

UNDERTAKING

TO: Alberta Securities Commission

AND TO: British Columbia Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
Autorités des Marchés Financiers
Financial and Consumer Services Commission of New Brunswick
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

(collectively, the "**Securities Commissions**")

**RE: Tidewater Midstream and Infrastructure Ltd. (the "Corporation")
Short Form Final Prospectus dated August 1, 2019 (the "Final Prospectus")
SEDAR Project Number: 02942581**

In connection with the Final Prospectus of the Corporation dated August 1, 2019 and pursuant to Section 4.2(a)(x) of National Instrument 44-101 *Short Form Prospectus Distributions*, the undersigned hereby undertakes to file with the Securities Commissions a conformed copy of the indenture to be entered into between the Corporation and TSX Trust Company as soon as such agreement is executed and in any event within seven days after the execution of such indenture.

DATED as of the 1st day of August, 2019.

TIDEWATER MIDSTREAM AND INFRASTRUCTURE LTD.

Per: (signed) "*Joel Vorra*"

Joel Vorra
Chief Financial Officer