

# Western Gas Partners Announces Public Offering of 7,500,000 Common Units

HOUSTON, TX -- (Marketwired) -- 10/29/14 -- Western Gas Partners, LP (NYSE: WES) today announced a registered underwritten public offering of 7,500,000 common units representing limited partner interests. Western Gas Partners (the "Partnership") will grant the underwriters a 30-day option to purchase up to 1,125,000 additional common units. The Partnership expects to use the net proceeds from the offering, including any net proceeds received from an exercise of the underwriters' option to purchase additional common units, to fund a portion of the cash purchase price of its pending Nuevo Midstream, LLC acquisition.

The closing of the Nuevo acquisition is not conditioned on the closing of the common units offering, and the common units offering is not conditioned on the Nuevo acquisition closing. If the Nuevo acquisition is not consummated for any reason, the Partnership intends to use the net proceeds from the offering for general partnership purposes, including the repayment of borrowings under its revolving credit facility.

UBS Investment Bank, Morgan Stanley, Wells Fargo Securities, Barclays, BofA Merrill Lynch, Citigroup, Deutsche Bank Securities, RBC Capital Markets, Credit Suisse and Goldman, Sachs & Co. are acting as joint book-running managers for the offering. The offering will be made only by means of a prospectus and related prospectus supplement, copies of which may be obtained from UBS Investment Bank, 299 Park Avenue, New York, New York 10171, Attn: Prospectus Department or by calling (888) 827-7275; Morgan Stanley, 180 Varick Street, 2nd Floor, New York, New York 10014, Attention: Prospectus Department; Wells Fargo Securities, 375 Park Avenue, New York, New York 10152, Attention: Equity Syndicate Department, or by calling (800) 326-5897, or by emailing [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com); Barclays, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, or by calling (888) 603-5847, or by emailing [Barclaysprospectus@broadridge.com](mailto:Barclaysprospectus@broadridge.com); BofA Merrill Lynch, 222 Broadway, New York, New York 10038, Attn: Prospectus Department, or by emailing [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com); Citigroup, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by calling (800) 831-9146, or by emailing at [prospectus@citi.com](mailto:prospectus@citi.com); Deutsche Bank Securities, Attn: Prospectus Group, 60 Wall Street, New York, NY 10005-2836, or by calling (800) 503-4611, or by emailing [prospectus.CPDG@db.com](mailto:prospectus.CPDG@db.com); RBC Capital Markets, 3 World Financial Center, 200 Vesey Street, 8th Floor, New York, New York 10281, Attention: Equity Syndicate, or by calling (877) 822-4089; Credit Suisse, One Madison Avenue, New York, NY 10010, Attention: Prospectus Department, or by calling (800) 221-1037, or by emailing [newyork.prospectus@credit-suisse.com](mailto:newyork.prospectus@credit-suisse.com); or Goldman, Sachs & Co., 200 West Street, New York, New York 10282, Attention: Prospectus Department, or by calling (212) 793-5170 or by emailing [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com). An electronic copy of the prospectus and prospectus supplement is available from the U.S. Securities and Exchange Commission's website at <http://www.sec.gov>.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. The offer is being made only through the prospectus as supplemented, which is part of a shelf registration statement that became effective on February 7, 2014.

*This news release contains forward-looking statements. Western Gas Partners and its general partner believe that their expectations are based on reasonable assumptions. No assurance, however, can be given that such expectations will prove to have been correct. A number of factors could cause actual results to differ materially from the projections, anticipated results or other expectations expressed in this news release, including Western Gas Partners' ability to close successfully on the common units offering and to use the net proceeds as indicated in this news release. See "Risk Factors" in Western Gas Partners' Annual Report on Form 10-K for the year ended December 31, 2013, as updated by our Form 8-K filed on August 27, 2014, Quarterly Report on Form 10-Q for the quarter ended September 30, 2014 and other public filings and press releases. Except as required by law, Western Gas Partners undertakes no obligation to publicly update or revise any forward-looking statements.*

Western Gas Partners, LP  
Benjamin Fink, CFA  
SVP, Chief Financial Officer and Treasurer  
832.636.6010  
[Email Contact](#)

