PARTICIPANTS

Corporate Participants

Helen Jung Ryoo – Research Analyst, Barclays Capital, Inc.
Mark A. Borer – President, Chief Executive Officer & Director
Angela A. Minas – Vice President & Chief Financial Officer

MANAGEMENT DISCUSSION SECTION

Helen Jung Ryoo, Research Analyst, Barclays Capital, Inc.

Good afternoon, I'm Helen Ryoo, MLP analyst at Barclay's capital. Our next presenting company is Mark West, I'm sorry, DCP Midstream Partners. It is my pleasure to introduce Mark Borer, President and CEO.

Mark A. Borer, President, Chief Executive Officer & Director

Thanks, Helen. I'd also like to thank Barclays for their sponsorship of this conference. It's important to the capital formation in the business across the energy space. I'd also like to – Angela Minas, the Chief Financial Officer of the partnership, has also joined me here today.

I'll be making some forward-looking statements today within the meanings of the security law, so please review this slide and our recent SEC disclosures.

I'll start today with the partnerships, key investment highlights, our affiliation with DCP Midstream, ConocoPhillips and Spectra Energy provides us with a number of competitive advantages. In addition to COP inspectors, ownership interests, we have numerous strategic and commercial relationships with them. In conjunction with our general partner we are the primary vehicle for their long-term strategic investment and participation in the midstream space.

You'll see today we have a diverse business model and geographic footprint with the portfolio of assets with strong market positions. This supports our growth strategy and provides ongoing organic growth opportunities. You'll see that we have a strong financial position that is demonstrated by our successful equity offerings at our inaugural investment-grade debt offering last year.

Our fee-based margins are 60% of our portfolio and have continued to grow given our recent acquisitions and organic expansions. As a further supplement to our fee-based margins, we have a multiyear hedging program that significantly mitigates our commodity price risk. We have an experienced management team and a demonstrated track record of growing mid stream and MLP businesses, give it all these factors we believe that DCP Midstream partners represents a very compelling investment opportunity.

Like to spend a couple of minutes on our ownership structure and sponsorship, starting at the top ConocoPhillips and Spectra Energy are large investment grade companies with a combined market cap of about $110 billion. They are the 50-50 owners of our parent DCP midstream LLC. ConocoPhillips announced this morning that we would be – that LLC would be part of the downstream company which is estimated to be an enterprise value in the future of $50 billion that's part of their split up of the upstream E&P and their downstream business.

Below Midstream is DCP Partners the public entity that I represent. As we discuss our growth plans today, I will refer to DCP Midstream and DCP partners collectively as the DCP Enterprise. Midstream, which owns our GP and over 25% of partners is a private company. It provides cash dividends and distributions to its parents which are estimated to be approximately $700 million in 2011.

In terms of funding growth, it utilizes operating cash flow after dividends and distributions to its parents and debt financing while maintaining conservative investment-grade balance sheet. As one thinks about funding the enterprise growth, it is important to know the DCP Partners as the public entity provides the necessary access to public equity markets.
As such, the partnership is a key component for funding the growth of the overall DCP Enterprise. Let's discuss the DCP Enterprise a little bit more detail. The enterprise is the largest producer of natural gas liquids in the United States producing approximately 380,000 barrels per day or some 18% of U.S. NGL production from gas processing plants. The combined entities are among the largest natural gas gatherers and processors in the U.S. with a throughput of approximately 6.9 trillion BTUs today. Together Midstream and Partners represent a broad base asset platform spanning across multiple producing regions with 60 some processing plants, 11 fractionators and approximately 61,000 miles of pipe. We are involved in all aspects of the gathering, processing, treating, storage and marketing of natural gas as well as the production fractionation, transportation, marketing and storage of NGLs.

We do believe this is a business where size and scale matters and enhances our ability to offer customers superior overall value and service. Our assets are particularly well positioned in most of the major shale and liquid gas plays.

This slide provides some insights and how we think about growth opportunities more broadly within the DCP Enterprise and how that translates into growth opportunities at the partnership. With the partnership's asset base, we continue to see a variety of growth opportunities across all our business segments. We expect to see a continued favorable drilling environment particularly around the liquids rich and emerging shale plays which will continue to fuel organic growth opportunities. Trying to look at our general partner Midstream is experiencing a considerable ramp up in investment opportunities fueled by its ability to fully leverage its strong existing asset footprint in basins with growing liquids rich gas production.

Midstream is continuing to expand its processing capacity in such basins as the DJ Basin, the Eagle Ford Shale and the Permian basin.

During the past quarter, Midstream also announced the acquisition of the Seaway Products Pipeline from ConocoPhillips, which will provide the backbone for Midstream's Southern Hills pipeline. With some additional construction to fully connect the pipeline between Conway and Mont Belvieu, we expect the pipeline to be in service by mid 2013. Pipeline will have150,000 barrels a day of capacity and will be utilized to transport Midstream's owned or controlled volumes in the midcontinent and DJ Basin along with volumes from other third-party shippers. When completed, Southern Hills will provide a key link between these mid-continent markets and the premium priced Belvieu market.

Midstream is also making great strides on its Sand Hills natural gas liquids pipeline project, which will connect the Permian Basin and Eagle Ford to Mount Belvieu. In addition to the volumes it owns and controls, DCP Midstream has entered into agreements with Targa as an anchor shipper, agreements with Atlas to market its natural gas liquids production from its Oklahoma and Texas plants as well as entering into agreements with Occidental Petroleum for key right of way in the congested Mont Belvieu area. And we also established a long-term gathering service with the Chevron majority owned West Texas LPG pipeline. You probably saw Midstream's recent press release that it had received board approval to proceed with this project.

With both the Southern Hills and Sand Hills pipeline, DCP's ability to dedicate significant volumes, it owns and controls to underwrite these projects is a huge strategic advantage. We are particularly excited about the transformational growth of these NGL infrastructure opportunities. These assets certainly have MLP friendly characteristics that we are targeting and could potentially be dropped down into the partnership in the future.

We believe the enterprise growth opportunities will support the evolution of the partnership into a large scale MLP possessing substantial fee-based assets and significant NGL infrastructure assets.

This next slide illustrates how we are thinking about co-investment alternatives and the numerous forms that it can take, effectively utilizing the partnership to finance growth for both ourselves as well as DCP Midstream. The first is direct investment or acquisition in which we invest capital in assets with MLP friendly characteristics where those assets are really part of a larger strategic investment for the enterprise.

A couple examples recently are acquisitions of the Wattenberg NGL pipeline and the DJ Basin fractionators, both of which are 100% fee-based assets. A second alternative on the lower left of this slide is an organic build project in which we provide the capital to construct all or part of an asset just as we are executing with the recently announced Eagle Plant construction. And I will discuss that more shortly.

Here we factor in the size of the capital investment, its cash flow and contract profile as key determinants in the selection of the project. A third alternative is a drop down with the redeployment of the cash proceeds by Midstream into other capital projects. The JV we formed earlier this year with Midstream and Southeast Texas is an example of this. We structured the JV in a fashion which facilitated ongoing funding of the JV's organic expansion capital while also providing $150 million of proceeds for Midstream to deploy elsewhere in the footprint.

As we consider our growth outlook, a key element of that is our financial positioning. We are committed to a financing strategy that maintains a strong capital structure, a competitive cost of capital and significant liquidity to execute on our strategy. From a debt viewpoint, our investment grade ratings position us well to access the public debt markets at a competitive cost. We are pleased to be one of only 15 MLPs that carry the distinction of investment grade. We have $250 million or 3.25% senior notes through 2015 and an excellent $850 million credit facility with investment-grade terms. At the end of the quarter, we had approximately $400 million in unutilized revolver capacity.

Over the past year, we successfully executed three public equity offerings to finance accretive growth opportunities. Our track record as a seasoned frequent issuer of equity coupled with our proven access to investment grade debt markets is a competitive advantage as we think about our ability to finance growth.

Given the items discussed, we believe the partnership is well-positioned to serve as a viable and attractive funding source for very sizeable future growth at the DCP Enterprise. Let me now spend just a few minutes on each of our three business segments starting first with Natural Gas Services. This business generates margins from a mix of fee and commodity based businesses with our commodity position substantially hedged. Each of our businesses in this segment have an attractive market position. In the aggregate, we have over 1.9 billion cubic feet a day of processing capacity and some 5000 miles of pipelines.

Our operations as you can see from the map span from the Gulf of Mexico and South Texas to Northern Louisiana and Eastern Texas to the Midcontinent where Midstream has significant presence to the Rockies and to Antrim Shale of Michigan. We view our diverse geographic footprint as a strong positive as it provides us with access to multiple resource plays including both oil and gas plays as well as conventional gas and the unconventional shale plays.

We have continued to see a shift by producers into the liquids rich areas as a result of sustained favorable crude oil and NGL prices. This segment has experienced substantial growth for the partnership with our most recent transactions being the formation of Southeast Texas joint venture with our general partner and the entry into the Eagle Ford Shale, which I will discuss further in the next couple of slides.

On August 1st, we reached an agreement DCP Midstream for the partnership to construct a 200 million cubic feet per day, cryogenic natural gas processing plant in the Eagle Ford shale to process DCP Midstream's natural gas volumes. The Eagle plant, which represents a $120 million investment, will enhance DCP Midstream's existing South Texas super system comprised of five natural gas processing plants totaling approximately 800 million cubic feet a day of capacity.

As a new facility the Eagle plant will be the enterprise's most efficient plant in the Eagle Ford shale. The ongoing ramp up in drilling activity and Midstream's expanding gas supply contract portfolio are key factors supporting this expansion. The Eagle plant will be connected to the Trunkline gas pipeline system, liquids rich gas will be received from various DCP Midstream gathering systems by Trunkline for redelivery to the Eagle plant. Midstream has executed a long dated contract with Trunkline for the transportation of Midstream's gas to the Eagle plant.

As you may recall development of the Eagle plant was previously announced as part of the DCP Midstream's growth capital program. It represents a prime example of how we are co-investing and effectively partnering with our general partner and also in line with our strategy of utilizing the MLP as a growth vehicle for the enterprise.

There are numerous compelling attributes to this investment. This asset will continue to expand the geographic and resource diversity of our asset portfolio in conjunction with our Seabreeze and Wilbreeze pipelines establishes an attractive entry point into the rapidly growing Eagle Ford Shale play.

In support of our construction of the Eagle plant we entered into a 15 year fee-based processing agreement with DCP Midstream, which also provides us with a fixed demand charge for 150 million cubic feet per day along with the throughput fee on all volumes processed. This $120 million organic build opportunity is part of a larger strategic investment by the DCP Enterprise in the Eagle Ford Shale.

Midstream, which is one of the largest gatherer processors in the basin, is investing capital to accommodate growing demand from producers for natural gas gathering and processing capacity. The Eagle plant is expected to be online by fourth quarter of 2012. Moving to our next segment NGL Logistics, the segment is complementary to our gathering and processing business providing broader exposure to the NGL value chain with assets that are well-positioned in strong growing markets.

We are very pleased with the significant growth in size and scope with this predominantly fee-based business over a relatively short period of time. This business began at the time of our IPO with three NGL Pipelines operating within Northern Louisiana and Southeast Texas. The pipelines are integrated with gas processing plants owned by the partnership, DCP Midstream as well as third party owned plants.

Since the IPO, we have made multiple acquisitions in this segment. The Wattenberg NGL pipeline, which we acquired in early 2010, transports NGLs from the DJ Basin outside of Denver where Midstream is the largest gatherer and processor in the basin to Bushton, Kansas, near the Conway hub. The expansion of the pipeline was completed in May of this year in conjunction with the completion of Midstream's Mewbourn gas processing facility.

Our March 2011, third party bolt-on acquisition of two NGL fractionators in the DJ Basin is yet another additional complimentary investment with our general partner. Midstream controls NGLs upstream of us that they have committed to us under a long-term fractionation agreement.

We also acquired the remaining interest in the Black Lake pipeline and took over operatorship of this asset approximately a year ago. This asset has nice synergies with our Southeast Texas joint venture as well as transporting product from the Northern Louisiana area.

Finally, the Marysville NGL storage facility, which we acquired in late December of 2010 is well-positioned across the river from the active Sarnia, Canada, refining and petrochemical corridor. We've been very pleased with the asset performance. We've experienced very strong contract renewal and extension activity and are in the process of assessing cavern expansion plans as we speak.

This segment now comprises over 15% of our overall business and will continue to be a key focus of the partnership, particularly with large NGL infrastructure projects going on at the parent.

Our third business segment is Wholesale Propane Logistics. We enjoy a favorable market position in this business as one of the largest wholesale propane suppliers in the Northeast U.S. Our existing business is comprised of six owned rail terminals, a pipeline terminal and an owned, as well as a leased, marine import terminal. A key competitive advantage of this business is the breadth of its supply options which not only supply our base business but allows us to capture upside opportunities during favorable marketing conditions.

In addition to the fee-based earnings, the business is very attractive to the MLP, given its minimal maintenance capital. We are pleased with our expansion last season into the Mid Atlantic with our recent acquisition of the Chesapeake terminal. The acquisition is now fully integrated and we are continuing to make some modest facility upgrades. Given our successful contracting this past year, we have a favorable outlook for the upcoming heating season and are optimistic that we can continue to grow this segment and continue the trend we've had in the past.

As I have described, our business includes the diverse set of assets with a strong emphasis on fee-based margins. The nature of our growth particularly over the past 18 months has also progressed our business into one as more fee-based with assets extending into multiple parts of the Midstream value chain.

On the top left of this slide, you can see our market composition in 2008 and if you move over to the right side, you can see where it is for 2011. We have progressed from approximately 45% fee-based to approximately 60% fee-based over that period of time. Of our commodity sensitive margins which make up approximately 40%, we've had 70% of that position. This results in approximately 90% of our 2011 margins being fee-based or supported by commodity hedges. Our 2011 position on hedging is part of a multi-year program that currently extends through 2016.

In addition to the increasing fee-based margins, these growth opportunities have continued to enhance the diversity of our asset portfolio, geographic footprint and resource exposure. On the bottom half of this slide, you can see the growth we've had in the wholesale propane and NGL logistics segments so we are becoming a more diverse MLP in the process. And as cited by both S&P and Fitch, our sizable fee-based revenues, multi-year hedging program and asset diversity are key strengths underpinning our investment grade credit ratings.

Slide 15 summarizes our key growth strategies and related achievements since our IPO over five years ago. We work in concert with the GP to deliver sustainable growth to our unit holders. Just to refresh on the nature of our growth, on the right side of this slide, you can see our growth is multi-faceted in that it comes from acquisitions, drop downs and co-investment opportunities with DCP Midstream and through organic growth projects. Going forward, we would expect the yellow and green portion of this slide to grow disproportionately overall, given the nature of the opportunities we see at the DCP Enterprise.

As one views the execution of our strategy, it has delivered our unit holders a 12% compounded annual growth rate and distributions and a total return at the end of August of approximately 180% over the last five years, which compares quite favorably to both the Alerian Index, a broad MLP index, at a 115% and the S&P 500 Index at 9%.

As we view long-term value creation for our unit holders, it's really about continuing to execute on our multi-faceted growth strategy. The growth opportunities we have captured over the past year plus other potential opportunities in the pipeline will contribute to distributable cash flow in 2011 and beyond. Our investment grade ratings and our track record as a seasoned issuer in the capital markets has positioned us well with respect to cost of capital and access to capital markets.

These in turn support the execution of the DCP Midstream strategy to utilize the partnership as a key growth vehicle. Our target continues to be top quartile total shareholder return and we believe that's achievable given the breadth of growth opportunities at both the partnership and the DCP Midstream. We are targeting 5% distribution growth in 2011 with a goal of providing consistent quarterly distribution growth.

I will close where I started with our key messages. We are capitalizing on the strong sponsorship at DCP Midstream, ConocoPhillips and Spectra Energy. We have a diverse business model and geographic footprint with a portfolio of assets with strong market positions. Our financial strength and investment grade credit ratings support our growth plan. We have significant fee-based businesses, which are further supplemented by our multi-year hedging program. Finally, we are committed to being a legacy company and leader in the Midstream space. I want to thank you for your attention and interest in the partnership and I'd be glad to answer any questions you might have.

QUESTION AND ANSWER SECTION

<Q>: You said you had about $450 million drawn down on your revolver out of $800 million (sic) [$850 million] (24:14) is that correct, did I hear that?

<A – Mark Borer – DCP Midstream Partners LP>: That's correct.

<Q>: You guys have any thoughts, just I know your spreads have backed up a little bit over the last months, but they are still from a financing standpoint, given the volatility and the potential for things to go wider, have you guys thought about trimming that out sooner rather than later if things should get – the credit markets should tighten up even more?

<A – Mark Borer – DCP Midstream Partners LP>: I'll have Angela Minas, our CFO, answer.

<A – Angela Minas – DCP Midstream Partners LP>: Sure. We have an $850 million credit facility, it has investment grade terms. Our parent company DCP Midstream has been to the credit facility market a couple times over the last year. We've been in – we utilized the same set of banks and feel like we're well-positioned to do that. The credit facility does mature in June of 2012 and we will certainly be extending that in advance of that.

<Q>: Thank you.

<Q>: Quick question; I was just looking in your appendix and it looks like you have hedged considerable amount of your NGL volume in 2011 when I take it 2012, 2013 you have not. Is there a reason for that? Can you just walk me through that?

<A – Mark Borer – DCP Midstream Partners LP>: We – the question relates to the hedging of NGLs in 2011 and where we might stand in 2012. We opportunistically perfect hedges from time to time, the – what's in front of you there represents where our position stood at the end of the second quarter. We have seen slightly improving liquidity to perfect NGLs probably out the prompt 12 months, maybe 12 to 18 months and we'll opportunistically do that from time to time.

<Q>: Thank you.

<Q – Helen Ryoo – Barclays Capital, Inc.>: Your share of fixed fee business has grown over the years and I think right now, you mentioned you're about 60%, is this a comfortable level or would you like to have even a greater mix of fee-based business reducing commodity price exposure? Any thoughts on that?

<A – Mark Borer – DCP Midstream Partners LP>: Overall this is a comfortable level, given that we have a multi-year hedging program to support it. We're on the north side of 50%, we're at the 60% plus range; that was prior to the guidance there was prior to the acquisition of certain fee-based assets this year. From a trend viewpoint, we would expect that likely to grow, but when we coupled together today, where we are at say in the 60% plus range with our multi-year hedging program, we are comfortable with that but I would say on the margin, it feels like we're having, we are having more fee-based growth in our margins. The Eagle plant as an example will be 100% fee-based. So from a composition viewpoint, we expect that to continue to grow. Thank you.

Mark A. Borer, President, Chief Executive Officer & Director

Okay, if there's no further questions, we do have a breakout room and thank you for your attention and interest in the partnership. Thank you. And it's breakout room – I'll let Helen do this. Go ahead.

Helen Jung Ryoo, Research Analyst, Barclays Capital, Inc.

Breakout's at Liberty 5, it's upstairs.