

TIDEWATER MIDSTREAM AND INFRASTRUCTURE LTD.

QUALIFICATION CERTIFICATE

TO: Alberta Securities Commission

AND TO: British Columbia Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
Autorités des Marchés Financiers
New Brunswick Securities Commission
Nova Scotia Securities Commission
Securities Office, Consumer, Corporate and Insurance Services Division,
Office of the Attorney General, Prince Edward Island
Department of Government Services
Consumer & Commercial Affairs Branch, Newfoundland

Re: Tidewater Midstream and Infrastructure Ltd. (the “Corporation”)

Short Form Preliminary Prospectus dated March 4, 2016 (the “Preliminary Prospectus”) filed pursuant to National Instrument 44-101 *Short Form Prospectus Distributions* (“NI 44-101”) and Multilateral Instrument 11-102 *Passport System* (“MI 11-102”)

The undersigned hereby certifies, for and on behalf of the Corporation, at the date hereof, that:

- (i) the Corporation is relying on the criteria set forth in Section 2.2 of National Instrument 44-101 - *Short Form Prospectus Distributions* (“NI 44-101”) regarding the qualification to file a short form prospectus for a distribution of its securities pursuant to NI 44-101;
- (ii) all of those qualification criteria have been satisfied; and
- (iii) all of the material incorporated by reference in the preliminary short form prospectus and not previously filed is being filed with the preliminary short form prospectus.

Dated this 4th day of March, 2016.

**TIDEWATER MIDSTREAM AND
INFRASTRUCTURE LTD.**

Per: *signed “Joel Vorra”*

Joel Vorra
CFO and Corporate Secretary