



NEWS RELEASE

Enbridge Income Fund Holdings Inc. Announces Second Quarter Results; Declares Monthly Dividend

HIGHLIGHTS

(all financial figures are unaudited and in Canadian dollars)

- Earnings for the second quarter ended June 30, 2013 totaled \$21.8 million (\$0.39 per common share); year-to-date earnings were \$42.9 million (\$0.78 per common share).
- The Fund's cash available for distribution (CAFD) increased 30% in the first six months of 2013 compared to the prior year primarily as a result of contributions from a portfolio of crude oil storage assets and renewable power generation assets acquired in December 2012.
- The Fund's credit facility was amended and extended for an additional year to 2016.
- A monthly dividend of \$0.11125 per common share was declared by the Company's Board of Directors to be paid on September 16, 2013.

CALGARY, ALBERTA, July 31, 2013 – Enbridge Income Fund Holdings Inc. (TSX: ENF.TO) (ENF or the Company) announced today earnings of \$21.8 million and \$42.9 million, for the three and six month periods ended June 30, 2013, respectively, reflecting the performance of its investment in Enbridge Income Fund (the Fund).

The Company's financial performance is a direct reflection of the Fund's ability to generate cash for distribution to its unitholders. The Fund's cash available for distribution (CAFD) totaled \$141.2 million for the six months ended June 30, 2013 compared with \$108.5 million in the prior year. The improvement in CAFD was primarily due to increased cash flow generated by the Hardisty Crude Oil Storage assets, Greenwich Wind Farm and Tilbury and Amherstburg Solar Farms following their acquisition in December 2012 (the 2012 Acquisition). CAFD also reflects cash flow from the Bakken Expansion Program which commenced service on March 1, 2013.

"The Fund continues to deliver solid financial results. Distributable cash flow in the second quarter of the year was up 30% when compared to the first six months of last year driven by our growing portfolio of diversified, reliable energy infrastructure assets," said John Whelen, President, Enbridge Income Fund Holdings Inc. "The Hardisty Terminals and Storage Caverns, Greenwich Wind Farm and Amherstburg and Tilbury Solar assets that were acquired at the end of last year are all performing in line with expectations and are proving to be great fit for the Fund.

"The Fund also saw a full quarter of cash flow contribution from the Bakken Expansion Program which went in to service on March 1 of this year," Mr. Whelen said. "Although crude oil differentials are impacting volumes, we continue to collect cash tolls under the firm take-or-pay contractual arrangements and expect that, as crude oil differentials continue to narrow, capacity utilization will increase."

The Company's Board of Directors declared a monthly cash dividend of \$0.11125 per common share to be paid on September 16, 2013 to shareholders of record at the close of business on September 3, 2013. The dividend is designated an eligible dividend for Canadian tax purposes which qualifies for the enhanced dividend tax credit.

SECOND QUARTER 2013 REVIEW

The unaudited financial statements and Management's Discussion and Analysis (MD&A) of both ENF and the Fund, which contain additional notes and disclosures, are available on the Company's website at www.enbridgeincomefund.com. We further draw your attention to Note 2 – Revision of Prior Period Financial Statements of the Fund's Consolidated Financial Statements as at and for the three and six months ended June 30, 2013 which discusses a non-cash revision to the comparative financial statements. These revisions were not material to the Fund's earnings in prior periods and did not impact the Fund's cash available for distribution.

- The Company's earnings for the second quarter ended June 30, 2013 were \$21.8 million (\$0.39 per common share) compared with \$14.3 million (\$0.36 per common share) for the second quarter ended June 30, 2012. Second quarter 2013 earnings reflected an 8% per unit increase in the Fund's distribution in December 2012 combined with the Company's increased ownership in the Fund which grew as a result of an investment in 11,982,000 trust units in connection with the financing of the December 2012 acquisition by the Fund and a further investment of 4,768,000 trust units in February 2013 in connection with an equity financing undertaken to further strengthen the Fund's balance sheet and financing flexibility.
- The Fund generated cash available for distribution of \$71.0 million and \$141.2 million for the three and six months ended June 30, 2013. CAFD for the six month period ended June 30, 2013 reflected cash flow generated by the Hardisty Crude Oil Storage assets, Greenwich Wind Farm and Tilbury and Amherstburg Solar Farms following the 2012 Acquisition. CAFD also reflected cash flow from the Bakken Expansion Program which was declared in service on March 1, 2013.
- In June 2013, the Fund amended its existing \$500.0 million credit facility with a syndicate of commercial banks, extending the maturity date to June 2016. Indebtedness drawn under this credit facility as of June 30, 2013 was \$25.0 million.
- On April 1, 2013, the Fund announced it concluded a settlement (the Settlement) with a group of shippers relating to new tolls on the Westspur System. Pursuant to the Settlement, the tolls on the Westspur System will be fixed and increased annually with reference to a pre-identified inflation index, subject to throughput remaining within a volume band close to volumes recently transported on the Westspur System. The Settlement resulted in the discontinuance of rate regulated accounting for the Westspur System, and the Fund recorded an after-tax write-off of approximately \$12 million in the first quarter of 2013 related to a deferred regulatory asset which will not be collected under the terms of the Settlement. At the request of certain shippers who did not execute the Settlement, the National Energy Board (NEB) has not removed the interim status from the historical tolls and has made the new tolls interim as well. As at July 30, 2013, the Fund continues to work with shippers to resolve the matter and finalize the tolls.
- The Company's Board of Directors declared monthly dividends of \$0.11125 per common share for each of April, May and June 2013. In addition, monthly dividends of \$0.11125 per common share were declared on July 15, 2013 and July 31, 2013 for payment to shareholders on August 15, 2013 and September 16, 2013, respectively.

ABOUT ENBRIDGE INCOME FUND HOLDINGS INC.

Enbridge Income Fund Holdings Inc. is a publicly traded corporation. The Company, through its investment in Enbridge Income Fund, holds high quality, low risk energy infrastructure assets. The Fund's assets include interests in more than 500 megawatts of renewable and alternative power generation capacity, a portfolio of liquids transportation and storage businesses and a 50% interest in the Canadian segment of the Alliance Pipeline. Information about Enbridge Income Fund Holdings Inc. is available on the Company's website at www.enbridgeincomefund.com.

FORWARD-LOOKING INFORMATION

In the interest of providing the Company's shareholders and potential investors with information about the Company and its investee, the Fund, and the Fund's subsidiaries and joint ventures, including management's assessment of the Company's and the Fund's future plans and operations, certain information provided in this News Release constitutes forward-looking statements or information (collectively, "forward-looking statements"). This information may not be appropriate for other purposes. Forward-looking statements are typically identified by words such as "anticipate", "expect", "project", "estimate", "forecast", "plan", "intend", "target", "believe" and similar words suggesting future outcomes or statements regarding an outlook. In particular, forward-looking statements include:

- *expected earnings or earnings per share;*
- *expected costs related to projects under construction;*
- *expected scope and in-service dates for projects under construction;*
- *expected timing and amount of recovery of capital costs of assets;*
- *expected capital expenditures;*
- *expected future dividends, Fund distributions and taxability thereof;*
- *the Fund's expected cash available for distribution; and*
- *expected future actions of regulators.*

Although the Company believes that these forward-looking statements are reasonable based on the information available on the date such statements are made and processes are used to prepare the information, such statements are not guarantees of future performance and readers are cautioned against placing undue reliance on forward-looking statements. By their nature, these statements involve a variety of assumptions, known and unknown risks and uncertainties and other factors, which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied by such statements. Material assumptions include assumptions about: the expected supply and demand for crude oil, natural gas, natural gas liquids and green energy; prices of crude oil, natural gas, natural gas liquids and green energy; expected exchange rates; inflation; interest rates; the availability and price of labour and construction materials; operational reliability; customer project approvals; maintenance of support and regulatory approval for the Fund's projects; anticipated in-service dates and weather. Assumptions regarding the expected supply and demand of crude oil, natural gas, natural gas liquids and green energy, and the prices of these commodities, are material to and underlay all forward-looking statements. These factors are relevant to all forward-looking statements as they may impact current and future levels of demand for the Fund's products and services. Similarly, exchange rates, inflation and interest rates impact the economies and business environments in which the Company and the Fund operates, may impact levels of demand for the Fund's products, services and cost of inputs, and are therefore inherent in all forward-looking statements. Due to the interdependencies and correlation of these macroeconomic factors, the impact of any one assumption on a forward-looking statement cannot be determined with certainty, particularly with respect to expected earnings and associated per unit or per share amounts, or estimated future distributions or dividends. The most relevant assumptions associated with forward-looking statements on projects under construction, including estimated in-service dates and expected capital expenditures, include: the availability and price of labour and construction materials; the effects of inflation on labour and material costs; the effects of interest rates on borrowing costs; and the impact of weather, customer and regulatory approvals on construction schedules.

The Company's forward-looking statements and forward looking statements with respect to the Fund are subject to risks and uncertainties pertaining to operating performance, regulatory parameters, project approval and support, weather, economic and competitive conditions, exchange rates, interest rates and commodity prices, including but not limited to those risks and uncertainties discussed in this News Release and in the Company's and the Fund's other filings with Canadian securities regulators. The impact of any one risk, uncertainty or factor on a particular forward-looking statement is not determinable with certainty as these are interdependent and the Company's and the Fund's future course of action depends on management's assessment of all information available at the relevant time. Except to the extent required by law, the Company and the Fund assume no obligation to publicly update or revise any forward-looking statements made in this News Release or otherwise, whether as a result of new information, future events or otherwise. All subsequent forward-looking statements whether written or oral, attributable to the Company or the Fund or persons acting on the Company's or the Fund's behalf, are expressly qualified in their entirety by these cautionary statements.

NON-GAAP MEASURES

This News Release contains references to the Fund's cash available for distribution (CAFD). CAFD represents the Fund's cash available to fund distributions on Fund Units and ECT Preferred Units as well as for debt repayments and reserves. This measure is important to shareholders as the Company's objective is to provide a predictable flow of dividends to shareholders and the Company's cash flows are derived from its investment in the Fund. CAFD is not a measure that has standardized meaning prescribed by United States Generally Accepted Accounting Principles (U.S. GAAP) and is not considered a GAAP measure. Therefore, this measure may not be comparable with similar measures presented by other issuers. The Fund's CAFD reconciliation is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2013	2012 ¹	2013	2012 ¹
(millions of Canadian dollars)				
Cash provided by operating activities	85.5	75.7	135.1	136.3
Add/(deduct):				
Retrospective pre-Acquisition cash flows ¹	-	(24.2)	-	(46.6)
Green Power maintenance capital expenditures	(0.4)	-	(0.5)	(0.2)
Green Power joint venture cash distributed/(retained)	-	0.8	(0.1)	1.0
Liquids Transportation and Storage maintenance capital expenditures	(1.1)	(2.5)	(2.2)	(4.2)
Change in operating assets and liabilities in the period	(13.0)	2.4	8.9	22.2
Cash available for distribution	71.0	52.2	141.2	108.5

¹ In accordance with U.S. GAAP, cash provided by operating activities for 2012 periods has been retrospectively adjusted to furnish comparative information related to the 2012 Acquisition. The impact of the retrospective adjustments has been eliminated from CAFD as these cash flows were not available to distribute to unitholders.

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SELECTED FINANCIAL AND OPERATING HIGHLIGHTS

ENBRIDGE INCOME FUND HOLDINGS INC.	Three months ended		Six months ended	
	June 30,		June 30,	
	2013	2012	2013	2012
<i>(millions of Canadian dollars, except share and per share amounts)</i>				
Earnings	21.8	14.3	42.9	28.6
Earnings per common share, basic and diluted	\$0.39	\$0.36	\$0.78	\$0.72
Cash provided by operating activities	28.0	13.9	45.4	25.6
Dividends declared	18.9	12.3	37.2	24.6
Dividends per common share	\$0.334	\$0.309	\$0.668	\$0.618
Number of common shares outstanding			56,491,000	39,741,000

ENBRIDGE INCOME FUND¹	Three months ended		Six months ended	
	June 30,		June 30,	
	2013	2012 ^{2,3}	2013	2012 ^{2,3}
<i>(millions of Canadian dollars, except unit and per unit amounts)</i>				
Earnings				
Green Power	27.6	20.5	53.7	43.9
Liquids Transportation and Storage	18.0	12.5	20.9	24.7
Alliance Canada	14.2	12.7	26.5	25.8
Corporate	(32.6)	(29.3)	(60.3)	(60.1)
Retrospective Adjustments ³	-	9.1	-	18.3
	27.2	25.5	40.8	52.6
Cash available for distribution ⁴				
Green Power	43.3	33.3	84.5	69.3
Liquids Transportation and Storage	33.9	19.0	67.0	38.2
Alliance Canada	17.1	17.8	35.0	36.0
Corporate	(23.3)	(17.9)	(45.3)	(35.0)
	71.0	52.2	141.2	108.5
Cash provided by operating activities ³	85.5	75.7	135.1	136.3
Cash distributions declared	55.7	37.4	110.1	74.8
Distributions per trust unit and ECT preferred unit	\$0.403	\$0.362	\$0.805	\$0.724
Number of units outstanding				
ECT preferred units			72,465,750	54,074,750
Trust units			65,991,000	49,241,000
Operating Results				
Green Power <i>(thousands of megawatt hours produced)</i>				
Wind Projects	274.0	185.3	628.3	483.5
Solar Projects	49.1	45.3	73.0	68.3
Waste Heat Projects	16.2	16.5	35.4	36.1
Liquids Transportation and Storage <i>(thousands of barrels per day)</i>				
Westspur System	158.1	173.4	159.7	194.3
Saskatchewan Gathering System	113.2	128.8	112.6	137.5
Weyburn System	30.8	31.9	31.3	31.9
Virden System	22.3	23.4	23.5	24.0
Bakken Expansion	5.9	-	3.0	-
Alliance Canada <i>(millions of cubic feet per day)</i>	1,554.0	1,536.0	1,593.0	1,582.0

¹ Financial Highlights for Enbridge Income Fund have been extracted from consolidated financial statements prepared in accordance with U.S. GAAP.

² Earnings for the three and six months ended June 30, 2012 have been revised. See Note 2 of the consolidated financial statements of Enbridge Income Fund for the three and six months ended June 30, 2013.

³ In accordance with U.S. GAAP, earnings and cash provided by operating activities for all 2012 periods have been retrospectively adjusted to furnish comparative information related to the 2012 Acquisition. Financing charges have not been retrospectively adjusted. The impact of the retrospective adjustments has been eliminated from CAFD as these cash flows were not available to distribute to unitholders.

⁴ See Non-GAAP Measures.