

**BOARD OF DIRECTORS**  
**EPE HOLDINGS, LLC**  
**GENERAL PARTNER OF ENTERPRISE GP HOLDINGS L.P.**

The Board of Directors of our general partner, EPE Holdings, LLC (“EPE Holdings”), oversees the management of our partnership and is comprised of seven members. Four directors are current or former officers of our general partner or its affiliates, and three are non-management, outside directors who meet the “independence” requirements of the New York Stock Exchange.

*O. S. Andras.* Mr. Andras was elected a Director of EPE Holdings in February 2007, having served as a Director of Enterprise Products GP, LLC (“EPGP”) from April 1998 to February 2006. Mr. Andras served as the Vice Chairman of EPGP from September 2004 to July 2005, as the CEO of EPGP from April 1998 to February 2005, and as President of EPGP from April 1998 until September 2004. He served as President and CEO of Enterprise Products Company, formerly named EPCO, Inc. (“EPCO”), from 1996 to February 2001.

*Dr. Ralph S. Cunningham.* Dr. Cunningham was elected a Director, the President and Chief Executive Officer of EPE Holdings in August 2007. He served as a Director of EPGP from February 2006 to May 2010, having previously served as a Director of EPGP from April 1998 until March 2005. In addition to these duties, Dr. Cunningham served as Group Executive Vice President and Chief Operating Officer of EPGP from December 2005 to August 2007 and Interim President and Interim Chief Executive Officer from June 2007 to August 2007. Dr. Cunningham served as a Director of DEP Holdings, LLC (“DEP GP”) from August 2007 to May 2010. He served as Chairman and a Director of Texas Eastern Products Pipeline Company, LLC from March 2005 until November 2005.

Dr. Cunningham was elected a Vice Chairman of EPCO in May 2010 and a Director in March 2006, having previously served as Group Vice Chairman of EPCO from December 2007 to May 2010 and as a Director of EPCO from 1987 to 1997. He serves as a Director of Tetra Technologies, Inc., LE GP, LLC (the general partner of Energy Transfer Equity, L.P.) and Agrium, Inc. In addition, Dr. Cunningham serves as a Director and the Chairman of the Safety, Health and Responsibility Committee of Cenovus Energy Inc. Dr. Cunningham retired in 1997 from CITGO Petroleum Corporation, where he served as President and Chief Executive Officer since 1995.

*Richard H. Bachmann.* Mr. Bachmann was elected as an Executive Vice President of EPE Holdings in April 2005 and as a Director of EPE Holdings in February 2006. He served as Chief Legal Officer and Secretary of EPE Holdings from April 2005 to May 2010. Mr. Bachmann was elected Executive Vice President and Chief Legal Officer of EPGP in February 1999 and was elected Secretary of EPGP in November 1999. He previously served as a Director of EPGP from June 2000 to January 2004 and from February 2006 to May 2010.

Mr. Bachmann was elected President and Chief Executive Officer of EPCO in May 2010 and has served as a Director since January 1999 and as Chief Legal Officer since May 1999. He previously served as Secretary of EPCO from May 1999 to May 2010 and as a Group Vice Chairman of EPCO from December 2007 to May 2010. Mr. Bachmann served as a Director of DEP GP from October 2006 to May 2010 and as President and Chief Executive Officer of DEP GP from October 2006 to April 2010. In November 2006, Mr. Bachmann was appointed as an independent manager of Constellation Energy Partners LLC. He also serves as a member of the Audit, Compensation and Nominating and Governance Committees of Constellation Energy Partners LLC and as the chairman of its Conflicts Committee.

*Randa Duncan Williams.* Ms. Williams was elected a Director of EPE Holdings in May 2007. She was elected Chairman of EPCO in May 2010, having previously served as Group Co-Chairman since 1994. Ms. Williams has served as a Director of EPCO since February 1991. Prior to joining EPCO in 1994, Ms. Williams practiced law with the firms Butler & Binion and Brown, Sims, Wise & White. She currently serves on the boards of directors of Encore Bancshares and Encore Bank and also serves on the board of trustees for numerous charitable organizations.

## **Directors Meeting the New York Stock Exchange Independence Requirements**

*Thurmon M. Andress.* Mr. Andress was elected a Director of EPE Holdings in November 2006 and is a member of its Audit, Conflicts and Governance Committee. Mr. Andress serves as the Managing Director – Houston for Breitburn Energy Company L.P. and is a former member of its Board of Directors. In 1990, he founded Andress Oil & Gas Company, serving as its President and CEO until it merged with Breitburn Energy Company L.P. in 1998. In 1982, he founded Bayou Resources, Inc. a publicly traded energy company that was sold in 1987. Mr. Andress is currently a member of the National Petroleum Council (including its Board) and serves on the Board of Governors of Houston for the Independent Petroleum Association of America. In 1993, Mr. Andress was inducted into All American Wildcatter's, a 100-member organization dedicated to American oil and gas explorationists and producers.

*Charles E. McMahan.* Mr. McMahan was elected a Director of EPE Holdings in August 2005 and serves as Chairman of its Audit, Conflicts and Governance Committee. Mr. McMahan served as Vice Chairman of Compass Bank from March 1999 until December 2003 and served as Vice Chairman of Compass Bancshares from April 2001 until his retirement in December 2003. Mr. McMahan also served as Chairman and CEO of Compass Banks of Texas from March 1990 until March 1999. Mr. McMahan has served as a Director of Compass Bancshares, and its successor, BBVA Compass Bank, since 2001. He also served as chairman of the Board of Regents of the University of Houston from September 1998 to August 2000.

*Edwin E. Smith.* Mr. Smith was elected a Director of EPE Holdings in August 2005 and is a member of its Audit, Conflicts and Governance Committee. Mr. Smith has been a private investor since he retired from Allied Bank of Texas in 1989 after a 31-year career in banking. Mr. Smith serves as a Director of Encore Bank and previously served as a director of EPCO from 1987 until 1997.

*B.W. "Bill" Waycaster.* Mr. Waycaster, age 71, has served as a principal manager of family investments since his retirement in 2003. Prior to retiring, Mr. Waycaster served as president and chief executive officer of the general partner of Texas Petrochemicals LP from 1992 to April of 2003, following a 27-year career with The Dow Chemical Company ("Dow"). At Dow, Mr. Waycaster held numerous executive and managerial positions, including vice president of Business and Asset Management, where he oversaw a \$5-billion operation that included basic petrochemicals, energy and feedstock supply, sales and marketing, product storage and distribution, supply chain management, and strategic planning. Mr. Waycaster has more than 40 years of experience in the hydrocarbon processing industry and is a past board member of numerous professional and industry organizations. Mr. Waycaster contributes much of his time and energy in support of various charitable causes in the Houston area.