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and on behalf of the People of the State of California

17 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
18 **IN AND FOR THE COUNTY OF SAN MATEO**

17CIV03222

19 THE COUNTY OF SAN MATEO, individually
20 and on behalf of THE PEOPLE OF THE
STATE OF CALIFORNIA,

Case No.

COMPLAINT FOR:

21 **Plaintiff,**
22 vs.
23 CHEVRON CORP.; CHEVRON U.S.A. INC.;
24 EXXONMOBIL CORP.; BP P.L.C.; BP
AMERICA, INC.; ROYAL DUTCH SHELL
25 PLC; SHELL OIL PRODUCTS COMPANY
LLC; CITGO PETROLEUM CORP.;
26 CONOCOPHILLIPS; CONOCOPHILLIPS
COMPANY; PHILLIPS 66; PEABODY
27 ENERGY CORP.; TOTAL E&P USA INC.;
TOTAL SPECIALTIES USA INC.; ARCH
28 COAL, INC.; ENI S.p.A.; ENI OIL & GAS

1. PUBLIC NUISANCE ON BEHALF OF THE PEOPLE OF THE STATE OF CALIFORNIA;
2. PUBLIC NUISANCE;
3. STRICT LIABILITY – FAILURE TO WARN;
4. STRICT LIABILITY – DESIGN DEFECT;
5. PRIVATE NUISANCE;
6. NEGLIGENCE;
7. NEGLIGENCE – FAILURE TO WARN; and
8. TRESPASS.

JURY TRIAL DEMANDED

FILED
SAN MATEO COUNTY
JUL 17 2017
CLERK of the Superior Court
[Signature]

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CMP
Complaint
607078



FILE VIA FAX

1 INC.; RIO TINTO PLC; RIO TINTO LTD.;
2 RIO TINTO ENERGY AMERICA INC.; RIO
3 TINTO MINERALS, INC.; RIO TINTO
4 SERVICES INC.; STATOIL ASA;
5 ANADARKO PETROLEUM CORP.;
6 OCCIDENTAL PETROLEUM CORP.;
7 OCCIDENTAL CHEMICAL CORP.; REPSOL
8 S.A.; REPSOL ENERGY NORTH AMERICA
9 CORP.; REPSOL TRADING USA CORP.;
10 MARATHON OIL COMPANY; MARATHON
11 OIL CORPORATION; MARATHON
12 PETROLEUM CORP.; HESS CORP.; DEVON
13 ENERGY CORP.; DEVON ENERGY
14 PRODUCTION COMPANY, L.P.; ENCANA
15 CORP.; APACHE CORP.; and DOES 1
16 through 100, inclusive,

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Defendants.

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1 **I. INTRODUCTION**

2 1. Defendants, major corporate members of the fossil fuel industry, have known for
3 nearly a half century that unrestricted production and use of their fossil fuel products create
4 greenhouse gas pollution that warms the planet and changes our climate. They have known for
5 decades that those impacts could be catastrophic and that only a narrow window existed to take
6 action before the consequences would not be reversible. They have nevertheless engaged in a
7 coordinated, multi-front effort to conceal and deny their own knowledge of those threats, discredit
8 the growing body of publicly available scientific evidence, and persistently create doubt in the
9 minds of customers, consumers, regulators, the media, journalists, teachers, and the public about
10 the reality and consequences of the impacts of their fossil fuel pollution. At the same time,
11 Defendants have promoted and profited from a massive increase in the extraction and consumption
12 of oil, coal, and natural gas, which has in turn caused an enormous, foreseeable, and avoidable
13 increase in global greenhouse gas pollution and a concordant increase in the concentration of
14 greenhouse gases,¹ particularly carbon dioxide (“CO₂”) and methane, in the Earth’s atmosphere.
15 Those disruptions of the Earth’s otherwise balanced carbon cycle have substantially contributed
16 to a wide range of dire climate-related effects, including global warming, rising atmospheric and
17 ocean temperatures, ocean acidification, melting polar ice caps and glaciers, more extreme and
18 volatile weather, and sea level rise.² Plaintiffs, the People of the State of California and San Mateo
19 County,³ along with the County’s residents, taxpayers, and infrastructure, suffer the consequences.

20 2. Defendants are vertically integrated extractors, producers, refiners, manufacturers,
21 distributors, promoters, marketers, and sellers of fossil fuel products. Decades of scientific
22 research show that pollution from the production and use of Defendants’ fossil fuel products plays
23

24 ¹ As used in this Complaint, “greenhouse gases” refers collectively to carbon dioxide, methane, and nitrous oxide.
25 Where a source refers to a specific gas or gases, or when a process relates only to a specific gas or gases, this
26 Complaint refers to them by name.

26 ² Exhibit A, attached to this Complaint, is a timeline highlighting information alleged in the paragraphs below. The
27 timeline illustrates what the fossil fuel companies knew, when they knew it, and what they failed to do to prevent the
28 environmental effects that are now imposing real costs on people and communities around the country. The
information comes from key industry documents and other sources.

³ As used in this Complaint, “San Mateo County” refers to all areas within the geographic boundaries of the County,
including incorporated towns and cities.

1 a direct and substantial role in the unprecedented rise in emissions of greenhouse gas pollution and
2 increased atmospheric CO₂ concentrations since the mid-20th century. This dramatic increase in
3 atmospheric CO₂ and other greenhouse gases is the main driver of the gravely dangerous changes
4 occurring to the global climate.

5 3. Anthropogenic (human-caused) greenhouse gas pollution, primarily in the form of
6 CO₂, is far and away the dominant cause of global warming and sea level rise.⁴ The primary source
7 of this pollution is the extraction, production and consumption of coal, oil, and natural gas, referred
8 to collectively in this Complaint as “fossil fuel products.”⁵

9 4. The rate at which Defendants have extracted and sold fossil fuel products has
10 exploded since the Second World War, as have emissions from those products. The substantial
11 majority of all greenhouse gas emissions in history has occurred since the 1950s, a period known
12 as the “Great Acceleration.”⁶ About three quarters of all industrial CO₂ emissions in history have
13 occurred since the 1960s,⁷ and more than half have occurred since the late 1980s.⁸ The annual rate
14 of CO₂ emissions from production, consumption and use of fossil fuels has increased by more than
15 60% since 1990.⁹

16 5. Defendants have known for nearly 50 years that greenhouse gas pollution from their
17 fossil fuel products has a significant impact on the Earth’s climate and sea levels. Defendants’
18 awareness of the negative implications of their own behavior corresponds almost exactly with the
19 Great Acceleration, and with skyrocketing greenhouse gas emissions. With that knowledge,

21 ⁴See IPCC, 2014: Climate Change 2014: Synthesis Report. Contribution of Working Groups I, II and III to the Fifth
22 Assessment Report of the Intergovernmental Panel on Climate Change [Core Writing Team, R.K. Pachauri and L.A.
Meyer (eds.)]. IPCC, Geneva, Switzerland. Page 6, Figure SMP.3, <https://www.ipcc.ch/report/ar5/syr/>.

23 ⁵ See C. Le Quéré et al., Global Carbon Budget 2016, *Earth Syst. Sci. Data* 8, 632 (2016), <http://www.earth-syst-sci-data.net/8/605/2016/>. Cumulative emissions since the beginning of the industrial revolution to 2015 were 413 GtC
24 attributable to fossil fuels, and 190 GtC attributable to land use change. *Id.* Global CO₂ emissions from fossil fuels
and industry remained nearly constant at 9.9 GtC in 2015, distributed among coal (41 %), oil (34 %), gas (19 %),
25 cement (5.6 %), and gas flaring (0.7 %). *Id.* at 629.

26 ⁶ Will Steffen et al., The Trajectory of the Anthropocene: The Great Acceleration (2015),
<http://journals.sagepub.com/doi/abs/10.1177/2053019614564785>.

27 ⁷ R. J. Andres et al., A synthesis of carbon dioxide emissions from fossil-fuel combustion, *Biogeosciences*, 9, 1851
(2012), <http://www.biogeosciences.net/9/1845/2012/>.

28 ⁸ R. J. Andres et al., A synthesis of carbon dioxide emissions from fossil-fuel combustion, *Biogeosciences*, 9, 1851
(2012), <http://www.biogeosciences.net/9/1845/2012/>.

⁹ C. Le Quéré et al., Global Carbon Budget 2016, *Earth Syst. Sci. Data* 8, 630 (2016), <http://www.earth-syst-sci-data.net/8/605/2016/>.

1 Defendants took steps to protect their own assets from these threats through immense internal
2 investment in research, infrastructure improvements, and plans to exploit new opportunities in a
3 warming world.

4 6. Instead of working to reduce the use and combustion of fossil fuel products, lower
5 the rate of greenhouse gas emissions, minimize the damage associated with continued high use
6 and combustion of such products, and ease the transition to a lower carbon economy, Defendants
7 concealed the dangers, sought to undermine public support for greenhouse gas regulation, and
8 engaged in massive campaigns to promote the ever-increasing use of their products at ever greater
9 volumes. Thus, each Defendant's conduct has contributed substantially to the buildup of CO₂ in
10 the environment that drives sea level rise.

11 7. Defendants are directly responsible for 227.6 gigatons of CO₂ emissions between
12 1965 and 2015, representing 20.3% of total emissions of that potent greenhouse gas during that
13 period. Accordingly, Defendants are directly responsible for a substantial portion of committed
14 sea level rise (that is, sea level rise that will occur even in the absence of any future emissions)
15 because of the consumption of their fossil fuel products.

16 8. Extreme flooding events will more than double in frequency on California's Pacific
17 coast by 2050.¹⁰ Flooding and storms will become more frequent and more severe, and average
18 sea level will rise substantially along California's coast, and in the San Francisco Bay Area
19 including San Mateo County. The County, bordered on two sides by water and among the most
20 vulnerable counties to sea level rise in California, has already spent millions of dollars to study
21 and mitigate the effects of global warming. Sea level rise already adversely affects the County and
22 jeopardizes San Mateo's sewer systems, beaches, parks, roads, civil infrastructure, and essential
23 public services, and communities.

24
25
26 ¹⁰ Sean Vitousek et al., Doubling of coastal flooding frequency within decades due to sea-level rise, Scientific
27 Reports, (May 18, 2017) ("Only 10 cm of SLR doubles the flooding potential in high-latitude regions with small
28 shape parameters, notably the North American west coast (including the major population centers Vancouver,
Seattle, San Francisco, and Los Angeles), and the European Atlantic coast."); USGS, In Next Decades, Frequency of
Coastal Flooding Will Double Globally (May 18, 2017), <https://www.usgs.gov/news/next-decades-frequency-coastal-flooding-will-double-globally>.

1 9. Defendants’ production, promotion, marketing, and use of fossil fuel products,
2 simultaneous concealment of the known hazards of those products, and their championing of anti-
3 regulation and anti-science campaigns, actually and proximately caused Plaintiffs’ injuries.

4 10. Accordingly, the County brings claims against Defendants for Public Nuisance on
5 behalf of the People of California as well as itself, Strict Liability for Failure to Warn, Strict
6 Liability for Design Defect, Private Nuisance, Negligence, Negligent Failure to Warn,
7 and Trespass.

8 11. By this action, the County seeks to ensure that the parties responsible for sea level
9 rise bear the costs of its impacts on the County, rather than Plaintiffs, local taxpayers or residents.

10 **II. PARTIES**

11 **A. Plaintiffs**

12 12. Plaintiff, the People of the State of California (“the People”), by and through the
13 County Counsel of San Mateo County, brings this suit pursuant to Code of Civil Procedure section
14 731, and Civil Code sections 3479, 3480, 3491, and 3494, to abate the nuisance caused by sea
15 level rise in the County’s jurisdiction.

16 13. Plaintiff County of San Mateo (“the County” or “San Mateo”) is a political
17 subdivision of the State of California. The County is located in the San Francisco Bay Area on the
18 central portion of the San Francisco Peninsula, with its county seat in Redwood City.

19 a. The County is bordered by water on two sides, with the San Francisco Bay
20 to the East, and the Pacific Ocean to the West, and contains approximately 109 total miles of
21 ocean-and bay-adjacent coastline.

22 b. Sea level has already risen significantly along both the County’s ocean side
23 and bay side. The County anticipates and is planning for significant sea level rise over 1992 levels
24 by the year 2100,¹¹ and the State of California projects possible sea level rise well above the
25

26
27 _____
28 ¹¹ County of San Mateo, Sea Level Rise Vulnerability Assessment, Public Draft, p. 26 (April 2017),
<http://seachangesmc.com/current-efforts/vulnerability-assessment/>.

1 County's estimates in that same period under a "business-as-usual" emissions scenario.¹²

2 c. The sea level rise impacts on the County associated with an increase in
3 average mean sea level height include, but are not limited to, increased inundation (permanent)
4 and flooding (temporary) in natural and built environments with higher tides and intensified wave
5 and storm surge events; aggravated wave impacts, including erosion, damage, and destruction of
6 built structures, as well as natural features like cliffs, beaches and dunes, with consequent
7 landslides; changes in sediment supply that could alter or destroy natural coastal habitats like
8 beaches and wetlands, which would otherwise naturally mitigate sea level rise impacts; saltwater
9 intrusion on groundwater aquifers, agricultural land, and infrastructure; and magnification of other
10 climate change impacts, due to the superimposition on sea level rise on shifts in precipitation
11 patterns that result in more rain and attendant flooding; increased frequency and severity of storms
12 that cause erosion, flooding, and temporary sea level rise increases; and others. Compounding
13 these environmental impacts are cascading social and economic impacts, which are secondary and
14 tertiary injuries that arise out of physical sea-level rise injuries to the County.

15 d. Accounting for population increases over that time (by the year 2100), San
16 Mateo is the only county on the West Coast with more than 100,000 residents at risk of three feet
17 of sea level rise.¹³

18 e. The County owns and operates civil infrastructure including, but not limited
19 to levees, stormwater and sewage transport systems, an airport, and roads. The County owns, leases
20 and/or controls real property within its jurisdiction. Much of the County's infrastructure and real
21 property is on or near the Pacific Ocean and San Francisco Bay coasts, and has already suffered
22 damage from rising sea levels and will suffer increasing damage in the future through rising sea
23 levels and through the exacerbation of natural climate phenomena such as coastal erosion and El
24 Niño.

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26
27 ¹² Gary Griggs et al., Rising Seas in California: An Update on Sea-Level Rise Science, California Ocean Science
Trust, p. 26, Table 1(b) (April 2017), <http://www.opc.ca.gov/webmaster/ftp/pdf/docs/rising-seas-in-california-an-update-on-sea-level-rise-science.pdf>.

28 ¹³ County of San Mateo, Sea Level Rise Vulnerability Assessment, Public Draft, p. 29 (April 2017),
<http://seachangesmc.com/current-efforts/vulnerability-assessment/>.

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B. Defendants

14. Defendants' are responsible for a substantial portion of the total greenhouse gases emitted between 1965 and 2015. Defendants, individually and collectively, are responsible for extracting, refining, processing, producing, promoting and marketing fossil fuel products, the normal and intended use of which has led to the emission of a substantial percentage of the total volume of greenhouse gases released into the atmosphere since 1965. Indeed, between 1965 and 2015, the named Defendants extracted from the earth enough fossil fuel materials (i.e. crude oil, coal, and natural gas) to account for more than one in every five tons of CO₂ and methane emitted worldwide. Accounting for their wrongful promotion and marketing activities, Defendants bear a dominant responsibility for global warming generally and for Plaintiffs' injuries in particular.

15. When reference in this complaint is made to an act or omission of the Defendants, unless specifically attributed or otherwise stated, such references should be interpreted to mean that the officers, directors, agents, employees, or representatives of the Defendants committed or authorized such an act or omission, or failed to adequately supervise or properly control or direct their employees while engaged in the management, direction, operation or control of the affairs of Defendants, and did so while acting within the scope of their employment or agency.

16. Chevron Entities

a. Chevron Corporation is a multi-national, vertically integrated energy and chemicals company incorporated in the State of Delaware, with its global headquarters and principal place of business in San Ramon, California.

b. Chevron U.S.A., Inc. is a Pennsylvania Corporation with its principal place of business located in San Ramon, California. Chevron USA is a wholly owned subsidiary of Chevron Corporation.

c. "Chevron" as used hereafter, means collectively, Defendants Chevron Corp. and Chevron U.S.A., Inc.

d. Chevron operates through a web of U.S. and international subsidiaries at all levels of the fossil fuel supply chain. Chevron's and its subsidiaries' operations consist of

1 exploring for, developing, and producing crude oil and natural gas; processing, liquefaction,
2 transportation, and regasification associated with liquefied natural gas; transporting crude oil by
3 major international oil export pipelines; transporting, storage, and marketing of natural gas;
4 refining crude oil into petroleum products; marketing of crude oil and refined products;
5 transporting crude oil and refined products by pipeline, marine vessel, motor equipment and rail
6 car; basic and applied research in multiple scientific fields including of chemistry, geology, and
7 engineering; and manufacturing and marketing of commodity petrochemicals, plastics for
8 industrial uses, and fuel and lubricant additives.

9 17. **ExxonMobil Corporation**

10 a. ExxonMobil Corporation (“Exxon”) is a multi-national, vertically
11 integrated energy and chemicals company incorporated in the State of New Jersey with its
12 headquarters and principal place of business in Irving, Texas. Exxon is among the largest publicly
13 traded international oil and gas companies in the world.

14 b. Exxon consists of numerous divisions and affiliates in all areas of the fossil
15 fuel industry, including exploration for and production of crude oil and natural gas; manufacture
16 of petroleum products; and transportation, marketing, and sale of crude oil, natural gas, and
17 petroleum products. Exxon is also a major manufacturer and marketer of commodity
18 petrochemical products.

19 c. Exxon does substantial fossil fuel product related business in California,
20 and a substantial portion of its fossil fuel products are extracted, refined, transported, traded,
21 distributed, marketed and/or sold in California. Among other operations, more than 540 Exxon-,
22 Mobil-, or Esso-branded gas stations operate throughout the state, and Exxon owns and operates a
23 petroleum storage and transport facility in the San Ardo Oil Field in San Ardo, Monterey County,
24 California. From 1966 to 2016, Exxon owned and operated an oil refinery in Torrance, Los
25 Angeles County, California. Exxon Co. USA, an ExxonMobil subsidiary, operated a petroleum
26 refinery in Benicia, Solano County, California, from 1968 to 2000.

1 18. **BP Entities**

2 a. BP P.L.C. is a multi-national, vertically integrated energy and
3 petrochemical public limited company, registered in England and Wales with its principal place of
4 business in London, England. BP P.L.C. consists of three main operating segments: (1) exploration
5 and production, (2) refining and marketing, and (3) gas power and renewables.

6 b. BP P.L.C. does substantial fossil-fuel related business in the United States,
7 by marketing through licensure; franchising its petroleum products in the U.S. under the BP,
8 ARCO and ARAL brands; and by operating oil and gas extraction and refining projects in the Gulf
9 of Mexico, Alaska, Arkansas, Colorado, New Mexico, Oklahoma, Texas, and Wyoming.

10 c. BP America, Inc., is a wholly-owned subsidiary of BP P.L.C. BP America
11 Inc. is a vertically integrated energy and petrochemical company incorporated in the State of
12 Delaware with its headquarters and principal place of business in Houston, Texas. BP America,
13 Inc., consists of numerous divisions and affiliates in all aspects of the fossil fuel industry, including
14 exploration for and production of crude oil and natural gas; manufacture of petroleum products;
15 and transportation, marketing, and sale of crude oil, natural gas, and petroleum products. BP is
16 also a major manufacturer and marketer of commodity petrochemical products. BP America Inc.
17 is registered to do business in the State of California and has a registered agent for service of
18 process with the California Secretary of State.

19 d. Defendants BP P.L.C. and BP America, Inc. are collectively referred to
20 herein as "BP."

21 e. BP does substantial fossil fuel product-related business in California, and a
22 substantial portion of its fossil fuel products are extracted, refined, transported, traded, distributed,
23 marketed, and/or sold in California. Among other operations, BP operates 275 ARCO-licensed
24 and branded gas stations in California and more than 70 compressed natural gas and liquefied
25 natural gas fueling stations, provides natural gas used to power more than 6.9 million California
26 households, and distributes and markets petroleum-based lubricants marketed under the "Castrol"
27 brand name throughout the state. From 2000 to 2013, BP also owned and operated an oil refinery
28 in Carson, Los Angeles County, California. BP's marketing and trading business maintains an

1 office in Irvine, Orange County, California. BP maintains an energy research center in San Diego,
2 San Diego County, California.

3 19. **Shell Entities**

4 a. Royal Dutch Shell PLC is a vertically integrated, multinational energy and
5 petrochemical company. Royal Dutch Shell is incorporated in England and Wales, with its
6 headquarters and principle place of business in the Hague, Netherlands. Royal Dutch Shell PLC
7 consists of numerous divisions, subsidiaries and affiliates engaged in all aspects of the fossil fuel
8 industry, including exploration, development, extraction, manufacturing and energy production,
9 transport, trading, marketing and sales.

10 b. Shell Oil Products Company LLC is a wholly-owned subsidiary of Royal
11 Dutch Shell PLC. Shell Oil Products Company LLC is incorporated in the State of Delaware and
12 maintains its principal place of business in Houston, Texas. Shell Oil Products Company LLC is
13 registered to do business in the State of California and has a registered agent for service of process
14 in California. Shell Oil Products Company LLC is an energy and petrochemical company involved
15 in refining, transportation, distribution and marketing of Shell fossil fuel products.

16 c. Defendants Royal Dutch Shell PLC and Shell Oil Products Company LLC
17 are collectively referred to as "Shell."

18 d. Shell does substantial fossil fuel product-related business in California, and
19 a substantial portion of its fossil fuel products are extracted, refined, transported, traded,
20 distributed, marketed and/or sold in California. Among other endeavors, Shell operates a
21 petroleum refinery in Martinez, Contra Costa County, California; operates a distribution center in
22 Carson, California; and produces heavy oil and natural gas within the state. Shell also owned and
23 operated a refinery in Wilmington (Los Angeles), Los Angeles County, California from 1998 to
24 2007, and a refinery in Bakersfield, Kern County, California from 2001 to 2005. Shell also operates
25 hundreds of Shell-branded gas stations in California.

26 20. **Citgo Petroleum Corporation ("Citgo")**

27 a. Citgo is a direct, wholly owned subsidiary of PDV America, Incorporated,
28 which is a wholly owned subsidiary of PDV Holding, Incorporated. These organizations' ultimate

