



Veresen Announces Sale of Glen Park Merchant Power Facility for US\$61 Million

CALGARY, Alberta, May 24, 2016 – Veresen Inc. ("Veresen") (TSX: VSN) announced today that it has entered into a definitive agreement for the sale of its 33 megawatt Glen Park hydro power generation facility for proceeds of US\$61 million plus working capital at closing. Glen Park, located near Watertown in upstate New York, is contract operated and sells its output on a month-to-month basis at prevailing market prices.

"The sale of Glen Park reflects our continuing efforts to optimize our portfolio," commented Don Althoff, President and CEO of Veresen. "This divestiture provides additional flexibility beyond our expected DRIP proceeds to fund our contracted growth program."

The transaction is expected to close in the third quarter of 2016, subject to customary closing conditions including the approval of the U.S. Federal Energy Regulatory Commission. The transaction is not expected to have a material impact on Veresen's 2016 financial performance. Veresen is maintaining its full year distributable cash guidance of \$0.94 per Common Share to \$1.08 per Common Share and expects distributable cash from the Power business to remain in the range of \$47 million to \$54 million.

About Veresen Inc.

Veresen is a publicly-traded dividend paying corporation based in Calgary, Alberta that owns and operates energy infrastructure assets across North America. Veresen is engaged in three principal businesses: a pipeline transportation business comprised of interests in the Alliance Pipeline, the Ruby Pipeline and the Alberta Ethane Gathering System; a midstream business which includes a partnership interest in Veresen Midstream Limited Partnership which owns assets in western Canada, and an ownership interest in Aux Sable which owns a world-class natural gas liquids (NGL) extraction facility near Chicago and other natural gas and NGL processing infrastructure; and a power business comprised of a portfolio of assets in Canada. Veresen is also working to advance Jordan Cove LNG, a six million tonne per annum natural gas liquefaction facility proposed to be constructed in Coos Bay, Oregon, and the associated Pacific Connector Gas Pipeline. In the normal course of business, Veresen regularly evaluates and pursues acquisition and development opportunities.

Veresen's Common Shares, Cumulative Redeemable Preferred Shares, Series A, Cumulative Redeemable Preferred Shares, Series C, and Cumulative Redeemable Preferred Shares, Series E trade on the Toronto Stock Exchange under the symbols "VSN", "VSN.PR.A", "VSN.PR.C" and "VSN.PR.E", respectively. For further information, please visit www.vereseninc.com.

Forward-Looking Information

Certain information contained herein relating to, but not limited to, Veresen and its businesses, and the Glen Park hydro power generation facility ("Glen Park") disposition, constitutes forward-looking information under applicable securities laws. All statements, other than statements of historical fact, which address activities, events or developments that Veresen expects or anticipates may or will occur in the future, are forward-looking information. Forward-looking information typically contains statements with words such as "will", "may", "estimate", "anticipate", "believe", "expect", "potential", "plan", "intend", "target", "project", "forecast" or similar words suggesting future outcomes or outlook. Forward-looking statements in this news release include, but are not limited to, statements with respect to, the timing of closing of the Glen Park disposition, the use of the proceeds of the Glen Park disposition, the use of proceeds from Veresen's Premium Dividend™ and Dividend Reinvestment Plan, the impact of the Glen Park disposition on Veresen's financial performance and Veresen's guidance for 2016 distributable cash. The forward-looking information included herein involves significant risks, uncertainties and other factors. Such risks, uncertainties and other factors include, but are not limited to, risks relating to closing of the Glen Park disposition, the potential for undisclosed liabilities associated with the Glen Park disposition and realizing the expected benefits from the Glen Park disposition. Additional information on risks, uncertainties and factors that could affect the foregoing forward-looking information and/or Veresen's operations or financial results is included in its filings with the securities commissions or similar authorities in each of the provinces of Canada, as may be

updated from time to time. Readers are also cautioned that such additional information is not exhaustive.

The impact of any one risk, uncertainty or factor on a particular forward-looking statement is not determinable with certainty as these factors are independent and management's future course of action would depend on its assessment of all information at that time. Although Veresen believes that the expectations conveyed by the forward-looking information are reasonable based on information available on the date of preparation, no assurances can be given as to future results, levels of activity and achievements. Undue reliance should not be placed on the information contained herein, as actual results achieved will vary from the information provided herein and the variations may be material. Veresen makes no representation that actual results achieved will be the same in whole or in part as those set out in the forward-looking information. Furthermore, the forward-looking statements contained herein are made as of the date hereof, and Veresen does not undertake any obligation to update publicly or to revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable laws. Any forward-looking information contained herein is expressly qualified by this cautionary statement.

For further information, please contact:

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