UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-Q

(Mark One)

☒ **Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**
For the quarterly period ended March 31, 2022
OR
☐ **Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Commission File Number: 001-32505

TRANSMONTAIGNE PARTNERS LLC

(Exact name of registrant as specified in its charter)

Delaware	**34-2037221**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1670 Broadway
Suite 3100
Denver, Colorado 80202
(Address, including zip code, of principal executive offices)
(303) 626-8200
(Telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☐ No ☒

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐	Accelerated filer ☐	Smaller reporting company ☐
Non-accelerated filer ☒		Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) Yes ☐ No ☒

Securities registered pursuant to Section 12(b) of the Act: **None**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered

As of March 31, 2022, the registrant has no common units outstanding.

* The registrant is a voluntary filer of reports required to be filed by certain companies under Section 13 or 15(d) of the Securities Exchange Act of 1934 and has filed all reports that would have been required to have been filed by the registrant during the preceding 12 months had it been subject to such filing requirements during the entirety of such period.

DOCUMENTS INCORPORATED BY REFERENCE

None.

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q contains “forward-looking statements” within the meaning of federal securities laws. Forward-looking statements give our current expectations, contain projections of results of operations or of financial condition, or forecasts of future events. When used in this Quarterly Report, the words “could,” “may,” “should,” “will,” “seek,” “believe,” “expect,” “anticipate,” “intend,” “continue,” “estimate,” “plan,” “target,” “predict,” “project,” “attempt,” “is scheduled,” “likely,” “forecast,” the negatives thereof and other similar expressions are used to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These forward-looking statements are based on our current expectations and assumptions about future events and are based on currently available information as to the outcome and timing of future events. You are cautioned not to place undue reliance on any forward-looking statements.

When considering forward-looking statements, you should keep in mind the risk factors and other cautionary statements described in this Quarterly Report under the heading “Item 1A. Risk Factors”, and under the heading “Item 1A. Risk Factors” included in our Annual Report on Form 10-K for the year ended December 31, 2021 and the risk factors and other cautionary statements contained in our other filings with the United States Securities and Exchange Commission.

You should also understand that it is not possible to predict or identify all such factors and should not consider the following list to be a complete statement of all potential risks and uncertainties. Factors that could cause our actual results to differ materially from the results contemplated by such forward-looking statements include:

- our ability to successfully implement our business strategy;
- competitive conditions in our industry;
- actions taken by third-party customers, producers, operators, processors and transporters;
- pending legal or environmental matters;
- costs of conducting our operations;
- our ability to complete internal growth projects on time and on budget;
- general economic conditions, including inflation;
- the price of oil, natural gas, natural gas liquids and other commodities in the energy industry;
- large customer defaults;
- rising interest rates;
- operating hazards, global health epidemics, natural disasters, weather-related delays, cyber-security breaches, global or regional conflicts, casualty losses and other matters beyond our control;
- uncertainty regarding our future operating results;
- effects of existing and future laws and governmental regulations;
- the effects of future litigation;
- plans, objectives, expectations and intentions contained in this Quarterly Report that are not historical; and
- the ongoing pandemic involving COVID-19.

All forward-looking statements, expressed or implied, included in this Quarterly Report are expressly qualified in their entirety by this cautionary statement. This cautionary statement should also be considered in connection with any subsequent written or oral forward-looking statements that we or persons acting on our behalf may issue.

Except as otherwise required by applicable law, we disclaim any duty to update any forward-looking statements, all of which are expressly qualified by the statements in this section, to reflect events or circumstances after the date of this Quarterly Report.

Part I. Financial Information

ITEM 1. UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

The interim unaudited consolidated financial statements of TransMontaigne Partners LLC as of and for the three months ended March 31, 2022 are included herein beginning on the following page. The accompanying unaudited interim consolidated financial statements should be read in conjunction with our consolidated financial statements and related notes for the year ended December 31, 2021, together with our discussion and analysis of financial condition and results of operations, included in our Annual Report on Form 10-K, filed on March 31, 2022 with the Securities and Exchange Commission (File No. 001-32505).

TransMontaigne Partners LLC is a holding company with the following 100% owned operating subsidiaries during the three months ended March 31, 2022:

- TransMontaigne Operating GP L.L.C.
- TransMontaigne Operating Company L.P.
- TransMontaigne Terminals L.L.C.
- Razorback L.L.C. (d/b/a Diamondback Pipeline L.L.C.)
- TPSI Terminals L.L.C.
- TLP Finance Corp.
- TLP Operating Finance Corp.
- TPME L.L.C.
- TransMontaigne Management Services L.L.C.
- TransMontaigne Products Company L.L.C.

We do not have off-balance-sheet arrangements or special-purpose entities.

TransMontaigne Partners LLC and subsidiaries

Consolidated balance sheets (unaudited)

(In thousands)

	March 31, 2022	December 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	$ 4,198	$ 18,273
Trade accounts receivable	32,810	20,028
Due from affiliates	2,616	2,397
Inventory	13,585	5,333
Other current assets	6,393	6,492
Total current assets	59,602	52,523
Property, plant and equipment, net	847,934	851,483
Goodwill	18,586	18,586
Investments in unconsolidated affiliates	331,404	332,692
Right-of-use assets, operating leases	49,708	48,522
Other assets, net	76,984	53,146
	$ 1,384,218	$ 1,356,952
LIABILITIES AND EQUITY		
Current liabilities:		
Trade accounts payable	$ 14,453	$ 14,568
Operating lease liabilities	3,769	3,665
Accrued liabilities	36,321	37,751
Current debt	10,000	10,000
Total current liabilities	64,543	65,984
Deferred revenue	2,464	3,334
Long-term operating lease liabilities	47,690	46,643
Long-term debt	1,293,906	1,263,940
Total liabilities	1,408,603	1,379,901
Commitments and contingencies (Note 13)		
Equity:		
Member interest	(24,385)	(22,949)
Total equity	(24,385)	(22,949)
	$ 1,384,218	$ 1,356,952

See accompanying notes to consolidated financial statements (unaudited).

TransMontaigne Partners LLC and subsidiaries

Consolidated statements of operations (unaudited)

(In thousands)

	Three months ended March 31, 2022	Three months ended March 31, 2021
Revenue:		
Terminal revenue	$ 75,051	$ 73,108
Product sales	71,679	29,438
Total revenue	146,730	102,546
Costs and expenses:		
Cost of product sales	(69,453)	(26,616)
Operating	(30,802)	(29,035)
General and administrative	(7,755)	(5,541)
Insurance	(1,552)	(1,519)
Deferred compensation	(1,444)	(861)
Depreciation and amortization	(17,500)	(16,945)
Total costs and expenses	(128,506)	(80,517)
Earnings from unconsolidated affiliates	3,228	3,617
Operating income	21,452	25,646
Other expenses:		
Interest expense	(14,573)	(10,087)
Amortization of deferred debt issuance costs	(1,008)	(963)
Total other expenses	(15,581)	(11,050)
Net earnings	$ 5,871	$ 14,596

See accompanying notes to consolidated financial statements (unaudited). Prior periods have been recast as a result of the Pacific Northwest Contribution (see Note 3 of Notes to consolidated financial statements).

TransMontaigne Partners LLC and subsidiaries

Consolidated statements of equity (unaudited)

(In thousands)

	Predecessor	Member interest	Total
Balance December 31, 2020	**$ 73,264**	**$ 335,293**	**$ 408,557**
Distributions to TLP Finance Holdings, LLC for debt service	—	(12,079)	(12,079)
Net earnings for the three months ended March 31, 2021	1,524	13,072	14,596
Balance March 31, 2021	**$ 74,788**	**$ 336,286**	**$ 411,074**
Balance December 31, 2021	**$ —**	**$ (22,949)**	**$ (22,949)**
Contributions from parent entities	—	525	525
Distributions to TLP Finance Holdings, LLC for debt service	—	(7,832)	(7,832)
Net earnings for the three months ended March 31, 2022	—	5,871	5,871
Balance March 31, 2022	**$ —**	**$ (24,385)**	**$ (24,385)**

See accompanying notes to consolidated financial statements (unaudited). Prior periods have been recast as a result of the Pacific Northwest Contribution (see Note 3 of Notes to consolidated financial statements).

TransMontaigne Partners LLC and subsidiaries

Consolidated statements of cash flows (unaudited)

(In thousands)

	Three months ended March 31, 2022	Three months ended March 31, 2021
Cash flows from operating activities:		
Net earnings	$ 5,871	$ 14,596
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	17,500	16,945
Earnings from unconsolidated affiliates	(3,228)	(3,617)
Distributions from unconsolidated affiliates	4,516	4,148
Equity-based compensation	419	—
Amortization of deferred debt issuance costs	1,008	963
Amortization of deferred revenue	(870)	(465)
Unrealized gain on derivative instruments	—	(602)
Changes in operating assets and liabilities:		
Trade accounts receivable	(12,782)	(3,906)
Due from affiliates	(219)	(145)
Inventory	(8,252)	309
Other current assets	99	(4,688)
Long-term customer receivables	397	(434)
Right-of-use assets, operating leases	821	732
Other assets, net	(34)	(31)
Trade accounts payable	530	2,030
Accrued liabilities	(1,430)	(3,734)
Operating lease liabilities	(856)	(780)
Net cash provided by operating activities	3,490	21,321
Cash flows from investing activities:		
Investments in unconsolidated affiliates	—	(2,380)
Affiliate loan	(25,000)	—
Capital expenditures	(13,797)	(14,621)
Net cash used in investing activities	(38,797)	(17,001)
Cash flows from financing activities:		
Repayments of senior secured term loan	(2,500)	—
Repayments of SeaPort Financing term loan	—	(524)
Borrowings under revolving credit facility	38,000	51,300
Repayments under revolving credit facility	(6,000)	(40,300)
Debt issuance costs	(542)	—
Contributions from parent entities	106	—
Distributions to TLP Finance Holdings, LLC for debt service	(7,832)	(12,079)
Net cash provided by (used in) financing activities	21,232	(1,603)
Increase (decrease) in cash and cash equivalents	(14,075)	2,717
Cash and cash equivalents at beginning of period	18,273	15,479
Cash and cash equivalents at end of period	$ 4,198	$ 18,196
Supplemental disclosures of cash flow information:		
Cash paid for interest	$ 16,118	$ 15,478
Property, plant and equipment acquired with accounts payable	$ 6,321	$ 3,747
Additions to right-of-use assets obtained from new operating lease liabilities	$ 2,007	$ 55
Non-cash contributions from parent entities	$ 525	$ —

See accompanying notes to consolidated financial statements (unaudited). Prior periods have been recast as a result of the Pacific Northwest Contribution (see Note 3 of Notes to consolidated financial statements).

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited)

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Nature of business

TransMontaigne Partners LLC ("we," "us," "our," "the Company") provides integrated terminaling, storage, transportation and related services for companies engaged in the trading, distribution and marketing of light refined petroleum products, heavy refined petroleum products, renewable products, crude oil, chemicals, fertilizers and other liquid products. We conduct our operations in the United States along the Gulf Coast, in the Midwest, in Houston and Brownsville, Texas, along the Mississippi and Ohio rivers, in the Southeast and along the West Coast. In addition, we sell refined and renewable products to major fuel producers and marketers in the Pacific Northwest at our terminal operations in Tacoma and Seattle, Washington.

On November 17, 2021, Arclight contributed Pike West Coast Holdings, LLC ("Pike West Coast") a portfolio company of ArcLight Energy Partners Fund VI, L.P. to the Company. Pike West Coast is an infrastructure company with significant operations across the renewable fuels supply chain in the U.S. Pacific Northwest (the "Pacific Northwest Contribution").

Pike West Coast owns a 100% ownership interest in SeaPort Financing, LLC. SeaPort Financing, LLC owns a 100% ownership interest in SeaPort Sound Terminal, LLC, which owns a refined and renewable products terminal in Tacoma, Washington; a 51% ownership interest in SeaPort Midstream Partners, LLC ("Seaport Midstream"), which owns refined and renewable products terminals in both Seattle, Washington and Portland, Oregon; and a 30% ownership interest in Olympic Pipeline Company, LLC ("Olympic Pipeline Company"), which owns the Olympic Pipeline between Blaine, Washington and Portland, Oregon, and a refined and renewable products terminal in Bayview, Washington.

The Pacific Northwest Contribution has been recorded at carryover basis as a reorganization of entities under common control. As such, prior periods include the assets, liabilities, and results of operations of the Pacific Northwest Contribution for all periods presented (see Note 3 of Notes to consolidated financial statements).

(b) Basis of presentation and use of estimates

Our accounting and financial reporting policies conform to accounting principles generally accepted in the United States of America ("GAAP"). The accompanying consolidated financial statements include the accounts of TransMontaigne Partners LLC and its controlled subsidiaries. Investments where we do not have the ability to exercise control, but do have the ability to exercise significant influence, are accounted for using the equity method of accounting. All intercompany accounts and transactions have been eliminated in the preparation of the accompanying consolidated financial statements. The accompanying consolidated financial statements include all adjustments (consisting of normal and recurring accruals) considered necessary to present fairly our financial position as of March 31, 2022 and December 31, 2021 and our results of operations for the three months ended March 31, 2022 and 2021.

The preparation of financial statements in conformity with GAAP requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting periods. In management's opinion, the estimate of useful lives of our plant and equipment are subjective in nature, require the exercise of judgment and involve complex analyses. Changes in these estimates and assumptions will occur as a result of the passage of time and the occurrence of future events. Actual results could differ from these estimates.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(c) Accounting for terminal and pipeline operations

We generate revenue from terminaling services fees, pipeline transportation fees, management fees and product sales. Under Topic 606, *Revenue from Contracts with Customers* (“ASC 606”) and Topic 842, *Leases* and the series of related Accounting Standards Updates that followed (collectively referred to as “ASC 842”), we recognize revenue over time or at a point in time, depending on the nature of the performance obligations contained in the respective contract with our customer. The contract transaction price is allocated to each performance obligation and recognized as revenue when, or as, the performance obligation is satisfied. The following is an overview of our significant revenue streams, including a description of the respective performance obligations and related method of revenue recognition.

Terminaling services fees. Our terminaling services agreements are structured as either throughput agreements or storage agreements. Our throughput agreements contain provisions that require our customers to make minimum payments, which are based on contractually established minimum volumes of throughput of the customer’s product at our facilities, over a stipulated period of time. Due to this minimum payment arrangement, we recognize a fixed amount of revenue from the customer over a certain period of time, even if the customer throughputs less than the minimum volume of product during that period. In addition, if a customer throughputs a volume of product exceeding the minimum volume, we would recognize additional revenue on this incremental volume. Our storage agreements require our customers to make minimum payments based on the volume of storage capacity available to the customer under the agreement, which results in a fixed amount of recognized revenue. We refer to the fixed amount of revenue recognized pursuant to our terminaling services agreements as being “firm commitments.”

Our terminaling services agreements include revenue recognized in accordance with ASC 606 and ASC 842. At the time of contract inception, we evaluate each contract to determine whether the contract contains a lease. Significant assumptions used in this process include the determination of whether substantive substitution rights exist based on the terms of the contract and available capacity at the terminal at the time of contract inception. Our terminaling services agreements do not allow our customers to purchase the underlying asset and vary in terms and conditions with respect to extension or termination options. If a contract is accounted for as a lease under ASC 842, we recognize the minimum payments as lease revenue and revenue recognized in excess of firm commitments as a variable payment of the lease. All other components of the contracts accounted for as a lease are treated as non-lease components (ancillary revenue) and are accounted for in accordance with ASC 606. The majority of our firm commitments under our terminaling services agreements are accounted for as lease revenue in accordance with ASC 842. The remaining firm commitments under our terminaling services agreements not accounted for as lease revenue are accounted for in accordance with ASC 606, where the minimum payment arrangement in each contract is considered a single performance obligation that is primarily satisfied over time through the contract term.

Revenue recognized in excess of firm commitments and revenue recognized based solely on the volume of product distributed or injected are referred to as ancillary. The ancillary revenue associated with terminaling services include volumes of product throughput that exceed the contractually established minimum volumes, injection fees based on the volume of product injected with additive compounds, heating and mixing of stored products, product transfer, railcar handling, butane blending, proceeds from the sale of product gains, wharfage and vapor recovery. The revenue generated by these services is required to be estimated under ASC 606 for any uncertainty that is not resolved in the period of the service. We account for the majority of ancillary revenue at individual points in time when the services are delivered to the customer. The majority of our ancillary revenue is recognized in accordance with ASC 606 (See Note 15 of Notes to consolidated financial statements).

Management fees. We manage and operate certain tank capacity at our Port Everglades South terminal for a major oil company and receive a reimbursement of its proportionate share of operating and maintenance costs. We manage and operate the Frontera joint venture and receive a management fee based on our costs incurred. We lease land under operating leases as the lessor or sublessor with third parties and affiliates. We manage and operate rail sites at certain Southeast terminals on behalf of a major oil company and receive reimbursement for operating and maintenance costs. We manage and operate SeaPort Midstream and receive a management fee based on our costs incurred. We also manage additional terminal facilities that are owned by affiliates of ArcLight, including Lucknow-Highspire Terminals, LLC, which operates terminals throughout Pennsylvania encompassing approximately 9.9 million barrels of storage capacity and we receive a management fee based on our costs incurred.

Management fee revenue is recognized at individual points in time as the services are performed or as the costs are incurred and is primarily accounted for in accordance with ASC 606. Management fees related to lease revenue are accounted for in accordance with ASC 842.

Pipeline transportation fees. We earned pipeline transportation fees at our Diamondback pipeline under a capacity reservation agreement that ended on May 26, 2021. Revenue associated with the capacity reservation agreement was recognized ratably over the respective term, regardless of whether the capacity was utilized.

Product sales. Our product sales revenue refers to the sale of refined and renewable products at our terminal operations in Tacoma and Seattle, Washington. Product sales revenue pricing is contractually specified, and we have determined that each transaction represents a separate performance obligation. Product sales revenue is recognized at a point in time when our customers take control and legal title of the commodities purchased. Product sales revenue is recorded gross of cost of product sales, which includes product supply and transportation costs, as we are responsible for fulfilling the promise in the sales contract and maintain inventory risk. Product sales revenue is accounted for in accordance with ASC 606.

(d) Cash and cash equivalents

We consider all short-term investments with a remaining maturity of three months or less at the date of purchase to be cash equivalents.

(e) Inventory

Inventory represents refined and renewable products held for resale and are recorded at the lower of cost or net realizable value. Cost is determined by using the average cost method. At March 31, 2022 and December 31, 2021, our refined products inventory was approximately $7.9 million and $2.8 million, respectively. At March 31, 2022 and December 31, 2021, our renewable products inventory was approximately $5.7 million and $2.5 million, respectively. We did not recognize any adjustments to the lower of cost or net realizable value during the three months ended March 31, 2022 and 2021.

(f) Property, plant and equipment

Depreciation is computed using the straight-line method. Estimated useful lives are 15 to 25 years for terminals and pipelines and 3 to 25 years for furniture, fixtures and equipment. All items of property, plant and equipment are carried at cost. Expenditures that increase capacity or extend useful lives are capitalized. Repairs and maintenance are expensed as incurred.

We evaluate long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying value of an asset group may not be recoverable based on expected undiscounted future cash flows attributable to that asset group. If an asset group is impaired, the impairment loss to be recognized is the excess of the carrying amount of the asset group over its estimated fair value. We did not recognize any impairment charges during the three months ended March 31, 2022 and 2021.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(g) Investments in unconsolidated affiliates

We account for our investments in unconsolidated affiliates, which we do not control but do have the ability to exercise significant influence over, using the equity method of accounting. Under this method, the investment is recorded at acquisition cost, increased by our proportionate share of any earnings and additional capital contributions and decreased by our proportionate share of any losses, distributions received and amortization of any excess investment. Excess investment is the amount by which our total investment exceeds our proportionate share of the book value of the net assets of the investment entity. We evaluate our investments in unconsolidated affiliates for impairment whenever events or circumstances indicate there is a loss in value of the investment that is other than temporary. In the event of impairment, we would record a charge to earnings to adjust the carrying amount to estimated fair value. We did not recognize any impairment charges during the three months ended March 31, 2022 and 2021.

(h) Environmental obligations

We accrue for environmental costs that relate to existing conditions caused by past operations when probable and reasonably estimable (See Note 10 of Notes to consolidated financial statements). Environmental costs include initial site surveys and environmental studies of potentially contaminated sites, costs for remediation and restoration of sites determined to be contaminated and ongoing monitoring costs, as well as fines, damages and other costs, including direct legal costs. Liabilities for environmental costs at a specific site are initially recorded, on an undiscounted basis, when it is probable that we will be liable for such costs, and a reasonable estimate of the associated costs can be made based on available information. Such an estimate includes our share of the liability for each specific site and the sharing of the amounts related to each site that will not be paid by other potentially responsible parties, based on enacted laws and adopted regulations and policies. Adjustments to initial estimates are recorded, from time to time, to reflect changing circumstances and estimates based upon additional information developed in subsequent periods. Estimates of our ultimate liabilities associated with environmental costs are difficult to make with certainty due to the number of variables involved, including the early stage of investigation at certain sites, the lengthy time frames required to complete remediation, technology changes, alternatives available and the evolving nature of environmental laws and regulations. We periodically file claims for insurance recoveries of certain environmental remediation costs with our insurance carriers under our comprehensive liability policies (See Note 5 of Notes to consolidated financial statements).

In connection with our acquisition of the Florida (other than Pensacola), Midwest, Brownsville, Texas, River, Southeast, and Pensacola, Florida terminal and facilities, a third party agreed to indemnify us against certain potential environmental claims, losses and expenses. Based on our current knowledge, we expect that the active remediation projects subject to the benefit of this indemnification obligation are winding down and will not involve material additional claims, losses, and expenses.

(i) Asset retirement obligations

Asset retirement obligations are legal obligations associated with the retirement of long-lived assets that result from the acquisition, construction, development or normal use of the asset. GAAP requires that the fair value of a liability related to the retirement of long-lived assets be recorded at the time a legal obligation is incurred. Once an asset retirement obligation is identified and a liability is recorded, a corresponding asset is recorded, which is depreciated over the remaining useful life of the asset. After the initial measurement, the liability is adjusted to reflect changes in the asset retirement obligation. If and when it is determined that a legal obligation has been incurred, the fair value of any liability is determined based on estimates and assumptions related to retirement costs, future inflation rates and interest rates. Our long-lived assets consist of above-ground storage facilities and underground pipelines. We are unable to predict if and when these long-lived assets will become completely obsolete and require dismantlement. We have not recorded an asset retirement obligation, or corresponding asset, because the future dismantlement and removal dates of our long-lived assets is indeterminable and the amount of any associated costs are believed to be insignificant. Changes in our assumptions and estimates may occur as a result of the passage of time and the occurrence of future events.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(j) Accounting for derivative instruments

Generally accepted accounting principles require us to recognize all derivative instruments at fair value in the consolidated balance sheets as assets or liabilities. Changes in the fair value of our derivative instruments are recognized in the consolidated statements of operations.

At March 31, 2022 and 2021, our derivative instruments were limited to interest rate swap agreements with an aggregate notional amount of $nil and $50 million, respectively. The interest rate swap agreements ended in November 2021. Pursuant to the terms of the interest rate swap agreements, we paid a blended fixed rate and received interest payments based on the one-month LIBOR. The net difference to be paid or received under the interest rate swap agreements was settled monthly and was recognized as an adjustment to interest expense. The fair value of our interest rate swap agreements was determined using a pricing model based on the LIBOR swap rate and other observable market data.

(k) Income taxes

No provision for U.S. federal income taxes has been reflected in the accompanying consolidated financial statements because we are treated as a partnership for federal income tax purposes. As a partnership, all income, gains, losses, expenses, deductions and tax credits generated by us flow up to our owners.

(l) Comprehensive income

Entities that report items of other comprehensive income have the option to present the components of net earnings and comprehensive income in either one continuous financial statement, or two consecutive financial statements. As we have no components of comprehensive income other than net earnings, no statement of comprehensive income has been presented.

(m) Recent accounting pronouncements

In March 2020, the FASB issued ASU No. 2020-04, *Reference Rate Reform—Facilitation of the Effects of Reference Rate Reform on Financial Reporting*. Further, in January 2021, the FASB issued *Update No. 2021-01, Reference Rate Reform (Topic 848),* which clarifies the scope of Topic 848 so that derivatives affected by the discounting transition are explicitly eligible for certain optional expedients and exceptions in Topic 848. This ASU provides temporary optional expedients and exceptions to GAAP guidance on contract modifications and hedge accounting to ease the financial reporting burdens of the expected market transition from LIBOR and other interbank offered rates to alternative reference rates, such as the Secured Overnight Financing Rate. Entities can elect not to apply certain modification accounting requirements to contracts affected by this reference rate reform, if certain criteria are met. An entity that makes this election would not have to re-measure the contracts at the modification date or reassess a previous accounting determination. Entities can also elect various optional expedients that would allow them to continue applying hedge accounting for hedging relationships affected by reference rate reform, if certain criteria are met. The guidance is effective upon issuance and generally can be applied through December 31, 2022. We are currently reviewing the effect of this ASU on our financial statements.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(2) TRANSACTIONS WITH AFFILIATES

Operations and reimbursement agreement—Frontera. We have a 50% ownership interest in the Frontera Brownsville LLC joint venture ("Frontera"). We operate Frontera, in accordance with an operations and reimbursement agreement executed between us and Frontera, for a management fee that is based on our costs incurred. Our agreement with Frontera stipulates that we may resign as the operator at any time with the prior written consent of Frontera, or that we may be removed as the operator for good cause, which includes material noncompliance with laws and material failure to adhere to good industry practice regarding health, safety or environmental matters. We recognized revenue related to this operations and reimbursement agreement of approximately $1.5 million and $1.3 million for the three months ended March 31, 2022 and 2021, respectively.

Terminaling services agreements—Brownsville terminals. We have two terminaling services agreements with Frontera relating to our Brownsville, Texas facility that will expire in June 2022 and 2023, subject to automatic renewals unless terminated by either party upon 90 days' to 180 days' prior notice. In exchange for its minimum throughput commitments, we have agreed to provide Frontera with approximately 301,000 barrels of storage capacity. We recognized revenue related to these agreements of $0.6 million for both of the three months ended March 31, 2022 and 2021.

Terminaling services agreement—Gulf Coast terminals. We have a terminaling services agreement with Associated Asphalt Marketing, LLC, a wholly owned indirect subsidiary of ArcLight relating to our Gulf Coast terminals. The agreement will expire in April 2026, subject to a five-year automatic renewal unless terminated by either party upon 180 days' prior notice, after which the agreement is subject to two-year automatic renewals unless terminated by either party upon 180 days' prior notice. In exchange for its minimum throughput commitment, we have agreed to provide Associated Asphalt Marketing, LLC with approximately 750,000 barrels of storage capacity. We recognized revenue related to this agreement of approximately $2.5 million and $2.2 million for the three months ended March 31, 2022 and 2021, respectively.

Operating and administrative agreement—SeaPort Midstream Partners, LLC —Central services. We have a 51% ownership interest in SeaPort Midstream. We operate SeaPort Midstream in accordance with an operating and administrative agreement executed between us and SeaPort Midstream, for a management fee that is based on our costs incurred. The operating and administrative agreement will expire in November 2023, subject to two-year automatic renewals unless terminated by either party upon no less than twelve months' notice prior to the end of the initial term or any successive term. Our agreement with SeaPort Midstream stipulates that we may resign as the operator at any time with the prior written consent of SeaPort Midstream, or that we may be removed as the operator for good cause, which includes material noncompliance with laws and material failure to adhere to good industry practice regarding health, safety or environmental matters. We recognized revenue related to this operating and administrative agreement of approximately $0.9 million and $1.0 million for the three months ended March 31, 2022 and 2021, respectively.

Terminaling services agreement— SeaPort Midstream Partners, LLC. We have a terminaling services agreement with SeaPort Midstream relating to our West Coast terminals. The agreement will expire in June 2022 and may be extended, at our sole discretion, for two successive periods of three months upon 30 days' prior notice. In exchange for our minimum throughput commitment, SeaPort Midstream has agreed to provide us with approximately 14,000 barrels of storage capacity. We use this capacity to store and sell refined and renewable products. We recognized expense related to this agreement of approximately $0.1 million and $nil for the three months ended March 31, 2022 and 2021, respectively.

Other affiliates—Central services. We manage additional terminal facilities that are owned by affiliates of ArcLight, including Lucknow-Highspire Terminals, LLC. We recognized revenue related to reimbursements from these affiliates of approximately $0.7 million for both of the three months ended March 31, 2022 and 2021.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

Services agreement—TransMontaigne Management Company, LLC. Our executive officers who provide services to the Company are employed by TransMontaigne Management Company, LLC, a wholly owned subsidiary of ArcLight, which also provides services to certain other ArcLight affiliates. Pursuant to a services agreement between TMS and TransMontaigne Management Company, TMS continues to provide certain payroll functions and maintains all employee benefits programs on behalf of TransMontaigne Management Company. TransMontaigne Management Company is reimbursed for the payroll and benefits expenses related to the executive officers, plus a 1% administration fee. Aggregate fees paid by us to TransMontaigne Management Company with respect to the services agreement was approximately $0.7 million and $0.6 million for the three months ended March 31, 2022 and 2021, respectively.

(3) CONTRIBUTION OF TERMINAL ASSETS

Contribution of Pacific Northwest assets. On November 17, 2021, Arclight contributed Pike West Coast Holdings, LLC ("Pike West Coast"), a portfolio company of ArcLight Energy Partners Fund VI, L.P. to the Company in exchange for payments to certain lenders of SeaPort Financing, LLC (a wholly owned subsidiary of Pike West Coast) in the amount of approximately $198.2 million and a distribution to Arclight in the amount of approximately $256.3 million. In addition, a $10.2 million short-term loan from the Company to an ArcLight affiliate was terminated in contemplation of the contribution. Pike West Coast is an infrastructure company with significant operations across the renewable fuels supply chain in the U.S. Pacific Northwest (the "Pacific Northwest Contribution").

Pike West Coast owns a 100% ownership interest in SeaPort Financing, LLC. SeaPort Financing, LLC owns a 100% ownership interest in SeaPort Sound Terminal, LLC, which owns a refined and renewable products terminal in Tacoma, Washington; a 51% ownership interest in SeaPort Midstream, which owns refined and renewable products terminals in both Seattle, Washington and Portland, Oregon; and a 30% ownership interest in Olympic Pipeline Company, which owns the Olympic Pipeline between Blaine, Washington and Portland, Oregon, and a refined and renewable products terminal in Bayview, Washington.

The Pacific Northwest Contribution has been recorded at carryover basis as a reorganization of entities under common control. As such, prior periods include the assets, liabilities, and results of operations of the Pacific Northwest Contribution for all periods presented. We recorded the assets at their net book value of $84.7 million with the remaining consideration paid of $181.8 million recorded as a reduction to member equity interest. The difference between the consideration we paid and the carryover basis of the net assets purchased has been reflected in the accompanying consolidated balance sheets and statement of equity as a decrease to the member interest.

Our basis in the assets and liabilities of the Pacific Northwest Contribution at the time of the contribution was as follows (in thousands):

Cash	$ 19,078
Trade accounts receivable	8,174
Inventory	3,145
Other current assets	671
Property, plant and equipment, net	120,215
Investment in unconsolidated affiliates	108,691
Goodwill	9,158
Other assets, net	14,689
Trade accounts payable	(6,062)
Senior secured term loan	(191,510)
Accrued and other liabilities	(1,552)
Equity	$ 84,697

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(4) CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE

Our primary market areas are located in the United States along the Gulf Coast, in the Southeast, in Brownsville, Texas, along the Mississippi and Ohio Rivers, in the Midwest and along the West Coast. We have a concentration of trade receivable balances due from companies engaged in the trading, distribution and marketing of refined products and crude oil. These concentrations of customers may affect our overall credit risk in that the customers may be similarly affected by changes in economic, regulatory or other factors. Our customers' historical financial and operating information is analyzed prior to extending credit. We manage our exposure to credit risk through credit analysis, credit approvals, credit limits and monitoring procedures, and for certain transactions we may request letters of credit, prepayments or guarantees.

Trade accounts receivable consists of the following (in thousands):

	March 31, 2022	December 31, 2021
Trade accounts receivable	$ 32,810	$ 20,028

The following customers accounted for at least 10% of our consolidated revenue in at least one of the periods presented in the accompanying consolidated statements of operations:

	Three months ended March 31,	
	2022	2021
Pilot Flying J	9 %	11 %
Chevron Corporation	8 %	11 %

(5) OTHER CURRENT ASSETS

Other current assets were as follows (in thousands):

	March 31, 2022	December 31, 2021
Prepaid insurance	$ 2,986	$ 1,913
Additive detergent	1,069	1,055
Amounts due from insurance companies	343	414
Deposits and other assets	1,995	3,110
	$ 6,393	$ 6,492

Amounts due from insurance companies. We periodically file claims for recovery of environmental remediation costs and property claims with our insurance carriers under our comprehensive liability policies. We recognize our insurance recoveries in the period that we assess the likelihood of recovery as being probable. At March 31, 2022 and December 31, 2021, we have recognized amounts due from insurance companies of approximately $0.3 million and $0.4 million, respectively, representing our best estimate of our probable insurance recoveries. During the three months ended March 31, 2022, we received reimbursements from insurance companies of approximately $0.1 million.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(6) PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment, net was as follows (in thousands):

	March 31, 2022	December 31, 2021
Land	$ 104,647	$ 104,647
Terminals, pipelines and equipment	1,285,479	1,266,086
Furniture, fixtures and equipment	16,997	16,986
Construction in progress	26,744	32,997
	1,433,867	1,420,716
Less accumulated depreciation	(585,933)	(569,233)
	$ 847,934	$ 851,483

At March 31, 2022 and December 31, 2021, property, plant and equipment, net utilized by our customers in revenue operating lease arrangements consisted of approximately $591.4 million and $597.9 million, respectively, of terminals, pipelines and equipment. The terminals, pipelines and equipment primarily relates to our storage tanks and associated internal piping.

(7) GOODWILL

Goodwill was as follows (in thousands):

	March 31, 2022	December 31, 2021
Brownsville terminals	$ 8,485	$ 8,485
West Coast terminals	10,101	10,101
	$ 18,586	$ 18,586

Goodwill is required to be tested for impairment annually unless events or changes in circumstances indicate it is more likely than not that an impairment loss has been incurred at an interim date. Our annual test for the impairment of goodwill is performed as of December 31. The impairment test is performed at the reporting unit level. Our reporting units are our business segments (See Note 16 of Notes to consolidated financial statements). The fair value of each reporting unit is determined on a stand-alone basis from the perspective of a market participant and represents an estimate of the price that would be received to sell the unit as a whole in an orderly transaction between market participants at the measurement date. If the fair value of a reporting unit exceeds its carrying amount, goodwill of the reporting unit is not considered to be impaired.

At March 31, 2022 and December 31, 2021, our Brownsville and West Coast terminals contained goodwill. We did not recognize any goodwill impairment charges during the three months ended March 31, 2022 or during the year ended December 31, 2021 for these reporting units. However, an increase in the assumed market participants' weighted average cost of capital, the loss of a significant customer, the disposition of significant assets, or an unforeseen increase in the costs to operate and maintain the Brownsville or West Coast terminals could result in the recognition of an impairment charge in the future.

(8) INVESTMENTS IN UNCONSOLIDATED AFFILIATES

At March 31, 2022 and December 31, 2021, our investments in unconsolidated affiliates include a 42.5% Class A ownership interest in Battleground Oil Specialty Terminal Company LLC ("BOSTCO"), a 30% ownership interest in Olympic Pipeline Company, a 51% ownership interest in SeaPort Midstream and a 50% ownership interest in Frontera. BOSTCO is a terminal facility located on the Houston Ship Channel that encompasses approximately 7.1 million barrels

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

of distillate, residual and other black oil product storage. Class A and Class B ownership interests share in cash distributions on a 96.5% and 3.5% basis, respectively. Class B ownership interests do not have voting rights and are not required to make capital investments. Olympic Pipeline Company is a 400-mile interstate refined petroleum products pipeline system running from Blaine, Washington to Portland, Oregon and a refined and renewable products terminal in Bayview, Washington. SeaPort Midstream is two terminal facilities located in Seattle, Washington and Portland, Oregon that encompasses approximately 1.3 million barrels of refined and renewable product storage. Frontera is a terminal facility located in Brownsville, Texas that encompasses approximately 1.7 million barrels of light petroleum product storage, as well as related ancillary facilities.

The following table summarizes our investments in unconsolidated affiliates:

	Percentage of ownership		Carrying value (in thousands)	
	March 31, 2022	December 31, 2021	March 31, 2022	December 31, 2021
BOSTCO	42.5 %	42.5 %	$ 199,054	$ 200,301
Olympic Pipeline Company	30 %	30 %	80,657	80,941
SeaPort Midstream	51 %	51 %	29,298	29,136
Frontera	50 %	50 %	22,395	22,314
Total investments in unconsolidated affiliates			$ 331,404	$ 332,692

At both March 31, 2022 and December 31, 2021, our investment in BOSTCO includes approximately $6.2 million of excess investment related to a one time buy-in fee to acquire our 42.5% interest and capitalization of interest on our investment during the construction of BOSTCO amortized over the useful life of the assets. Excess investment is the amount by which our investment exceeds our proportionate share of the book value of the net assets of the BOSTCO entity.

At March 31, 2022 and December 31, 2021, our investment in Olympic Pipeline Company includes approximately $5.9 million and $6.0 million, respectively, of excess investment related to property, plant and equipment being amortized over the useful life of the assets and approximately $20.2 million of excess investment related to goodwill. Excess investment is the amount by which our investment exceeds our proportionate share of the book value of the net assets of the Olympic Pipeline Company entity.

Earnings from investments in unconsolidated affiliates was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ 802	$ 1,490
Olympic Pipeline Company	2,183	1,306
SeaPort Midstream Partners	162	119
Frontera	81	702
Total earnings from investments in unconsolidated affiliates	$ 3,228	$ 3,617

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

Additional capital investments in unconsolidated affiliates for the funding of growth projects was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ —	$ 2,380
Olympic Pipeline Company	—	—
SeaPort Midstream	—	—
Frontera	—	—
Additional capital investments in unconsolidated affiliates	$ —	$ 2,380

Cash distributions received from unconsolidated affiliates was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ 2,049	$ 2,296
Olympic Pipeline Company	2,467	815
SeaPort Midstream	—	—
Frontera	—	1,037
Cash distributions received from unconsolidated affiliates	$ 4,516	$ 4,148

The summarized combined financial information of our unconsolidated affiliates was as follows (in thousands):

Balance sheets:

	March 31, 2022	December 31, 2021
Current assets	$ 52,966	$ 57,797
Long-term assets	761,432	760,169
Current liabilities	(31,123)	(38,701)
Long-term liabilities	(50,526)	(44,144)
Net assets	$ 732,749	$ 735,121

Statements of income:

	Three months ended March 31,	
	2022	2021
Revenue	$ 47,829	$ 46,050
Expenses	(37,933)	(36,282)
Net income	$ 9,896	$ 9,768

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(9) OTHER ASSETS, NET

Other assets, net was as follows (in thousands):

	March 31, 2022	December 31, 2021
Customer relationships, net of accumulated amortization of $15,713 and $14,913, respectively	$ 49,817	$ 50,617
Affiliate loan	25,013	—
SeaPort Midstream member loan	1,259	1,259
Long-term customer receivables	139	536
Deposits and other assets	756	734
	$ 76,984	$ 53,146

Customer relationships. Other assets, net include certain customer relationships at our West Coast terminals. These customer relationships are being amortized on a straight-line basis over approximately ten to twenty years.

Affiliate loan. On March 30, 2022, the Company and TransMontaigne Operating Company L.P., our wholly owned subsidiary, made a $25 million affiliate loan to our indirect parent, Pike Petroleum Holdings, LLC ("PPH"). PPH is authorized to use the proceeds of the loan to cash collateralize a letter of credit facility and/or the operations of its subsidiary Gulf Operating, LLC. The outstanding principal amount of the loan bears interest at a market rate of LIBOR plus 15%. Any unpaid interest will be added to the outstanding principal at the end of each month. The outstanding principal plus any unpaid interest can be repaid at any time and becomes immediately due upon a change in control, a sale of the Company or sale of all or substantially all of the Company's assets. With this loan we have reached our maximum allowable loans to affiliates under the Credit Agreement.

SeaPort Midstream member loan. We are party to a member revolving loan agreement with a total borrowing capacity of $5.0 million with Seaport Midstream due December 31, 2025. We are responsible for our proportionate share of 51% of this loan. At both March 31, 2022 and December 31, 2021, the total outstanding borrowings were $2.5 million. Accordingly, we have recorded a loan receivable of approximately $1.3 million, representing our proportionate share of the outstanding borrowings.

Long-term customer receivables. Long-term customer receivables include amounts due under long-term terminaling services agreements, with certain of our customers, that provide for minimum annual throughput commitments. Interim billings are billed to our customers based on actual throughput volumes, whereas revenue is recognized for the minimum annual throughput commitment on a straight-line basis over the terms of the respective agreements.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(10) ACCRUED LIABILITIES

Accrued liabilities were as follows (in thousands):

	March 31, 2022	December 31, 2021
Accrued compensation expense	$ 9,496	$ 12,497
Customer advances and deposits	12,341	10,572
Interest payable	7,167	8,605
Accrued property taxes	3,094	2,346
Accrued environmental obligations	1,633	1,812
Accrued expenses and other	2,590	1,919
	$ 36,321	$ 37,751

Accrued compensation expense. Accrued compensation expense includes our bonus, payroll, and savings and retention plan awards accruals.

Customer advances and deposits. Customer advances and deposits represents payments received for terminaling services in advance of the terminaling services being provided.

Accrued environmental obligations. At March 31, 2022 and December 31, 2021, we have accrued environmental obligations of approximately $1.6 million and $1.8 million, respectively, representing our best estimate of our remediation obligations. During the three months ended March 31, 2022, we made payments of approximately $0.2 million towards our environmental remediation obligations. Changes in our estimates of our future environmental remediation obligations may occur as a result of the passage of time and the occurrence of future events.

(11) DEBT

Long-term debt is as follows (in thousands):

	March 31, 2022	December 31, 2021
Senior secured term loan outstanding	$ 997,500	$ 1,000,000
Revolving credit facility outstanding	32,000	—
6.125% senior notes due in 2026	299,900	299,900
Unamortized deferred debt issuance costs (1)	(25,494)	(25,960)
Total debt	1,303,906	1,273,940
Current portion of senior secured term loan	(10,000)	(10,000)
Long-term debt	$ 1,293,906	$ 1,263,940

(1) Deferred debt issuance costs are amortized using the effective interest method over the applicable term of the senior secured term loan and senior notes.

Credit agreement. On November 17, 2021, the Company and TransMontaigne Operating Company L.P., our wholly owned subsidiary, entered into the Credit Agreement ("Credit Agreement") for a $1 billion senior secured term loan and a $150 million revolving credit facility, with a letter of credit subfacility of $35 million. The senior secured term loan will mature on November 17, 2028 and the revolving credit facility will terminate (a) on November 14, 2025 in the event the 6.125% senior notes due in 2026 are not refinanced on or prior to such date or (b) in the event the senior notes have been refinanced on or prior to November 14, 2025, the earlier of (i) the new maturity date of the refinanced senior notes and (ii) November 17, 2026. Our obligations under the Credit Agreement are guaranteed by the Company,

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

TransMontaigne Operating Company L.P. and all of its subsidiaries, and secured by a first priority security interest in favor of the lenders in substantially all of the Company's, TransMontaigne Operating Company L.P.'s and all of its subsidiaries' assets, including our investments in unconsolidated affiliates.

Proceeds from the $1 billion senior secured term loan were used as follows (in thousands):

Repayment of revolving credit facility	$ 351,700
Payment for Pacific Northwest Contribution	256,300
Repayment of SeaPort Financing term loan	198,200
Distribution to TLP Finance Holdings, LLC for debt service	174,200
Deferred debt issuance costs	19,600
Proceeds from senior secured term loan	$ 1,000,000

We may elect to have loans under the Credit Agreement bear interest, at either an adjusted LIBOR rate (subject to a 0.50% floor) plus an applicable margin of 3.50% or an alternate base rate plus an applicable margin of 2.50% per annum. We are also required to pay (i) a letter of credit fee of 3.50% per annum on the aggregate face amount of all outstanding letters of credit, (ii) to the issuing lender of each letter of credit, a fronting fee of no less than 0.125% per annum on the outstanding amount of each such letter of credit and (iii) commitment fees of 0.50% per annum on the daily unused amount of the revolving credit facility, in each case quarterly in arrears.

The Credit Agreement contains various covenants, including, but not limited to, limitations on the incurrence of indebtedness, permitted investments, liens on assets, making distributions, transactions with affiliates, mergers, consolidations, dispositions of assets and other provisions customary in similar types of agreements. The Credit Agreement requires compliance with (a) a debt service coverage ratio of no less than 1.1 to 1.0 and (b) if the aggregate outstanding amount of all revolving loans and drawn letters of credit exceeds an amount equal to 35% of the aggregate revolving commitments, a senior secured net leverage ratio of no greater than 6.75 to 1.00. We were in compliance with all financial covenants as of and during the three months ended March 31, 2022 and the year ended December 31, 2021.

For the three months ended March 31, 2022 and 2021, the weighted average interest rate on borrowings was approximately 4.1% and 4.7%, respectively. At both March 31, 2022 and December 31, 2021, our outstanding letters of credit were $1.7 million.

Senior notes. On February 12, 2018, the Company and TLP Finance Corp., our wholly owned subsidiary, issued at par $300 million of 6.125% senior notes. Net proceeds, after $8.1 million of issuance costs, were used to repay indebtedness under our revolving credit facility. The senior notes are due in 2026 and are guaranteed on a senior unsecured basis by each of our 100% owned domestic subsidiaries that guarantee obligations under our revolving credit facility. TransMontaigne Partners LLC has no independent assets or operations unrelated to its investments in its consolidated subsidiaries. TLP Finance Corp. has no assets or operations. Our operations are conducted by subsidiaries of TransMontaigne Partners LLC through our 100% owned operating company subsidiary, TransMontaigne Operating Company L.P. None of the assets of TransMontaigne Partners LLC or a guarantor represent restricted net assets pursuant to the guidelines established by the SEC.

(12) DEFERRED COMPENSATION EXPENSE

We have a savings and retention plan to compensate certain employees who provide services to the Company. The purpose of the savings and retention plan is to provide for the reward and retention of participants by providing them with awards that vest over future service periods. Awards under the plan with respect to individuals providing services to the Company generally become vested as to 50% of a participant's annual award as of the first day of the month that falls closest to the second anniversary of the grant date, and the remaining 50% as of the first day of the month that falls closest to the third anniversary of the grant date, subject to earlier vesting upon a participant's attainment of the age and length of service thresholds, retirement, death or disability, involuntary termination without cause, or termination of a participant's employment following a change in control of the Company as specified in the plan. The awards are increased for the value of any accrued growth based on underlying investments deemed made with respect to the awards. The awards (including any accrued growth relating thereto) are subject to forfeiture until the vesting date. A person will satisfy the age and length of service thresholds of the plan upon the attainment of the earliest of (a) age sixty, (b) age fifty-five and ten years of service as an officer of the Company or any of its affiliates or predecessors, or (c) age fifty and twenty years of service as an employee of the Company or any of its affiliates or predecessors.

We have the intent and ability to settle the savings and retention plan awards in cash, and accordingly, we account for the awards as accrued liabilities. For savings and retention plan awards to employees, approximately $1.0 million and $0.9 million is included in deferred compensation expense for the three months ended March 31, 2022 and 2021, respectively.

On December 31, 2021, an indirect parent of the Company modified existing class B units in the indirect parent of the Company to the officers of TransMontaigne Management Company. For the three months ended March 31, 2022 and 2021, we recognized approximately $0.4 million and $nil, respectively, of deferred compensation expense in our consolidated statements of operations, non-cash contribution from parent entities in our consolidated statements of equity and non-cash equity-based compensation in our consolidated statements of cash flows related to the portion of the class B units that vested on December 31, 2021.

(13) COMMITMENTS AND CONTINGENCIES

Lessee operating lease commitments. We lease property including corporate offices, vehicles and land. We determine if an arrangement is a lease at inception and evaluate identified leases for operating or finance lease treatment at lease commencement. Operating or finance lease right-of-use assets and liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. Our leases have remaining lease terms of less than one year to 49 years, some of which have options to extend or terminate the lease. For purposes of calculating operating lease liabilities, lease terms may be deemed to include options to extend or terminate the lease when it is reasonably certain that we will exercise that option.

Operating right-of-use assets and operating lease liabilities are recognized based on the present value of the lease payments over the lease term at commencement date. The additions to right-of-use assets obtained from new operating lease liabilities during the three months ended March 31, 2022 of approximately $2 million are treated as non-cash transactions that do not impact the consolidated statements of cash flows. The Company uses its incremental borrowing rate based on the information available at the commencement date in determining the present value of lease payments. We determined our incremental borrowing rate using the borrowing rate of our debt agreements. The terms of our corporate offices, vehicles and land leases are in line with the Credit Agreement, our primary finance mechanism. We have certain land and vehicle lease agreements with lease and non-lease components, which are accounted for separately. Non-lease components include payments for taxes and other operating and maintenance expenses incurred by the lessor but payable by us in connection with the leasing arrangement. During the three months ended March 31, 2022 and 2021, the Company was party to certain subleasing arrangements whereby the Company, as the primary obligor on the lease, has recognized sublease income for lease payments made by affiliates to the lessor.

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Notes to consolidated financial statements (unaudited) (continued)

Following are components of our lease costs (in thousands):

	Three months ended March 31, 2022	Three months ended March 31, 2021
Operating leases	$ 1,396	$ 1,180
Variable lease costs (including insignificant short-term leases)	652	234
Sublease income as primary obligor	(263)	(249)
Total lease costs	$ 1,785	$ 1,165

Other information related to our operating leases was as follows (in thousands, except lease term and discount rate):

	Three months ended March 31, 2022	Three months ended March 31, 2021
Cash outflows for operating leases	$ 1,431	$ 1,228
Weighted average remaining lease term (years)	29.18	18.28
Weighted average discount rate	4.5%	5.2%

Undiscounted cash flows owed by the Company to lessors pursuant to contractual agreements in effect as of March 31, 2022 and related imputed interest was as follows (in thousands):

Years ending December 31:	
2022 (remainder of the year)	$ 4,213
2023	5,044
2024	4,534
2025	4,073
2026	2,749
Thereafter	71,842
Total lease payments	92,455
Less imputed interest	(40,996)
Present value of operating lease liabilities	$ 51,459

Contract commitments. At March 31, 2022, we have contractual commitments of approximately $23.1 million for the supply of services, labor and materials related to capital projects that currently are under development. We expect that these contractual commitments will primarily be paid within a year.

Legal proceedings. We are party to various legal, regulatory and other matters arising from the day-to-day operations of our business that may result in claims against us. While the ultimate impact of any proceedings cannot be predicted with certainty, our management believes that the resolution of any of our pending legal proceedings will not have a material adverse effect on our business, financial position, results of operations or cash flows.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

(14) DISCLOSURES ABOUT FAIR VALUE

GAAP defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. GAAP also establishes a fair value hierarchy that prioritizes the use of higher-level inputs for valuation techniques used to measure fair value. The three levels of the fair value hierarchy are: (1) Level 1 inputs, which are quoted prices (unadjusted) in active markets for identical assets or liabilities; (2) Level 2 inputs, which are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and (3) Level 3 inputs, which are unobservable inputs for the asset or liability.

The fair values of the following financial instruments represent our best estimate of the amounts that would be received to sell those assets or that would be paid to transfer those liabilities in an orderly transaction between market participants at that date. Our fair value measurements maximize the use of observable inputs. However, in situations where there is little, if any, market activity for the asset or liability at the measurement date, the fair value measurement reflects our judgments about the assumptions that market participants would use in pricing the asset or liability based on the best information available in the circumstances. There were no transfers into or out of Levels 1, 2, and 3 during the three months ended March 31, 2022 and 2021. The following methods and assumptions were used to estimate the fair value of financial instruments at March 31, 2022 and December 31, 2021.

Cash equivalents. The carrying amount approximates fair value because of the short-term maturity of these instruments. The fair value is categorized in Level 1 of the fair value hierarchy.

Debt. The estimated fair value of our $997.5 million senior secured term loan at March 31, 2022 was approximately $992.7 million based on observable market trades. The estimated fair value of our $299.9 million publicly traded senior notes at March 31, 2022 was approximately $296.5 million based on observable market trades. The carrying amount of our revolving credit facility debt approximates fair value since borrowings under the facility bear interest at current market interest rates. The fair value of our debt is categorized in Level 2 of the fair value hierarchy.

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Notes to consolidated financial statements (unaudited) (continued)

(15) REVENUE FROM CONTRACTS WITH CUSTOMERS

The majority of our terminaling services agreements contain minimum payment arrangements, resulting in a fixed amount of revenue recognized, which we refer to as "firm commitments" and are accounted for in accordance with ASC 842, *Leases* ("ASC 842 revenue"). The remainder is recognized in accordance with ASC 606, *Revenue from Contracts with Customers* ("ASC 606 revenue").

The following table provides details of our revenue disaggregated by category of revenue (in thousands):

	Three months ended March 31, 2022	Three months ended March 31, 2021
Terminaling services fees:		
Firm commitments (ASC 842 revenue)	$ 45,447	$ 47,698
Firm commitments (ASC 606 revenue)	8,822	8,798
Total firm commitments revenue	54,269	56,496
Ancillary revenue (ASC 606 revenue)	16,821	12,187
Ancillary revenue (ASC 842 revenue)	557	701
Total ancillary revenue	17,378	12,888
Total terminaling services fees	71,647	69,384
Product sales (ASC 606 revenue)	71,679	29,438
Pipeline transportation fees (ASC 842 revenue)	—	396
Management fees (ASC 606 revenue)	3,073	3,007
Management fees (ASC 842 revenue)	331	321
Total management fees	3,404	3,328
Total revenue	$ 146,730	$ 102,546

The following table includes our estimated future revenue associated with our firm commitments under terminaling services fees which is expected to be recognized as ASC 606 revenue in the specified period related to our future performance obligations as of the end of the reporting period (in thousands):

Estimated Future ASC 606 Revenue by Segment

	Gulf Coast Terminals	Midwest Terminals	Brownsville Terminals	River Terminals	Southeast Terminals	West Coast Terminals	Central Services	Total
2022 (remainder of the year)	$ 3,661	$ 429	$ 2,111	$ 86	$ 3,053	$ 11,603	$ —	$ 20,943
2023	1,505	207	2,192	—	815	5,501	—	10,220
2024	—	15	2,178	—	—	169	—	2,362
2025	—	—	2,178	—	—	—	—	2,178
2026	—	—	532	—	—	—	—	532
Thereafter	—	—	—	—	—	—	—	—
Total estimated future ASC 606 revenue	$ 5,166	$ 651	$ 9,191	$ 86	$ 3,868	$ 17,273	$ —	$ 36,235

Our estimated future ASC 606 revenue, for purposes of the tabular presentation above, excludes estimates of future rate changes due to changes in indices or contractually negotiated rate escalations and is generally limited to contracts that have minimum payment arrangements. The balances disclosed include the full amount of our customer commitments accounted for as ASC 606 revenue as of March 31, 2022 through the expiration of the related contracts. The balances disclosed exclude all performance obligations for which the original expected term is one year or less, the term of the contract with the customer is open and cannot be estimated, the contract includes options for future purchases or the consideration is variable.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

Estimated future ASC 606 revenue in the table above excludes revenue arrangements accounted for in accordance with ASC 842. The following table includes our estimated future revenue associated with our firm commitments under terminaling services fees which is expected to be recognized as ASC 842 revenue in the specified period (in thousands):

Years ending December 31:	
2022 (remainder of the year)	$ 130,729
2023	146,735
2024	99,797
2025	72,184
2026	55,848
Thereafter	467,130
Total estimated future ASC 842 revenue	$ 972,423

BALANCE SHEET DISCLOSURES

Contract assets. Our contract assets include trade accounts receivable and long-term customer receivables. We have long-term terminaling services agreements with certain of our customers that provide for minimum annual throughput commitments that are billed to the customers based on actual throughput volume whereas revenue is recognized under ASC 606 and ASC 842 on a straight-line basis over the terms of the respective agreements. The difference between the amount billed and revenue recognized is a contract asset. This asset is presented as other assets, net in our consolidated balance sheets (See Note 9 of Notes to consolidated financial statements).

The following tables present our contract assets resulting from contracts with customers (in thousands):

	Contracts under		
	ASC 606	ASC 842	Total
Trade accounts receivable at December 31, 2021	$ 12,792	$ 7,236	$ 20,028
Trade accounts receivable at March 31, 2022	$ 22,449	$ 10,361	$ 32,810

	Contracts under		
	ASC 606	ASC 842	Total
Long-term customer receivables at December 31, 2021	$ —	$ 536	$ 536
Long-term customer receivables at March 31, 2022	$ —	$ 139	$ 139

Revenue recognized during the three months ended March 31, 2022, from amounts included in long-term customer receivables at December 31, 2021, was $nil for contracts under ASC 606 and approximately $0.4 million for contracts under ASC 842.

Contract liabilities. Our contract liabilities include deferred revenue and customer advances and deposits. We have long-term terminaling services agreements with certain of our customers that provide for advance minimum payments. We recognize the advance minimum payments as revenue on a straight-line basis over the term of the respective agreements. In addition, pursuant to certain agreements with our customers, we agreed to undertake certain capital projects. Upon completion of the projects, our customers have paid us amounts that will be recognized as revenue on a straight-line basis over the remaining term of the agreements. Collectively, the differences between amounts billed and revenue recognized under ASC 606 and ASC 842 are recorded as contract liabilities. These liabilities are presented as deferred revenue in our consolidated balance sheets. We record customer advances and deposits when payments are received from customers in advance of the terminaling services being provided, resulting in a contract liability accounted for under ASC 606 and ASC 842. This liability is presented as accrued liabilities in our consolidated balance sheets (See Note 10 of Notes to consolidated financial statements).

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

The following table presents our contract liabilities resulting from contracts with customers (in thousands):

	Contracts under ASC 606	Contracts under ASC 842	Total
Contract liabilities at December 31, 2021	$ 1,301	$ 12,605	$ 13,906
Contract liabilities at March 31, 2022	$ 3,336	$ 11,469	$ 14,805

Revenue recognized during the three months ended March 31, 2022, from amounts included in contract liabilities at December 31, 2021, was approximately $1.3 million for contracts under ASC 606 and approximately $10.0 million for contracts under ASC 842.

(16) BUSINESS SEGMENTS

We provide integrated terminaling, storage, transportation and related services to companies engaged in the trading, distribution and marketing of refined petroleum products, renewable products, crude oil, chemicals, fertilizers and other liquid products. In addition, we sell refined and renewable products to major fuel producers and marketers in the Pacific Northwest at our terminal operations in Tacoma and Seattle, Washington. Our chief operating decision maker is the Company's chief executive officer. The Company's chief executive officer reviews the financial performance of our business segments using disaggregated financial information about "net margins" for purposes of making operating decisions and assessing financial performance. "Net margins" is composed of revenue less cost of product sales and operating costs and expenses. Accordingly, we present "net margins" for each of our business segments: (i) Gulf Coast terminals, (ii) Midwest terminals, (iii) Brownsville terminals including management of the Frontera joint venture, (iv) River terminals, (v) Southeast terminals, (vi) West Coast terminals and (vii) Central services. Our Central services segment primarily represents the costs of employees performing operating oversight functions, engineering, health, safety and environmental services to our terminals and terminals that we operate or manage, including for affiliate terminals owned by ArcLight. In addition, Central services represent the cost of employees at affiliate terminals owned by ArcLight that we operate. We receive a fee from these affiliates based on our costs incurred.

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

The financial performance of our business segments was as follows (in thousands):

	Three months ended March 31, 2022	Three months ended March 31, 2021
Gulf Coast Terminals:		
Terminaling services fees	$ 21,625	$ 19,158
Management fees	14	14
Revenue	21,639	19,172
Operating costs and expenses	(5,963)	(5,638)
Net margins	15,676	13,534
Midwest Terminals:		
Terminaling services fees	2,529	3,007
Revenue	2,529	3,007
Operating costs and expenses	(469)	(664)
Net margins	2,060	2,343
Brownsville Terminals:		
Terminaling services fees	4,949	3,910
Pipeline transportation fees	—	396
Management fees	1,531	1,311
Revenue	6,480	5,617
Operating costs and expenses	(2,623)	(2,461)
Net margins	3,857	3,156
River Terminals:		
Terminaling services fees	3,564	3,426
Revenue	3,564	3,426
Operating costs and expenses	(1,656)	(1,635)
Net margins	1,908	1,791
Southeast Terminals:		
Terminaling services fees	17,441	19,840
Management fees	253	261
Revenue	17,694	20,101
Operating costs and expenses	(6,654)	(6,126)
Net margins	11,040	13,975
West Coast Terminals:		
Product sales	71,679	29,438
Terminaling services fees	21,539	20,043
Management fees	10	10
Revenue	93,228	49,491
Cost of product sales	(69,453)	(26,616)
Operating costs and expenses	(8,991)	(8,613)
Costs and expenses	(78,444)	(35,229)
Net margins	14,784	14,262
Central Services:		
Management fees	1,596	1,732
Revenue	1,596	1,732
Operating costs and expenses	(4,446)	(3,898)
Net margins	(2,850)	(2,166)
Total net margins	46,475	46,895
General and administrative	(7,755)	(5,541)
Insurance	(1,552)	(1,519)
Deferred compensation	(1,444)	(861)
Depreciation and amortization	(17,500)	(16,945)
Earnings from unconsolidated affiliates	3,228	3,617
Operating income	21,452	25,646
Other expenses (interest and deferred debt issuance cost amortization)	(15,581)	(11,050)
Net earnings	$ 5,871	$ 14,596

TransMontaigne Partners LLC and Subsidiaries
Notes to consolidated financial statements (unaudited) (continued)

Supplemental information about our business segments is summarized below (in thousands):

	Three months ended March 31, 2022							
	Gulf Coast Terminals	Midwest Terminals	Brownsville Terminals	River Terminals	Southeast Terminals	West Coast Terminals	Central Services	Total
Revenue:								
Terminal revenue	$ 21,639	$ 2,529	$ 6,480	$ 3,564	$ 17,694	$ 21,549	$ 1,596	$ 75,051
Product sales	—	—	—	—	—	71,679	—	71,679
Revenue	$ 21,639	$ 2,529	$ 6,480	$ 3,564	$ 17,694	$ 93,228	$ 1,596	$ 146,730
Capital expenditures	$ 4,519	$ 338	$ 636	$ 164	$ 1,695	$ 6,427	$ 18	$ 13,797
Identifiable assets	$ 139,399	$ 16,796	$ 113,108	$ 48,300	$ 241,456	$ 448,289	$ 10,806	$ 1,018,154
Cash and cash equivalents								4,198
Investments in unconsolidated affiliates								331,404
Other								30,462
Total assets								$ 1,384,218

	Three months ended March 31, 2021							
	Gulf Coast Terminals	Midwest Terminals	Brownsville Terminals	River Terminals	Southeast Terminals	West Coast Terminals	Central Services	Total
Revenue:								
Terminal revenue	$ 19,172	$ 3,007	$ 5,617	$ 3,426	$ 20,101	$ 20,053	$ 1,732	$ 73,108
Product sales	—	—	—	—	—	29,438	—	29,438
Revenue	$ 19,172	$ 3,007	$ 5,617	$ 3,426	$ 20,101	$ 49,491	$ 1,732	$ 102,546
Capital expenditures	$ 1,696	$ 25	$ 4,101	$ 2,773	$ 2,753	$ 3,211	$ 62	$ 14,621

(17) SUBSEQUENT EVENT

No subsequent transactions or events warranted recognition or disclosure in the accompanying financials or notes thereto.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

RECENT DEVELOPMENTS

COVID-19. The ongoing pandemic involving COVID-19, a highly transmissible and pathogenic coronavirus, has resulted in restrictions on, and a public response with respect to, travel and economic activity that have reduced demand for crude oil, refined petroleum products, renewable products, and other products that we handle.

Since the beginning of the pandemic in March 2020, we have taken proactive and sustained measures to deliver our services safely and reliably with limited negative impacts to our business. At the outset of the pandemic, we activated an Incident Support Team to execute our Infectious Disease Control Policy, and to focus on a number of priorities, including: (i) implement basic infection prevention techniques and other workplace protections in our business operations; (ii) identify and isolate individuals suspected of being infected by COVID-19; (iii) identify risk factors in our workforce that may increase the possibility of exposure to COVID-19; and (iv) develop a contingency plan for the possibility that a serious outbreak does occur in the area of any of our terminals. We continue to follow recommendations from public health authorities and maintain actions to help prevent our employees' exposure to the spread of COVID-19, including, where practical, work-at-home plans enacted in March 2020 and the implementation of business continuity plans to enable the integrity of our operations and protect the health of our employees.

To date, our operations and employees have not been materially impacted by the COVID-19 pandemic, thereby allowing our customers continued access and utilization of our strategic terminal network. We continue to employ all safety processes and procedures in the normal course. We provide an essential service across our markets, which has been recognized in most relevant regulatory guidance regarding COVID-19. Further, we have not experienced any material instance of our customers failing to meet their contractual commitments to us as a result of these recent developments. While many States and municipalities have recently reduced or eliminated COVID-19 related restrictions and policies, there continue to be many variables and uncertainties regarding COVID-19 — including the continued spread of the virus, or new variants thereof, the duration and severity of the outbreak and the potential for future travel restrictions and business closures, and medical advancements in treating and vaccinating against the disease and the availability and the resulting economic impact of any such advancements or vaccinations — to reasonably predict the potential longer-term impact of COVID-19 on our business and operations. We continue to monitor the situation, have actively implemented policies and practices to address the situation and actively protect our employees, and may adjust our current policies and practices as more information and guidance become available. In addition, recent economic conditions in the wake of the COVID-19 pandemic have included inflationary pressure, which could result in higher operating expenses and project costs for us, as well as higher interest rates.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

A summary of the significant accounting policies that we have adopted and followed in the preparation of our consolidated financial statements is detailed in Note 1 of Notes to consolidated financial statements as of and for the three months ended March 31, 2022. Certain of these accounting policies require the use of estimates. In management's opinion, the estimate of useful lives of our plant and equipment are subjective in nature, require the exercise of judgment and involve complex analyses. These estimates are based on our knowledge and understanding of current conditions and actions we may take in the future. Changes in these estimates will occur as a result of the passage of time and the occurrence of future events. Subsequent changes in these estimates may have a significant impact on our financial condition and results of operations.

RESULTS OF OPERATIONS—THREE MONTHS ENDED MARCH 31, 2022 AND 2021

The Pacific Northwest Contribution has been recorded at carryover basis as a reorganization of entities under common control. As such, prior periods set forth herein and under Item 1. "Unaudited Consolidated Financial Statements" of this Quarterly Report, include the assets, liabilities, and results of operations of the Pacific Northwest Contribution for all periods presented.

We operate our business and report our results of operations in seven principal business segments: (i) Gulf Coast terminals, (ii) Midwest terminals, (iii) Brownsville terminals including management of Frontera, (iv) River terminals, (v) Southeast terminals, (vi) West Coast terminals and (vii) Central services. Our Central services segment primarily represents the costs of employees performing operating oversight functions, engineering, health, safety and environmental services to our terminals and terminals that we operate. In addition, Central services represent the cost of employees at standalone affiliate terminals that we operate or manage. We receive a fee from these affiliates based on our costs incurred.

The following discussion and analysis of the results of operations and financial condition should be read in conjunction with the accompanying unaudited consolidated financial statements.

ANALYSIS OF REVENUE

Terminal revenue. We derive terminal revenue from our terminal and pipeline transportation operations by charging fees for providing integrated terminaling, transportation and related services.

The terminal revenue by category was as follows (in thousands):

Terminal Revenue by Category

	Three months ended March 31, 2022	2021
Terminaling services fees	$ 71,647	$ 69,384
Management fees	3,404	3,328
Pipeline transportation fees	—	396
Terminal revenue	$ 75,051	$ 73,108

Product sales, gross margin. Our product sales revenue refers to the sale of refined and renewable products at our terminal operations in Tacoma and Seattle, Washington. Product sales revenue pricing is contractually specified and is recognized at a point in time when our customers take control and legal title of the commodities purchased. Product sales revenue is recorded gross of cost of product sales, which includes product supply and transportation costs.

The product sales, gross margin was as follows (in thousands):

	Three months ended March 31, 2022	2021
Product sales	$ 71,679	$ 29,438
Cost of product sales	(69,453)	(26,616)
Product sales, gross margin	$ 2,226	$ 2,822

The increase in product sales and cost of product sales for the three months ended March 31, 2022, is a result of increased product prices and volumes in 2022.

Included in product sales, gross margin for both of the three months ended March 31, 2022 and 2021, are fees charged to affiliates of approximately $nil.

The terminal revenue by business segment is presented and further analyzed below by category of revenue.

Terminal Revenue by Business Segment

	Three months ended March 31,	
	2022	2021
Gulf Coast terminals	$ 21,639	$ 19,172
Midwest terminals	2,529	3,007
Brownsville terminals	6,480	5,617
River terminals	3,564	3,426
Southeast terminals	17,694	20,101
West Coast terminals	21,549	20,053
Central services	1,596	1,732
Terminal revenue	$ 75,051	$ 73,108

Terminaling services fees. Our terminaling services agreements are structured as either throughput agreements or storage agreements. Our throughput agreements contain provisions that require our customers to make minimum payments, which are based on contractually established minimum volume of throughput of the customer's product at our facilities over a stipulated period of time. Due to this minimum payment arrangement, we recognize a fixed amount of revenue from the customer over a certain period of time, even if the customer throughputs less than the minimum volume of product during that period. In addition, if a customer throughputs a volume of product exceeding the minimum volume, we would recognize additional revenue on this incremental volume. Our storage agreements require our customers to make minimum payments based on the volume of storage capacity available to the customer under the agreement, which results in a fixed amount of recognized revenue.

We refer to the fixed amount of revenue recognized pursuant to our terminaling services agreements as being "firm commitments." Revenue recognized in excess of firm commitments and revenue recognized based solely on the volume of product distributed or injected are referred to as "ancillary." In addition, "ancillary" revenue also includes fees received from ancillary services including heating and mixing of stored products, product transfer, railcar handling, butane blending, proceeds from the sale of product gains, wharfage and vapor recovery.

The terminaling services fees by business segments were as follows (in thousands):

Terminaling Services Fees by Business Segment

	Three months ended March 31,	
	2022	2021
Gulf Coast terminals	$ 21,625	$ 19,158
Midwest terminals	2,529	3,007
Brownsville terminals	4,949	3,910
River terminals	3,564	3,426
Southeast terminals	17,441	19,840
West Coast terminals	21,539	20,043
Central services	—	—
Terminaling services fees	$ 71,647	$ 69,384

The increase in terminaling services fees at our Gulf Coast terminals is primarily due to increased ancillary revenue.

The increase in terminaling services fees at our Brownsville terminals is primarily a result of placing into service approximately 0.2 million barrels of new tank capacity and construction of gasoline railcar loading capabilities during the first quarter of 2021.

The decrease in terminaling services fees at our Southeast terminals is primarily due to available capacity at our Collins, Mississippi terminal and recontracting capacity at lower rates at our Collins, Mississippi terminal.

The increase in terminaling services fees at our West Coast terminals is primarily due to increased ancillary revenue.

Included in terminaling services fees for the three months ended March 31, 2022 and 2021, are fees charged to affiliates of approximately $3.1 million and $2.8 million, respectively.

The "firm commitments" and "ancillary" revenue included in terminaling services fees were as follows (in thousands):

Firm Commitments and Ancillary Revenue

	Three months ended March 31, 2022	Three months ended March 31, 2021
Firm commitments	$ 54,269	$ 56,496
Ancillary	17,378	12,888
Terminaling services fees	$ 71,647	$ 69,384

The remaining terms on the terminaling services agreements that generated "firm commitments" for the three months ended March 31, 2022 are as follows (in thousands):

Less than 1 year remaining	$ 11,980	22%
1 year or more, but less than 3 years remaining	20,368	38%
3 years or more, but less than 5 years remaining	10,865	20%
5 years or more remaining (1)	11,056	20%
Total firm commitments for the three months ended March 31, 2022	$ 54,269	

(1) We have a terminaling services agreement with a third party relating to our Southeast terminals that will continue unless and until the third party provides at least 24 months' prior notice of its intent to terminate the agreement. Effective at any time from and after July 31, 2040, we have the right to terminate the agreement by providing at least 24 months' prior notice of our intent to terminate the agreement. We do not believe the third party will terminate the agreement prior to July 31, 2040; therefore we have presented the firm commitments related to this terminaling services agreement in the 5 years or more remaining category in the table above.

Management fees. We manage and operate certain tank capacity at our Port Everglades South terminal for a major oil company and receive a reimbursement of its proportionate share of operating and maintenance costs. We manage and operate the Frontera joint venture and receive a management fee based on our costs incurred. We lease land under operating leases as the lessor or sublessor with third parties and affiliates. We manage and operate rail sites at certain Southeast terminals on behalf of a major oil company and receive reimbursement for operating and maintenance costs. We manage and operate SeaPort Midstream and receive a management fee based on our costs incurred. We also manage additional terminal facilities that are owned by affiliates of ArcLight, including Lucknow-Highspire Terminals, LLC, which operates terminals throughout Pennsylvania encompassing approximately 9.9 million barrels of storage capacity and we receive a management fee based on our costs incurred.

The management fees by business segments were as follows (in thousands):

Management Fees by Business Segment

	Three months ended March 31, 2022	Three months ended March 31, 2021
Gulf Coast terminals	$ 14	$ 14
Midwest terminals	—	—
Brownsville terminals	1,531	1,311
River terminals	—	—
Southeast terminals	253	261
West Coast terminals	10	10
Central services	1,596	1,732
Management fees	$ 3,404	$ 3,328

Included in management fees for the three months ended March 31, 2022 and 2021, are fees charged to affiliates of approximately $3.1 million and $3.0 million, respectively.

Pipeline transportation fees. We earned pipeline transportation fees at our Diamondback pipeline under a capacity reservation agreement that ended on May 26, 2021. Revenue associated with the capacity reservation agreement was recognized ratably over the respective term, regardless of whether the capacity was utilized.

The pipeline transportation fees by business segments were as follows (in thousands):

Pipeline Transportation Fees by Business Segment

	Three months ended March 31, 2022	Three months ended March 31, 2021
Gulf Coast terminals	$ —	$ —
Midwest terminals	—	—
Brownsville terminals	—	396
River terminals	—	—
Southeast terminals	—	—
West Coast terminals	—	—
Central services	—	—
Pipeline transportation fees	$ —	$ 396

Included in pipeline transportation fees for both of the three months ended March 31, 2022 and 2021, are fees charged to affiliates of approximately $nil.

ANALYSIS OF COSTS AND EXPENSES

The operating costs and expenses of our operations include wages and employee benefits, utilities, communications, repairs and maintenance, rent, property taxes, vehicle expenses, environmental compliance costs, materials and supplies needed to operate our terminals and pipelines. Consistent with historical trends across our terminaling and transportation facilities, repairs and maintenance expenses can vary from period to period based on project maintenance schedules and other factors such as weather.

The operating costs and expenses of our operations were as follows (in thousands):

Operating Costs and Expenses

	Three months ended March 31, 2022	2021
Wages and employee benefits	$ 14,397	$ 13,640
Utilities and communication charges	3,538	2,977
Repairs and maintenance	3,649	3,421
Office, rentals and property taxes	4,947	4,382
Vehicles and fuel costs	304	242
Environmental compliance costs	1,123	1,977
Other	2,844	2,396
Operating costs and expenses	$ 30,802	$ 29,035

The operating costs and expenses of our business segments were as follows (in thousands):

Operating Costs and Expenses by Business Segment

	Three months ended March 31, 2022	2021
Gulf Coast terminals	$ 5,963	$ 5,638
Midwest terminals	469	664
Brownsville terminals	2,623	2,461
River terminals	1,656	1,635
Southeast terminals	6,654	6,126
West Coast terminals	8,991	8,613
Central services	4,446	3,898
Operating costs and expenses	$ 30,802	$ 29,035

General and administrative expenses cover the costs of corporate functions such as legal, accounting, treasury, insurance administration and claims processing, information technology, human resources, credit, payroll, taxes and other corporate services. General and administrative expenses also include third party accounting costs associated with annual and quarterly reports and tax return preparation and distribution, and legal fees. The general and administrative expenses were approximately $7.8 million and $5.5 million for the three months ended March 31, 2022 and 2021, respectively. The increase in general and administrative expenses for the three months ended March 31, 2022 is primarily attributable to higher compensation costs and timing of routine costs.

Insurance expenses include charges for insurance premiums to cover costs of insuring activities such as property, casualty, pollution, automobile, directors' and officers' liability, and other insurable risks. For the three months ended March 31, 2022 and 2021, the expense associated with insurance was approximately $1.6 million and $1.5 million, respectively.

Deferred compensation expense includes expense associated with awards granted to certain employees who provide service to us that vest over future service periods. The expense associated with these deferred compensation awards was approximately $1.4 million and $0.9 million for the three months ended March 31, 2022 and 2021, respectively.

For the three months ended March 31, 2022 and 2021, depreciation and amortization expense was approximately $17.5 million and $16.9 million, respectively.

For the three months ended March 31, 2022 and 2021, interest expense was approximately $14.6 million and $10.1 million, respectively. The increase in interest expense is attributable to increased debt related to the Pacific Northwest Contribution on November 17, 2021.

ANALYSIS OF INVESTMENTS IN UNCONSOLIDATED AFFILIATES

Our investments in unconsolidated affiliates include a 42.5% Class A ownership interest BOSTCO, a 30% ownership interest in Olympic Pipeline Company, a 51% ownership interest in SeaPort Midstream and a 50% ownership interest in Frontera. BOSTCO is a terminal facility located on the Houston Ship Channel that encompasses approximately 7.1 million barrels of distillate, residual and other black oil product storage. Class A and Class B ownership interests in BOSTCO share in cash distributions on a 96.5% and 3.5% basis, respectively. Class B ownership interests do not have voting rights and are not required to make capital investments. Olympic Pipeline Company is a 400-mile interstate refined petroleum products pipeline system running from Blaine, Washington to Portland, Oregon and a refined and renewable products terminal in Bayview, Washington. SeaPort Midstream is two terminal facilities located in Seattle, Washington and Portland, Oregon that encompasses approximately 1.3 million barrels of refined and renewable product storage. Frontera is a terminal facility located in Brownsville, Texas that encompasses approximately 1.7 million barrels of light petroleum product storage, as well as related ancillary facilities.

Earnings from investments in unconsolidated affiliates was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ 802	$ 1,490
Olympic Pipeline Company	2,183	1,306
SeaPort Midstream	162	119
Frontera	81	702
Total earnings from investments in unconsolidated affiliates	$ 3,228	$ 3,617

Additional capital investments in unconsolidated affiliates for the funding of growth projects was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ —	$ 2,380
Olympic Pipeline Company	—	—
SeaPort Midstream	—	—
Frontera	—	—
Additional capital investments in unconsolidated affiliates	$ —	$ 2,380

Cash distributions received from unconsolidated affiliates was as follows (in thousands):

	Three months ended March 31,	
	2022	2021
BOSTCO	$ 2,049	$ 2,296
Olympic Pipeline Company	2,467	815
SeaPort Midstream	—	—
Frontera	—	1,037
Cash distributions received from unconsolidated affiliates	$ 4,516	$ 4,148

LIQUIDITY AND CAPITAL RESOURCES

Our primary liquidity needs are to fund our debt service obligations, working capital requirements and capital projects, including additional investments and expansion, development and acquisition opportunities. We expect to fund any additional investments, capital projects and future expansion, development and acquisition opportunities with cash flows from operations and additional borrowings under our revolving credit facility.

Net cash provided by (used in) operating activities, investing activities and financing activities were as follows (in thousands):

	Three months ended March 31,	
	2022	2021
Net cash provided by operating activities	$ 3,490	$ 21,321
Net cash used in investing activities	$ (38,797)	$ (17,001)
Net cash provided by (used in) financing activities	$ 21,232	$ (1,603)

The approximately $17.8 million decrease in net cash provided by operating activities is primarily related to the timing of working capital requirements and increased interest expense related to the Pacific Northwest Contribution on November 17, 2021.

The approximately $21.8 million change in net cash used in investing activities is primarily related to a $25 million affiliate loan to our indirect parent, Pike Petroleum Holdings, LLC, on March 30, 2022.

Additional investments and expansion capital projects at our terminals have been approved and currently are, or will be, under construction with estimated completion dates through 2023. At March 31, 2022, the remaining expenditures to complete the approved projects are estimated to be approximately $30 million. These expenditures primarily relate to the construction costs associated with the expansion of our Southeast and West Coast operations.

The approximately $22.8 million change in net cash provided by (used in) financing activities is primarily related to an increase of approximately $19.0 million in net borrowings under our debt agreements to fund the $25 million affiliate loan to our indirect parent, Pike Petroleum Holdings, LLC, on March 30, 2022.

Credit agreement. On November 17, 2021, the Company and TransMontaigne Operating Company L.P., our wholly owned subsidiary, entered into the Credit Agreement ("Credit Agreement") for a $1 billion senior secured term loan and a $150 million revolving credit facility, with a letter of credit subfacility of $35 million. The senior secured term loan will mature on November 17, 2028 and the revolving credit facility will terminate (a) on November 14, 2025 in the event our 6.125% senior notes due in 2026 are not refinanced on or prior to such date or (b) in the event the senior notes have been refinanced on or prior to November 14, 2025, the earlier of (i) the new maturity date of the refinanced senior notes and (ii) November 17, 2026. Our obligations under the Credit Agreement are guaranteed by the Company, TransMontaigne Operating Company L.P. and all of its subsidiaries, and secured by a first priority security interest in favor of the lenders in substantially all of the Company's, TransMontaigne Operating Company L.P.'s and all of its subsidiaries' assets, including our investments in unconsolidated affiliates.

Proceeds from the $1 billion senior secured term loan were used as follows (in thousands):

Repayment of revolving credit facility	$ 351,700
Payment for Pacific Northwest Contribution	256,300
Repayment of SeaPort Financing term loan	198,200
Distribution to TLP Finance Holdings, LLC for debt service	174,200
Deferred debt issuance costs	19,600
Proceeds from senior secured term loan	$ 1,000,000

We may elect to have loans under the Credit Agreement bear interest, at either an adjusted LIBOR rate (subject to a 0.50% floor) plus an applicable margin of 3.50% or an alternate base rate plus an applicable margin of 2.50% per annum. We are also required to pay (i) a letter of credit fee of 3.50% per annum on the aggregate face amount of all outstanding letters of credit, (ii) to the issuing lender of each letter of credit, a fronting fee of no less than 0.125% per annum on the outstanding amount of each such letter of credit and (iii) commitment fees of 0.50% per annum on the daily unused amount of the revolving credit facility, in each case quarterly in arrears.

The Credit Agreement contains various covenants, including, but not limited to, limitations on the incurrence of indebtedness, permitted investments, liens on assets, making distributions, transactions with affiliates, mergers, consolidations, dispositions of assets and other provisions customary in similar types of agreements. The Credit Agreement requires compliance with (a) a debt service coverage ratio of no less than 1.1 to 1.0 and (b) if the aggregate outstanding amount of all revolving loans and drawn letters of credit exceeds an amount equal to 35% of the aggregate revolving commitments, a senior secured net leverage ratio of no greater than 6.75 to 1.00. We were in compliance with all financial covenants as of and during the three months ended March 31, 2022 and the year ended December 31, 2021.

If we were to fail a financial performance covenant, or any other covenant contained in the Credit Agreement, we would seek a waiver from our lenders under such facility. If we were unable to obtain a waiver from our lenders and the default remained uncured after any applicable grace period, we would be in breach of the Credit Agreement, and the lenders would be entitled to declare all outstanding borrowings immediately due and payable.

	Three months ended				Twelve months ending
	June 30, 2021	September 30, 2021	December 31, 2021	March 31, 2022	March 31, 2022
Financial performance covenant tests:					
Net earnings (loss)	$ 16,031	$ 15,928	$ (8,220)	$ 5,871	$ 29,610
Interest expense	10,378	10,249	11,947	14,573	47,147
Amortization of deferred debt issuance costs	971	982	7,721	1,008	10,682
State franchise taxes (income taxes)	403	479	371	415	1,668
Depreciation and amortization	17,138	17,149	17,252	17,500	69,039
Deferred compensation	356	355	14,191	1,444	16,346
One-time acquisition expenses	12	1,354	54	—	1,420
Proportionate share of unconsolidated affiliates' depreciation and amortization	3,888	3,879	4,028	4,076	15,871
Consolidated EBITDA (1)	$ 49,177	$ 50,375	$ 47,344	$ 44,887	$ 191,783
Maintenance capital				(3,255)	
Total				$ 41,632	
Debt service:					
Interest expense				$ 14,573	
Scheduled principal payments				2,500	
Total				$ 17,073	
Credit Agreement debt service coverage ratio (>1.1x)				**2.44 x**	

(1) Reflects the calculation of Consolidated EBITDA in accordance with the definition in the Credit Agreement.

Senior notes. On February 12, 2018, the Company and TLP Finance Corp., our wholly owned subsidiary, issued at par $300 million of 6.125% senior notes, due in 2026. The senior notes remain outstanding and the Company is voluntarily filing with the Securities and Exchange Commission pursuant to the covenants contained in the senior notes. The senior notes contain customary covenants (including those relating to our voluntary filing of this report and certain restrictions and obligations with respect to types of payments we may make, indebtedness we may incur, transactions we may pursue, or changes in our control) and customary events of default (including those relating to monetary defaults, covenant defaults, cross defaults and bankruptcy events). We may, at any time and from time to time, seek to retire or purchase our outstanding debt through cash purchases, open-market purchases, privately negotiated transactions or otherwise. Such repurchases, if any, will be upon such terms and at such prices as we may determine, and will depend on prevailing market conditions, our liquidity requirements, contractual restrictions and other factors. The amounts involved may be material.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The information contained in this Item 3 updates, and should be read in conjunction with, information set forth in Part II, Item 7A of our Annual Report on Form 10-K, filed on March 31, 2022 in addition to the interim unaudited consolidated financial statements, accompanying notes and Management's Discussion and Analysis of Financial Condition and Results of Operations presented in Part 1, Items 1 and 2 of this Quarterly Report on Form 10-Q. There are no material changes in the market risks faced by us from those reported in our Annual Report on Form 10-K for the year ended December 31, 2021.

Market risk is the risk of loss arising from adverse changes in market rates and prices. A principal market risk to which we are exposed is interest rate risk associated with borrowings under our senior secured term loan and revolving credit facility. Borrowings under our senior secured term loan and revolving credit facility bear interest at either an adjusted LIBOR rate (subject to a 0.50% floor) plus an applicable margin of 3.50% or an alternate base rate plus an applicable margin of 2.50% per annum. We have historically, on occasion, managed a portion of our interest rate risk with interest rate swaps, which reduced our exposure to changes in interest rates by converting variable interest rates to fixed interest rates. At March 31, 2022 and 2021, our derivative instruments were limited to interest rate swap agreements with an aggregate notional amount of $nil and $50 million, respectively. The interest rate swap agreements ended in November 2021. At March 31, 2022, we had outstanding borrowings of $997.5 million under our senior secured term loan and $32 million under our revolving credit facility. Based on the outstanding balance of our variable-interest-rate debt at March 31, 2022, assuming market interest rates increase or decrease by 100 basis points, the potential annual increase or decrease in interest expense is approximately $10.3 million.

We sell refined and renewable products to major fuel producers and marketers in the Pacific Northwest at our terminal operations in Tacoma and Seattle, Washington. Our direct exposure to changes in commodity prices is limited to these product sales and the value of product gains and losses arising from terminaling services agreements with certain customers, which accounts for a small portion of our revenue. We do not use derivative commodity instruments to manage the commodity risk associated with the product we may own at any given time.

ITEM 4. CONTROLS AND PROCEDURES

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed by us in the reports that we file or submit to the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended, is recorded, processed, summarized and reported within the time periods specified by the Commission's rules and forms, and that information is accumulated and communicated to the management of the Company, including the Company's principal executive and principal financial officer (whom we refer to as the Certifying Officers), as appropriate to allow timely decisions regarding required disclosure. The management of the Company evaluated, with the participation of the Certifying Officers, the effectiveness of our disclosure controls and procedures as of March 31, 2022, pursuant to Rule 13a-15(b) under the Exchange Act. Based upon that evaluation, the Certifying Officers concluded that, as of March 31, 2022, our disclosure controls and procedures were effective. There were no changes in our internal control over financial reporting that occurred during our most recently completed fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Part II. Other Information

ITEM 1. LEGAL PROCEEDINGS

See Part I, Item 1, Note 13 to our unaudited consolidated financial statements entitled "Legal proceedings" which is incorporated into this item by reference.

ITEM 1A. RISK FACTORS

In addition to the other information set forth in this report, you should carefully consider the risk factors and other cautionary statements described under the heading "Item 1A. Risk Factors" included in our Annual Report on Form 10-K filed on March 31, 2022, which could materially affect our business, financial condition, or future results. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially adversely affect our business, financial condition, or future results.

There have been no material changes from risk factors as previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2021, filed on March 31, 2022.

ITEM 6. EXHIBITS

Exhibit number	Description of exhibits
31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101	The following financial information from the Quarterly Report on Form 10-Q of TransMontaigne Partners LLC and subsidiaries for the quarter ended March 31, 2022, formatted in iXBRL (Inline eXtensible Business Reporting Language): (i) consolidated balance sheets, (ii) consolidated statements of operations, (iii) consolidated statements of equity, (iv) consolidated statements of cash flows and (v) notes to consolidated financial statements.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: May 11, 2022	**TransMontaigne Partners LLC**

By: /s/ Frederick W. Boutin
Frederick W. Boutin
Chief Executive Officer

By: /s/ Robert T. Fuller
Robert T. Fuller
Chief Financial Officer

Exhibit 31.1

Certification Pursuant to
Section 302 of the Sarbanes-Oxley Act of 2002

I, Frederick W. Boutin, Chief Executive Officer of TransMontaigne Partners LLC, a Delaware limited liability company (the "registrant"), certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of TransMontaigne Partners LLC for the fiscal quarter ended March 31, 2022;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 11, 2022

/s/ FREDERICK W. BOUTIN

Frederick W. Boutin
Chief Executive Officer

Exhibit 31.2

Certification Pursuant to
Section 302 of the Sarbanes-Oxley Act of 2002

I, Robert T. Fuller, Chief Financial Officer of TransMontaigne Partners LLC, a Delaware limited liability company (the “registrant”), certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of TransMontaigne Partners LLC for the fiscal quarter ended March 31, 2022;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

5. The registrant’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.

Date: May 11, 2022

/s/ Robert T. Fuller

Robert T. Fuller
Chief Financial Officer

Exhibit 32.1

Certification of Chief Executive Officer
Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002
(18 U.S.C. Section 1350)

The undersigned, the Chief Executive Officer of TransMontaigne Partners LLC, a Delaware limited liability company (the “Company”), hereby certifies that, to his knowledge on the date hereof:

(a) the Quarterly Report on Form 10-Q of the Company for the fiscal quarter ended March 31, 2022, filed on the date hereof with the Securities and Exchange Commission (the “Report”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(b) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ FREDERICK W. BOUTIN
Frederick W. Boutin
Chief Executive Officer
May 11, 2022

Certification of Chief Financial Officer
Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002
(18 U.S.C. Section 1350)

The undersigned, the Chief Financial Officer of TransMontaigne Partners LLC, a Delaware limited liability company (the "Company"), hereby certifies that, to his knowledge on the date hereof:

(a) the Quarterly Report on Form 10-Q of the Company for the fiscal quarter ended March 31, 2022, filed on the date hereof with the Securities and Exchange Commission (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(b) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ ROBERT T. FULLER
Robert T. Fuller
Chief Financial Officer
May 11, 2022