



Third Quarter 2016:
Supplemental
Package

(unaudited)

LEGAL NOTICE

This Supplemental Package has been prepared and is presented solely for the purpose of providing readers with certain financial information about Enbridge Inc. (Enbridge or ENB) and its subsidiaries and affiliates to assist with their financial analysis and models, and may not be appropriate for any other purposes. All figures in the Supplemental Package are unaudited. Enbridge's auditors have neither examined nor compiled this Supplemental Package, and have not expressed an opinion or provided any assurance with respect thereto. Figures in the following tables are subject to confirmation by Enbridge in its public disclosure documents prepared in accordance with applicable securities laws and filed with Canadian and U.S. securities regulatory authorities. Figures have been rounded and may not reconcile directly to previously disclosed information.

This Supplemental Package should be reviewed in conjunction with the third quarter 2016 Management's Discussion and Analysis, Financial Statements and News Release which are available as part of the "Enbridge Inc. & Enbridge Income Fund Holdings Inc. Third Quarter 2016 Financial Results" event posted on Enbridge's website at: <http://www.enbridge.com/investment-center/events>

Non-GAAP Measures

This Supplemental Package contains references to adjusted earnings before interest and income taxes (EBIT), adjusted earnings/(loss) and available cash flow from operations (ACFFO). Adjusted EBIT represents EBIT adjusted for unusual, non-recurring or non-operating factors on both a consolidated and segmented basis. Adjusted earnings/(loss) represents earnings or loss attributable to common shareholders adjusted for unusual, non-recurring or non-operating factors included in adjusted EBIT, as well as adjustments for unusual, non-recurring or non-operating factors in respect of interest expense, income taxes and noncontrolling interests (NCI) and redeemable noncontrolling interests on a consolidated basis. These factors are referred to as adjusting items. Adjusting items referred to as changes in unrealized derivative fair value gains and losses are presented net of amounts realized on the settlement of derivative contracts during the applicable period.

ACFFO is defined as cash flow provided by operating activities before changes in operating assets and liabilities (including changes in environmental liabilities) less distributions to noncontrolling interests and redeemable noncontrolling interests, preference share dividends and maintenance capital expenditures, and further adjusted for unusual, non-recurring or non-operating factors.

Management believes the presentation of adjusted EBIT, adjusted earnings/(loss) and ACFFO provide useful information to investors and shareholders as they provide increased transparency and insight into the performance of Enbridge. Management uses adjusted EBIT and adjusted earnings/(loss) to set targets and to assess the performance of Enbridge. Management also uses ACFFO to assess the performance of Enbridge and to set its dividend payout target. Adjusted EBIT, adjusted EBIT for each segment, adjusted earnings/(loss) and ACFFO are not measures that have standardized meaning prescribed by generally accepted accounting principles in the United States of America (U.S. GAAP) and are not U.S. GAAP measures. Therefore, these measures may not be comparable with similar measures presented by other issuers.

Additional information on Enbridge's use of non-GAAP measures can be found in our Management's Discussion and Analysis available on Enbridge's website and www.sedar.com.

Forward Looking Information

This Supplemental Package presentation includes certain forward looking information (FLI) to provide Enbridge shareholders, potential investors and others with information about Enbridge and its subsidiaries and affiliates, including management's assessment of Enbridge and its subsidiaries' future plans and operations, which FLI may not be appropriate for other purposes. FLI is typically identified by words such as "anticipate", "expect", "project", "estimate", "forecast", "plan", "intend", "target", "believe", "likely" and similar words suggesting future outcomes or statements regarding an outlook. All statements other than statements of historical fact may be forward-looking statements.

Although we believe that our FLI is reasonable based on the information available today and processes used to prepare it, such statements are not guarantees of future performance and you are cautioned against placing

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undue reliance on FLI. By its nature, FLI involves a variety of assumptions, known and unknown risks and uncertainties and other factors which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied by our FLI. Assumptions regarding the expected supply of and demand for crude oil, natural gas, natural gas liquids and renewable energy, and the prices of these commodities, are material to and underlie all FLI. These factors are relevant to all FLI as they may impact current and future levels of demand for Enbridge's services. Similarly, exchange rates, inflation and interest rates impact the economies and business environments in which Enbridge operates and may impact levels of demand for Enbridge's services and cost of inputs, and are therefore inherent in all FLI. Due to the interdependencies and correlation of these macroeconomic factors, the impact of any one assumption on FLI cannot be determined with certainty, particularly with respect to expected earnings(loss), adjusted earnings/(loss), adjusted cash flow from operations and associated per unit or per share amounts, adjusted earnings before interest and taxes, and associated per unit or per share amounts, or estimated future distributions or dividends.

Our FLI is subject to risks and uncertainties pertaining to dividend policy, adjusted earnings, ACFFO, adjusted EBIT, operating performance, regulatory parameters, project approval and support, weather, economic and competitive conditions, changes in tax law and tax rate increases, counterparty risk, exchange rates, interest rates, commodity prices and supply and demand for commodities, including but not limited to those discussed more extensively in our filings with Canadian and US securities regulators. The impact of any one risk, uncertainty or factor on any particular FLI is not determinable with certainty as these are interdependent and our future course of action depends on management's assessment of all information available at the relevant time.

Except to the extent required by law, we assume no obligation to publicly update or revise any FLI, whether as a result of new information, future events or otherwise. All FLI in this Supplemental Package, whether written or oral, attributable to Enbridge or persons acting on Enbridge's behalf, is expressly qualified in its entirety by these cautionary statements.

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The Fund Group

Structure, dividends and distributions

	Q3 2015	Q3 2016
<i>(millions of units or shares as applicable, unless otherwise disclosed)</i>		
Enbridge Income Fund Holdings (ENF)		
ENF Common shares outstanding		
Held by public	56.3	99.1
Held by ENB	14.0	24.6
The Fund Group		
Enbridge Income Fund ordinary trust units outstanding		
Held by ENF	70.4	123.8
Held by ENB	94.2	94.2
Enbridge Commercial Trust		
Preferred units held by ENB	87.7	87.7
Enbridge Income Partners, LP (EIPLP)		
Class A units held by ECT (not included in total)	330.0	382.2
Class C units held by ENB ¹	442.9	442.9
Class D units held by ENB ²	-	7.9
Total units outstanding at the Fund Group	695.2	756.5
Enbridge's effective ownership in the Fund Group	91.9%	86.9%
Quarterly dividends & distributions		
	Q3 2015	Q3 2016
Dividend per ENF common share	\$0.40	\$0.47
Distribution per Fund unit	\$0.47	\$0.54
Distribution per ECT preferred unit	\$0.47	\$0.54
Distribution per Class C unit ¹	\$0.16	\$0.54
Non-cash distribution per Class D unit ²	-	\$0.54

¹ Class C units were issued as part of the Canadian Restructuring Plan which closed on September 1, 2015. Class C units did not pay distributions prior to September 1, 2015.

² Class D unit distributions are declared monthly and paid-in-kind with the issuance of additional Class D units in the following month. Class D units were first issued in October 2015.

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The following tables provide reconciliation from the Fund Group's results as depicted in the November 3, 2016 news release for Enbridge Income Fund Holdings Inc., to Enbridge's cash distributions received from the Fund Group and Enbridge's calculated earnings from our investment in the Fund Group:

Fund Group Performance Overview

	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of Canadian dollars, except share information and per share amounts)</i>				
Liquids Pipelines	178	366	256	1,129
Gas Pipelines	37	48	114	144
Green Power	22	27	73	99
Eliminations and Other	8	15	12	43
Adjusted EBIT	245	456	455	1,415
Depreciation and amortization ¹	75	156	144	475
Distributions from Southern Lights Class A units	6	4	16	13
Cash distributions (less than)/greater than equity earnings	1	2	(15)	(8)
Maintenance capital ²	(27)	(38)	(34)	(71)
Interest expense	(27)	(86)	(33)	(263)
Current income taxes	(36)	16	(56)	(32)
EIPLP cash Incentive distribution rights (IDR)	-	(12)	-	(35)
Other non-cash adjustments	-	4	-	14
EIPLP Available Cash Flow from Operations ("ACFFO")	237	502	477	1,508
Fund and ECT operating, administrative and interest expense ³	(37)	(54)	(99)	(162)
Fund Group ACFFO	200	448	378	1,346
Distributions paid to ENB ⁴	(129)	(335)	(220)	(1,007)
Cash (retained)	(38)	(46)	(58)	(154)
ENF Distribution income	33	67	100	185
ENF Dividends declared ⁵	28	58	82	161
¹ Depreciation and amortization				
Liquids Pipelines	56	129	93	394
Green Power	19	27	51	81
Total depreciation and amortization	75	156	144	475
² Maintenance capital				
Liquids Pipelines	(27)	(38)	(34)	(71)
³ Includes ECT incentive fees paid to ENB	(15)	(31)	(32)	(91)
⁴ Distributions paid to ENB comprises:				
EIPLP Class C distributions	70	238	70	714
ECT Preferred unit distributions	41	47	124	141
Fund Unit distributions	18	50	26	152
	129	335	220	1,007
⁵ ENF Dividends declared comprises:				
Dividends paid to ENB	6	12	11	32
Dividends paid to public shareholders	22	46	71	129
	28	58	82	161

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	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of Canadian dollars)</i>				
Fund Group Assets – As reported under revised segmentation¹				
<i>Liquids Pipelines</i>				
Canadian Mainline	85	206	85	692
Regional Oil Sands System	48	105	48	286
Southern Lights Pipeline	19	24	55	69
Bakken System	5	6	13	17
Feeder Pipelines & Other	21	25	55	65
<i>Gas Pipelines & Processing</i>				
Alliance Pipeline	37	48	114	144
<i>Green Energy and Power Transmission</i>				
	22	27	73	99
<i>Eliminations & Other</i>				
	8	15	12	43
Total Fund Group Adjusted EBIT	245	456	455	1,415
Less:				
Interest expense				
EIPLP, adjusted ¹	(30)	(92)	(37)	(276)
Fund ²	(26)	(28)	(78)	(82)
	(56)	(120)	(115)	(358)
Affiliate interest expense ³	26	68	34	198
Total adjusted interest expense	(30)	(52)	(81)	(160)
Income taxes				
EIPLP, adjusted ¹	(21)	(42)	(54)	(144)
Other intercompany eliminations	(3)	(13)	(12)	(39)
Fund Group calculated earnings before NCI and IDRs	191	349	308	1,072
Earnings attributable to redeemable NCI	(17)	(6)	(33)	(18)
Enbridge calculated earnings from the Fund Group⁴	174	343	275	1,054

¹ See Enbridge Income Partners LP Management's Discussion and Analysis for the three months ended September 30, 2016.

² See Enbridge Income Fund Financial Statements for the three months ended September 30, 2016.

³ Interest expense on affiliate loans that eliminate upon consolidation with Enbridge, exclusive of retrospective accounting impacts resulting from the 2015 Transaction in the comparative period.

⁴ As reflected in Enbridge's adjusted earnings before financing activities and income taxes.

Enbridge Energy Partners

Structure and distributions

	Q3 2015	Q3 2016
<i>(millions of units, unless otherwise disclosed)</i>		
Enbridge Energy Partners		
Class A units outstanding		
Held by public	215.7	215.7
Held by ENB	46.5	46.5
Class B units outstanding		
Held by ENB	7.8	7.8
i-Units outstanding		
Held by Public	63.4	70.6
Held by ENB	8.4	9.3
Class D units outstanding		
Held by ENB	66.1	66.1
Class E units outstanding		
Held by ENB	18.1	18.1
Total LP units outstanding	426.0	434.1
GP interest	8.7	8.9
Total units outstanding	434.7	443.0
Enbridge's effective ownership in EEP	35.8%	35.4%
<i>The following units are not included in the calculation of effective ownership</i>		
Series 1 preferred units outstanding		
Held by ENB	48.0	48.0
Incentive distribution units outstanding		
Held by ENB	0.0	0.0
Distributions	Q3 2015	Q3 2016
EEP distribution per unit	\$0.58	\$0.58

The following tables provide the cash distributions received from EEP and reconciliation from EEP's financial results to Enbridge's calculated earnings from our investment in EEP:

EEP Performance Overview

	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of United States dollars, except share information and per share amounts)</i>				
Cash distributions received by ENB ² :				
Class A distributions	27	27	80	81
Class B distributions	4	5	13	14
Class D distributions	39	39	114	116
Class E distributions	11	11	21	32
Incentive distribution rights	5	6	12	16
Series EA distributions ¹	-	63	120	63
Series ME distributions ¹	-	39	10	39

¹ On July 30, 2015 Enbridge and EEP reached an agreement to forego distributions to Enbridge Energy, Limited Partnership (EELP) for its interests in the Eastern Access and Mainline Expansion projects until the second quarter of 2016. EELP holds partnership interests in assets that are jointly funded by Enbridge and EEP. In return, Enbridge's capital contribution requirements to the Eastern Access and Mainline expansion projects will be netted against its foregone cash distribution.

² Table above excludes \$27.5 million in Series AC distributions declared in the fourth quarter of 2014 that were paid in the first quarter of 2015.

	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of United States dollars, unless otherwise disclosed)</i>				
Adjusted net income attributable to general and limited partner ¹	137	89	401	339
Add: Series 1 preferred unit distributions ¹	23	23	68	68
Add: Adjusted NCI Interest (Enbridge and MEP) ¹	79	82	210	241
Adjusted net income attributable to all partners	239	194	679	648
Enbridge rate regulated accounting adjustment	(43)	(8)	(73)	(31)
EEP calculated earnings before NCI (USD)	196	186	606	617
Average exchange rate (CAD/USD)	1.29	1.31	1.29	1.31
EEP calculated earnings before NCI (CAD)	253	244	782	809
NCI (CAD)	(11)	(28)	(175)	(163)
ENB calculated earnings from EEP (CAD)²	242	216	607	646

¹ See EEP Third Quarter 2016 Earnings Presentation - Supplemental Slides, dated October 31, 2016.

² As reflected in Enbridge's adjusted earnings before financing, foreign exchange hedging activities and income taxes.

Midcoast Energy Partners

Structure and distributions

	Q3 2015	Q3 2016
<i>(millions of units, unless otherwise disclosed)</i>		
Midcoast Energy Partners		
Class A units outstanding		
Held by public	21.3	21.3
Held by EEP	1.3	1.3
Subordinated units outstanding		
Held by EEP	22.6	22.6
Total LP units outstanding	45.2	45.2
GP interest	1.0	1.0
Total units outstanding	46.2	46.2
Distributions		
MEP distribution per unit	\$0.35	\$0.36

Selected Asset Performance

Canadian Mainline (includes Line 9)

Quarterly tariff rates shown reflect the rates that were in effect on the first day of the quarter.

	Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016
Tariff Information¹ (USD/Bbl)								
International Joint Tariff	\$4.02	\$4.02	\$4.07	\$4.07	\$4.07	\$4.07	\$4.05	\$4.05
Less: Lakehead Toll	\$2.49	\$2.39	\$2.44	\$2.44	\$2.44	\$2.61	\$2.58	\$2.58
Equals: Canadian Residual Toll	\$1.53	\$1.63	\$1.63	\$1.63	\$1.63	\$1.46	\$1.47	\$1.47
Plus: Applicable Surcharges	\$0.06	\$0.06	\$0.17	\$0.18	\$0.25	\$0.25	\$0.14	\$0.14
Equals: Canadian Toll	\$1.59	\$1.69	\$1.80	\$1.81	\$1.88	\$1.71	\$1.61	\$1.61
Edmonton to Hardisty Surcharge	-	\$0.25	\$0.25	\$0.25	\$0.25	\$0.25	\$0.25	\$0.25
Average Ex-Gretna Throughput (kpbpd)	2,210	2,073	2,212	2,243	2,543	2,242	2,353	
Effective FX Rate (CAD/USD) ²	\$1.08	\$1.10	\$1.11	\$1.12	\$1.11	\$1.03	\$1.05	

	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of Canadian dollars, unless otherwise disclosed)</i>				
Revenue	495	479	1,313	1,521
Operating expenses				
Power	(62)	(68)	(158)	(208)
Operating & administrative expenses	(94)	(129)	(296)	(384)
	339	282	859	929
Depreciation & amortization	(82)	(77)	(224)	(230)
Other income/(expense)	(11)	1	(9)	(7)
Adjusted EBIT	246	206	626	692

¹ Tariff rates shown reflect tariff rates in effect per barrel of heavy crude oil transported from Hardisty, Alberta to Chicago, Illinois. Separate distance adjusted tolls apply to shipments originating at other receipt points or being delivered into different delivery points. Lighter hydrocarbons pay a lower toll for a comparable receipt and delivery point.

² Inclusive of realized gains or losses on foreign exchange derivative financial instruments.

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Lakehead System

Quarterly tariff rates shown reflect the rates that were in effect on the first day of the quarter.

	Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016
Tariff Information¹ (USD/Bbl)								
Lakehead Index Toll	\$1.11	\$1.11	\$1.16	\$1.16	\$1.16	\$1.16	\$1.13	\$1.13
Plus: Facilities Surcharge Mechanism	\$1.39	\$1.28	\$1.28	\$1.28	\$1.28	\$1.45	\$1.45	\$1.45
Equals: Lakehead Toll	\$2.49	\$2.39	\$2.44	\$2.44	\$2.44	\$2.61	\$2.58	\$2.58
Deliveries (kpbpd)	2,330	2,208	2,338	2,388	2,735	2,440	2,495	

	Q3 2015	Q3 2016	YTD 2015	YTD 2016
<i>(unaudited; millions of United States dollars, unless otherwise disclosed)</i>				
Revenue	483	525	1,341	1,552
Operating expenses				
Power	(60)	(63)	(159)	(174)
Operating & administrative expenses	(99)	(115)	(284)	(322)
	324	347	898	1,056
Depreciation & amortization	(81)	(94)	(231)	(271)
Other	(30)	2	(21)	5
Adjusted EBIT	213	255	646	790
FX Rate (CAD/USD)	\$1.31	\$1.31	\$1.26	\$1.32
Adjusted EBIT (CAD)	278	331	811	1,043

¹ Tariff rates shown reflect tariff rates in effect per barrel of heavy crude oil transported from the international border near Neche, North Dakota to Chicago, Illinois. Separate, distance adjusted tolls apply to shipments originating at other receipt points or being delivered into different delivery points. Lighter hydrocarbons pay a lower toll for a comparable receipt and delivery point.

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