



2012 Wells Fargo Securities Research and Economics
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December 4th, 2012



www.oiltankingpartners.com

Forward-Looking Statements

Some of the information in this presentation may contain forward-looking statements. These statements can be identified by the use of forward-looking terminology including “will,” “may,” “believe,” “expect,” “anticipate,” “estimate,” “continue,” or other similar words. These statements discuss future expectations, contain projections of financial condition or of results of operations, or state other “forward-looking” information. These forward-looking statements involve risks and uncertainties. Many of these risks are beyond management’s control. When considering these forward-looking statements, you should keep in mind the risk factors and other cautionary statements disclosed in our filings with the Securities and Exchange Commission, including under the captions “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations.” All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by the cautionary statements contained herein, in such filings, and in our future periodic filings with the Securities and Exchange Commission. Forward-looking statements are not guarantees of future performance or an assurance that our current assumptions or projections are valid. Our actual results and plans could differ materially from those expressed in any forward-looking statements. We, and our affiliates undertake no obligation to publicly update any forward-looking statements, whether as a result of new information or future events.

Non-GAAP Financial Measures

In this presentation, we present Adjusted EBITDA, a financial measure that is not presented in accordance with U.S. generally accepted accounting principles (“GAAP”) that we use in our business as it is an important supplemental measure of our financial performance. We believe Adjusted EBITDA provides useful information to investors to assess (i) our financial performance as compared to other publicly traded partnerships in the midstream energy industry, without regard to historical cost basis or financing methods, (ii) the viability of proposed projects and acquisitions and (iii) the overall rates of return on investment in various opportunities.

Adjusted EBITDA is defined as net income (loss) before net interest expense, income tax expense (benefit) and depreciation and amortization expense, as further adjusted to exclude certain other non-cash and non-recurring items. On slide 28 of this presentation, we reconcile Adjusted EBITDA to its most directly comparable GAAP financial measure. Adjusted EBITDA should not be considered as an alternative to GAAP net income, operating income or cash flow from operating activities. Adjusted EBITDA excludes some but not all items that affect net income and may be defined differently by other companies in our industry. Therefore, Adjusted EBITDA as presented in this presentation may not be comparable to similarly titled measures of other companies.

- We provide terminaling, storage and transportation services in crude oil, refined petroleum products and liquefied petroleum gases
- Assets are strategically located on the Gulf Coast of the United States
- Superior waterfront and dock capacity
- Interconnectivity with 18 refineries, storage and production facilities



- Operate in a safe, reliable and environmentally responsible manner
- Generate sustainable and growing cash flow in order to increase quarterly cash distribution
- Capitalize on organic growth opportunities by expanding and developing our assets and properties
- Maintain existing and develop new relationships with first-class companies
- Maintain sound financial practices to ensure long-term viability
- Attract, develop and retain talented employees to support strategy
- Expand existing footprint thru accretive acquisitions and industry savvy developments



- Critical Logistic Link to Customers
- Long-term Contracts with High Quality Customers
- Stable, Fee-Based Cash Flows
- No Direct Commodity Price Exposure
- Positioned for Growth, Strategically and Financially
- Capital Projects Underway to Drive Distribution Growth
- World Class Sponsor & Strong Management Team

Overview of Our Sponsor

Oiltanking Group is the world's second largest independent storage provider for crude oil, refined products, liquid chemicals and gases.

Marquard & Bahls

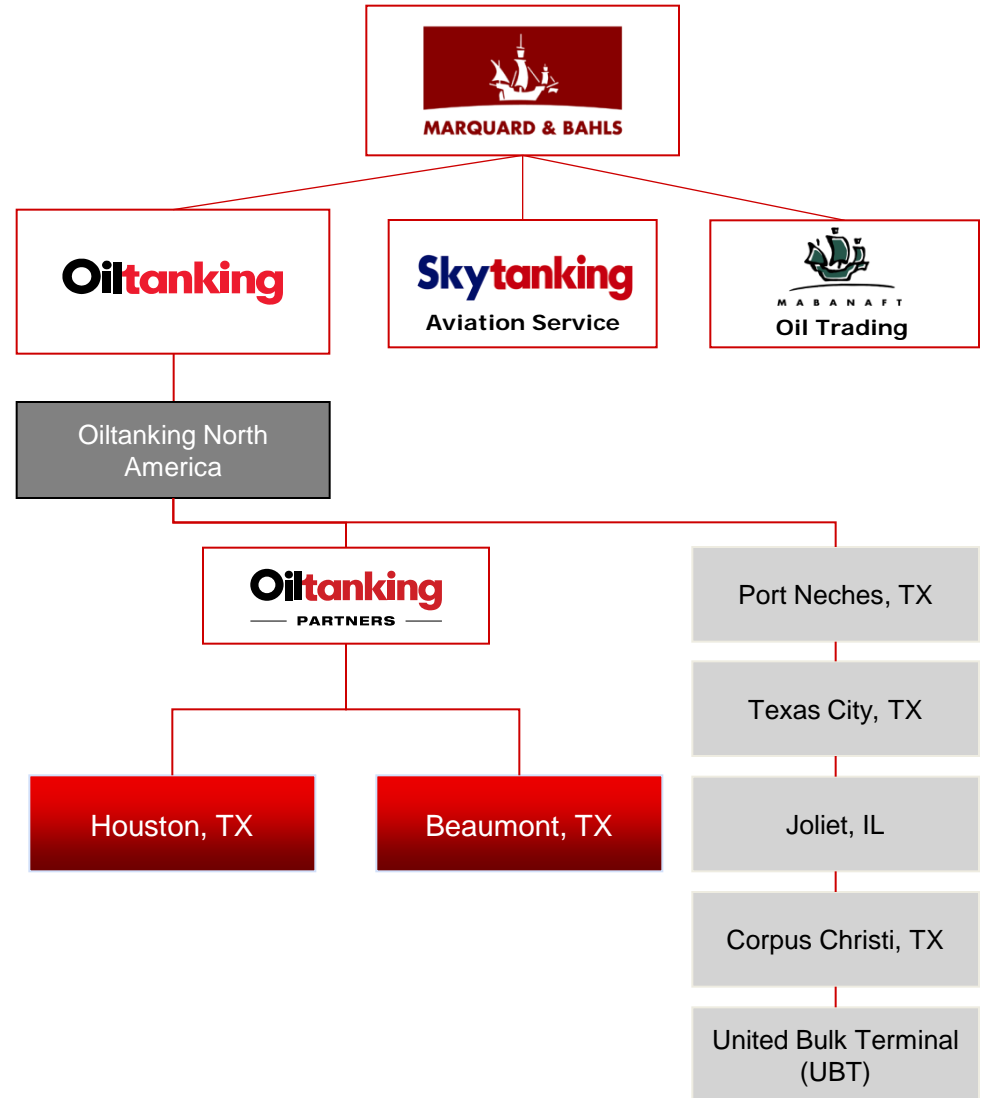
- Privately owned for over 60 years
- Employees: 4,000
- Assets: Over \$5 billion

Oiltanking Group

- 72 terminals across 22 countries
- 120 mmbbls of capacity
- 19 joint ventures

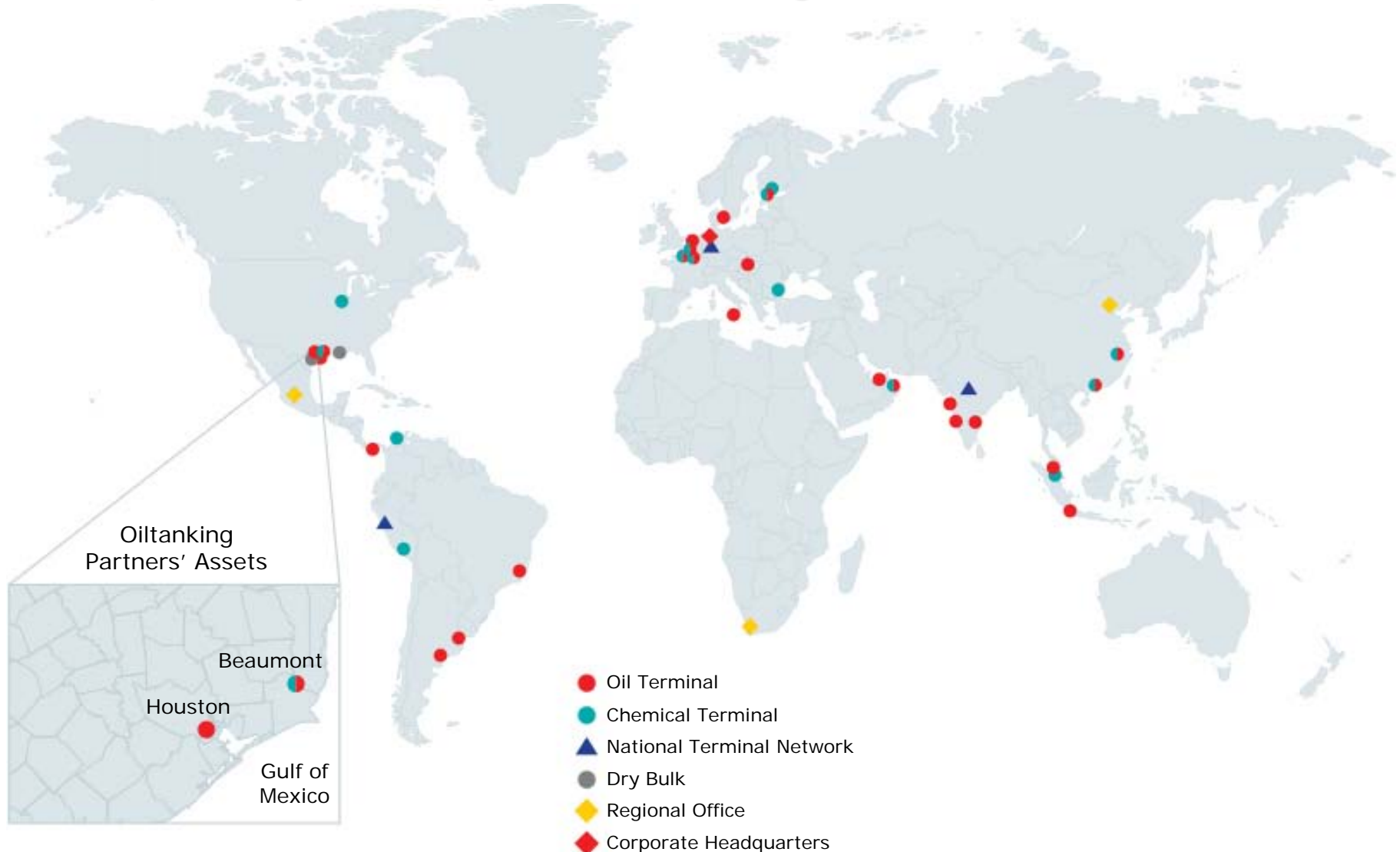
Oiltanking North America

- Active in U.S. since mid-1970s
- 7 locations in U.S.
- New locations currently under development



Strong Sponsor

Oiltanking Group is the world's second largest independent storage provider for crude oil, refined products, liquid chemicals and gases.





Partnership Overview



Overview of Our Assets

Two principal facilities: Oiltanking Houston and Oiltanking Beaumont

Houston



Beaumont



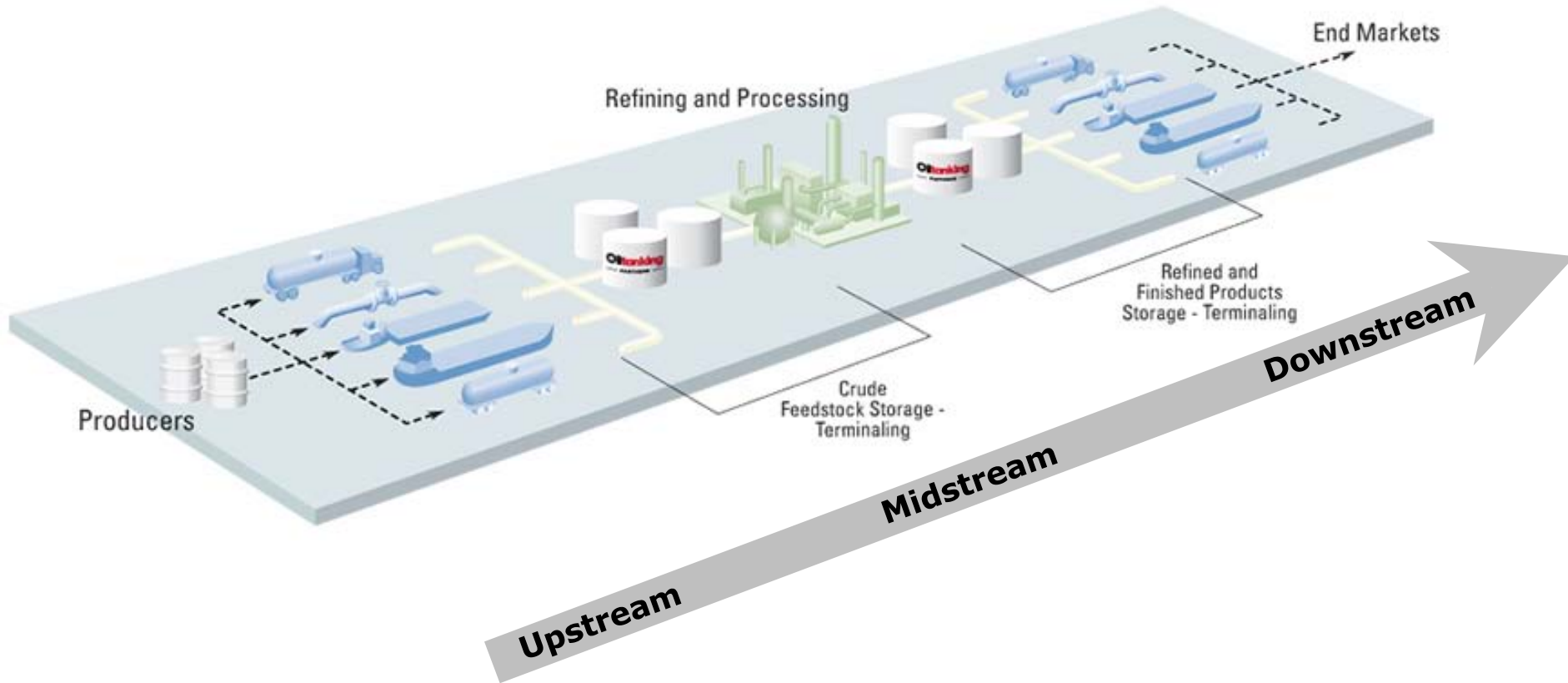
	Houston	Beaumont	Total
Active Storage Capacity (shell mmbbls)	19.7 ⁽¹⁾	5.5	25.2
Existing Expansion Capacity (shell mmbbls)	2.7	5.4 ⁽²⁾	7.1
No. of Active Tanks	62	72	134
% of Active Contracted Storage Capacity	99.1%	91.1%	96.5%
Weighted Average Contract Life (years)	6.5	4.2	5.8

(1) Includes announced projects consisting of 1.1 million barrels of storage capacity coming on-line in 1st Quarter 2013, 3.2 million barrels of storage capacity coming on-line by year-end 2013 and 3.3 million barrels of storage capacity coming on-line by year-end 2014.

(2) Does not include more than 20.0 million barrels of additional storage capacity we have sufficient acreage to construct on the remote side of our terminal complex

Highly-Integrated Terminal Assets

We are a critical logistic link between the upstream and downstream segments of the crude oil, chemical and natural gas liquids industries






- **Major hub in the Houston Ship Channel**

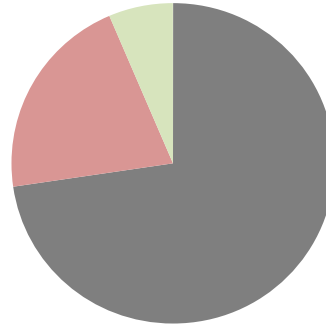
Our assets' proximity and interconnectivity to major ports, refineries, trading hubs and end users make us an invaluable service provider to our customers

- **We are deeply integrated with our customers**

Stable Cash Flow Profile

Approximately 100% of our revenue is fixed fee

-  **Storage Service Fees**
-  **Throughput Revenue Fees**
-  **Ancillary Services Fees**



2012 LTM Total Revenues
(as of 9/30/2012)
\$130.3 million

Storage Service Fees

- Fixed monthly fee based on contracted storage volume
- Contracts include a variety of ancillary services and associated fees

Throughput Revenue Fees

- Fixed fees paid for moving products through the facility
- Majority of fees based on activity level
- Fees in excess of minimum commitments

Ancillary Services Fees

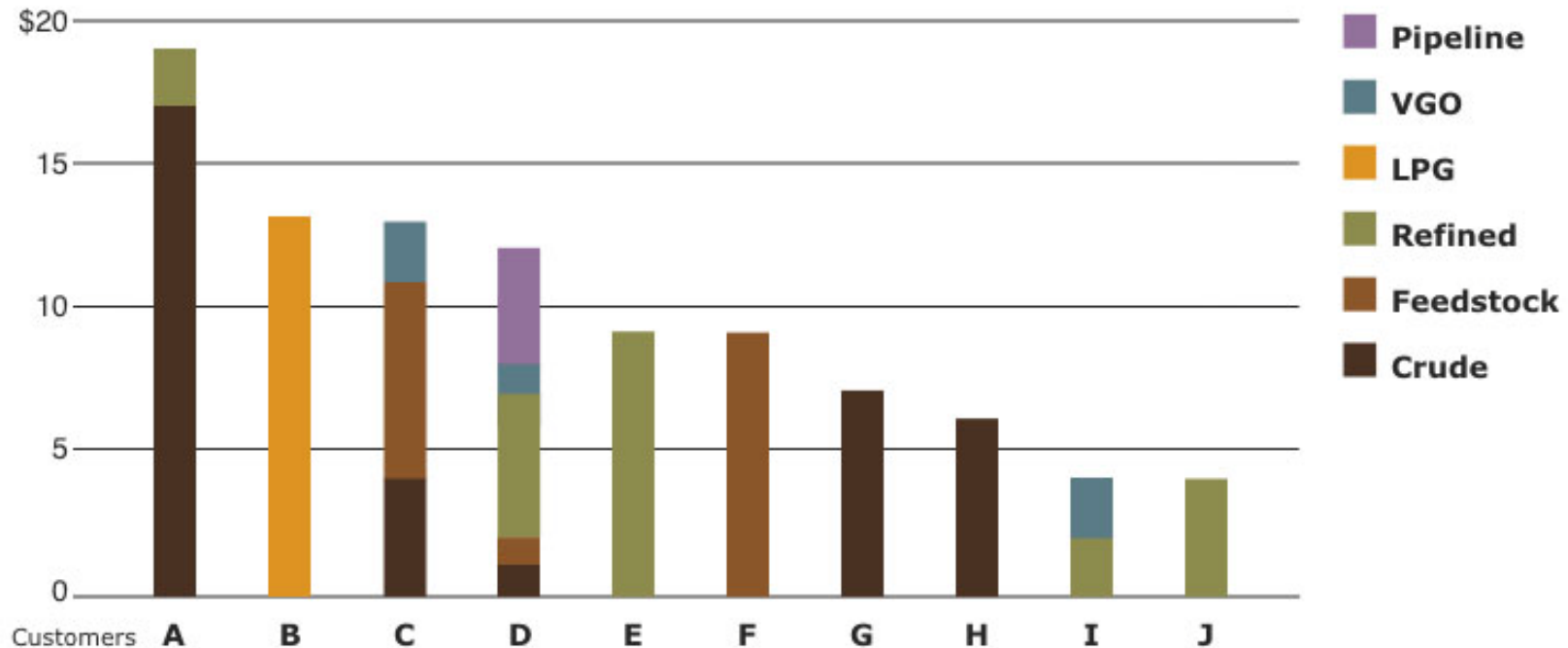
- Services and fees are specified in each contract
- Fees generally based on activity levels
- Typical services: heating, mixing, blending, recirculating and transferring between tanks

Diversified Revenue Mix

Our long-term customer base generates a diversified revenue mix

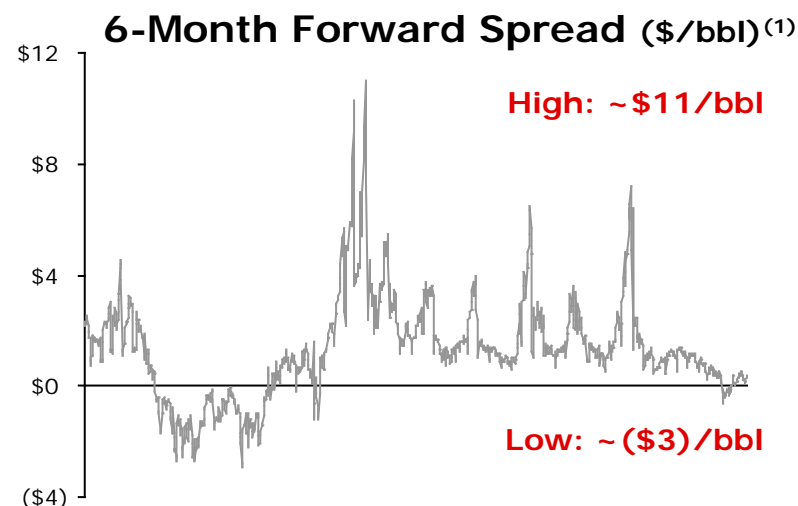
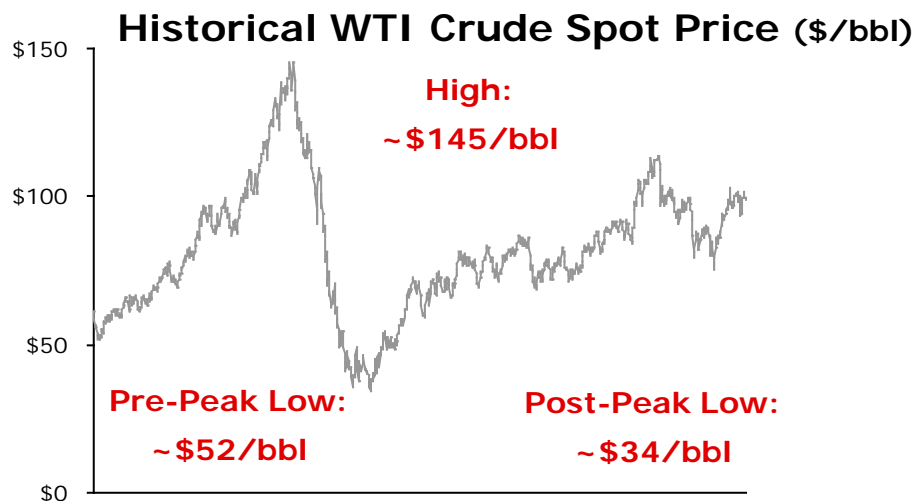
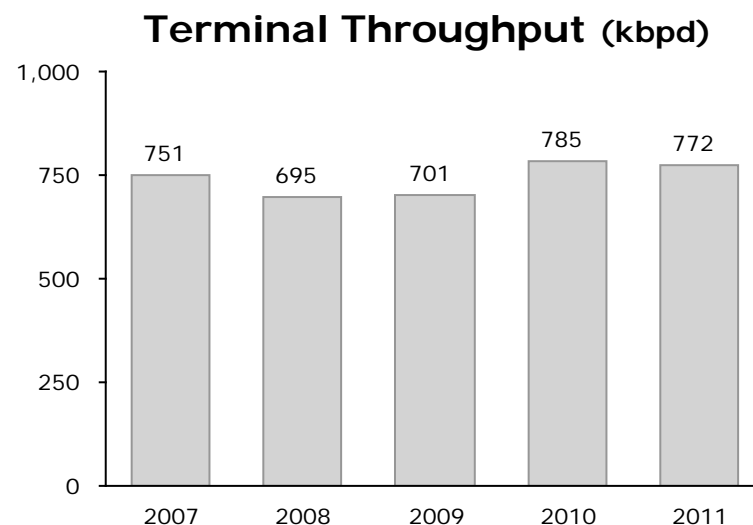
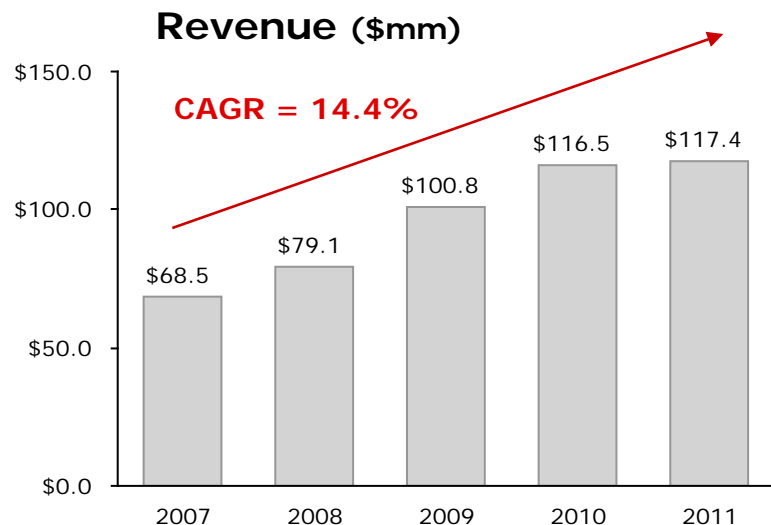
- Our average contract life is approximately 6 years with 95% re-contracting history
- More than 80% of our customers are investment grade
- Average length of our customer relationship is over 15 years

Top Customers in 2011 by Product Type (in millions)



No Direct Commodity Price Risk

Our business model has demonstrated steady growth despite volatile markets



Source: Bloomberg; FactSet.

Note: 2007-2010 predecessor statistics shown.

(1) 6-month forward price minus spot price.

Key drivers of distribution growth

Organic Growth Opportunities

- Changing North American and Gulf Coast logistics
 - Distillate and LPG import/export growth
 - Product hub development
 - Waterborne infrastructure and capabilities
-

Built-in Contracted Growth

- CPI escalators in Storage Service Agreement Fees
 - Rate escalation from expiring contracts
 - Over the last 5 years, 95% of contracts have been re-contracted, typically at escalated rates
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Acquisitions from Our Sponsor

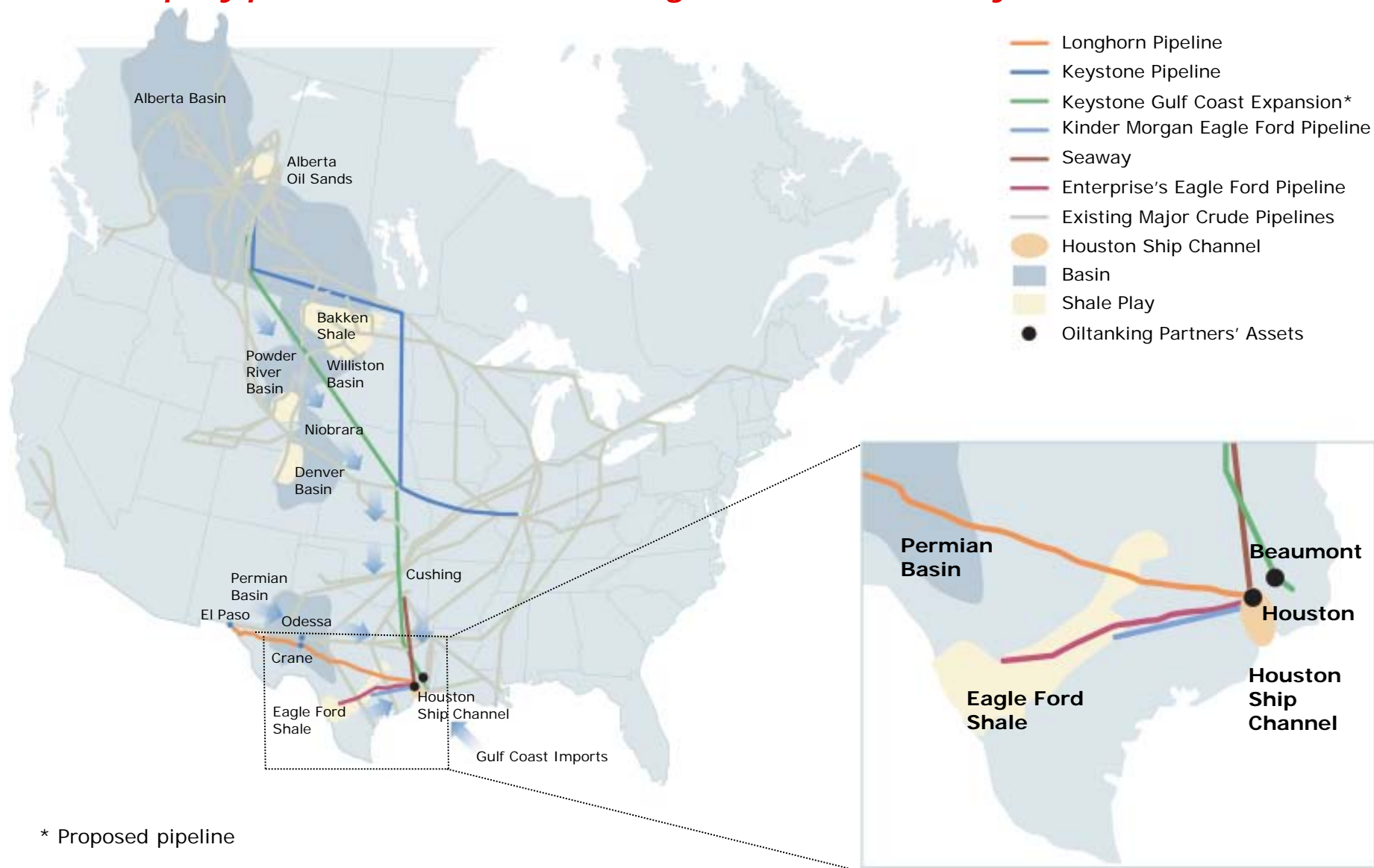
- Sponsor with growing midstream asset base
 - The owner of our parent has significant global terminal operations and other qualifying operations such as Skytanking
-

Acquisitions

- Acquisitions of third-party assets on a stand-alone basis
- Acquisitions in partnership with our Sponsor
- New business lines and/or geographic areas

Changing Crude Logistics

OILT uniquely positioned to take advantage of crude market dynamics



Crude Oil Expansion Projects

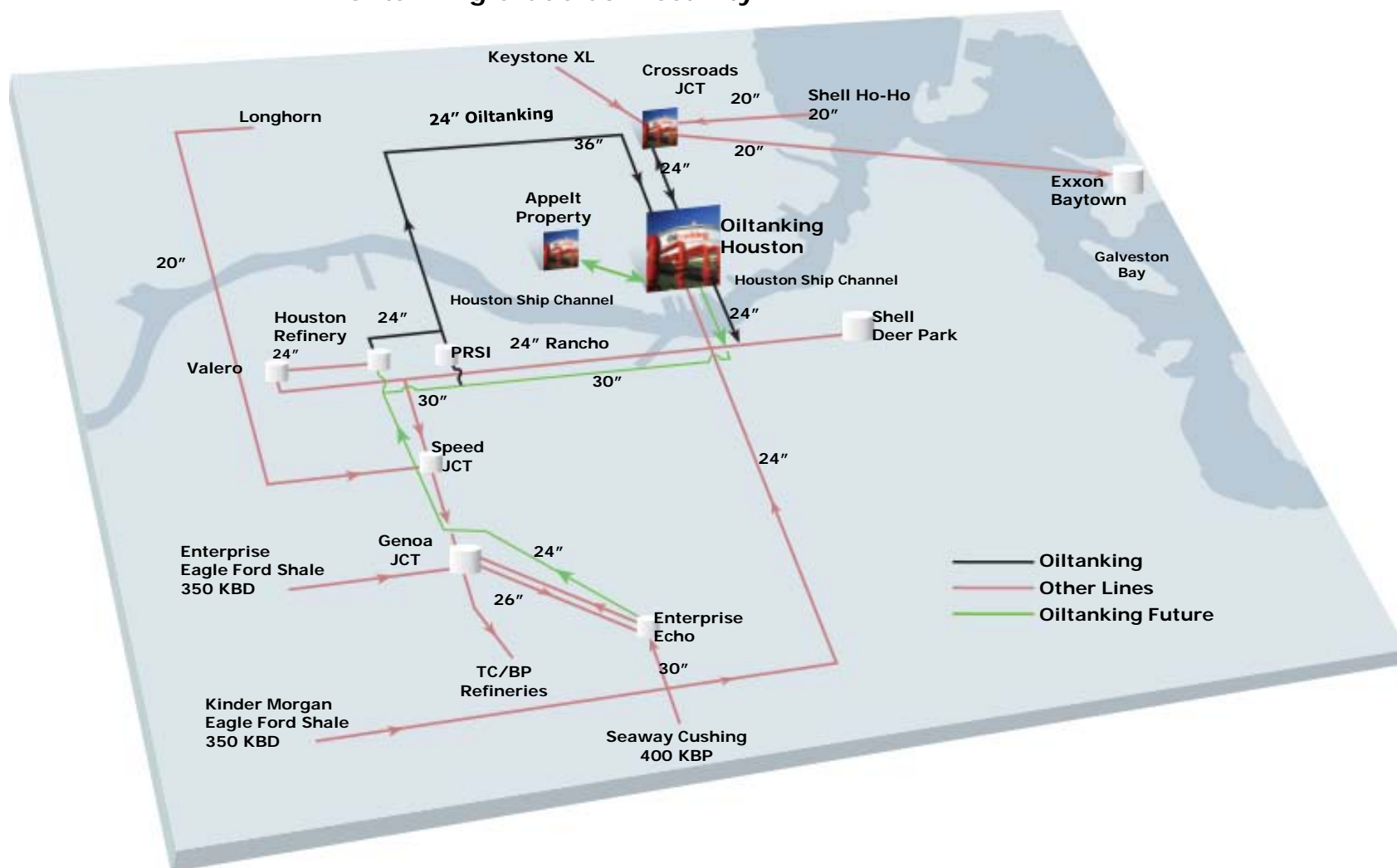
Phase I: \$96 million; crude pipelines and 1.1 mm bbls crude storage

Phase II: \$174 million; 6.5 mm bbls crude storage (Appelt I & II)

Timing: 1Q13

Timing: 4Q13, 4Q14

Oiltanking Crude Connectivity



~\$96 million project further strengthens OILT's leading footprint in the Gulf Coast

Project Scope

- 24" pipeline connecting existing pipeline system to the Enterprise Echo crude terminal
 - direct deliveries to OTH and all area refineries
 - 30" pipeline from OTH to local refiners
 - 1.1 million barrels of new crude storage at OTH
 - pipeline and waterfront access to all area refineries
-

Enhancing Superior Connectivity

- Strategically positioned for growing onshore volumes
 - First phase solidifies our “Last Mile” advantage
 - Proprietary and dedicated pipelines to our customers
 - able to deliver to all area refineries
 - Unmatched waterfront infrastructure and flexibility
-

Timing

- Project supported by long-term contracts with multiple customers
- Fee based cash flows
- Project completion expected in 1Q 2013

Phase II Crude Oil Expansion Project



~\$104 million project further strengthens OILT's leading footprint in the Gulf Coast

Project Scope ("Appelt I")

- 3.2 million barrels of new crude storage capacity at OTH
 - 95 acres of nearby land to build the new capacity
 - Pipeline and infrastructure connecting new land purchase and OTH
 - Fee based cash flows
-

Enhancing Superior Connectivity

- Strategically positioned to store growing domestic crude volumes
 - Storage capacity from this project has been fully contracted with multiple customers at an average term of approximately 6.3 years (refiners and marketers)
 - Nearby land expands footprint for future growth
 - Upon completion of Appelt I, the Partnership's total active storage capacity will be ~ 22 million barrels
-

Timing

- Project completion expected by end of 2013

~\$70 million project further strengthens OILT's leading footprint in the Gulf Coast

Project Scope (“Appelt II”)

- 3.3 million barrels of new crude storage capacity at OTH
 - Land adjacent to Appelt I expansion
 - Utilizes existing pipeline and infrastructure connecting to OTH
-

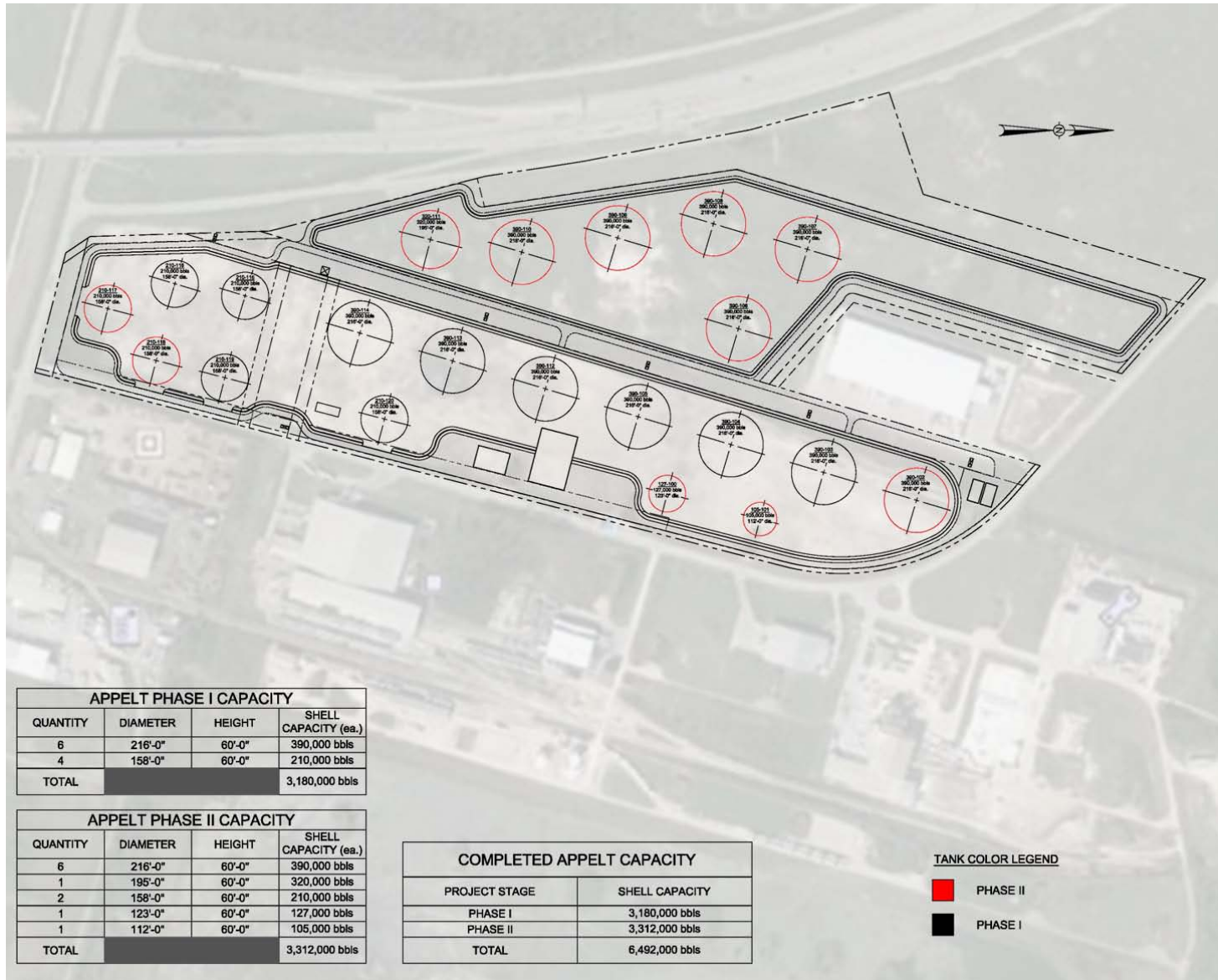
Enhancing Superior Connectivity

- This project is supported by long-term contracts with multiple customers (refiners and marketers)
 - Upon completion of Appelt II, the Partnership's total active storage capacity will be over 25 million barrels
-

Timing

- Project completion expected by end of 2014
- Land for additional capacity is currently being negotiated

Appelt Property Configuration



Future Growth Opportunities

Our asset profile provides a platform for additional growth opportunities

Waterfront

- Further waterfront development at both terminals
- Growing demand for products and LPG exports

Pipeline

- We are studying further pipeline opportunities in our markets
- HoHo reversal, Westward Ho and Keystone pipelines to drive additional needs around our facilities

Rail

- Pursuing additional rail opportunities to facilitate crude movements to the terminal

These opportunities will likely lead to additional storage construction opportunities

Represents over \$100 million of additional organic growth opportunities over the next several years, if commercialized



Financial Overview



Well positioned to achieve growth objectives

Capitalize on Financial Flexibility

- \$125 million ten-year loan in place
 - \$150 million revolver, expandable to \$225 million
 - Conservative leverage ratio of 0.7x EBITDA
 - Commitment to long-term focus and a balanced capital structure
 - Maximize flexibility to fund growth
-

Maintain Stable Cash Flow

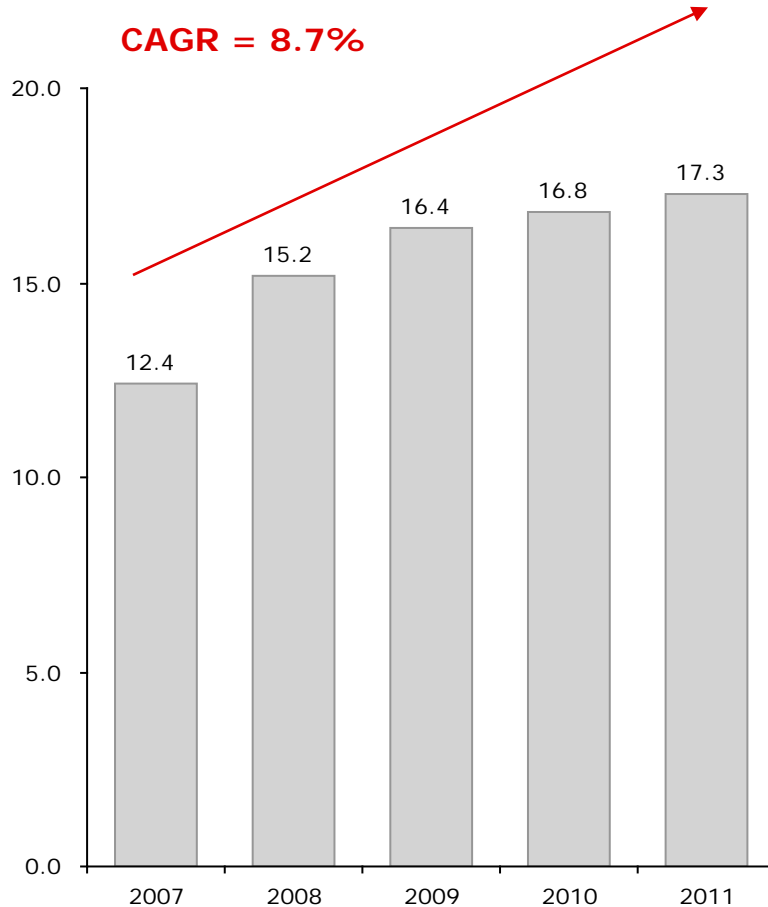
- Focus on long-term fee-based growth opportunities
 - Maintain stable customer profile with contracted revenues
 - Focus on counterparty concentration and credit risk
 - Continue to renew expiring contracts with similarly attractive or higher rates
-

Deliver Consistent Distribution Growth

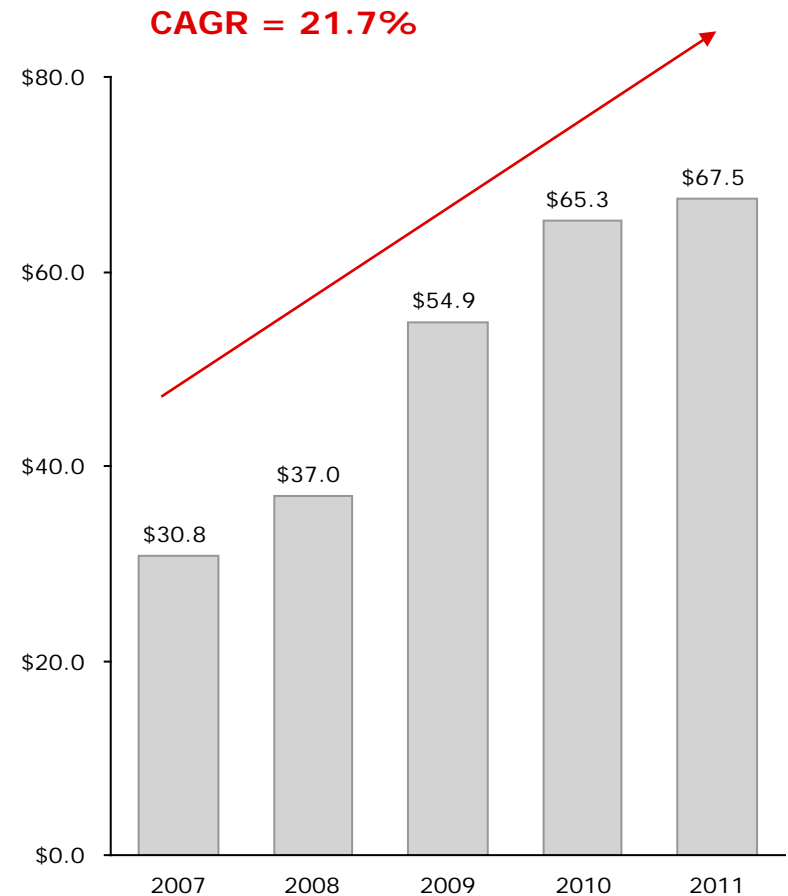
- Maintain prudent distribution coverage
- Significant liquidity and financial flexibility to grow distributions
- Business model designed to produce consistent and stable cash flows

Proven Track Record of Growth

Year End Tank Capacity (mmbbls)



EBITDA (\$mm)⁽¹⁾



Note: 2007-2010 predecessor statistics shown.

(1) Historical EBITDA figures adjusted for approximately \$3.0 million of public company expenses.

Strategically Located Assets with High Connectivity

- Prime locations on the Texas Gulf Coast
- Superior waterfront and dock capacity
- Connectivity with 18 refineries, storage and production facilities

Long-term Contracts and Stable Cash Flow

- Limited commodity exposure through fixed fee contracts
- 96.5% of active storage capacity under contract
- Weighted-average life nearly 6 years on current contracts

Well-Positioned for Potential Change in Crude Oil Logistics

- Multiple planned third-party projects would bring significant new crude oil volumes to the Texas Gulf Coast
- OILT is well-positioned to take advantage of changing crude oil logistics in the Gulf Coast market

Significant Potential for Growth

- Terminal designed to facilitate future growth
 - Excess dock capacity
 - Land for new tank capacity development
- Financial flexibility to fund growth projects or acquisitions

World-Class Sponsor

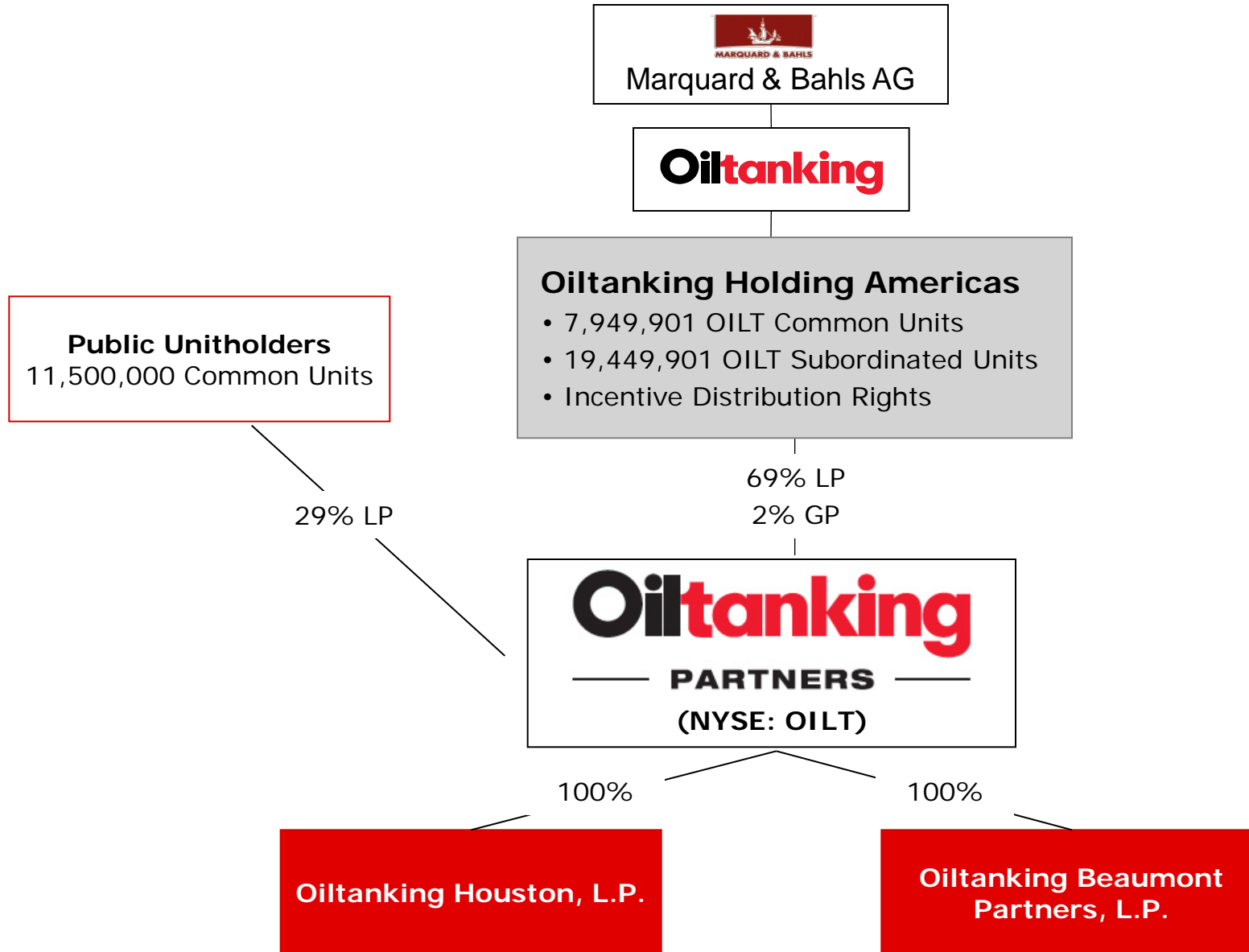
- Oiltanking Group is the second largest independent logistic service provider
- Global management pool with expert market knowledge of trade flows



Appendix



Summary Organizational Structure



Non-GAAP Reconciliations

**Oiltanking Partners, L.P.
Adjusted EBITDA Reconciliation**

(in thousands)	Years Ended December 31,					Nine Months Ending June 30,	
	2007	2008	2009	2010	2011	2011	2012
Reconciliation of Adjusted EBITDA from Net Income:							
Net income	\$ 13,676	\$ 12,585	\$ 25,116	\$ 37,815	\$ 62,397	\$50,546	\$47,467
Depreciation and amortization	10,415	12,854	14,191	15,579	15,676	11,795	12,073
Income tax expense (benefit)	6,010	6,166	10,482	11,483	(21,506)	(21,403)	240
Interest expense, net	3,498	7,240	8,303	9,464	5,396	5,171	1,063
(Gain) loss on disposal of fixed assets	161	(4)	96	(339)	544	544	13
Gain on property casualty indemnification	-	-	-	(4,688)	(928)	(928)	-
Loss on early extinguishment of debt	-	-	-	-	6,382	6,382	-
Loss on impairment of assets	-	213	155	46	-	-	-
Other (income) expense	56	912	(491)	(1,100)	(431)	(431)	(74)
Adjusted EBITDA	<u>\$ 33,816</u>	<u>\$ 39,966</u>	<u>\$ 57,852</u>	<u>\$ 68,260</u>	<u>\$ 67,530</u>	<u>\$51,676</u>	<u>\$60,782</u>

2012 LTM Adjusted EBITDA (as of June 30, 2012)	\$ 76,636
Total debt, including current portion at June 30, 2012	53,750
Debt/Adjusted EBITDA Ratio	0.7



Oiltanking Partners, L.P.

**Doing the Common
Uncommonly Well**