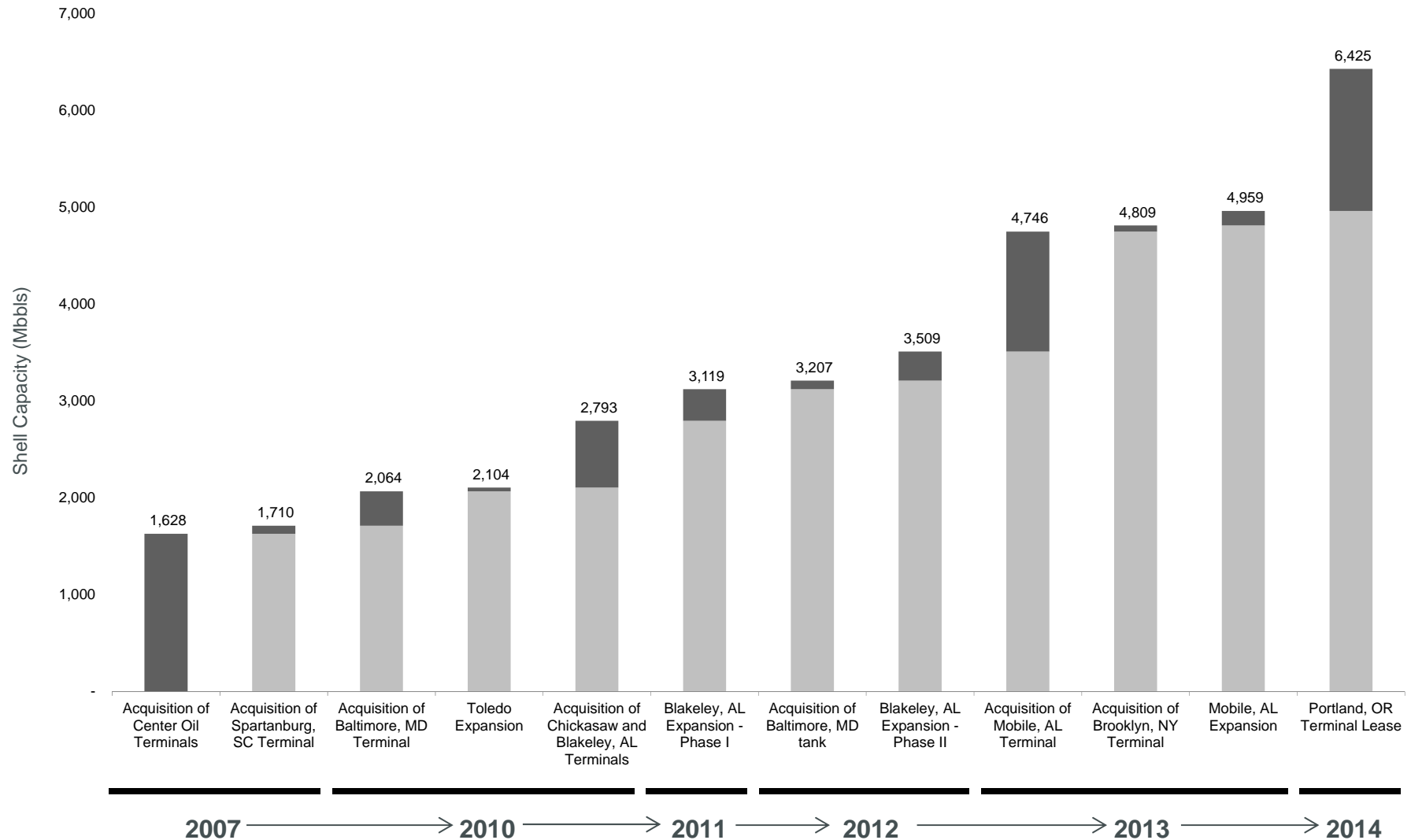


(1) Contribution of equity earnings and cash distributions for the six months ending 6/30/2013 represent the LNG Interest's pro forma contribution to ARCX.

Strong Track Record of Asset Portfolio Growth



Since the Partnership's inception, storage capacity has increased by approximately 21% per year through accretive acquisitions and the completion of customer-driven expansion projects

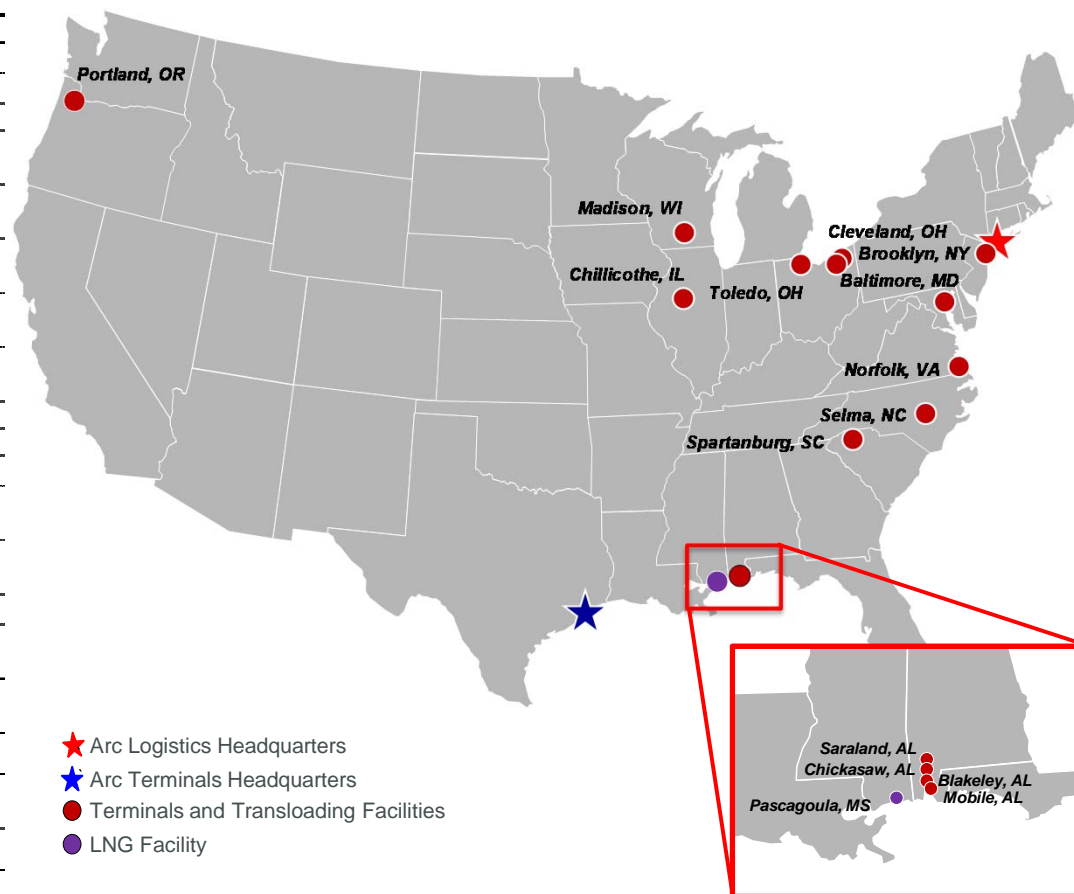


Diversified Portfolio of Logistics Assets



Flexible logistics assets serve as a critical link between supply and local demand

Location	Capacity	Products
Terminals		
Baltimore, MD ⁽¹⁾	442 mbbls	Gasoline; Distillates; Ethanol
Blakeley, AL ⁽²⁾	708 mbbls	Crude Oil; Asphalt; Fuel Oil
Brooklyn, NY	63 mbbls	Gasoline; Ethanol
Chickasaw, AL	609 mbbls	Crude Oil; Distillates; Fuel Oil; Crude Tall Oil
Chillicothe, IL	273 mbbls	Gasoline; Distillates; Ethanol; Biodiesel
Cleveland, OH - North	426 mbbls	Gasoline; Distillates; Ethanol; Biodiesel
Cleveland, OH - South	191 mbbls	Gasoline; Distillates; Ethanol; Biodiesel
Madison, WI	150 mbbls	Gasoline; Distillates; Ethanol; Biodiesel
Mobile, AL – Main	1,093 mbbls	Crude Oil; Asphalt; Fuel Oil
Mobile, AL - Methanol	294 mbbls	Methanol
Norfolk, VA ⁽³⁾	213 mbbls	Gasoline; Distillates; Ethanol
Portland, OR	1,466 mbbls	Crude Oil; Asphalt; Aviation Gas; Distillates
Selma, NC	171 mbbls	Gasoline; Distillates; Ethanol; Biodiesel
Spartanburg, SC ⁽¹⁾	83 mbbls	Gasoline; Distillates; Ethanol
Toledo, OH	244 mbbls	Gasoline; Distillates; Aviation Gas; Ethanol; Biodiesel
Total Terminals	6,425 mbbls	
Transloading Facilities		
Chickasaw, AL	9 mbpd	Crude Oil; Distillates; Fuel Oil; Crude Tall Oil
Saraland, AL	14 mbpd	Crude Oil
Total Transloading	23 mbpd	
LNG Facility		
Pascagoula, MS ⁽⁴⁾	320,000 M ³	Liquefied natural gas



- ★ Arc Logistics Headquarters
- ★ Arc Terminals Headquarters
- Terminals and Transloading Facilities
- LNG Facility

(1) The capacity represents our 50% share of the 884,000 barrels of available total storage capacity of the Baltimore, MD terminal and the 165,000 barrels of available total storage capacity of the Spartanburg, SC terminal. The terminals are co-owned with and operated by CITGO Petroleum Corporation ("CITGO").
 (2) The physical location of this terminal is in Mobile, AL.
 (3) The physical location of this terminal is in Chesapeake, VA.
 (4) The capacity represents the full capacity of the LNG Facility. We own a 10.3% interest in Gulf LNG Holdings which owns the LNG Facility.

Well Positioned Assets



The Partnership's assets have multiple supply / receipt modes providing flexibility to new and existing customers

Connections to major U.S. pipeline infrastructure

- ❖ Baltimore
- ❖ Brooklyn
- ❖ Cleveland
- ❖ Madison
- ❖ Norfolk
- ❖ Selma
- ❖ Spartanburg
- ❖ Toledo

Crucial marine access points, including both ship and barge berthing

- ❖ Baltimore
- ❖ Brooklyn
- ❖ Blakeley
- ❖ Chickasaw
- ❖ Cleveland
- ❖ Mobile
- ❖ Norfolk
- ❖ Portland

Rail facilities at selected locations allow for loading/unloading opportunities

- ❖ Baltimore
- ❖ Chickasaw
- ❖ Cleveland
- ❖ Portland
- ❖ Saraland (servicing Blakeley / Mobile Terminals)
- ❖ Toledo

Supply & Delivery Modes by Terminal

	Baltimore	Blakeley	Brooklyn	Chickasaw	Chillicothe	Cleveland	Madison	Mobile	Norfolk	Portland	Selma	Spartanburg	Toledo
Pipeline	Colonial	None	Buckeye	None	None	Buckeye / Inland	West Shore	None	Colonial	NA	Colonial	Colonial	Sun / Buckeye
Truck	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Rail	✓	✓		✓		✓		✓		✓			✓
Barge	✓	✓	✓	✓		✓		✓	✓	✓			✓
Ship	✓	✓		✓		✓		✓		✓			

Gulf LNG Overview



The Partnership owns a 10.3% interest in Gulf LNG Holdings Group, LLC

- ❖ Gulf LNG Holdings Group, LLC (“Gulf LNG”) owns a 1.5 Bcf/d regasification plant in Pascagoula, MS (the “LNG Facility”) owned by El Paso Pipeline Partners LP, G.E. Energy Financial Services, Lightfoot Capital Partners, LP and ARCX
- ❖ The LNG Facility is a regasification facility adjoining the Gulf of Mexico in Pascagoula, Mississippi
- ❖ The state-of-the-art LNG Facility commenced commercial operations in October 2011
- ❖ Gulf LNG has two 20-year, terminal use agreements with firm reservation charges for all of the capacity at the LNG Facility with several, multi-national oil and gas companies
- ❖ The 33-acre site has two tanks with a total storage capacity of 320,000 cubic meters and peak natural gas delivery rate of 1.5 Bcf/d
- ❖ The terminal has the ability to receive, store and regasify LNG
 - LNG is received via marine vessels and delivered to third-party customers via pipeline
 - Three primary interconnects to the Gulfstream Pipeline, Destin Pipeline, and the Pascagoula Supply Line

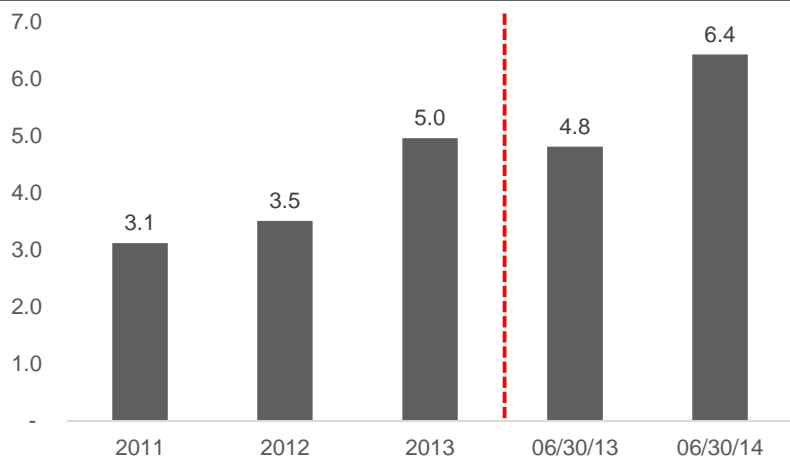


Proven and Resilient Business Model

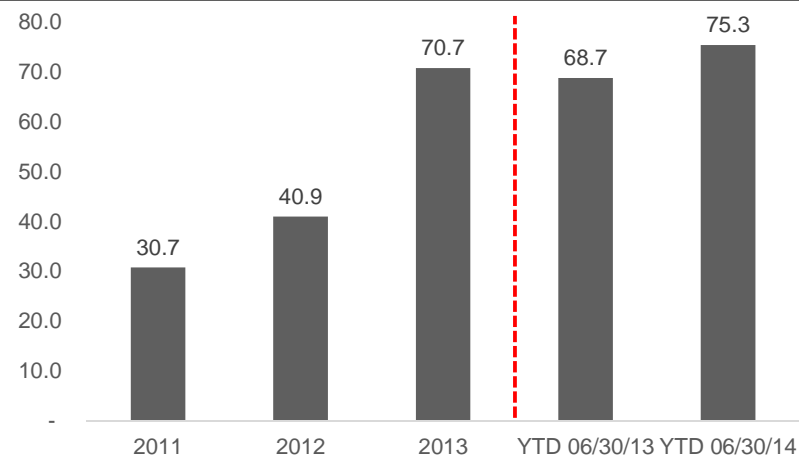


The Partnership has achieved a track record of organic and acquisitive growth in spite of volatile commodity markets and economic headwinds

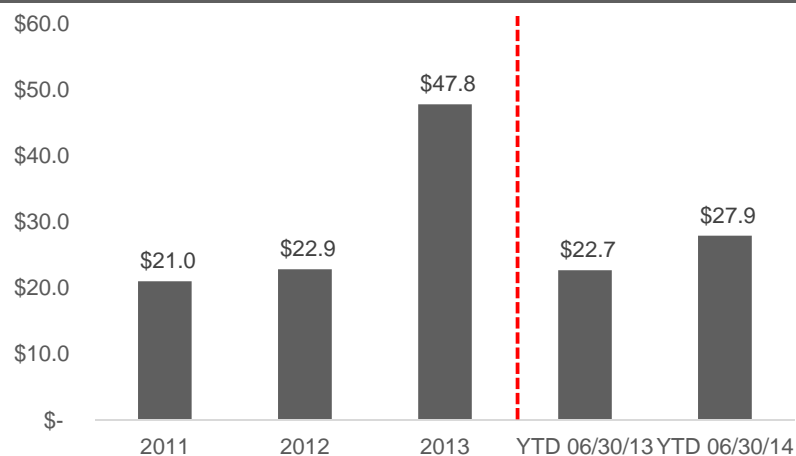
Shell Capacity (mmbbls)



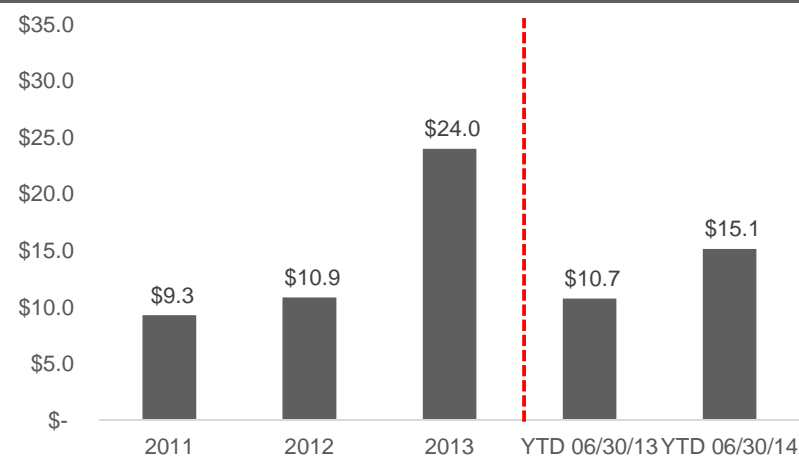
Throughput (mmbbls/d)



Revenue (\$mm)



Adjusted EBITDA (\$mm)



Financial Objectives



The Partnership is positioned to achieve growth objectives

Capitalize on Financial Flexibility

- ❖ \$175 million amended and restated credit facility and a \$100 million accordion feature
- ❖ Access to the capital markets
- ❖ Seek to maintain a balanced capital structure
- ❖ Maximize flexibility to fund growth

Maintain Stable Cash Flows

- ❖ Focus on long-term fee-based growth opportunities
- ❖ Maintain stable customer profile with contracted revenues
 - Continue to renew expiring contracts with similarly attractive or higher rates
 - Focus on counterparty concentration and credit risk

Deliver Consistent Distribution Growth

- ❖ Maintain prudent distribution coverage
- ❖ Seek to maintain liquidity and financial flexibility to grow distributions
- ❖ Business model designed to produce consistent and stable cash flows with opportunities for growth

Reconciliation of Adjusted EBITDA and Distributable Cash Flow



(In thousands, except per unit data)	Year Ended December 31,			Quarter Ended,		YTD Ended, 06/30/14
	2011	2012	2013	03/31/14	06/30/14	
Net Income	\$5,366	\$5,423	\$12,831	\$1,861	\$2,742	\$4,603
Income Taxes	25	43	20	50	3	52
Interest Expense	491	1,320	8,639	910	930	1,841
Gain on bargain purchase of business	-	-	(11,777)	-	-	-
Depreciation	2,749	3,317	5,836	1,698	1,761	3,459
Amortization	649	624	4,756	1,339	1,353	2,692
One-time transaction expenses ⁽¹⁾	-	135	3,673	444	7	451
Non-cash charges ⁽²⁾	-	-	-	1,090	942	2,032
Adjusted EBITDA	\$9,280	\$10,862	\$23,978	\$7,392	\$7,738	\$15,130
Cash interest expense				(856)	(859)	(1,714)
Cash income taxes				(50)	(3)	(52)
Maintenance capital expenditures				(436)	(742)	(1,177)
Equity earnings from the LNG Interest				(2,437)	(2,487)	(4,924)
Cash distributions received from the LNG Interest				1,751	2,843	4,594
Distributable cash flow				\$5,364	\$6,490	\$11,857
Total LP Units Outstanding				12,949	12,949	12,949
DCF / Total LP Units Outstanding				\$0.4142	\$0.5012	\$0.9157
Declared LP Distribution			\$0.2064 ⁽³⁾	\$0.3875	\$0.4000	\$0.7875

(1) The one-time transaction expenses for 2013 relate to the due diligence and acquisition expenses associated with the purchase of the Mobile, AL, Saraland, AL and Brooklyn, NY facilities; for 2014, such expenses related to the consummation of the Portland, OR terminal lease transaction.

(2) The non-cash charges relate to deferred rent expense associated with the Portland, OR terminal lease transaction.

(3) The Partnership declared a pro rata cash distribution of \$0.2064 per unit (\$1.55 per unit on an annualized basis) for the period November 13, 2013 through December 31, 2013, reflecting the period following the completion of its initial public offering through the end of the fourth quarter