Par Pacific

Q2-2019 INVESTOR PRESENTATION I AUGUST 2019

Forward-Looking Statements / Disclaimers

The information contained in this presentation has been prepared to assist you in making your own evaluation of the company and does not purport to contain all of the information you may consider important. Any estimates or projections with respect to future performance have been provided to assist you in your evaluation but should not be relied upon as an accurate representation of future results. Certain statements, estimates and financial information contained in this presentation constitute forward-looking statements.

Such forward-looking statements involve known and unknown risks and uncertainties that could cause actual events or results to differ materially from the results implied or expressed in such forwarding statements. While presented with numerical specificity, certain forward-looking statements are based (1) upon assumptions that are inherently subject to significant business, economic, regulatory, environmental, seasonal and competitive uncertainties, contingencies and risks including, without limitation, our ability to maintain adequate liquidity, to realize the potential benefit of our net operating loss tax carryforwards, to obtain sufficient debt and equity financings, our capital costs, well production performance, and operating costs, anticipated commodity pricing, differentials or crack spreads, anticipated or projected pricing information related to oil, NGLs, and natural gas, realize the potential benefits of our supply and offtake agreements, our ability to realize the benefit of our investment in Laramie Energy, LLC, assumptions related to our investment in Laramie Energy, LLC, including completion activity and projected capital contributions, Laramie Energy, LLC's financial and operational performance and plans, including 2019 estimated production growth and Adjusted EBITDAX, our ability to meet environmental and regulatory requirements, our ability to increase refinery throughput and profitability, estimated production, our ability to evaluate and pursue strategic and growth opportunities, our estimates of anticipated Adjusted EBITDA, Adjusted Net income per share, and Adjusted earnings per share, the amount and scope of anticipated capital expenditures and turnaround activities, estimates regarding our anticipated diesel hydrotreater project, pipeline tie-in project, Washington renewable fuels project, and our naphtha hydrotreater and isomerization unit project, including costs, timing, and benefits, anticipated throughput, production costs, and on-island sales expectations in Hawaii, anticipated throughput and distillate yield expectations in Wyoming, our estimates related to the annual gross margin impact of changes in RINs prices, the ability of our refinery in Wyoming to provide supply in the Northwest region, expectations regarding Par Pacific's posted market indices and the other metrics we utilize, estimates regarding the acquisition of certain assets from Island Energy Services, LLC (the "IES" Acquisition") and the acquisition of U.S. Oil & Refining Co. and certain affiliated entities (the "Washington Refinery Acquisition"), including the ability to successfully integrate each acquisition and realize the synergies and other benefits related to each acquisition, and anticipated financial and operating results of each acquisition and their effect on the company's earnings profile and profitability (including free cash flow, Adjusted EBITDA, Adjusted Net income per share, and Adjusted earnings per share), anticipated projects related to each acquisition, and other known and unknown risks (all of which are difficult to predict and many of which are beyond the company's control), some of which are further discussed in the company's periodic and other filings with the SEC and (2) upon assumptions with respect to future business decisions that are subject to change.

There can be no assurance that the results implied or expressed in such forward-looking statements or the underlying assumptions will be realized and that actual results of operations or future events will not be materially different from the results implied or expressed in such forward-looking statements. Under no circumstances should the inclusion of the forward-looking statements be regarded as a representation, undertaking, warranty or prediction by the company or any other person with respect to the accuracy thereof or the accuracy of the underlying assumptions, or that the company will achieve or is likely to achieve any particular results. The forward-looking statements are made as of the date hereof and the company disclaims any intent or obligation to update publicly or to revise any of the forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable law. Recipients are cautioned that forward-looking statements are not guarantees of future performance and, accordingly, recipients are expressly cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty therein.

This presentation contains non-GAAP financial measures, such as Adjusted EBITDA, Adjusted Net Income (loss), and Laramie Energy Adjusted EBITDAX. Please see the Appendix for the definitions and reconciliations to GAAP of the non-GAAP financial measures that are based on reconcilable historical information.

Company Highlights

- Owner/operator of essential energy infrastructure in growing PADD IV and V markets
- 208,000 bpd petroleum refining capacity
- Multi-modal integrated logistics network with 9 MMbbls of storage and marine, rail, and pipeline assets
- 124 fuel retail locations in Hawaii and the Pacific Northwest
- 46% ownership interest in Laramie Energy, a natural gas E&P company
- $1.5 billion in federal tax attributes as of December 31, 2018

Recent acquisitions and investments expected to drive earnings and free cash flow growth in 2019 and beyond

Corporate Strategy

Own and Operate Market-leading Integrated Downstream Systems in Logistically Complex Markets

Drive Continuous Improvement and Organic Growth

Pursue Complementary Transactions

Maintain Diverse Earnings Profile

Leverage Tax Attributes

Disciplined Focus on Increasing Adjusted EPS and Free Cash Flow

Financial Metrics

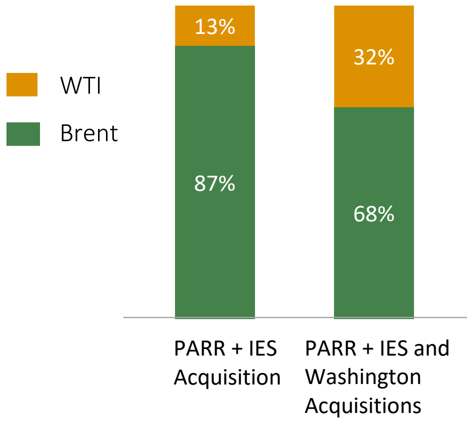
	Full Year 2017	Full Year 2018	Six Months Ended June 30, 2018	Six Months Ended June 30, 2019 [1]
Adjusted EBITDA *($ millions)*				
Refining	$114	$92	$48	$74
Logistics	40	40	21	37
Retail	31	46	18	27
Corporate & Other	(44)	(46)	(23)	(21)
Adjusted EBITDA	$ 141	$132	$64	$117
Diluted Adjusted Net Income per Share	$1.37	$1.06	$0.49	$0.58

	As of August 2, 2019
Share Price	$22.68
Enterprise Value [2]	$1,724
Net Debt [3]	$567
Liquidity [3]	$175

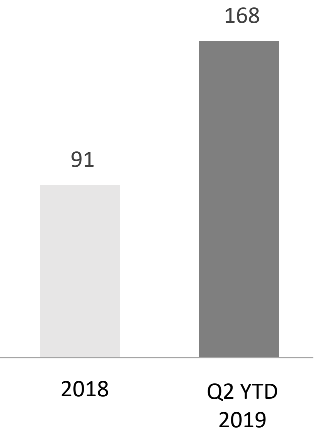
[1] 2019 results include contribution from the Washington Refinery Acquisition.
[2] Equity value of $1,157 MM incorporates share count of 51,008,846 as of August 2, 2019.
[3] Net debt and liquidity as of June 30, 2019. Net debt is based on $673 MM of debt less $106 MM of cash at June 30, 2019.

Increased Balance and Scale from Recent Acquisitions

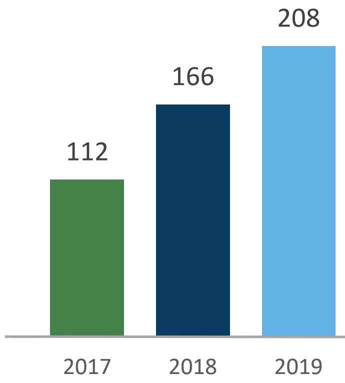
Brent vs. WTI Crude Exposure [1]



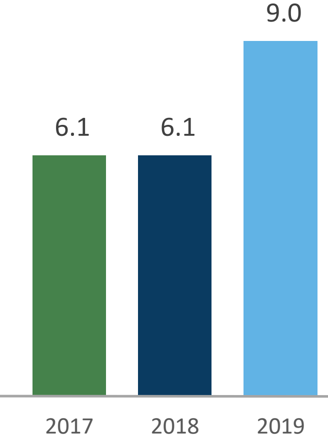
Throughput (Mbpd)



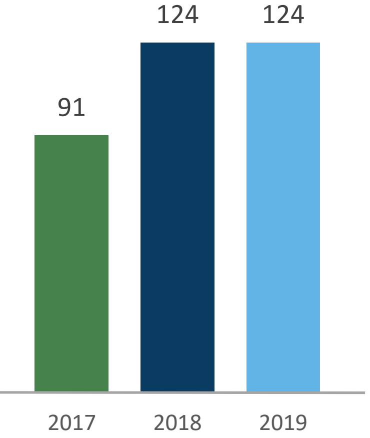
Refining Capacity (Mbpd)



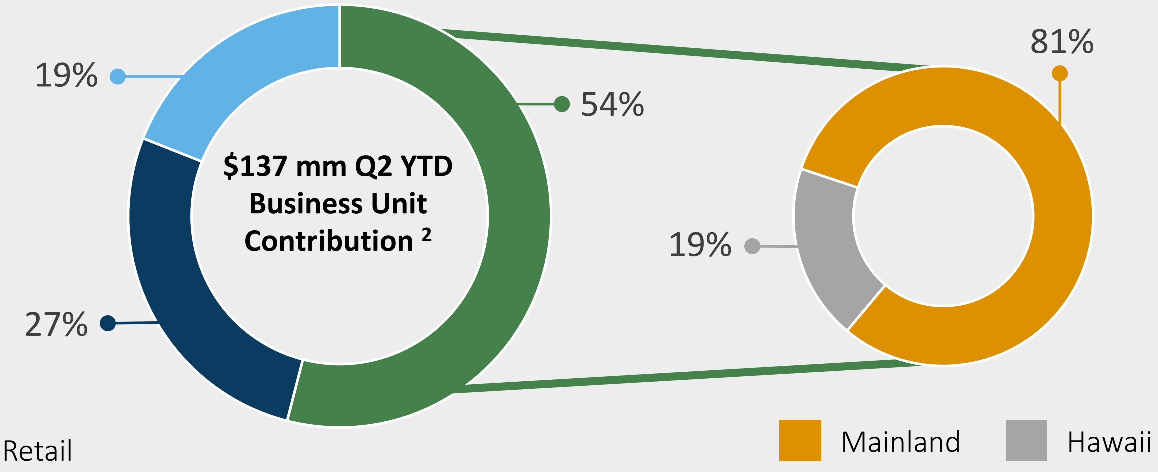
Storage (MMbls)



Retail Locations



Washington Refinery Acquisition increases Logistics and mainland Refining business unit contribution

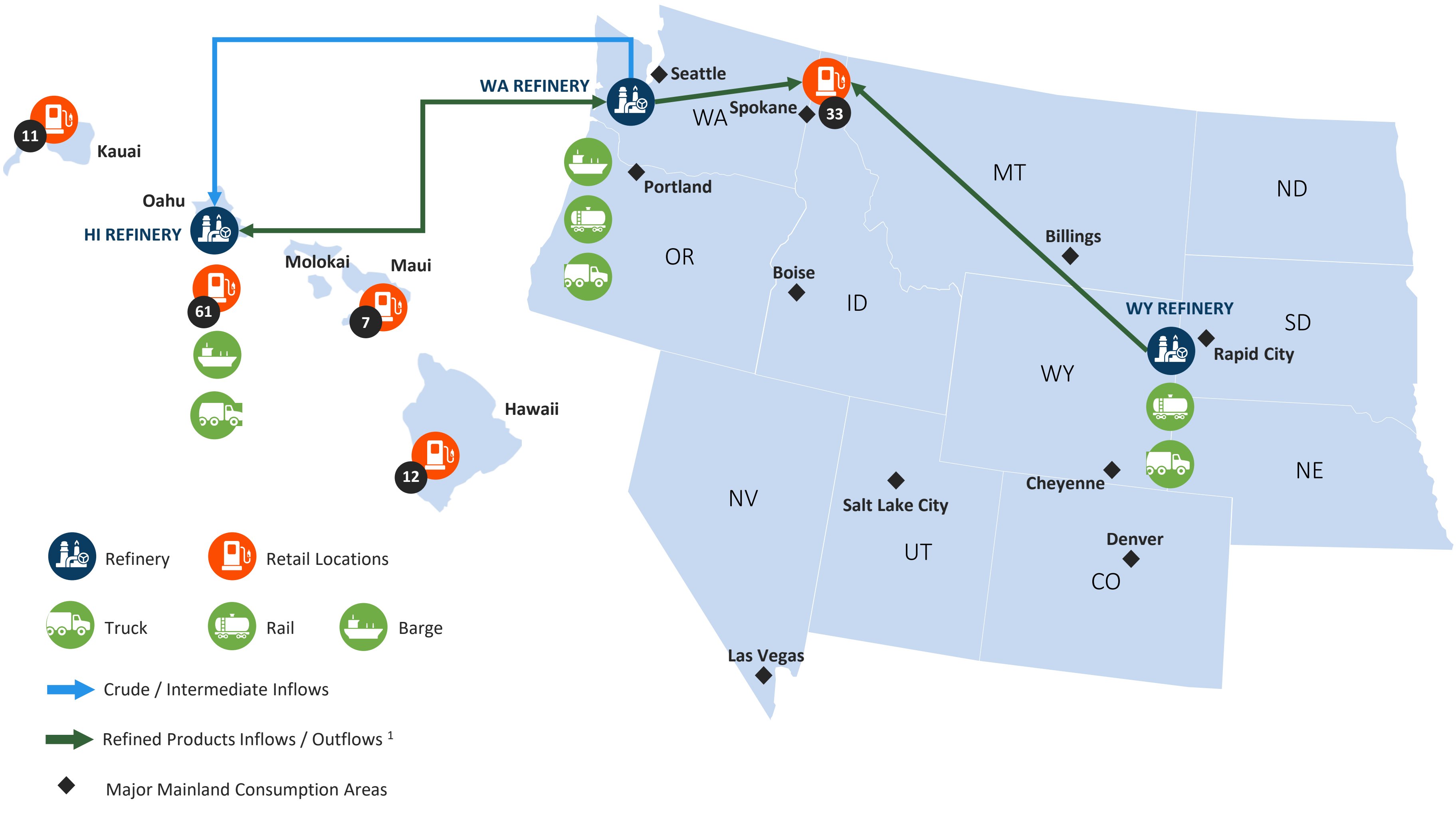


[1] *Crude exposure combined with Washington is based on Q2 YTD 2019 throughput.*
[2] *Excludes Corporate & Other expense of $20.8 million.*

Par Pacific

Integrated Downstream Network

- Well-positioned in growing markets
- Advantaged access to inland crudes
- Dedicated shipping to handle Hawaii – West Coast movements
- Rail fleet to move refined products between markets



[1] *Does not include product outflows from Oahu to neighbor islands via barge.*

Par Pacific

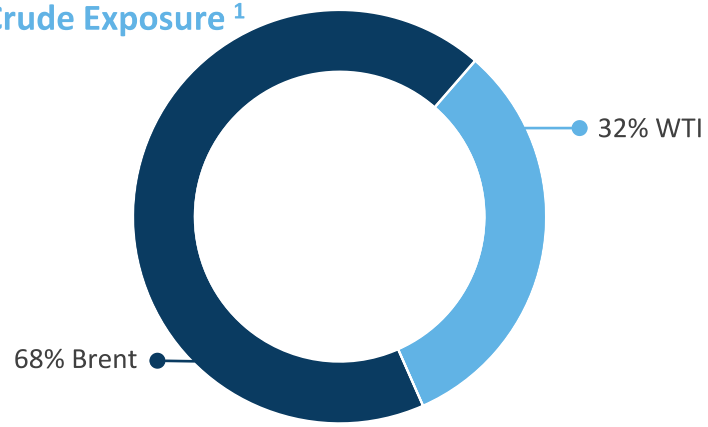
Refining Overview

Refining Segment Highlights

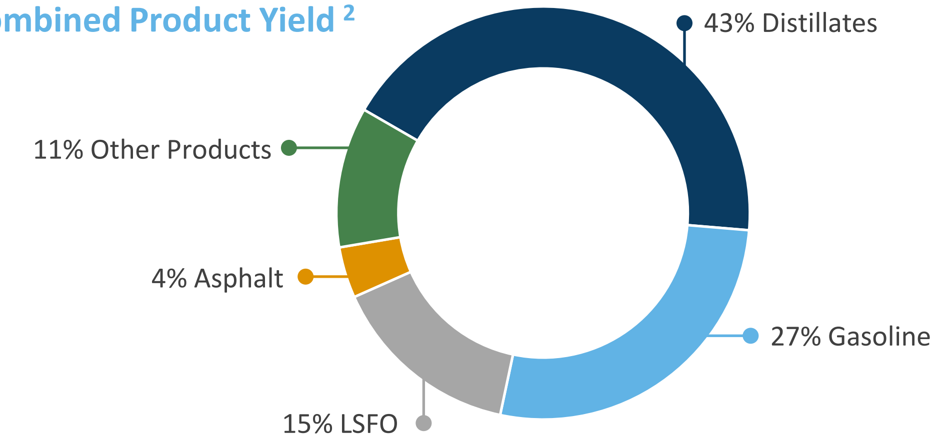
- Focus on safety and environmental compliance
- 208,000 bpd combined crude capacity
- Increased exposure to favorable WTI-Brent spread from Washington refinery
- Access to discounted Western Canadian, Powder River Basin, and Bakken crudes
- Distillate-oriented yield profile positions Par Pacific to benefit from IMO 2020

Refinery Crude Capacity	Mbpd
Par Hawaii East	94
Par Hawaii West	54
Washington	42
Wyoming	18
Par Pacific System	208

YTD Brent vs. WTI Crude Exposure [1]



YTD Combined Product Yield [2]



[1] *Calculated as a percentage of Q2 YTD 2019 throughput exposed to Brent vs. WTI-linked crudes.*
[2] *Combined product yield is based on Q2 YTD 2019 refining yields.*

Demonstrated Operating Improvements and Growth

	HAWAII	WYOMING	WASHINGTON
Operating Strategy	• Improved crude selection and mechanical reliability • Aggressive in-state commercial strategy • Creative working capital strategy	• Increased annual throughput • Developed rail transport capability • Increased distillate yield through facility modifications	• Optimizes product flows between Hawaii, Northwest Retail, and Wyoming business units • Improved crude selection • Increased logistics capability
Organic Growth Investments	• $26 million distillate hydrotreater project • $44 million naphtha hydrotreater and isomerization project	• Refined product tanks to enhance seasonal positioning	• Renewable fuels logistics project facilitates export of inland ethanol and renewable diesels • Butane sweetening project reduces gasoline pool sulfur content • Anticipated debottlenecking project enables increased processing of Canadian crude

Transformative Growth in Hawaii

IES Acquisition

- Par Pacific purchased crude and vacuum process units for $45 million in cash and stock
- Increased throughput and on-island sales by 39,600 bpd and 39,500 bpd, respectively from Q2 YTD 2018 to Q2 YTD 2019
- Increased distillate production expected to reduce jet imports
- Further positions business to realize potential benefits of IMO 2020
- Crude pipeline tie-in between Par East and West completed in Q3 2019 enhances operational and commercial flexibility

Diesel Hydrotreater Project

- Increases low sulfur distillate production by 5-7 Mbpd
- Expected to reduce jet imports
- $26 million investment; anticipate 30% return on investment
- Started-up in early August 2019

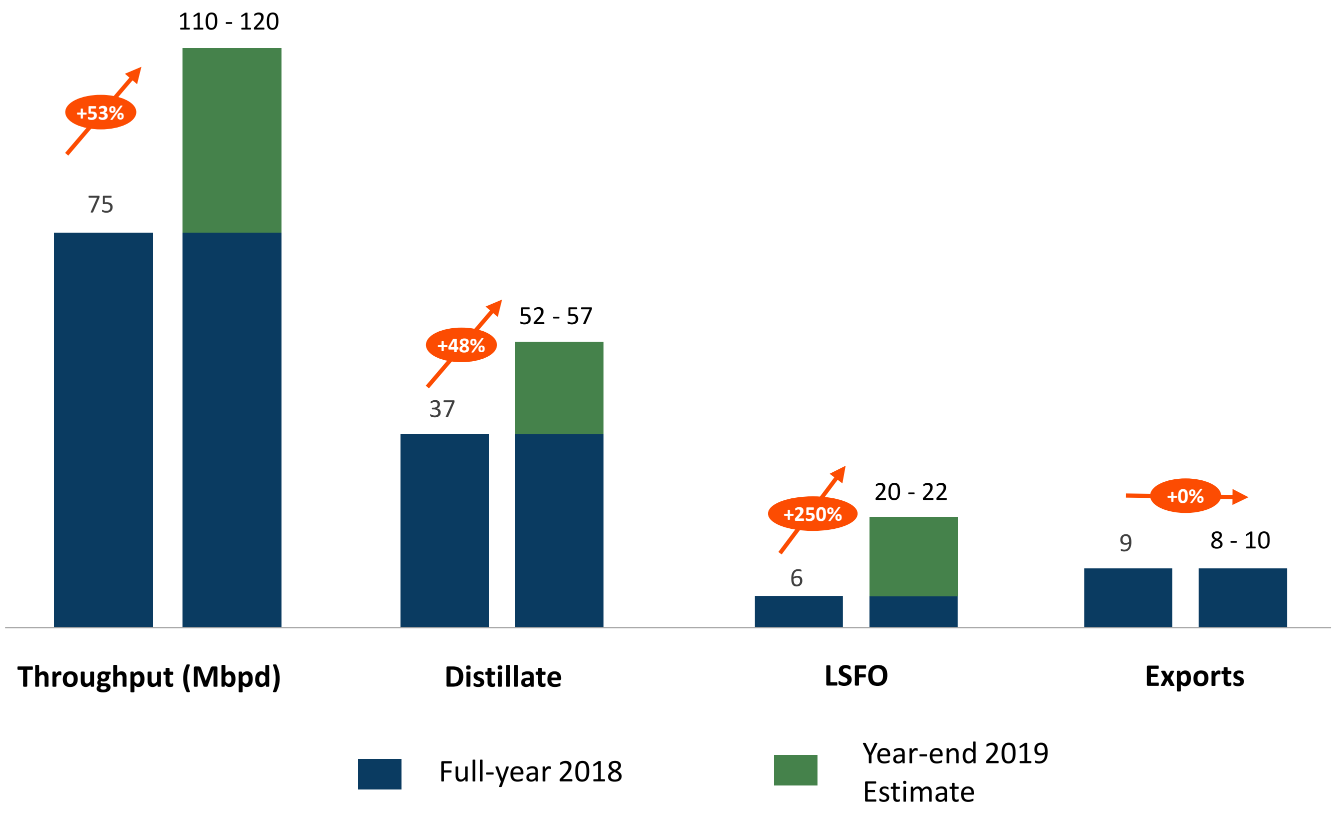
Naphtha Hydrotreater & Isomerization Project

- 10 Mbpd NHT and 6.5 Mbpd ISOM units upgrade currently exported naphtha to on-island gasoline
- Increase octane flexibility
- Reduces exposure to Tier 3 and benzene credit requirements across the system
- $44 million investment; anticipate 40% return on investment
- Anticipated start-up in 2021

$115mm investments in assets and growth projects are expected to contribute more than $50mm in free cash flow by 2021

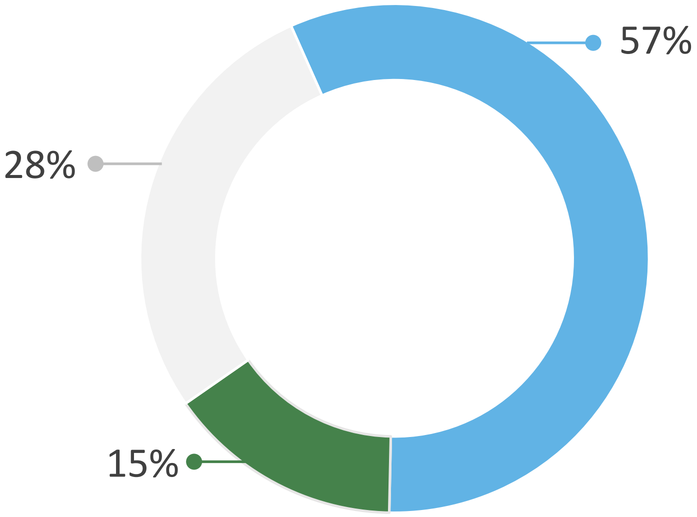
Increased Balance of Hawaii Production and Sales

Investments position Par Pacific to increase on-island distillate and LSFO sales with local production

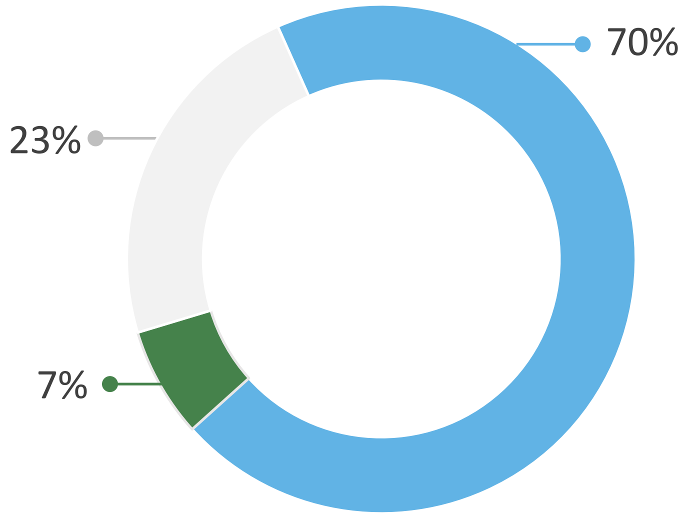


Well Positioned for IMO 2020

2018 Hawaii Refinery [1]



2019 Est. Hawaii Refinery [2]



Jet Fuel, ULSD, LSFO and <0.5% HSD as % of production

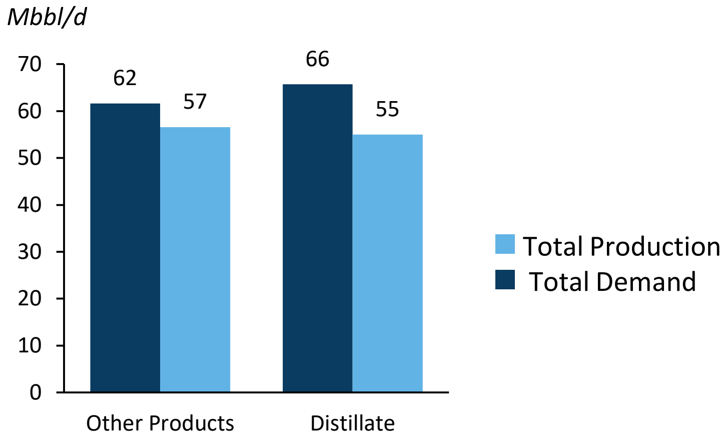
HSFO, HSVGO, and Asphalt as % of production

Gasoline, Naphtha, and LPG as % of production

[1] Based on full-year 2018 product yields. Includes thirteen days of contribution from IES Acquisition.
[2] Based on actual results through June 30, 2019 and internal estimates for the remainder of 2019.

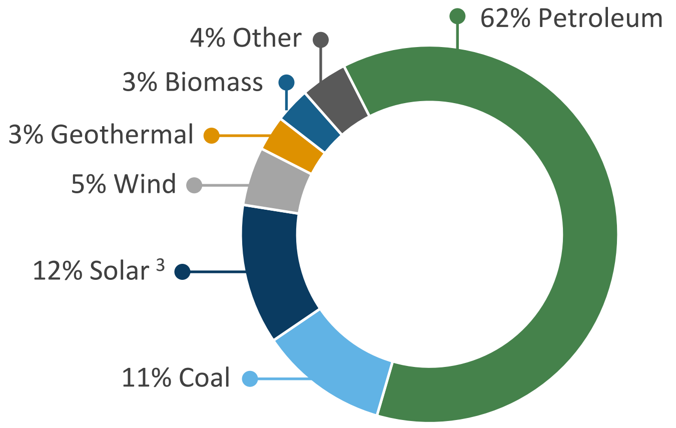
Hawaii Market Fundamentals

Refined Product Demand [1]

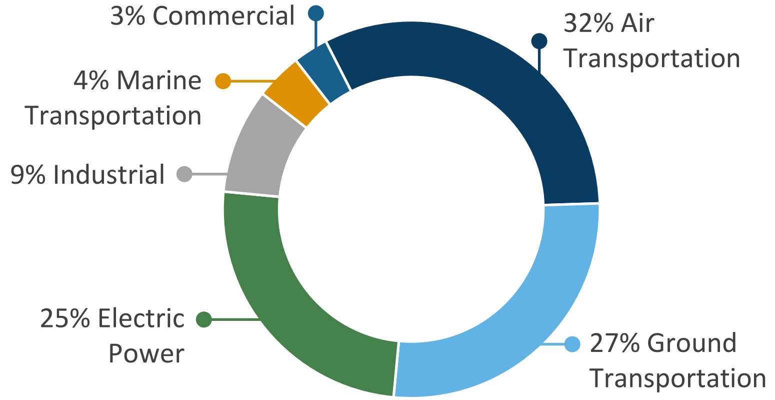


Shortage of distillate and gasoline capacity in Hawaii

Electricity Production by Source [2]

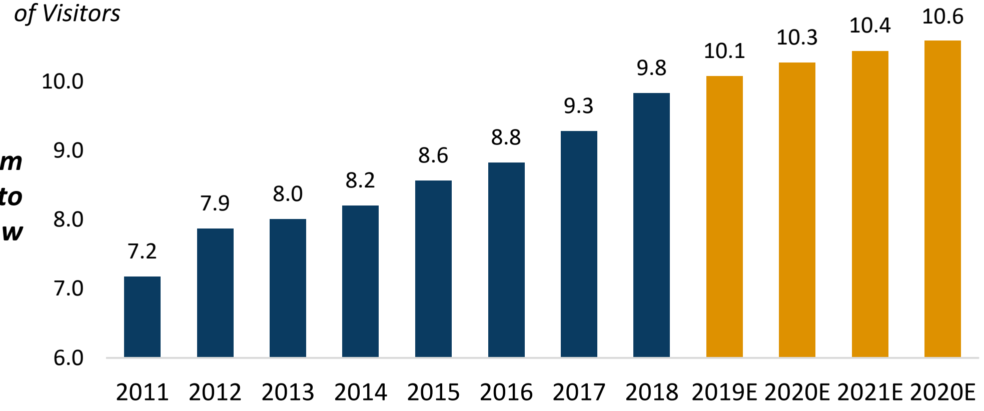


Petroleum Use [2]



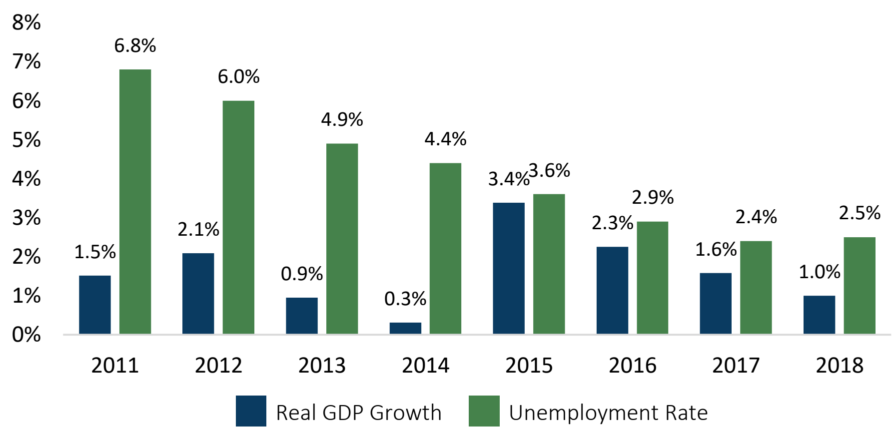
Air Travel [2]

Air travel to and from Hawaii projected to continue to grow



GDP and Employment [2]

Strong year-over-year economic growth in Hawaii

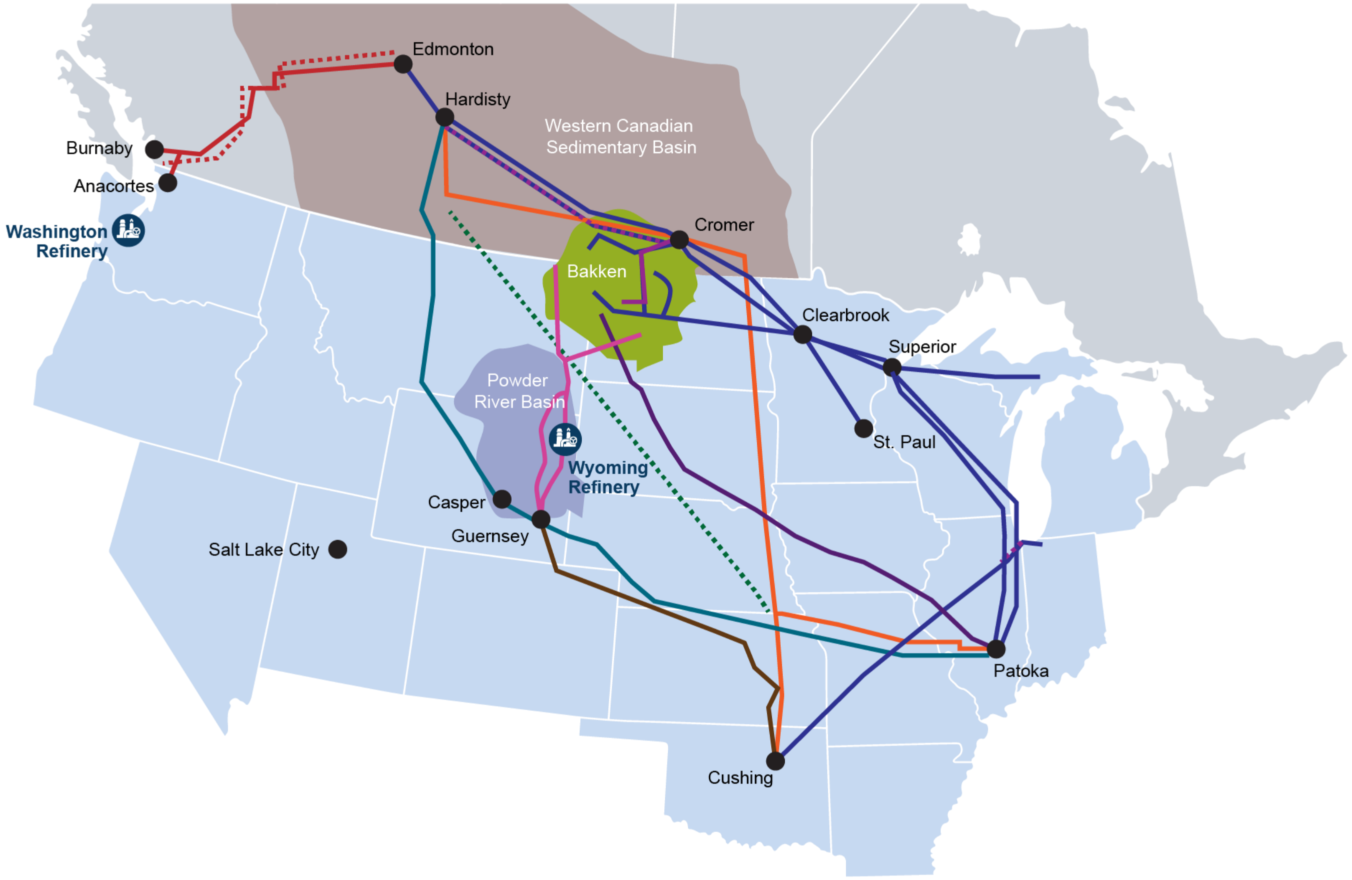


[1] *Source: Par Pacific internal estimates as of Q2-19, includes production from DHT unit.*
[2] *Source: EIA and Department of Business, Economic Development and Tourism ("DBEDT") as of Q2-19. Totals may not sum to 100% due to rounding.*
[3] *Includes EIA estimate for rooftop solar of 10%.*

Par Pacific

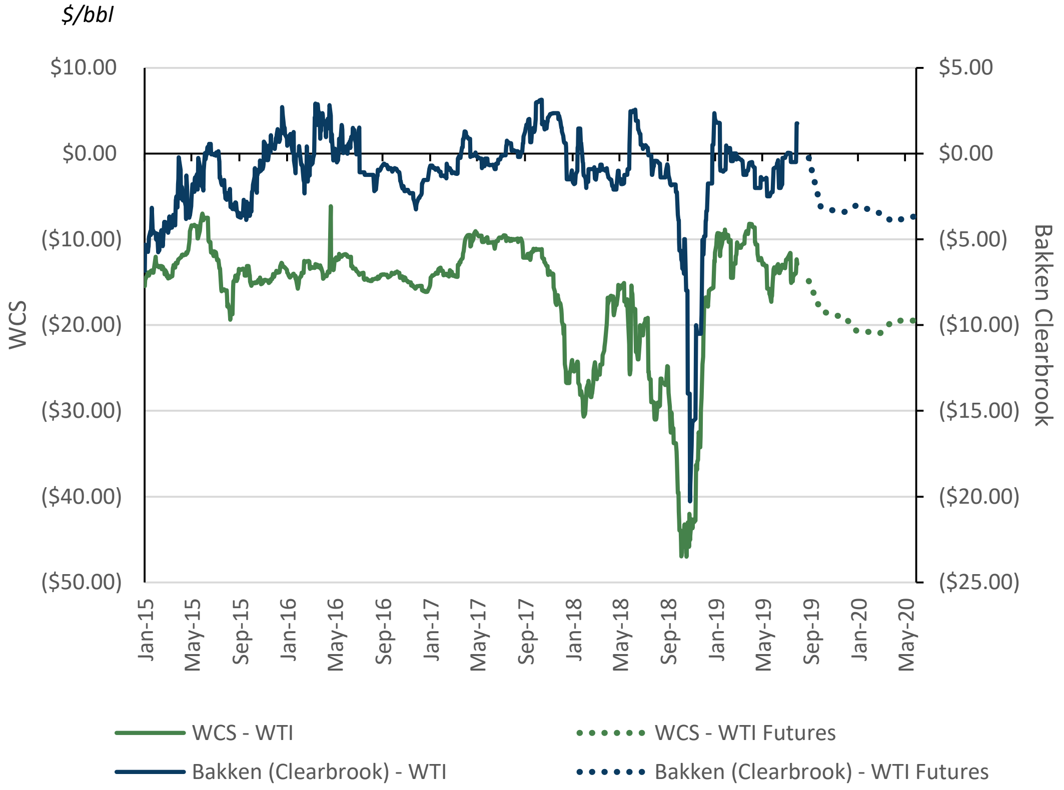
Advantaged Access to Canadian and Bakken Crudes

Limited Available Pipeline Capacity



Source: CAPP

WCS and Bakken (Clearbrook) Diffs Reflect this Dynamic



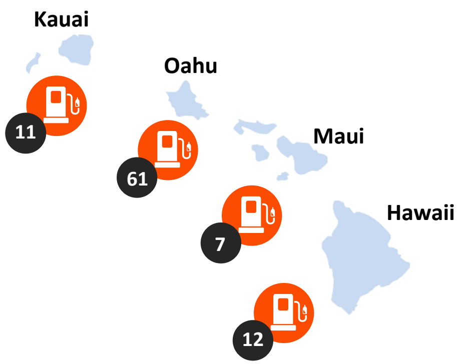
$/bbl	WCS – WTI	Bakken (Clearbrook) – WTI
Q2 2019	$(12.56)	$(1.42)
12-Mo Future Avg.	$(19.27)	$(3.19)

Source: CME & Platts historical data, CalRock forward data (avg. forward prices from 7/3/19 – 8/2/19). 12-month future averages reflect Sep-19 to Aug-20 forward data.

Leading Retail Position in Attractive Markets

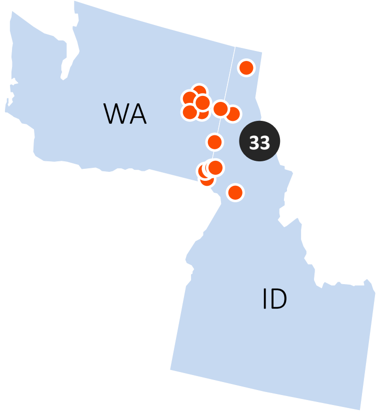
Hawaii Retail

- 91 locations across four islands in Hawaii including “76” and Hele branded and unbranded locations; new Leihano location expected to open in 2019
- Strong financial performance throughout 2018 and 2019
- High real estate costs, scarcity of land, and logistics complexity strengthen competitive position



Northwest Retail

- 33 Cenex® Zip Trip branded locations in Washington and Idaho
- Second largest branded retail position in Spokane region
- Historically robust fuel margins driven by fuel supply logistics complexities
- Washington and Wyoming refineries well-positioned to opportunistically provide additional supply to the region

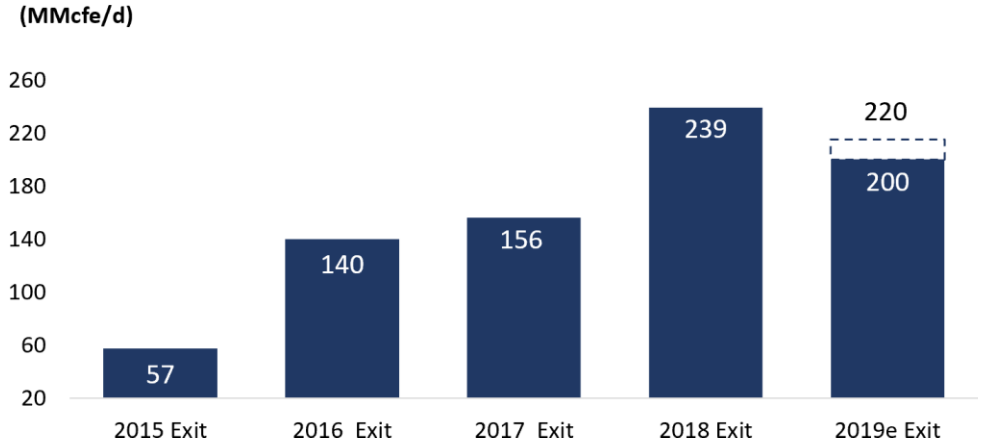


Laramie Energy

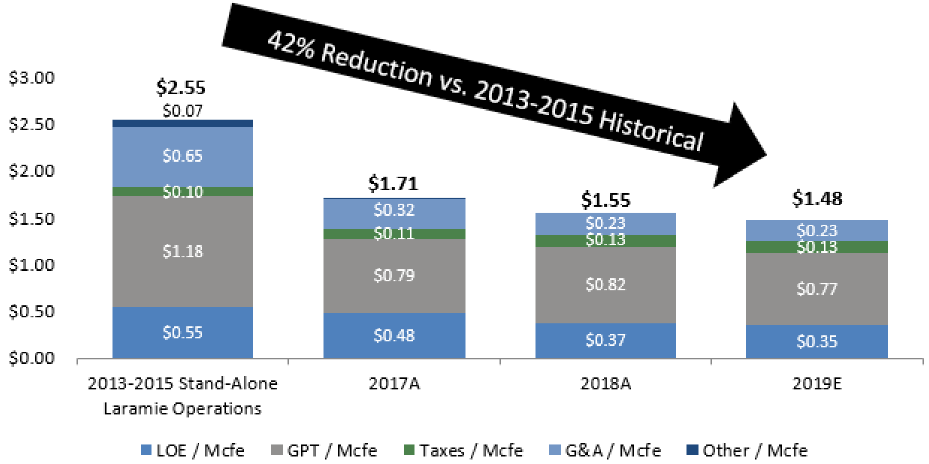
Asset Highlights

- Completed asset sale of approximately 8 MMcfe/d and 36 Bcfe of proved reserves for $17.5 million in March 2019
- Reduction in Net Debt to LTM Adj. EBITDAX from 3.1x at year-end 2017 to 2.2x at June 30, 2019.
- 60% of PDP natural gas production hedged at $2.71/MMbtu and 11% of PDP NGL production hedged at $1.03/gal for the balance of 2019
- Year-end 2019 production adjusted for Q1 2019 asset sale and assumes drilling activity ceases in August 2019

Production Profile [1]



Unit Cost Reduction [2]

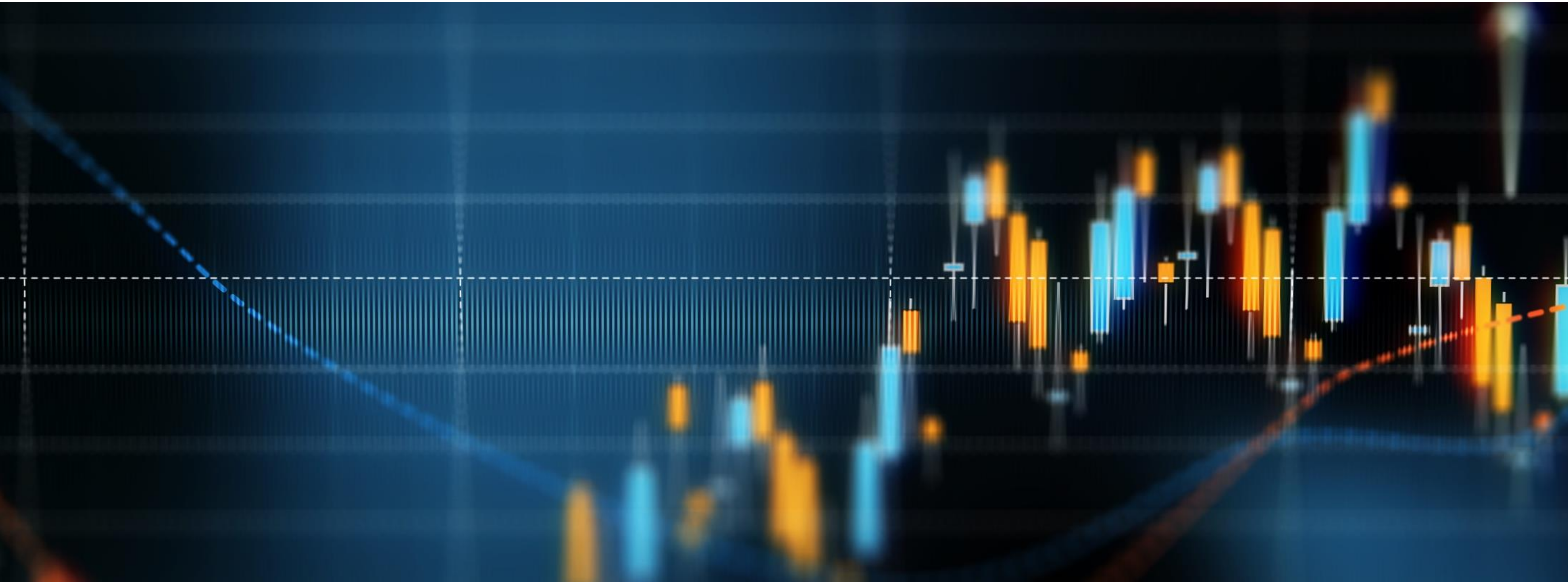


Financial Metrics [3]

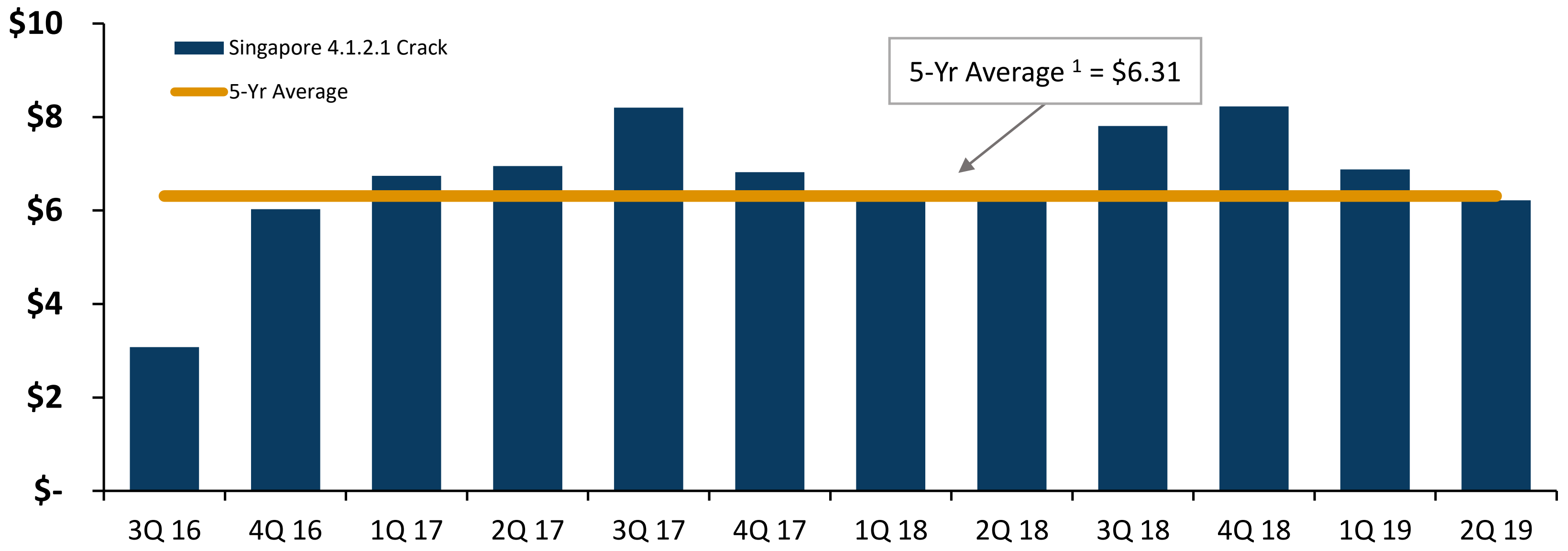
$MM	2016	2017	2018	LTM 6/30/2019
Adjusted EBITDAX	$34	$55	$101	$93
Capital Expenditures	$31	$98	$137	$108
Unrealized Derivative Gain (Loss)	-$34	$46	-$4	$10
Net Income	-$62	$31	$6	$2

[1] *Adjusted for Q1 2019 asset sale of approximately 8 MMcfe/d and assumes drilling activity ceases in August 2019*
[2] *2016 unit costs were $1.72/Mcfe.*
[3] *See appendix for non-GAAP reconciliation. 2016 capital expenditures exclude $137mm related to in-basin acquisition.*

Appendix



Singapore Crack Spread

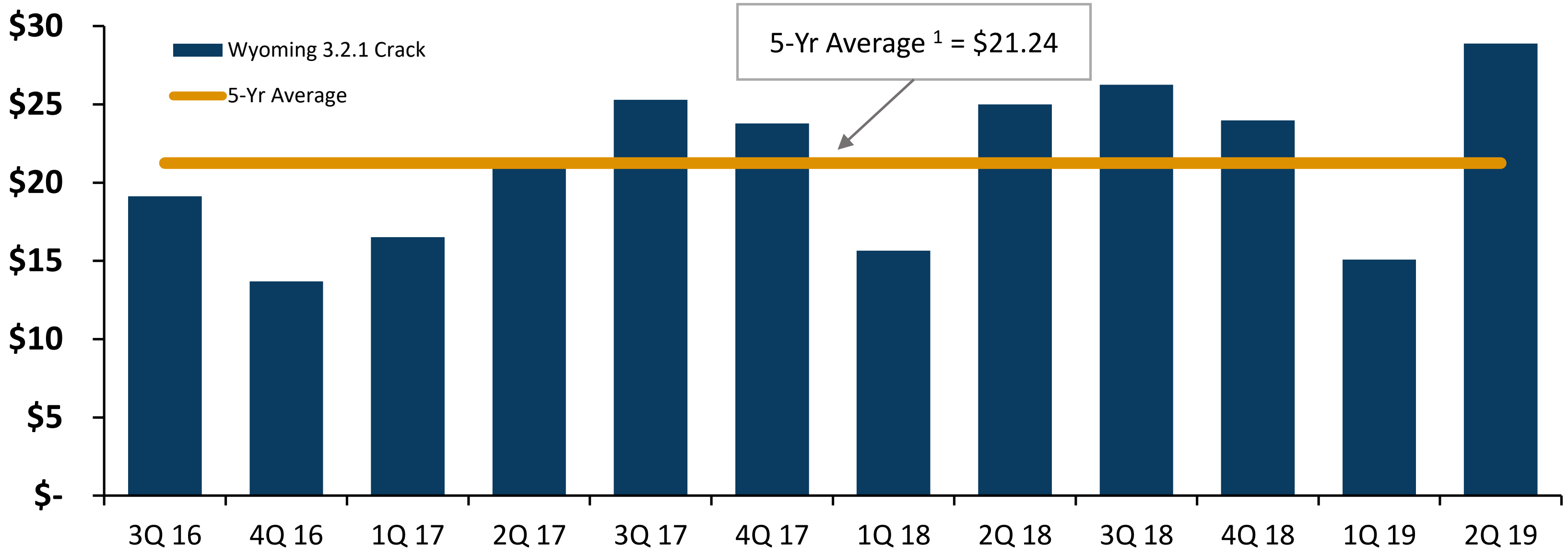


($/bbl)	3Q 16	4Q 16	1Q 17	2Q 17	3Q 17	4Q 17	1Q 18	2Q 18	3Q 18	4Q 18	1Q 19	2Q 19
Singapore 4.1.2.1 Crack	$3.08	$6.03	$6.74	$6.95	$8.20	$6.82	$6.38	$6.42	$7.81	$8.23	$6.88	$6.22
Average Brent Price	$46.99	$51.06	$54.57	$50.79	$52.17	$61.46	$67.19	$74.92	$75.84	$68.60	$63.83	$68.47

[1] Company calculation based on a rolling five-year quarterly average

Singapore 4-1-2-1 Daily: computed by taking 1 part gasoline (RON 92), 2 parts middle distillates (Sing Jet & Sing Gasoil), and 1 part fuel oil (Sing 180) as created from a barrel of Brent Crude.
Month (CMA): computed using all available pricing days for each marker.
Quarter/Year: computed using calendar day weighted CMAs for each marker.

Wyoming Crack Spread

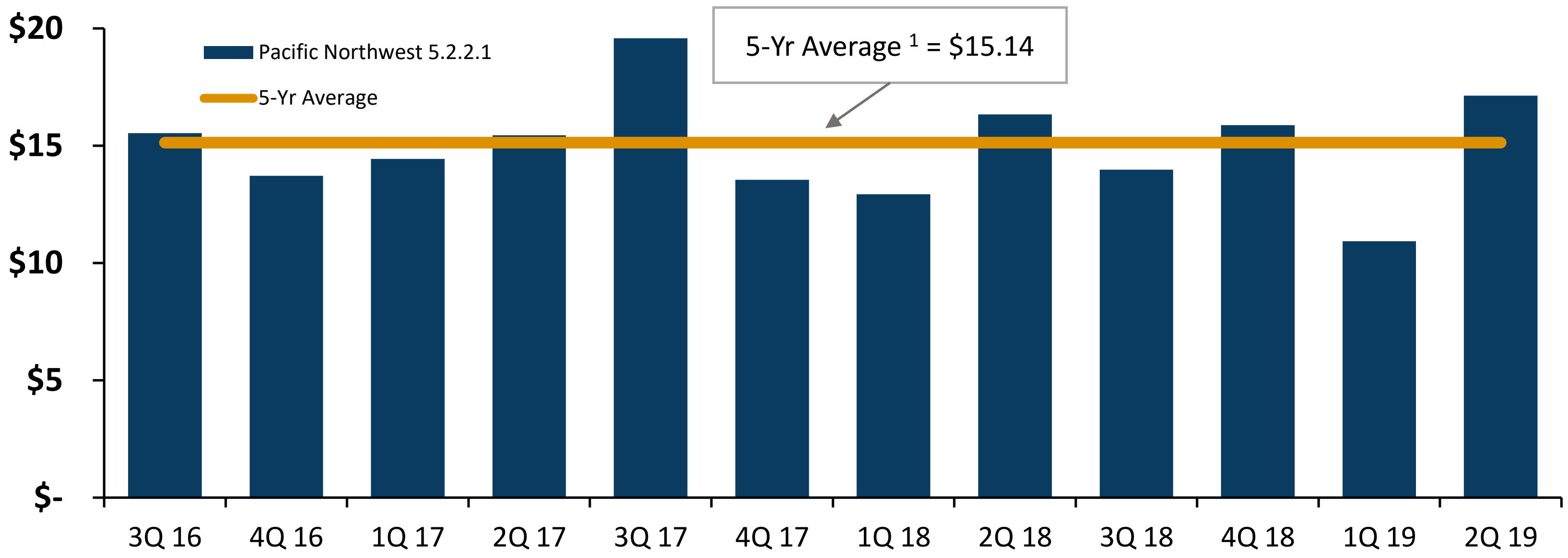


($/bbl)	3Q 16	4Q 16	1Q 17	2Q 17	3Q 17	4Q 17	1Q 18	2Q 18	3Q 18	4Q 18	1Q 19	2Q 19
Wyoming 3.2.1 Crack	$19.12	$13.69	$16.51	$21.47	$25.29	$23.79	$15.65	$24.99	$26.25	$23.97	$15.09	$28.89
Average WTI Price	$44.94	$49.29	$51.78	$48.15	$48.20	$55.30	$62.89	$67.91	$69.43	$59.34	$54.90	$59.91

[1] Company calculation based on a rolling five-year quarterly average

Rapid City Daily: Computed by taking 2 part gasoline and 1 part distillate (ULSD) as created from three barrels of West Texas Intermediate Crude (WTI).
Denver Daily: Computed by taking 2 part gasoline and 1 part distillate (ULSD) as created from three barrels of WTI.
Wyoming 3-2-1 Daily: computed using a weighted average of 50% Rapid City and 50% Denver.
Month (CMA): computed using all available pricing days for each marker.
Quarter/Year: computed using calendar day weighted CMAs for each marker.

Pacific Northwest Crack Spread



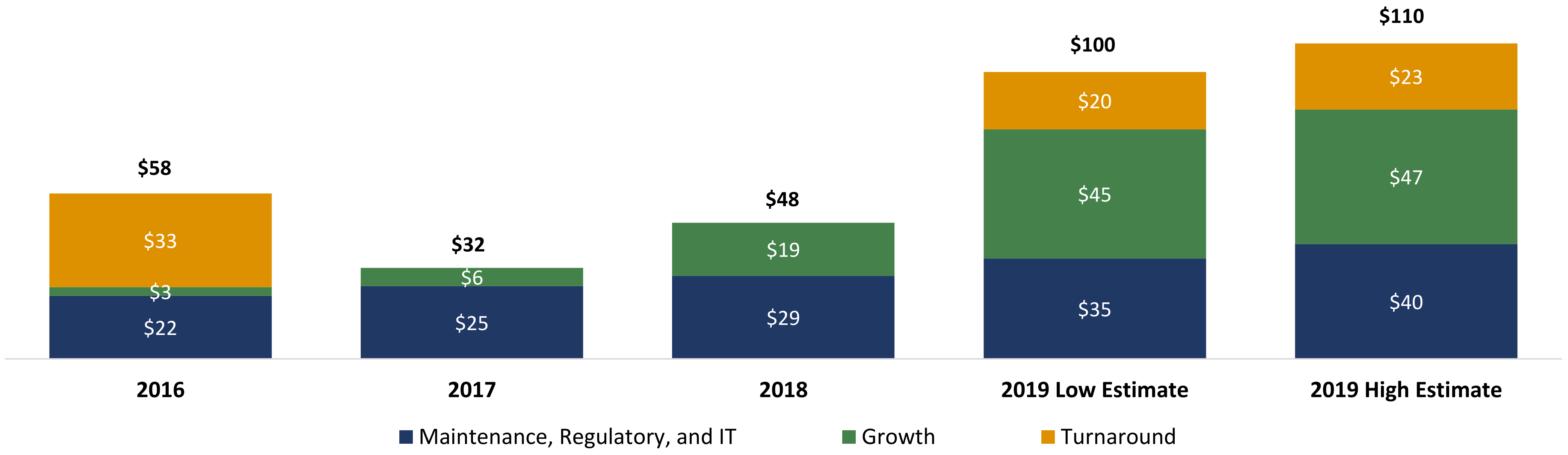
($/bbl)	3Q 16	4Q 16	1Q 17	2Q 17	3Q 17	4Q 17	1Q 18	2Q 18	3Q 18	4Q 18	1Q 19	2Q 19
Pacific Northwest 5.2.2.1	$15.54	$13.71	$14.44	$15.45	$19.59	$13.55	$12.93	$16.34	$13.98	$15.88	$10.93	$17.14
Average ANS Price	$43.14	$48.06	$52.64	$49.80	$52.70	$61.84	$67.66	$75.12	$75.83	$69.09	$64.15	$69.40

[1] Company calculation based on a rolling five-year quarterly average.

Pacific Northwest 5-2-2-1 Daily: computed by taking 2 part gasoline (PNW Suboctane), 2 parts middle distillates (PNW ULSD & PNW Jet), and 1 part fuel oil (SF 180 Waterborne) as created from a barrel of Alaskan North Slope Crude.
ANS price: calculated using the Argus ANS-Brent differential beginning in July 2017. Prior to July 2017, a blended Platts and Argus ANS-WTI differential was used.
Month (CMA): computed using all available pricing days for each marker.
Quarter/Year: computed using calendar day weighted CMAs for each marker.

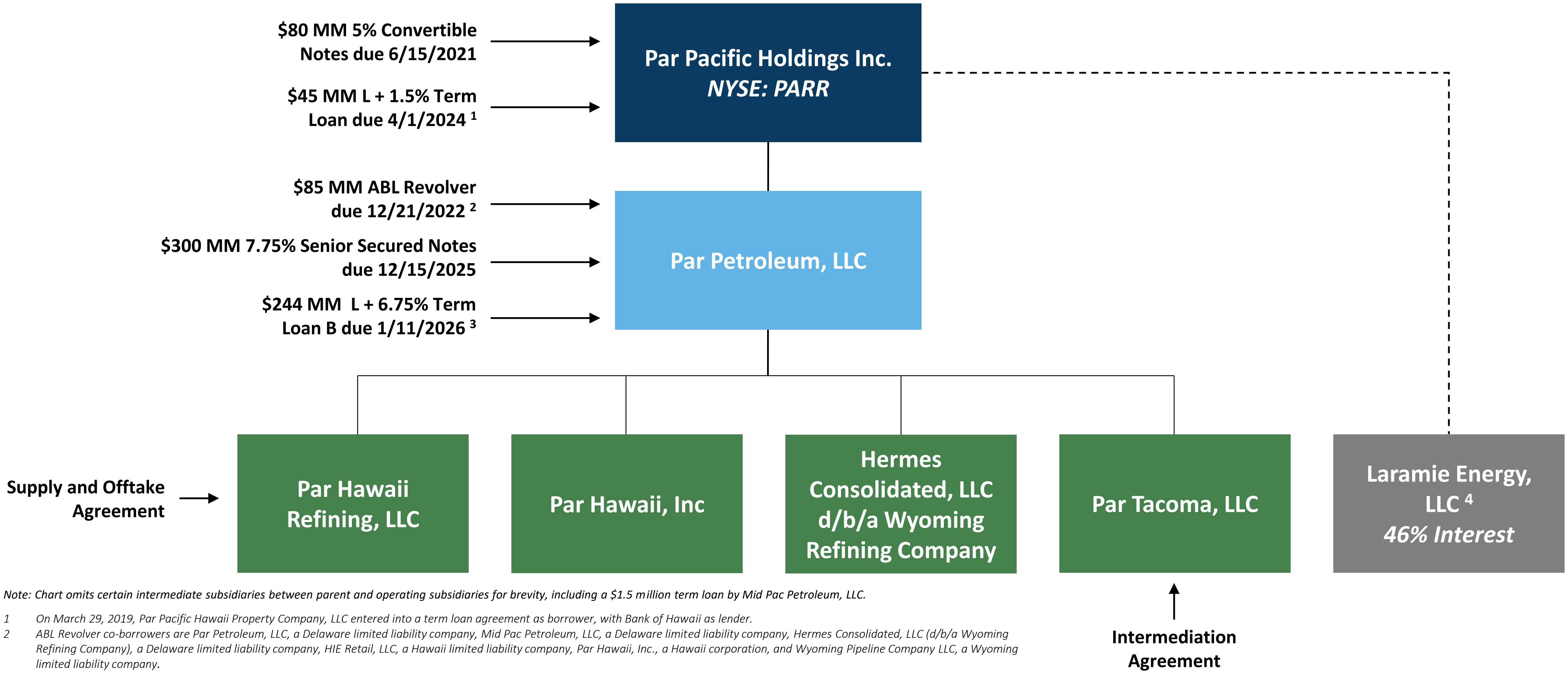
Capital Expenditure and Turnaround Summary

MAINTENANCE / REGULATORY	GROWTH	TURNAROUND
• Expected annual base maintenance capital expenditures of $35-40 MM, including capital expenditures as a result of the IES and Washington Refinery Acquisitions	• Anticipated 2019 growth projects include: ○ Completion of Hawaii DHT project ○ Par East/West pipeline tie-in project ○ Washington renewable fuels project ○ Hawaii NHT-ISOM project engineering	• $5-8 MM turnaround of Par West refinery expected in Q3 2019 • $15 MM of turnaround outlay brought forward to 2019 from 2020



Par Pacific

Corporate Structure



Note: Chart omits certain intermediate subsidiaries between parent and operating subsidiaries for brevity, including a $1.5 million term loan by Mid Pac Petroleum, LLC.

1. *On March 29, 2019, Par Pacific Hawaii Property Company, LLC entered into a term loan agreement as borrower, with Bank of Hawaii as lender.*
2. *ABL Revolver co-borrowers are Par Petroleum, LLC, a Delaware limited liability company, Mid Pac Petroleum, LLC, a Delaware limited liability company, Hermes Consolidated, LLC (d/b/a Wyoming Refining Company), a Delaware limited liability company, HIE Retail, LLC, a Hawaii limited liability company, Par Hawaii, Inc., a Hawaii corporation, and Wyoming Pipeline Company LLC, a Wyoming limited liability company.*
3. *Term Loan B balance outstanding as of August 2, 2019.*
4. *Laramie Energy has a $400 mm reserve based revolving credit facility with a borrowing base currently set at $240 mm. Recourse limited to pledge of equity interest of Par Piceance Energy Equity, LLC.*

Laramie Energy Key Statistics

Capital Structure at 6/30/19 (in millions)	
Laramie Debt Balance (1)	$201.0
Laramie Preferred Stock (2)	$43.3
Par Pacific Holdings ownership (3)	46.0%
Par Pacific Holdings carrying value	$137.4
June Exit Production (MMcfe/d)	221.4
2019 Estimated Exit Production (MMcfe/d) (4)	200 - 220
Gas Production Volume (% of total)	81%
Liquids Production Volume (% of total)	19%
Approximate Net Lease and Mineral Acres	200,000+
Number of Undeveloped Mesa Verde Locations	7,500+
LTM Laramie Adjusted EBITDAX ($MM) (5)	$92.8

[1] Laramie Debt is non-recourse to Par Pacific and solely guaranteed by a Par Pacific subsidiary that owns Laramie Energy units.
[2] Preferred stock balance based on current Liquidation Preference amount.
[3] Laramie Energy redeemed a unitholder's approximate 15% ownership stake in October 2018 with available credit capacity, increasing Par Pacific's ownership from 39.1% to 46%.
[4] Adjusted for Q1 2019 asset sale of approximately 8 MMcfe/d and assumes drilling activity ceases in August 2019
[5] See Appendix for Non-GAAP reconciliation of Laramie Adjusted EBITDAX to the most directly comparable GAAP financial measure.

Laramie Energy Reserves

Year End 2018 Reserves and PV10 Summary – 100% of Laramie Energy

NSAI RESERVE REPORT

SEC Price Deck and Parameters						
	Gas (BCF)	Oil (MMBBL)	NGL (MMBBL)	Total (BCFE) [1]	PV10 [3] ($MM)	PV20 [3] ($MM)
PDP	557	3	19	692	$584	$419
PDNP	0	0	0	0	$0	$0
PUD [4]	177	1	8	230	$110	$48
Total Proved (1P)	**734**	**4**	**27**	**921**	**694**	**467**

NYMEX Price Deck and Parameters						
	Gas (BCF)	Oil (MMBBL)	NGL (MMBBL)	Total (BCFE) [1]	PV10 [2] ($MM)	PV20 [2] ($MM)
PDP	530	3	19	659	$380	$276
PDNP	0	0	0	0	$0	$0
PUD [4]	176	1	8	228	$46	$3
Total Proved (1P)	**706**	**4**	**27**	**887**	**$427**	**$279**
Probable [5]	3,042	16	144	4,001	551	24
Total Proved + Probable (2P)	**3,748**	**20**	**170**	**4,889**	**$978**	**$303**

Assumed Strip Pricing				
	Gas Price ($/MMBTU)		Condensate ($/BBL)	
Average Annual Price	YE18 SEC	YE18 NYMEX	YE18 SEC	YE18 NYMEX
2019	$2.47	$2.85	$65.56	$47.10
2020	$2.47	$2.67	$65.56	$49.14
2021	$2.47	$2.61	$65.56	$50.37
2022	$2.47	$2.65	$65.56	$51.36
Thereafter	$2.47	$2.71	$65.56	$52.25

Note: Par Pacific Holdings owns 46.0% of Laramie Energy, LLC as of 12/31/2018

Reserve information based on year end 2018 reserve report of Netherland, Sewell & Associates, Inc.

1 *NGLs and Oil converted to gas based on 6:1 ratio.*

2 *Based on NYMEX strip pricing as of December 31, 2018 held flat after five years and adjusted for location basis of ($0.601). See "Non-GAAP PV10 and PV20 Disclosure" for additional discussion.*

3 *Based on CIG SEC pricing as of December 31, 2018 adjusted for basis of $0.122. See "Non-GAAP PV10 and PV20 Disclosure" for additional discussion.*

4 *All PUD locations listed are based on SEC standards.*

5 *Laramie Energy, LLC internal reserves based on PV10 discounting.*

Laramie Energy Adjusted EBITDAX

Six and Twelve Months Laramie Energy Net Income (Loss) Reconciliation to Adjusted EBITDAX (1) ($ in thousands)

	Twelve Months Ended			Six Months Ended	
	December 31, 2016	December 31, 2017	December 31, 2018	June 30, 2018	June 30, 2019
Net income (loss)	(61,849)	30,837	6,347	(1,556)	(5,553)
Commodity derivative loss (gains)	27,728	(35,531)	13,571	467	959
Loss on settled derivative instruments	6,724	(10,710)	(9,509)	2,990	(12,024)
Interest expense	4,367	5,954	9,726	4,210	6,824
Non-cash preferred dividend	3,194	4,166	4,689	2,256	1,232
Depreciation, depletion, amortization, and accretion	43,737	52,091	68,961	33,090	43,650
Exploration and geological and geographical expense	104	421	351	230	228
Bonus accrual, net	1,982	105	554	(1,136)	(1,817)
Equity based compensation expense	6,551	6,195	3,248	3,107	141
Gain on disposal of assets	(657)	(50)	(809)	(8)	1,512
Pipeline deficiency accrual	3	(254)	(11)	(1,178)	(1,162)
Abandoned property and expired acreage	2,081	1,937	4,019	267	419
Total adjusted EBITDAX	**33,965**	**55,159**	**101,137**	**42,739**	**34,409**

(1) Laramie Adjusted EBITDAX is defined as net income (loss) excluding commodity derivative (gains)/losses, losses on settled derivative instruments, interest expense, non-cash preferred dividends, depreciation, depletion, amortization, and accretion, exploration and geological and geographical expense, bonus (payment) accrual, net, equity-based compensation expense, loss (gain) on disposal of assets, pipeline (payment) deficiency accrual, and expired acreage (non-cash). We believe Adjusted EBITDAX is a useful supplemental financial measure to evaluate the economic and operational performance of exploration and production companies such as Laramie Energy. Adjusted EBITDAX presented by other companies may not be comparable to our presentation as other companies may define these terms differently.

Non-GAAP PV10 and PV20 Disclosures

Non-GAAP PV10 and PV20 Disclosure

PV10 and PV20 are considered non-GAAP financial measures under SEC regulations because they do not include the effects of future income taxes, as is required in computing the standardized measure of discounted future net cash flows. However, our PV10/PV20 and our standardized measure of discounted future net cash flows are equivalent as we do not project to be taxable or pay cash income taxes based on our available tax assets and additional tax assets generated in the development of reserves because the tax basis of our oil and gas properties and NOL carryforwards exceeds the amount of discounted future net earnings. PV10/PV20 should not be considered a substitute for, or superior to, measures prepared in accordance with U.S. generally accepted accounting principles. We believe that PV10 and PV20 are important measures that can be used to evaluate the relative significance of our natural gas and oil properties to other companies and that PV10 and PV20 are widely used by securities analysts and investors when evaluating oil and gas companies. PV10 and PV20 are computed on the same basis as the standardized measure of discounted future net cash flows but without deducting income taxes.

Non-GAAP Financial Measures

Six Months Consolidated Adjusted EBITDA and Adjusted Net Income Reconciliation (1)

($ in thousands)

	YTD 2018	YTD 2019
Net income	$ 31,363	$ 89,261
Adjustments to Net Income:		
Inventory valuation adjustment	(23,978)	(21,171)
RINs loss (gain) in excess of net obligation	890	(1,799)
Unrealized loss (gain) on derivatives	1,991	20,677
Acquisition and integration costs	1,381	3,702
Release of tax valuation allowance	—	(67,669)
Debt extinguishment and commitment costs	—	9,186
Change in value of common stock warrants	(671)	2,239
Change in value of contingent consideration	10,500	—
Par's share of Laramie Energy's unrealized loss (gain) on derivatives	1,169	(5,090)
Adjusted Net Income (2)	**22,645**	**29,336**
Depreciation, depletion and amortization	25,812	42,876
Interest expense and financing costs, net	18,921	38,988
Equity losses (earnings) from Laramie Energy, LLC, excluding Par's share of unrealized loss (gain) on derivatives	(4,393)	4,298
Income tax expense (benefit)	526	1,095
Adjusted EBITDA	**$ 63,511**	**$ 116,593**

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(1) We believe Adjusted Net Income (Loss) and Adjusted EBITDA are useful supplemental financial measures that allow investors to assess: (1) The financial performance of our assets without regard to financing methods, capital structure or historical cost basis, (2) The ability of our assets to generate cash to pay interest on our indebtedness, and (3) Our operating performance and return on invested capital as compared to other companies without regard to financing methods and capital structure. Adjusted Net Income (Loss) and Adjusted EBITDA should not be considered in isolation or as a substitute for operating income (loss), net income (loss), cash flows provided by operating, investing and financing activities, or other income or cash flow statement data prepared in accordance with GAAP. Adjusted Net Income (Loss) and Adjusted EBITDA presented by other companies may not be comparable to our presentation as other companies may define these terms differently.

(2) For the periods presented herein, there was no impairment expense or (gain) loss on sale of assets.

Non-GAAP Financial Measures

For the twelve months ended December 31, 2017 and December 31,2018
Consolidated Adjusted EBITDA and Adjusted Net Income (Loss) Reconciliation (1)
($ in thousands)

	2017	2018
Net income	$ 72,621	$ 39,427
Adjustments to Net Income:		
Inventory valuation adjustment	(1,461)	(16,875)
RINs loss (gain) in excess of net obligation	—	4,544
Unrealized loss (gain) on derivatives	(623)	(1,497)
Acquisition and integration costs	395	10,319
Increase in (release of) tax valuation allowance	—	(660)
Debt extinguishment and commitment costs	8,633	4,224
Change in value of common stock warrants	1,674	(1,801)
Change in value of contingent consideration	—	10,500
Severance costs	1,595	—
Par's share of Laramie Energy's unrealized loss (gain) on derivatives	(19,568)	1,158
Adjusted Net Income (Loss) (2)	**63,266**	**49,339**
Depreciation, depletion and amortization	45,989	52,642
Interest expense and financing costs, net	31,632	39,768
Equity losses (earnings) from Laramie Energy, LLC, excluding Par's share of unrealized loss (gain) on derivatives	1,199	(10,622)
Income tax expense (benefit)	(1,319)	993
Adjusted EBITDA	**$ 140,767**	**$ 132,120**

(1) We believe Adjusted Net Income (Loss) and Adjusted EBITDA are useful supplemental financial measures that allow investors to assess: (1) The financial performance of our assets without regard to financing methods, capital structure or historical cost basis, (2) The ability of our assets to generate cash to pay interest on our indebtedness, and (3) Our operating performance and return on invested capital as compared to other companies without regard to financing methods and capital structure. Adjusted Net Income (Loss) and Adjusted EBITDA should not be considered in isolation or as a substitute for operating income (loss), net income (loss), cash flows provided by operating, investing and financing activities, or other income or cash flow statement data prepared in accordance with GAAP. Adjusted Net Income (Loss) and Adjusted EBITDA presented by other companies may not be comparable to our presentation as other companies may define these terms differently.

(2) For the periods presented herein, there was no impairment expense or (gain) loss on sale of assets.

Non-GAAP Financial Measures

Consolidated Adjusted EBITDA by Segment Reconciliation (1)
For the six months ended June 30, 2019
($ in thousands)

	Refining	Logistics	Retail	Corporate and Other
Operating income (loss)	$ 47,548	$ 28,790	$ 22,090	$ (28,384)
Adjustments to operating income (loss):				
Unrealized loss (gain) on derivatives	20,677	—	—	—
Acquisition and integration costs	—	—	—	3,702
Inventory valuation adjustment	(21,171)	—	—	—
RINs loss (gain) in excess of net obligation	(1,799)	—	—	—
Depreciation, depletion and amortization	28,491	7,885	4,906	1,594
Other income / expense	—	—	—	2,264
Adjusted EBITDA	**$ 73,746**	**$ 36,675**	**$ 26,996**	**$ (20,824)**

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(1) Adjusted EBITDA by segment is defined as operating income (loss) by segment excluding unrealized (gains) losses on derivatives, inventory valuation adjustment, acquisition and integration costs, severance costs, and depreciation, depletion and amortization expense. We believe Adjusted EBITDA by segment is a useful supplemental financial measure to evaluate the economic performance of our segments without regard to financing methods, capital structure or historical cost basis. Adjusted EBITDA by segment presented by other companies may not be comparable to our presentation as other companies may define these terms differently. Adjusted EBITDA for the Corporate and Other segment also includes Other income, net, which is presented below operating income (loss) on our consolidated statements of operations.

Non-GAAP Financial Measures

Consolidated Adjusted EBITDA by Segment Reconciliation (1)
For the six months ended June 30, 2018
($ in thousands)

	Refining	Logistics	Retail	Corporate & Other
Operating income (loss)	$ 53,155	$ 17,443	$ 13,595	$ (27,554)
Adjustments to operating income (loss):				
Unrealized loss (gain) on derivatives	1,991	—	—	—
Acquisition and integration costs	—	—	—	1,381
Inventory valuation adjustment	(23,978)	—	—	—
RINs loss (gain) in excess of net obligation	890	—	—	—
Depreciation, depletion and amortization	15,837	3,315	4,565	2,095
Other income / expense	—	—	—	776
Adjusted EBITDA	**$ 47,895**	**$ 20,758**	**$ 18,160**	**$ (23,302)**

(1) Please read slide 28 for the definition of Adjusted EBITDA used herein.

Non-GAAP Financial Measures

Consolidated Adjusted EBITDA by Segment Reconciliation (1)
For the year ended December 31, 2018
($ in thousands)

	Refining	Logistics	Retail	Corporate and Other
Operating income (loss)	$ 73,269	$ 33,389	$ 37,232	$ (61,949)
Adjustments to operating income (loss):				
Unrealized loss (gain) on derivatives	(1,497)	—	—	—
Acquisition and integration costs	—	—	—	10,319
Inventory valuation adjustment	(16,875)	—	—	—
RINs loss in excess of net obligation	4,544	—	—	—
Depreciation, depletion and amortization	32,483	6,860	8,962	4,337
Other income/expense	—	—	—	1,046
Adjusted EBITDA	**$ 91,924**	**$ 40,249**	**$ 46,194**	**$ (46,247)**

(1) Please read slide 28 for the definition of Adjusted EBITDA used herein.

Non-GAAP Financial Measures

Consolidated Adjusted EBITDA by Segment Reconciliation (1)
For the year ended December 31, 2017
($ in thousands)

	Refining	Logistics	Retail	Corporate and Other
Operating income (loss)	$ 86,016	$ 33,993	$ 24,700	$ (50,748)
Adjustments to operating income (loss):				
Unrealized loss (gain) on derivatives	(623)	—	—	—
Acquisition and integration costs	—	—	—	395
Inventory valuation adjustment	(1,461)	—	—	—
Depreciation, depletion and amortization	29,753	6,166	6,338	3,732
Severance costs	395	—	—	1,200
Other income/expense	—	—	—	911
Adjusted EBITDA	**$ 114,080**	**$ 40,159**	**$ 31,038**	**$ (44,510)**

(1) Please read slide 28 for the definition of Adjusted EBITDA used herein.

Non-GAAP Financial Measures

Consolidated Free Cash Flow (1)
($ in thousands)

	Six Months Ended June 30,		Three Months Ended June 30,	
	2018	2019	2018	2019
Cash provided by (used in) operations	$ 31,327	$ 24,237	$ 18,686	$ 80,995
Less: Capital Expenditures	17,657	41,404	8,045	23,540
Free Cash Flow	**$ 13,670**	**$ (17,167)**	**$ 10,641**	**$ 57,455**

(1) Free Cash Flow is defined as cash provided by (used in) operations less capital expenditures. We believe Free Cash Flow is a useful supplemental financial measure to evaluate our ability to generate cash to repay our indebtedness or make discretionary investments. Free Cash Flow should be considered in addition to, rather than as a substitute for, net income as a measure of our financial performance and net cash provided by (used in) operations as a measure of our liquidity. Free Cash Flow presented by other companies may not be comparable to our presentation as other companies may define these terms differently.

Non-GAAP Financial Measures

Diluted Adjusted Net Income per Share
(in thousands, except per share amounts)

	Year Ended December 31,		Six Months Ended June 30,	
	2017	**2018**	**2018**	**2019**
Adjusted Net Income (loss)	$ 63,266	$ 49,339	$ 22,645	$ 29,336
Undistributed Adjusted Net Income allocated to participating securities (1)	765	695	313	336
Adjusted Net Income attributable to common stockholders	62,501	48,644	22,332	29,000
Plus: effect of convertible securities	—	—	—	—
Numerator for diluted income per common share	$ 62,501	$ 48,644	$ 22,332	$ 29,000
Basic weighted-average common stock shares outstanding	45,543	45,726	45,659	49,529
Add dilutive effects of common stock equivalents	40	29	41	69
Diluted weighted-average common stock shares outstanding	45,583	45,755	45,700	49,598
Basic Adjusted Net Income (loss) per common share	$ 1.37	$ 1.06	$ 0.49	$ 0.59
Diluted Adjusted Net Income (loss) per common share	$ 1.37	$ 1.06	$ 0.49	$ 0.58

(1) Participating securities include restricted stock that has been issued but has not yet vested.