USD Partners LP Investor Presentation

MLPA Conference

May 2018

Delivering Energy Infrastructure Solutions

USD Partners LP

Cautionary Statements

This presentation contains forward-looking statements within the meaning of U.S. federal securities laws, including statements related to USD Partners LP ("USDP" or the "Partnership"), the results of development and commercialization efforts by the Partnership and its sponsor, USD Group LLC ("USDG" or the "Sponsor"), the stability and predictability of the Partnership's cash flows, the Partnership's financial flexibility, the Partnership's plans with respect to leverage, the intention of Energy Capital Partners ("ECP") to invest in the Sponsor, Canadian oil sands production growth expectations and sensitivity to price movements, expectations with respect to end markets for Canadian oil sands production, pipeline capacity and the timing of completion of pipeline expansion projects, expectations related to crude oil spreads and their impact on demand for our terminalling services, expectations with respect to USDP's and USDG's ability to successfully execute on their commercial priorities and growth projects; expectations with respect to growth and opportunities in the Mexican refined products market, the ability of the railroads serving our terminals to meet customer demand, expectations of growth opportunities and growth drivers at the Partnership's terminals, and expectations related to the buildout and commercialization of the Sponsor's Houston Ship Channel joint venture. These statements can be identified by the use of forward-looking terminology including "may," "believe," "will," "expect," "anticipate," "estimate," "continue," or other similar words. These statements discuss future expectations, contain projections of results of operations or of financial condition, or state other "forward-looking" information. These forward-looking statements involve risks and uncertainties. When considering these forward-looking statements, you should keep in mind the risk factors and other cautionary statements in this presentation, which could cause our actual results to differ materially from those contained in any forward-looking statement.

A forward-looking statement may include a statement of the assumptions or bases underlying the forward-looking statement. USDP believes that it has chosen these assumptions or bases in good faith and that they are reasonable. You are cautioned not to place undue reliance on any forward-looking statements. Except as required by law, USDP undertakes no obligation to revise or update any forward-looking statement. You should also understand that it is not possible to predict or identify all such factors and should not consider the following list to be a complete statement of all potential risks and uncertainties:

Changes in general economic conditions; the effects of competition in our industry, in particular, by pipelines and other terminalling facilities; shut-downs or cutbacks at upstream production facilities or refineries or other businesses to which we transport products; the supply of, and demand for, crude oil and biofuels rail terminalling services; our limited history as a separate public partnership; the price and availability of debt and equity financing; our ability to successfully implement our business plan; our ability to complete growth projects on time and on budget; hazards and operating risks that may not be fully covered by insurance; disruptions due to equipment interruption or failure at our facilities or third-party facilities on which our business is dependent; our ability to successfully identify and finance acquisitions and other growth opportunities; natural disasters, weather-related delays, casualty losses and other matters beyond our control; interest rates; labor relations; large customer defaults; changes in tax status; changes in laws or regulations to which we are subject, including compliance with environmental and operational safety regulations that may increase our costs; the coverage, price and availability of insurance; disruptions due to equipment interruption or failure at our facilities or third-party facilities on which our business is dependent; the effects of future litigation; and the factors discussed in the "Risk Factors" section of the Partnership's Annual Report on Form 10-K for the fiscal year ended December 31, 2017, as updated by the Partnership's subsequently filed Quarterly Reports on Form 10-Q, which are available to the public at the U.S. Securities and Exchange Commission's website (www.sec.gov) and at the Partnership's website (www.usdpartners.com).

DRUBIT^{SM} is a service mark of USDG and its affiliates.

Overview of USD Partners LP

NYSE: USDP

A Growth-Oriented Logistics MLP with High-Quality Cash Flows

Formed in 2014 by US Development Group to acquire, develop and operate midstream infrastructure and complementary logistics solutions

- Assets primarily focused on the transportation of heavy crude oil from Western Canada to key demand centers across North America

Substantially all of our operating cash flow is generated from multi-year, take-or-pay contracts with primarily investment grade customers

- Including major integrated oil companies, refiners and marketers

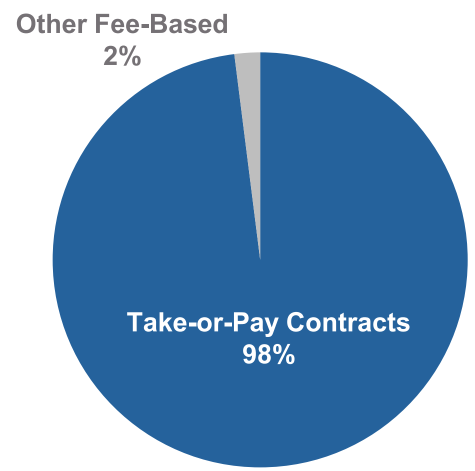
Assets provide multi-modal logistics services, including:

- Railcar loading and unloading
- Storage and blending in on-site tanks
- Inbound and outbound pipeline connectivity
- Truck transloading
- Leased railcars and associated fleet services

Units currently offer ~13% yield[2]

No direct commodity exposure

No expected impact from recent FERC policy revisions



Adjusted EBITDA driven by take-or-pay contracts[1]

Primarily large, investment grade customers[3]

1. Pie chart represents the Partnership's Adjusted EBITDA before corporate expenses for the three months ended 3/31/2018. Adjusted EBITDA is a non-GAAP measure. For a description of Adjusted EBITDA and a reconciliation to the most comparable measures calculated in accordance with GAAP, see the Appendix to this presentation.
2. Based on a closing price of $11.05 on 5/11/2018, and first quarter 2018 distribution of $0.3525 per unit ($1.41 per unit annualized).
3. Includes selected terminal customers.

Strategically Positioned Terminals Levered to Growing Canadian Production

Our Hardisty terminal is the only unit-train capable facility directly connected to Hardisty, Canada's largest crude oil storage and export hub

- Capacity to load up to two 120-railcar unit trains or ~150,000 barrels per day[1], expandable to three trains per day in <1 year
- Located on Canadian Pacific's North Main Line, which offers connectivity to key refining markets across North America
- Exclusive unit-train loading facility for Gibson Energy, who has ~9 million of nearly 30 million barrels of storage at the Hardisty hub[2]
  - Gibson is constructing another 1.1 million barrels of storage at Hardisty
- Multi-year take-or-pay contracts with producers, refiners and marketers
- Extended contracted term for ~25% of available capacity through mid-2020 and ~8% through January 2020 to serve as origination point for Stroud terminal customer

Our Casper terminal is the only unit-train capable facility directly connected to the Express Pipeline, which runs from the Hardisty hub to Casper, Wyoming

- Capacity to load over 100,000 bpd, including both unit-train and manifest shipments, with approximately 900,000 barrels of on-site storage
- Located on the BNSF Main Line, maximizing access to customer-preferred destinations on the West and Gulf coasts
- Includes take-or-pay contracts and recent spot activity with large refiner and producer customers
- Flexibility to receive various grades of crude oil from truck unloading station, as well as an inbound connection from the Platte terminal

Aerial view of Hardisty terminal

Hardisty terminal's scalable design

Aerial view of Casper terminal

1. Based on two 120-railcar unit trains comprised of 28,371 gallon (~676 barrels) railcars being loaded at 92% of volumetric capacity per day. Actual amount of crude oil loading capacity may vary based on factors including the size of the unit train; the size, type and volumetric capacity of the railcars utilized; and the type and specifications of crude oil loaded, among other factors.
2. Source: Gibson Energy public filings and Genscape.

Stroud Destination Terminal Connects Western Canadian Crude to Cushing

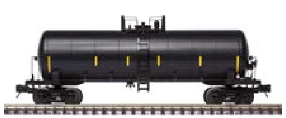
Terminal Overview

- 76-acre terminal with ~50,000 barrels per day[1] of railcar unloading capacity, two on-site tanks with 140,000 barrels of total capacity and one truck bay
- Served by the BNSF and Union Pacific railways
- Includes 17-mile pipeline connecting the Stroud terminal to the Cushing hub
- 300,000 barrels of segregated working storage capacity at Cushing leased to facilitate outbound shipments
- Initial multi-year take-or-pay agreement with investment-grade rated, multi-national energy company commenced in October 2017
- Existing customer secured remaining ~50% of capacity from USD Marketing LLC in Q2 2018 through June 2019 and January 2020[2]

Aerial view of Stroud terminal

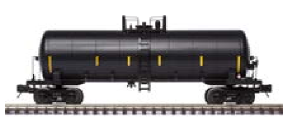
The Only Unit Train Facility Directly Connected to the Cushing Storage Hub

Hardisty Terminal: Crude Origination



Railcar loading

Stroud Terminal: Crude Destination



Railcar unloading

Tankage

Pipeline to USDP-dedicated tank at Cushing

Cushing Hub: Market Optionality

- Sell at Cushing
- Sell at Gulf Coast via downstream pipelines

1. Based on pumping capacity constraints on the pipeline utilized to move crude oil between the Stroud terminal tanks and third party storage tanks at Cushing. With pump modifications, the terminal could unload up to ~64,000 bpd based on one 104-railcar unit train of 28,371 gallon (~676 barrels) railcars at 92% of volumetric capacity per day. Actual amount of crude oil unloading capacity may vary based on factors including the size of the unit train; the size, type and volumetric capacity of the railcars utilized and the type and specifications of crude oil unloaded, among other factors.
2. Pursuant to the Marketing Services Agreement established with the Partnership at the time of the Stroud acquisition.

Financial Flexibility to Execute on Growth Opportunities

~$203 million of available liquidity, including:

- ~$6 million of unrestricted cash and cash equivalents
- ~$197 million of revolver capacity with additional $100 million accordion available on senior secured credit facility[1]

Conservative leverage profile

- ~3.3x Net Debt / LTM Adjusted EBITDA[2]
- Expect to continue to de-lever with excess cash flow

Well-capitalized sponsor with backing from Energy Capital Partners

- Sponsor has cash on hand and no outstanding debt
- ECP indicated an intention to invest over $1.0 billion of additional equity capital in our sponsor[3]
  - Energy infrastructure-focused private equity fund with over $16 billion of capital commitments
  - Extensive MLP and midstream experience

Leverage and Liquidity (in millions, as of 3/31/2018)

Unrestricted cash and cash equivalents	$6
Revolving credit facility capacity	$400
Less: Revolver borrowings	($203)
Available liquidity	**$203**
Revolver borrowings	$203
Total Debt	$203
Net Debt	$197
Total Debt / LTM Adjusted EBITDA[2]	**3.4x**
Net Debt / LTM Adjusted EBITDA[2]	**3.3x**

Note: Adjusted EBITDA is a non-GAAP measure. For a description of Adjusted EBITDA and a reconciliation to the most comparable measures calculated in accordance with GAAP, see the Appendix to this presentation.
1. Accordion subject to receiving increased commitments from lenders or other financial institutions and satisfaction of certain conditions.
2. Based on historical Adjusted EBITDA for the three month period ended 3/31/18.
3. Subject to market and other conditions.

Terminals Underpinned by Multi-Year Contracts with High-Quality Customers

Currently pursuing the extension of existing customer agreements given supportive market environment, plus actively negotiating solutions for new customers, across our terminal network

	Customer Type	Credit Rating	Investment Grade?	Contract Term Through Date
Hardisty Terminal				
	Producer[1]	A- / Baa1	✓	Jun-2020
	Producer	A- / Baa1	✓	Jan-2020
	Producer	A- / Baa1	✓	Jun-2019
	Integrated	A-/ Baa1	✓	Jun-2019
	Integrated	A+/ Aa3	✓	Jun-2019
	Integrated	BBB/ Ba2	Split	Jun-2019
	Marketer	BB / Ba2		Jun-2019
Stroud Terminal – Operations commenced October 1, 2017				
	Producer	A- / Baa1	✓	Jun-2020
	Producer[2]	A- / Baa1	✓	Jan-2020
	Producer[2]	A- / Baa1	✓	Jun-2019
Casper Terminal				
	Refiner	BBB- / Baa3	✓	Aug-2019
	Refiner	BBB+ / A3	✓	Oct-2018

Source: Standard & Poor's, Moody's (as of 5/9/2018)
Note: Certain customers are wholly-owned subsidiaries of the entities whose credit rating and yield are shown above. Marketers include midstream companies with marketing operations. Ratings of Baa3 / BBB- or better are considered investment grade.
1. Producer's capacity at Hardisty via USD Marketing's contracted capacity with the Partnership.
2. Producer's capacity at Stroud via USD Marketing pursuant to the Marketing Services Agreement established with the Partnership at the time of the Stroud acquisition.

Market Driving Significant Re-Contracting and Expansion Opportunities for USDP

New oil sands production capacity is brought online and ramps up over 12 to 18 months ✓

Apportionment on export pipelines increases until physical operating capacity is met ✓

Western Canadian crude oil price discount deepens relative to global prices ✓

Physical barrels seek alternative transportation means, including rail solutions ✓

Point of re-contracting across crude terminal network with potential for expansion

Western Canadian Market Update and Opportunities

USD Partners

Western Canadian Oil Sands are Unlike U.S. Shale

Oil sands projects require substantial up-front capital and produce for multiple decades with relatively low decline, creating a more visible production outlook that is less sensitive to commodity prices than U.S. shale

	Western Canadian Oil Sands	U.S. Shale
Production Type	Heavy crude oil	Crude oil, natural gas and associated liquids
Typical API Gravity of Crude Oil	Raw Bitumen: Less than 10° Diluted Bitumen: ~20° to 22° Upgraded Bitumen / Synthetic Crude: ~31° to 33°	~35° to 50+°
Capital Profile	Significant up-front capital	Ratable
Asset Life	30+ years	Various
Decline Profile	Low	High initial declines
Sensitivity to Spot Prices	Low	High
Gathering	Substantially all production is gathered into two storage hubs, Hardisty and Edmonton	Local gathering systems are generally well-connected to refining centers via pipelines
Infrastructure	Constrained	Developed / Region-specific

The Macro Story We Have Long-Expected is Here

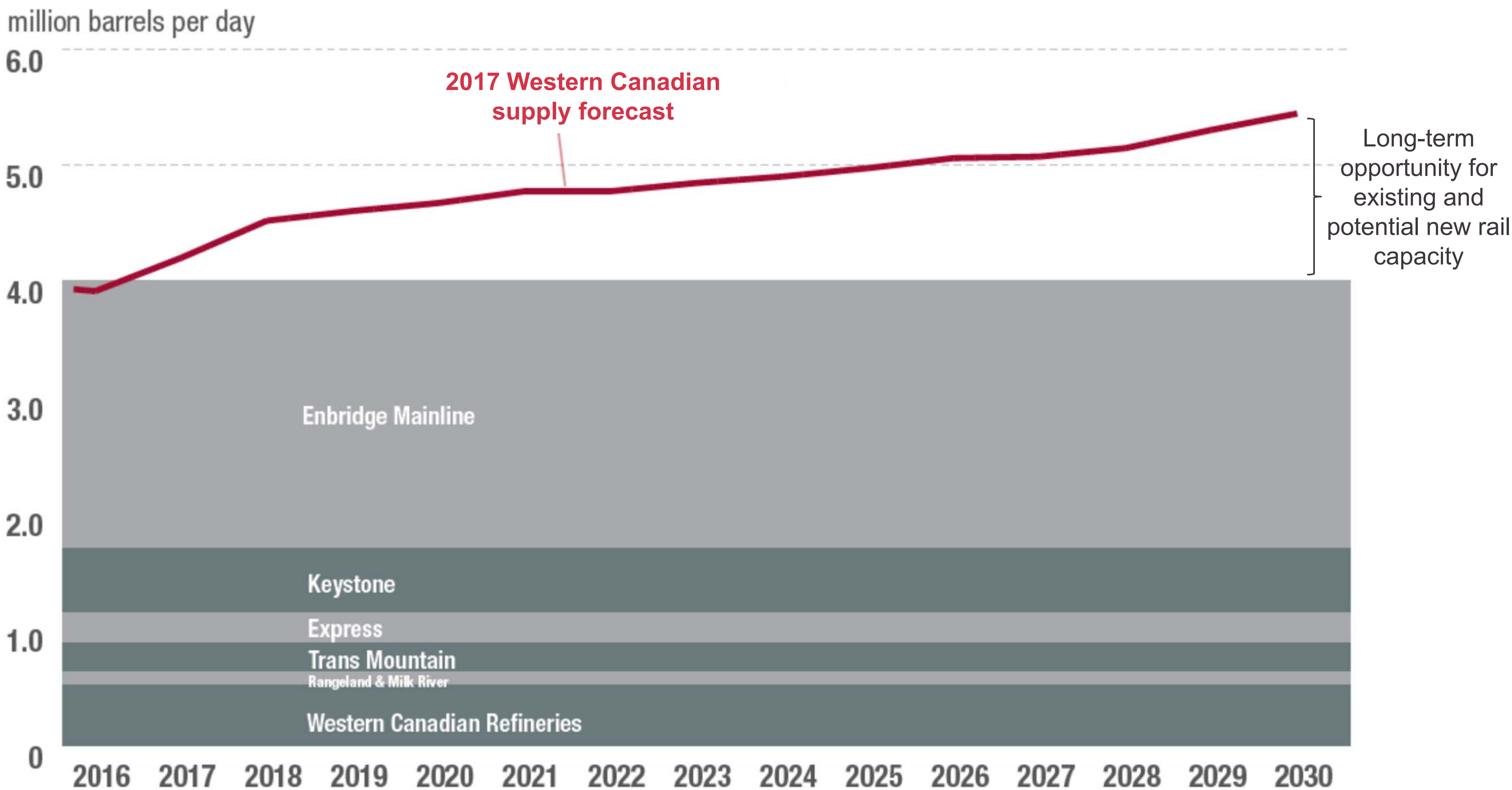
Current Heavy Canadian Sour market dynamics tell the following story…

Production growth strains available takeaway capacity; increases pipeline apportionment → ***Change in Price*** → Stranded heavy barrels pushed into storage; increases inventory levels → ***Change in Price*** → WCS spreads reach levels that incentivize the utilization of rail takeaway capacity

…and key indicators suggest WCS will be discounted for the foreseeable future, resulting in a continued escalation of rail activity

Growing Western Canadian Crude Oil Supply Requires Additional Takeaway

Relative to 2016 levels, CAPP forecasts supply growth of ~760 mbpd by 2020 and ~1.1 Mmbpd by 2025, well in excess of existing pipeline takeaway capacity



Source: Canadian Association of Petroleum Producers (June 2017)
CAPP's Chart Notes: Capacity shown can be reduced by any extraordinary and temporary operating and physical constraints.

Opportunity to Support Substantial and Visible Oil Sands Production Growth

USDP's terminal network positioned to provide both volume and quality solutions for new and existing customers

Customer	Project	Crude Type[1]	Barrels Available for Takeaway (bpd) (Bitumen+Diluent)	Anticipated Start-Up Date	Hardisty (Direct / Indirect)[2]	Current Customer?
Producer 1	Project A	Dilbit	220,000	Online / Ramping	Indirect	
Producer 2	Project B	Dilbit	60,000	Online / Ramping	Indirect	
Producer 3	Project C	Synbit	155,000	Online / Ramping	Indirect	Yes
Producer 4	Project C	Synbit	155,000	Online / Ramping	Indirect	Yes
Producer 5	Project D	Dilbit	225,000	Online / Ramping	Indirect	Yes
Producer 5	Project E	Dilbit	262,500	Online / Ramping	Direct	Yes
Producer 6	Project F	Synbit	70,000	Online / Ramping	Indirect	
Producer 7	Project G	Dilbit	39,000	Online / Ramping	Indirect	
Producer 8	Project H	Syncrude	80,000	Online / Ramping	Indirect	
Producer 9	Project I	Dilbit	127,025	Online / Ramping	Direct	Yes
Producer 4	Project I	Dilbit	62,365	Online / Ramping	Direct	Yes
Producer 10	Project I	Dilbit	50,010	Online / Ramping	Direct	
Producer 11	Project J	Dilbit	20,000	Q2 2018	Direct	
Producer 8	Project K	Dilbit	75,400	H2 2019	Direct	
Producer 5	Project E	Dilbit	65,000	H2 2019	Direct	Yes
Producer 8	Project L	Dilbit	52,000	Q1 2020	Indirect	
Producer 11	Project J	Dilbit	13,000	Q2 2020	Direct	
Producer 3	Project C	Synbit	90,000	Q2 2020	Indirect	Yes
Producer 2	Project M	Dilbit	30,000	Q2 2020	Direct	
Producer 12	Project N	Dilbit	49,700	Q1 2021	TBD	
Producer 1	Project O	Dilbit	93,750	Q1 2021	TBD	
Producer 5	Project D	Dilbit	8,000[3]	Q1 2021	Indirect	Yes
Producer 5	Project P	Synbit	5,000[3]	Q1 2021	Indirect	Yes
Various	Debottleneck	Various	135,000	2017-2020	Both	
		Total Nameplate Capacity	**2,142,750**			
		Estimated Volumes Already Online from Ramp-Up	**(1,185,466)**			
		Expected Production Growth through 2021	**957,284**			

Note: Based on customer announcements and internal analysis. Actual amounts and the timing and destination of additional barrels may differ from the above estimates. Oil sands projects typically require a 12-18 month ramp up period to reach full capacity. Current customers shaded in blue.

1. Synthetic crude oil is a light sweet grade produced from processing bitumen in an upgrader facility used in connection with certain oil sands production. 'Synbit' typically includes a 50/50 mix of bitumen and synthetic crude oil. 'Dilbit' typically includes a 70/30 mix of bitumen and diluent, such as natural gas liquids and condensates.
2. 'Direct' indicates barrels that are delivered directly to Hardisty; 'Indirect' denotes barrels that arrive at Hardisty via Edmonton on Enbridge's Oil Sands System.
3. Represents capacity expected online by 2021 rather than ultimate production capacity.

USD Partners

Major Export Pipelines Reaching Capacity as Production Increases

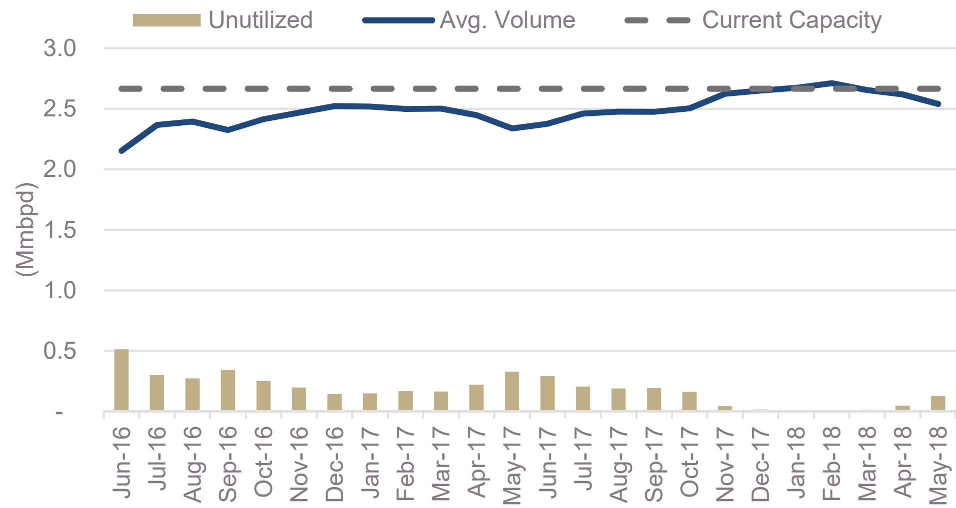
Existing oil sands capacity returns to normalized production levels following multiple disruptions

- Syncrude upgrader outage (March – August 2017)
- Fort McMurray wildfires (May – June 2016)

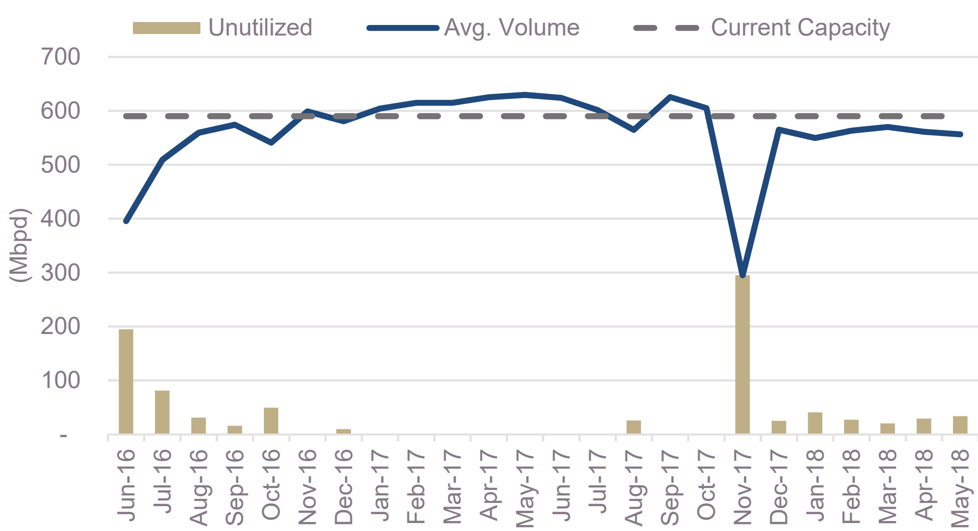
New oil sands capacity recently added and expected to ramp up over the course of the year

- In late January 2018, Fort Hills' first production train brought online and project expected to reach ~175,000 bpd by year-end
- At the end of 2017, Horizon Phase 3 expansion was brought online following its tie-in during a planned turnaround

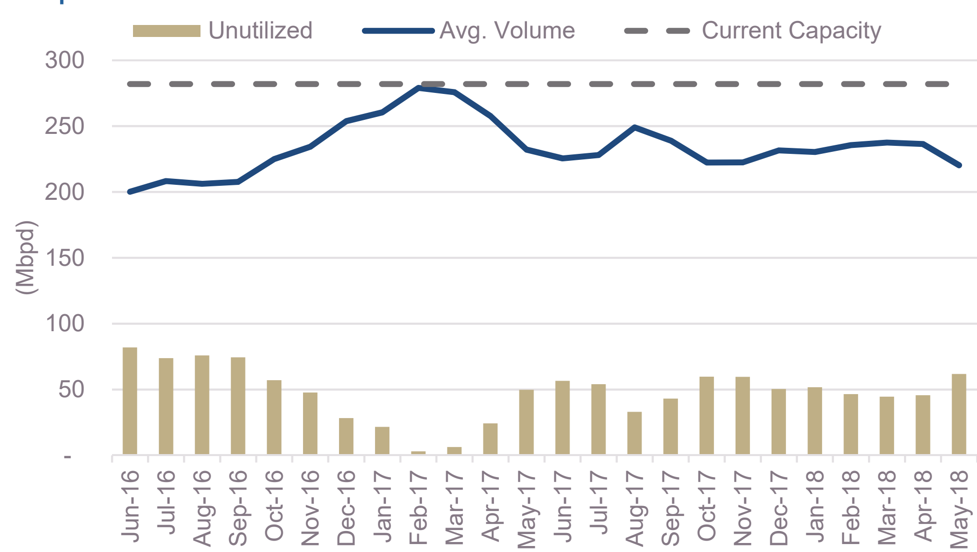
Mainline Volumes



Keystone Volumes



Express Volumes

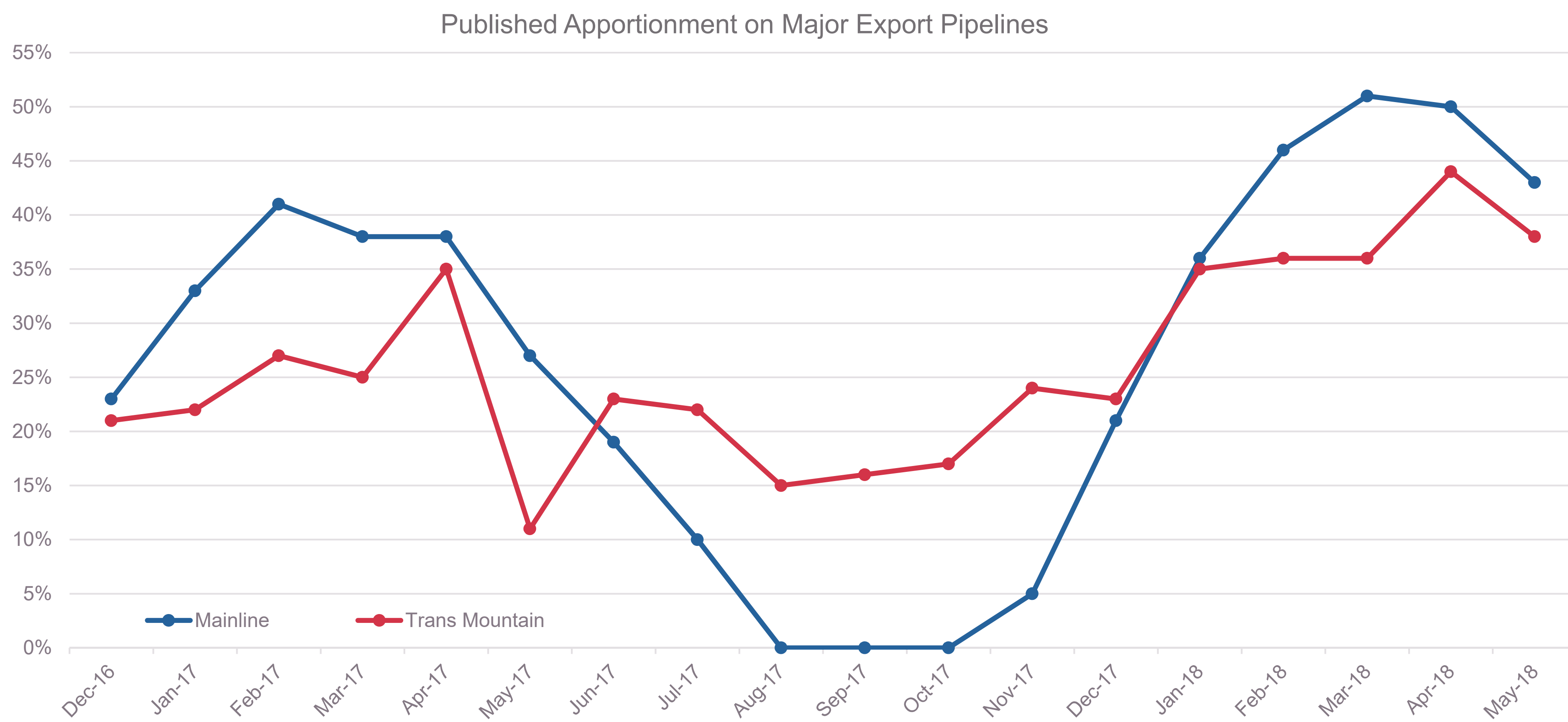


Source: Genscape (capacity and utilization as of 3/29/2018), publicly-available press releases

High Apportionment as Production Exceeds Available Pipeline Capacity

Export pipelines from Western Canada to the U.S. cannot accommodate the volume of barrels requested or "nominated" for shipment by customers, causing apportionment to rise

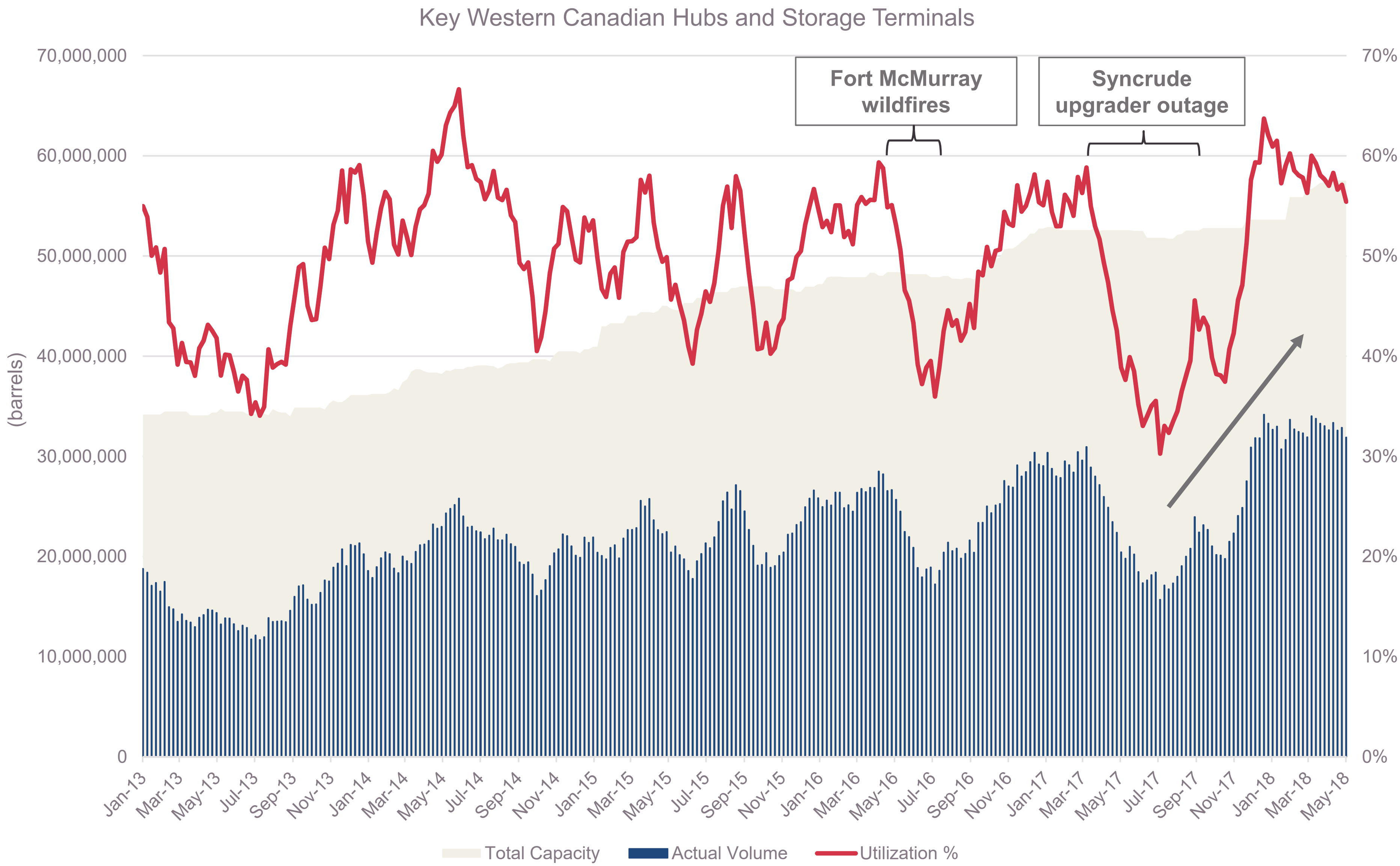
Apportionment represents the % of barrels nominated that **will not** be allocated space on upcoming shipments



Source: Argus (as of 5/14/2018)

Crude Oil Storage Surpasses Highs Reached before Supply Disruptions

New oil sands production and pipeline outages drive inventories higher as barrels that cannot be shipped are stored

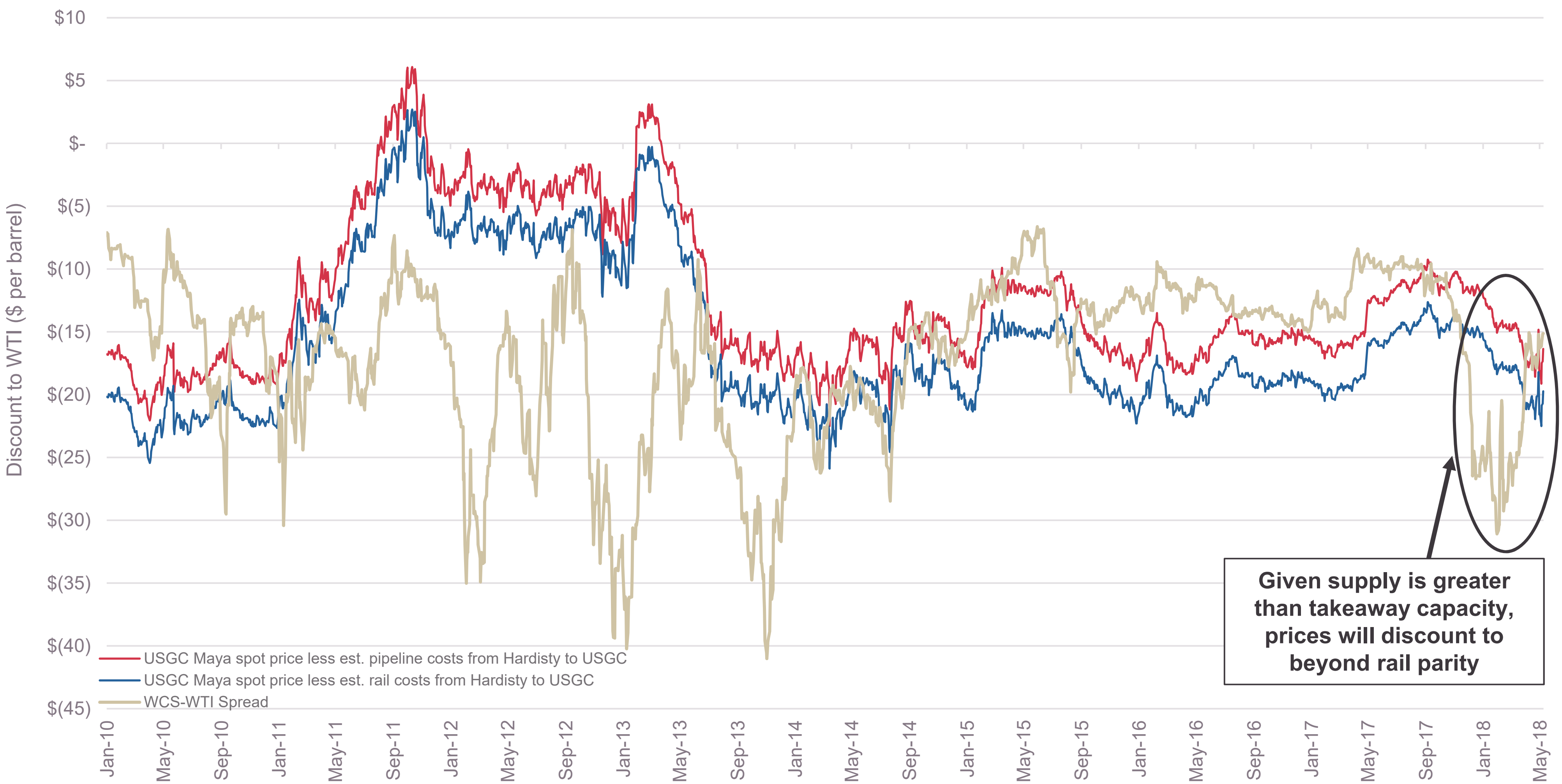


Source: Genscape (latest as of 3/28/2018)

Canadian Crude Oil has Discounted Significantly Due to Infrastructure Constraints

Rail and terminal providers are mobilizing to meet surge in demand as customers are highly-motivated to evacuate additional barrels via established rail takeaway capacity

Western Canadian Select vs. Mexican Maya: A Heavy Alternative Feedstock in the U.S. Gulf Coast

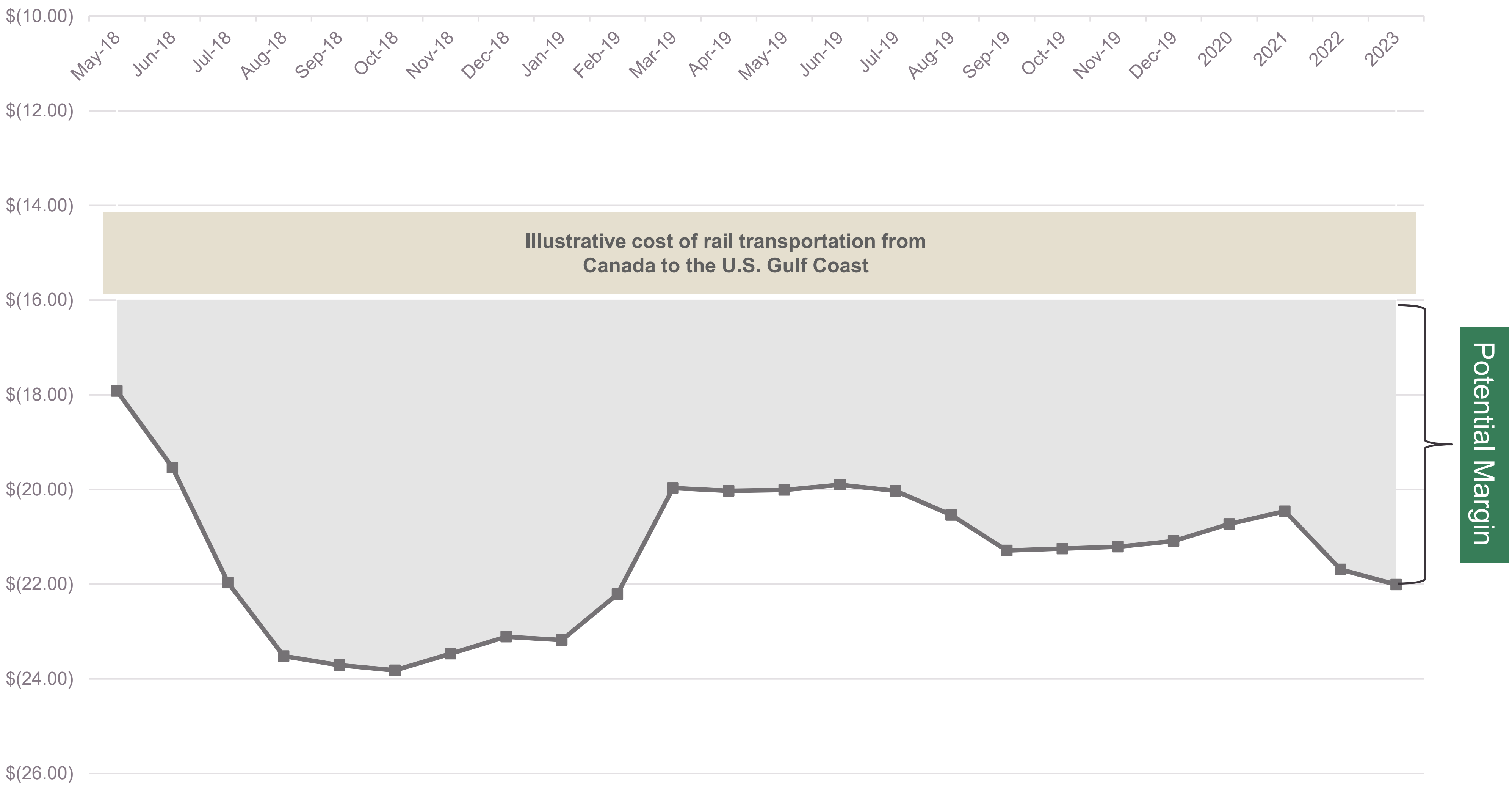


Source: Argus Crude and internal estimates for transportation and quality cost adjustments (pricing as of 5/14/2018)

Forward WCS Prices Indicate Ongoing Takeaway Constraints – This Drives Expectations for Contract Renewals and Extensions as well as Potential Growth Opportunities

Forward curve supports significant potential margin at rates equal or greater than existing contracted rates, incentivizing customers to pursue multi-year term agreements

Western Canadian Select Differential to West Texas Intermediate



Source: Bloomberg (as of 5/14/2018)

Rail Takeaway Solutions Provide Significant Potential Value

Rail provides flexible market access at a relatively low fixed cost, enabling a portfolio approach to transportation

Benefits of Rail

Low Cost / Capital Efficiency

- Smaller portion of all-in transportation costs are fixed
- Less capital intensive than pipeline alternatives
- Readily scalable

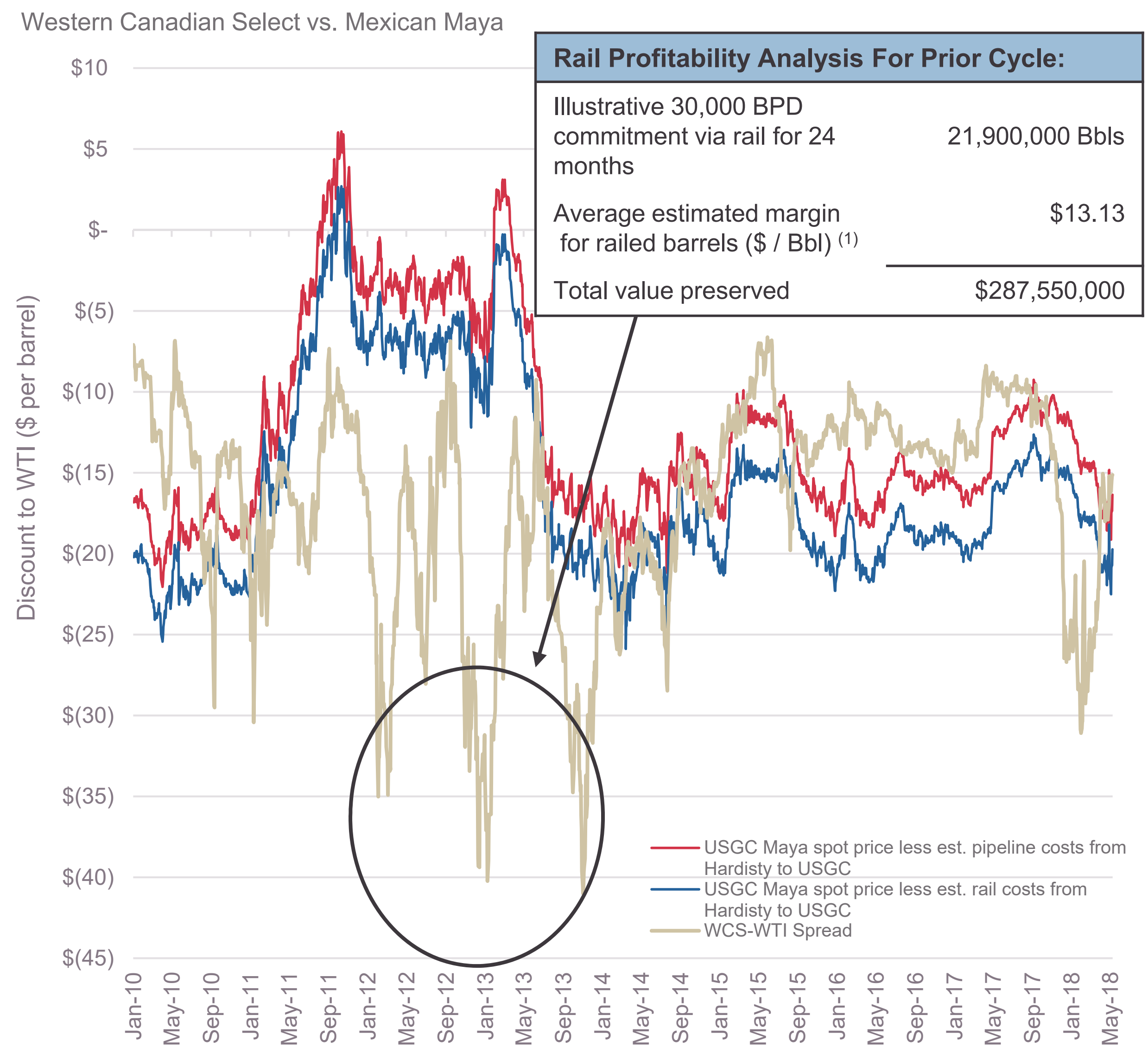
Greater Optionality

- Faster physical delivery than pipelines (<10 days vs. 30+ days from Hardisty to the Gulf Coast)
- Flexibility to choose destination market once train is loaded

Higher Degree of Quality Control

- Quality control vs. potential quality degradation in pipelines
- Ability to improve margins on specialty barrels

Value Preservation



Rail Profitability Analysis For Prior Cycle:	
Illustrative 30,000 BPD commitment via rail for 24 months	21,900,000 Bbls
Average estimated margin for railed barrels ($ / Bbl) (1)	$13.13
Total value preserved	$287,550,000

Source: Argus Crude and internal estimates for transportation and quality cost adjustments (pricing as of 5/14/2018)

1. For period between January 2012 through December 2013.

Commercial Priorities and Strategic Organic Growth

Widening spreads and pipeline takeaway constraints have created significant demand for the Partnership's strategically positioned network of rail terminal assets

Commercial Priorities

- Fully commercialize the Stroud Terminal ✓
- Renew and extend current Hardisty and Stroud contracts with new and existing customers
- Fully commercialize the Casper Terminal

Potential Organic Growth Projects at the Partnership and Sponsor Level

- Expand capacity at the Hardisty and Stroud terminals to support growing customer demand
- Pursue "Hub Strategy" at Casper Terminal through potential additional connections to other downstream pipelines in the area
- Develop crude connectivity options to Texas Deepwater property located at the Houston Ship Channel
- Develop a network of advantaged products destination terminals in Central Mexico

Uncertain Timing and Quantity of Additional Export Pipeline Capacity

Expected timelines have shifted meaningfully over time for the three remaining export pipeline developments

		CAPP's Estimated In-Service Date				
Proposed Pipeline	**Capacity (mbpd)**	**2013**	**2014**	**2015**	**2016**	**2017**
Mainline Line 3 Replacement	370	–	–	H2 2017	2019	2019
Trans Mountain Expansion	590	Q4 2017	Q4 2017	Q4 2018	Late 2019	End 2019
Keystone XL	830	2015	2017	2018	Denied	2020+
Energy East *(Canceled)*	1,100	Q4 2017	Q4 2018	2020	Late 2020	2021+
Northern Gateway *(Rejected)*	525	Q4 2017	Q3 2018	2019	Uncertain	Not included

Major energy projects still face multiple headwinds

- Regulatory landscape in flux as Canada recently introduced new legislation to overhaul the primary federal energy regulator and the environmental assessment process for major projects, as well as enhance environmental protections for fish and navigable waters
- Well-organized opposition from environmental groups, general public and segments of local governments adds to timing uncertainty
  - Trans Mountain Expansion construction spending delayed until greater clarity on permitting has been reached (May 31st deadline imposed by Kinder Morgan)
  - Line 3 Replacement: In April 2018, the Minnesota Administrative Law Judge (ALJ) suggested an alternative route for the project. Minnesota Public Utilities Commission is expected to vote on the project in June 2018
  - Keystone XL 'alternative route', which was approved by Nebraska's Public Service Commission in Nov-2017, undergoing appeal from opponents and intervenors and requires additional easements from affected landowners

Source: Canadian Association of Petroleum Producers, government websites, corporate press releases and earnings call transcripts

Multiple Market Factors to Influence the Near Term, but Fundamentals Remain

Scheduled Spring Turnaround Activity

- Multiple oil sands operators conduct scheduled maintenance each year during the spring
- Over 800,000 bpd of current production capacity is estimated to be impacted during this activity, reducing supply available to the market
- Syncrude recently shifted its planned 8-week turnaround on Syncrude from April to mid-March

Storage Levels Reduced Temporarily

- Storage levels expected to temporarily decrease throughout spring months as significant production undergoes maintenance, reducing supply to the market
- Barrels in storage available to meet demand during this period
- Storage levels expected to increase in summer as full production capacity resumes and new capacity continues to ramp up (e.g., Fort Hills)

Takeaway Need Remains

- Reduced supply from the oil sands during scheduled maintenance expected to provide temporary relief to transportation bottleneck
- During the second half of the year, additional takeaway will likely be required to clear heavy barrels from Western Canada

WCS – WTI Spread to Fluctuate

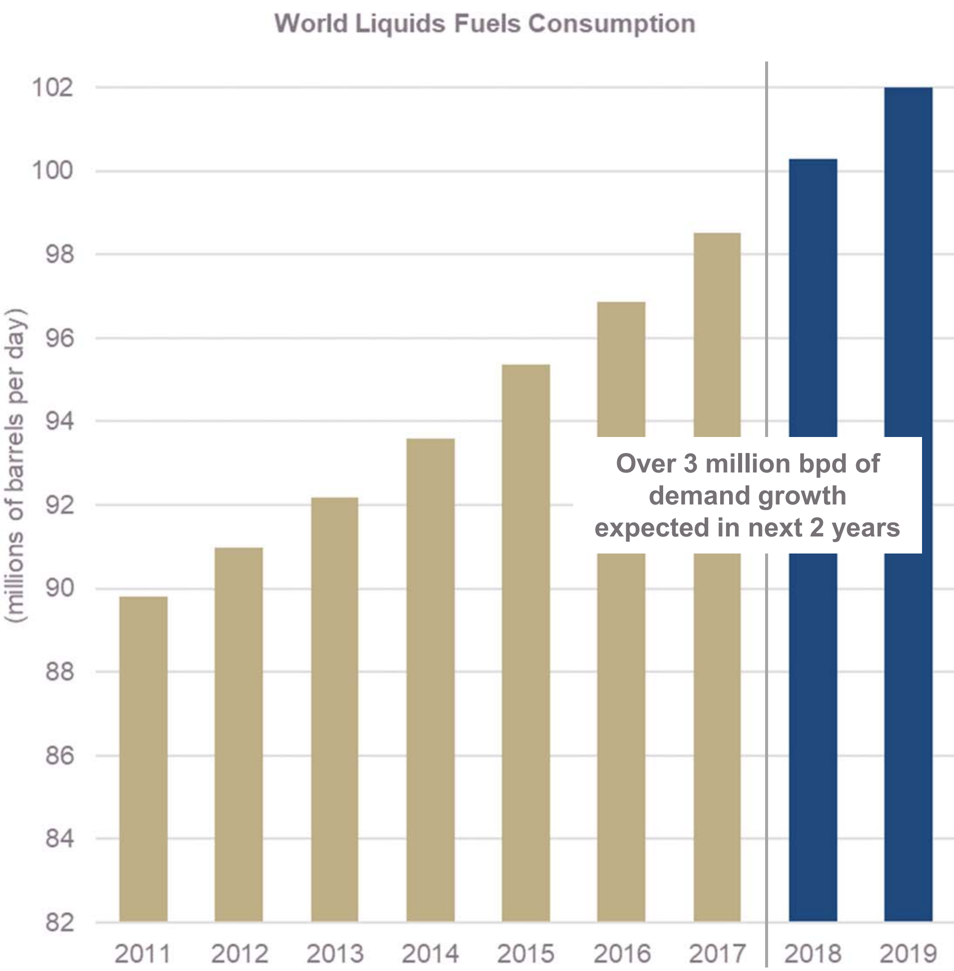
- WCS spread to WTI and other key crude oil benchmarks likely to narrow during the spring months and possibly early summer
- Late 2018, WCS spread expected to return to levels experienced in early 2018 ($20-$30 / barrel)

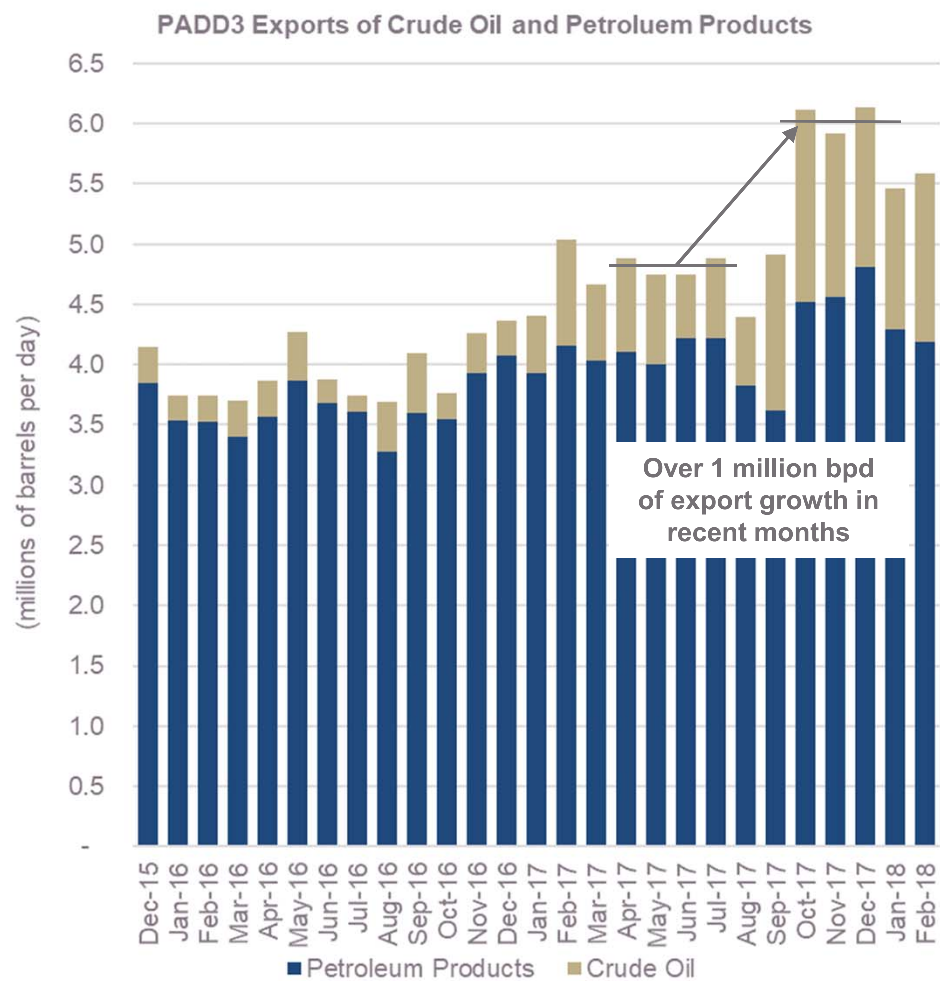
Selected Sponsor Development Activities

USD Partners

U.S. Role as Marginal Supplier Drives Logistics Opportunities in the Gulf Coast

Demand for storage and deepwater docks increasing to support exports as growing North American supply and advantaged U.S. Gulf Coast refining center meet growing global liquids demand, including from Latin America



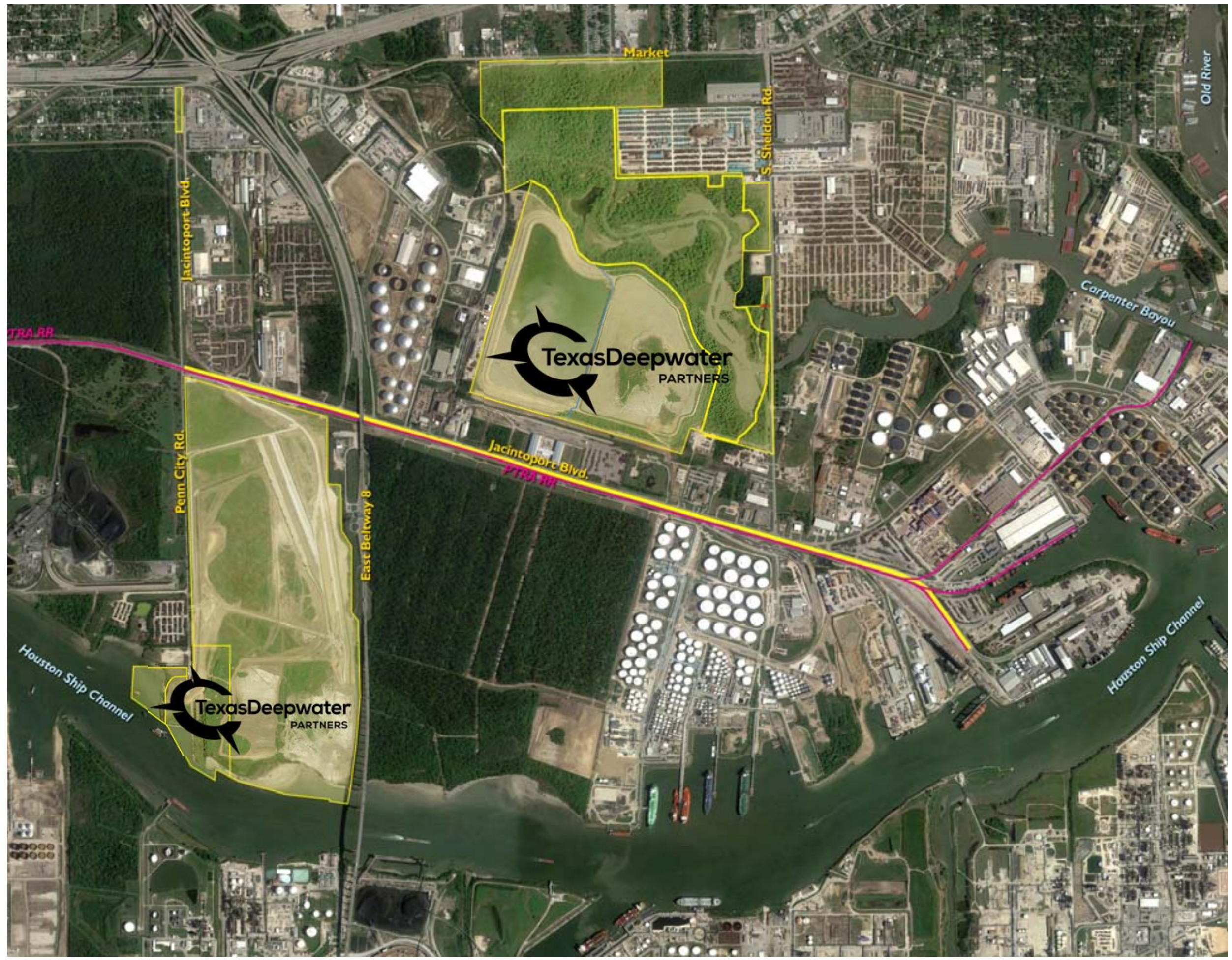


Source: U.S. Energy Information Administration (latest available as of 5/11/2018)

USDG's TexasDeepwater Partners Joint Venture on the U.S. Gulf Coast

TexasDeepwater Partners is actively engaged with high-quality, primarily investment grade counterparties to develop substantial storage, blending and distribution infrastructure, including exports to international markets

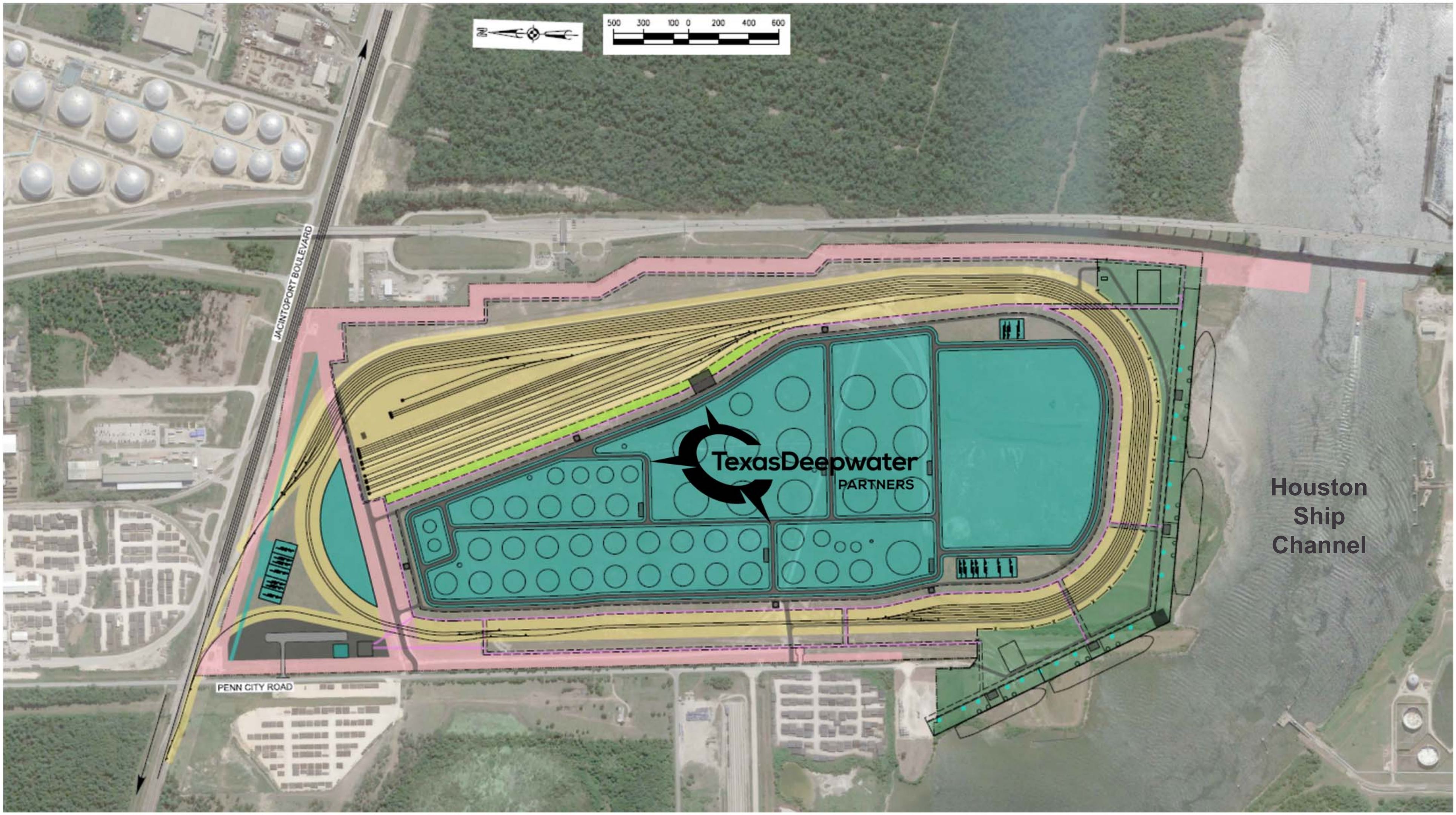
- Advantaged greenfield location directly on the Houston Ship Channel
- Large-scale footprint with 45' draft capabilities
- Independent terminal with potential for customer-focused solutions
- Numerous rights-of-way could provide connectivity to nearly all major inbound liquids pipelines
- Multiple docks providing deepwater access to international markets, plus barge connectivity to Gulf Coast refining centers
- Assets expected to be backed by multi-year take-or-pay contracts
- Well-suited as future drop down to USDP
- Current railcar storage and dredge operations support key preparation activities, such as permitting, engineering and connectivity efforts



Aerial view of TexasDeepwater terminal on the Houston Ship Channel (yellow shading)

Large Scale, Multi-Modal Energy Terminal Directly on the Houston Ship Channel

988-acre property is **fully-permitted** to support up to 12 million barrels of liquids storage, multiple docks (including barge and deepwater), inbound and outbound pipeline connectivity, as well as a unit train capable rail terminal



Developing a Network of Refined Products Destination Terminals Across Mexico

Significant opportunity to enhance the distribution of refined products in a complementary and growing market

Mexico is a large and growing energy export market for the United States

- Exports of petroleum products (e.g., motor gasoline, distillate fuel oil, propane) to Mexico have more than doubled over the last 3 years
- In 2017, Mexico was the destination for over 1 million bpd and over $23 billion worth of petroleum products from the U.S.
- TexasDeepwater joint venture positioned to be a origination point from the Gulf Coast

Current takeaway and storage infrastructure not yet optimized to support large volume of imports

- Opportunity to leverage existing rail infrastructure to enable timely customer solutions / speed-to-market
- Ability to offer origin optionality to optimize delivered price in Mexico

USDG is developing a network of strategically positioned destination terminals in rail-advantaged markets

- Querétaro terminal expected to commence operations in the near-term
- Two additional terminals planned for the Central Chihuahua area, including unit train capabilities

Source: Mapswire (map), U.S. Energy Information Administration

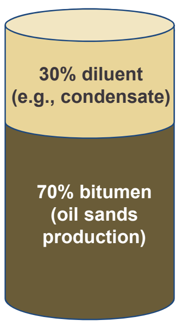
USD Partners

Improving the Model by Railing a Heavier Canadian Barrel

USDG is leading the development of a better industry solution for transporting bitumen barrels, enhancing rail's long-term value proposition for Canada's growing oil sands production

Status Quo: Dilbit

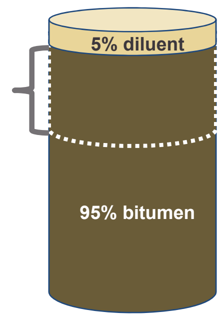
Oil sands production combined with condensate or another diluent to enable pipeline flow, including in gathering lines



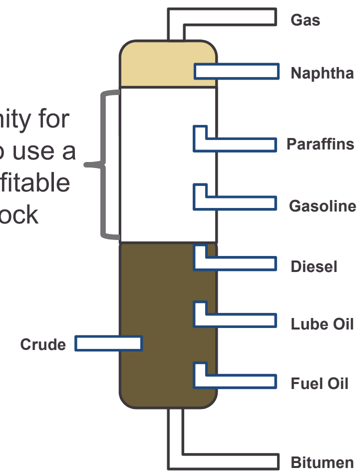
Future: DRUBIT℠

Primarily bitumen barrel transportable by rail created by a diluent recovery unit, or DRU, which separates diluent for return upstream

Sell more oil sands production per barrel



Opportunity for refiners to use a more profitable feedstock



Cost competitive for producers

- Volume uplift: Ability to ship more bitumen per barrel than what flows in pipelines
- Reduced diluent needs / costs
- Utilizes existing railcar fleet

Better feedstock for refiners

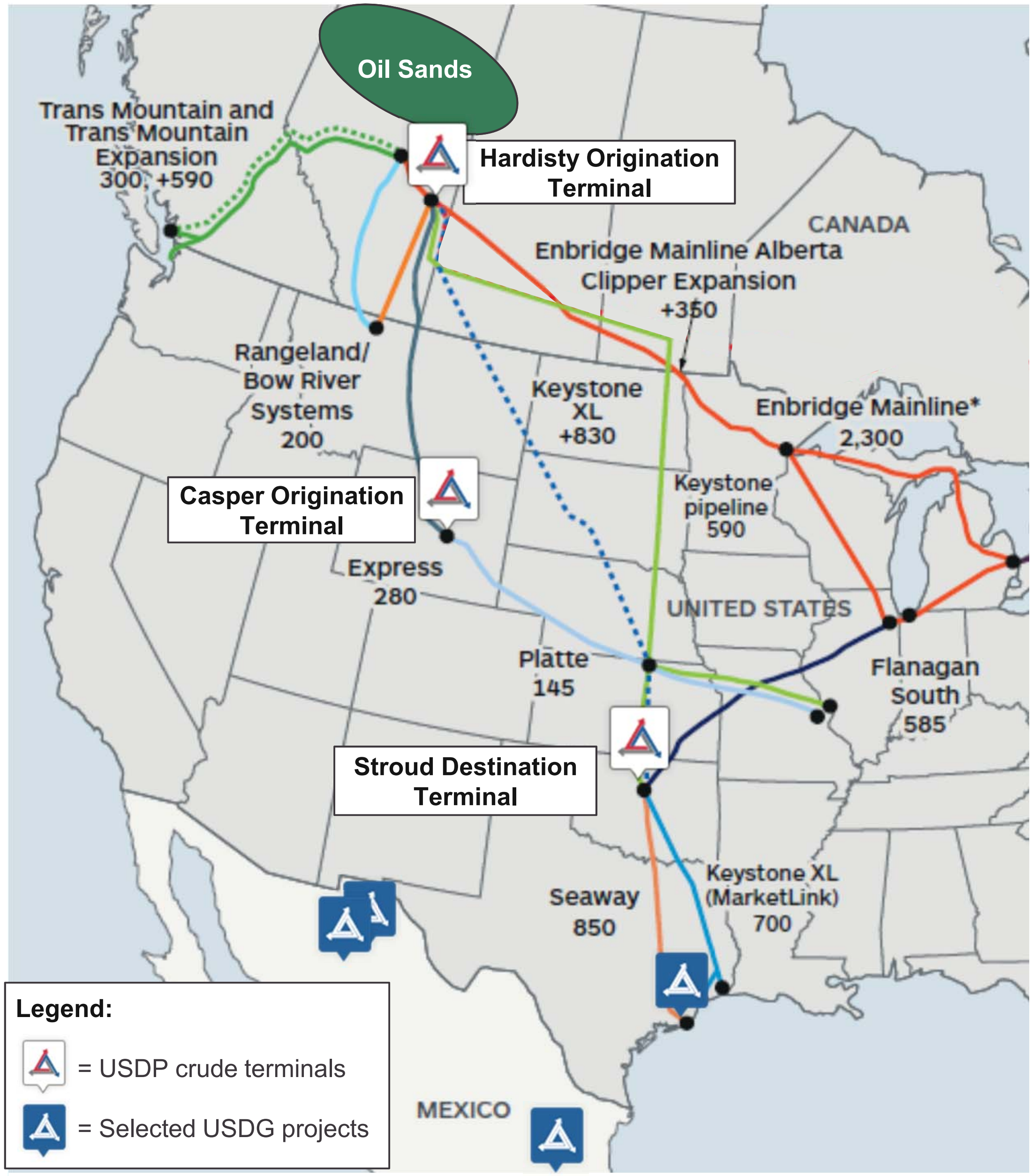
- Consistent product
- Ability to blend an optimal crude feedstock
- Utilizes existing railcar fleet

More efficient for railroads

- Non-flammable, non-hazardous material
- Ability to take more direct routes
- More efficient operations

USD Partners

Strategically Positioned Network Levered to Growing Oil Sands Production



Source: IHS Markit (map)

Scalable takeaway capacity out of Hardisty, Canada's largest crude oil hub

- Rail direct from Hardisty to preferred destination
- Pipeline-to-rail delivery from Casper to the coasts
- Rail-to-pipeline access to Gulf Coast via Hardisty to Stroud
- Avoid congestion on Canada's export pipelines

Terminals deliver market access and optionality

- Direct access to large, liquid crude oil markets
- Leverage available pipeline capacity
- Preserve quality of product and opportunity to blend

Network drives additional commercial opportunities

- Comprehensive solution for heavy crude oil from origin to destination
- Potential for in-network flexibility
- Advantaged rates

USD Partners LP Investment Highlights

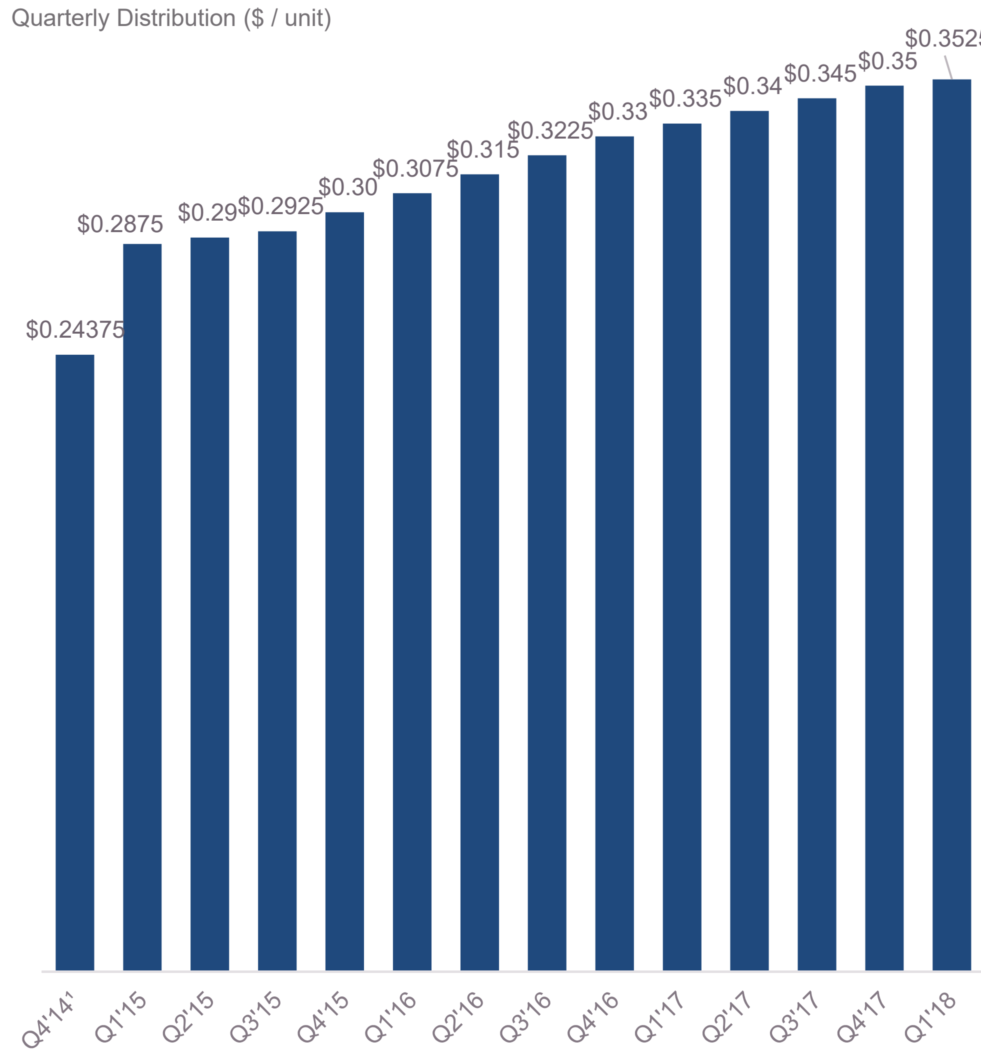
- ~13% yield on limited partner units[1]
- Multi-year take-or-pay contracts
- High-quality, primarily investment grade customers
- Strategically positioned terminals levered to growing oil sands production
- Financial flexibility to pursue organic growth and potential acquisitions
- Relationship with Sponsor and Energy Capital Partners

1. Based on a closing price of $11.05 on 5/11/2018, and first quarter 2018 distribution of $0.3525 per unit ($1.41 per unit annualized).

Appendix

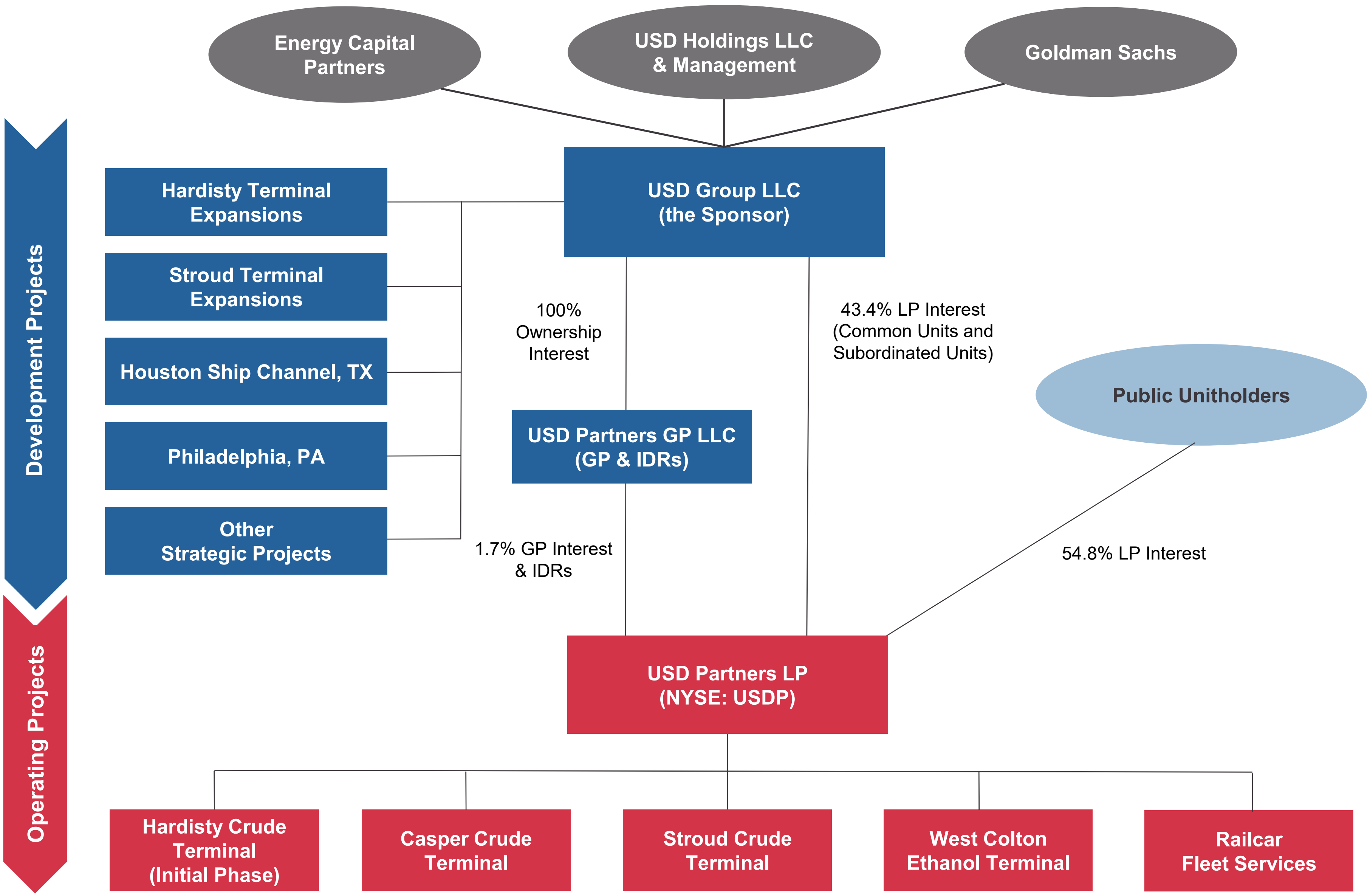
USDP Units Continue to Deliver Value through Volatile Market

Since IPO, USDP has outperformed the Alerian MLP Index (AMZ) plus paid over $4.00 per unit in distributions



Source: NYSE (as of 5/14/2018)
Note: Indexed price performance since USDP's initial public offering pricing date of 10/8/2014. USDP performance calculated based on initial public offering price of $17.
1. Distribution amount of $0.24375 represents a pro-rated targeted minimum quarterly distribution based on the partial quarter following initial public offering.

USD Partners LP Structure



Note: As of 3/31/2018 per 2018 first quarter 10-Q.

Strong Safety Record Distinguishes USD in the Marketplace

We are committed to safe, efficient and reliable operations that comply with environmental and safety regulations

All USDP facilities currently meet or exceed applicable government safety regulations and are in compliance with recently enacted orders regarding the movement of liquid hydrocarbons and biofuels by rail

2017 marked USDG's 12th consecutive year with zero recordable injuries

USDG has handled through its terminal network a total of approximately 200 million barrels of liquid hydrocarbons and biofuels without a single DOT/PHMSA reportable spill

USDG has been nationally recognized by the National Safety Council for having an outstanding safety record for the last ten years

USDG has won numerous safety awards from multiple Class 1 railroads

Zero "lost time injuries" at USDP facilities since inception

Non-GAAP Measures

We define Adjusted EBITDA as Net cash provided by operating activities adjusted for changes in working capital items, changes in restricted cash, interest, income taxes, foreign currency transaction gains and losses, adjustments related to deferred revenue associated with minimum monthly commitment fees and other items which do not affect the underlying cash flows produced by our businesses. Adjusted EBITDA is a non-GAAP, supplemental financial measure used by management and external users of our financial statements, such as investors and commercial banks, to assess:

- our liquidity and the ability of our business to produce sufficient cash flow to make distributions to our unitholders; and
- our ability to incur and service debt and fund capital expenditures.

We define Distributable Cash Flow, or DCF, as Adjusted EBITDA less net cash paid for interest, income taxes and maintenance capital expenditures. DCF does not reflect changes in working capital balances. DCF is a non-GAAP, supplemental financial measure used by management and by external users of our financial statements, such as investors and commercial banks, to assess:

- the amount of cash flow available for making distributions to our unitholders;
- the excess cash flow being retained for use in enhancing our existing business; and
- the sustainability of our current distribution rate per unit.

We believe that the presentation of Adjusted EBITDA and DCF in this report provides information that enhances an investor's understanding of our ability to generate cash for payment of distributions and other purposes. The GAAP measure most directly comparable to Adjusted EBITDA and DCF is Net cash provided by operating activities. Adjusted EBITDA and DCF should not be considered as alternatives to Net cash provided by operating activities or any other measure of liquidity presented in accordance with GAAP. Adjusted EBITDA and DCF exclude some, but not all, items that affect cash from operations and these measures may vary among other companies. As a result, Adjusted EBITDA and DCF may not be comparable to similarly titled measures of other companies.

Adjusted EBITDA and Distributable Cash Flow Reconciliation

	For the Three Months Ended March 31, 2018 (1)	For the Three Months Ended March 31, 2017 (1)	For the Year Ended December 31, 2017 (1)
	(unaudited, in thousands)		(in thousands)
Net cash provided by operating activities	**$ 8,104**	**$ 12,836**	**$ 47,725**
Add (deduct):			
Amortization of deferred financing costs	(215)	(215)	(861)
Deferred income taxes	1,290	(8)	250
Changes in accounts receivable and other assets	7,277	(2,130)	(4,433)
Changes in accounts payable and accrued expenses	1,265	(400)	(397)
Changes in deferred revenue and other liabilities	(5,499)	1,238	7,105
Change in restricted cash	-	-	94
Interest expense, net	2,485	2,603	9,917
Provision for (benefit from) income taxes	(907)	1,135	(1,192)
Foreign currency transaction loss (gain) (2)	(211)	30	(456)
Other income	—	(15)	—
Non-cash lease items (3)	—	—	341
Non-cash contract asset (4)	(51)	—	—
Deferred revenue assocaited with miminim montly commitment fees (5)	—	—	(1,717)
Adjusted EBITDA	**13,538**	**15,074**	**56,376**
Add (deduct):			
Cash paid for income taxes (6)	(182)	(616)	1,250
Cash paid for interest	(2,291)	(2,362)	(9,754)
Maintenance capital expenditures	(49)	(126)	(546)
Distributable cash flow	**$ 11,016**	**$ 11,970**	**$ 47,326**

Note: Adjusted EBITDA is a non-GAAP measure. For a description of Adjusted EBITDA, see slide titled "Non-GAAP Measures."

1. Amounts presented herein for the year ended December 31, 2017 are as presented in our December 31, 2017 Form 10-K and are prior to our adoption of Accounting Standards Update 2014-09, *Revenue from Contracts with Customers*, or ASC 606. We do not expect a material impact to Adjusted EBITDA or Distributable cash flow for the year ended December 31, 2017 when revised for our adoption of ASC 606. Amounts presented for the three months ended March 31, 2018 and 2017, reflect our adoption of ASC 606.
2. Represents foreign exchange transaction amounts associated with activities between our U.S. and Canadian subsidiaries.
3. Represents non-cash lease revenues and expenses associated with the recognition of our lease contracts.
4. Represents non-cash contract revenues associated with the recognition of our contract assets.
5. Represents deferred revenue associated with minimum monthly commitment fees for the year ended December 31, 2017, in excess of throughput utilized, which fees are not refundable to the Partnership's customers. Amounts presented are net of: (a) the corresponding prepaid Gibson pipeline fee that will be recognized as expense concurrently with the recognition of revenue; (b) revenue recognized in the current period that was previously deferred; and (c) expense recognized for previously prepaid Gibson pipeline fees, which correspond with the revenue recognized that was previously deferred.
6. Includes a partial refund of $0.7 million (representing C$0.9 million) received in the three months ended March 31, 2017, for our 2015 foreign income taxes.