

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 City 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, and
7 Trespass.

8 11. By this action, the City seeks to ensure that the parties responsible for sea level rise,
9 and not Plaintiffs, local taxpayers and residents, bear the costs.

10 **II. PARTIES**

11 **A. Plaintiffs**

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

16 13. Plaintiff City of Imperial Beach (“Imperial Beach” or “the City”), a municipal
17 corporation, is a political subdivision of the State of California. It is a city located in southwestern
18 San Diego County.

19 a. The City is bordered by water on three sides, with the Pacific Ocean to the
20 West, San Diego Bay and Otay River to the North, and the Tijuana River and Estuary to the
21 South.¹¹

22 b. Sea level has already risen significantly along both the City’s ocean side
23 and Bay side. The City anticipates and is planning for significant and destructive sea level rise by
24 the year 2100.¹²

25 c. The sea level rise impacts on the City associated with an increase in average
26 mean sea level height include, but are not limited to, increased inundation (permanent) and
27

28 ¹¹ Revell Coastal, 2016 City of Imperial Beach Sea Level Rise Assessment (September 2016) p. 1-2.

¹² Revell Coastal, 2016 City of Imperial Beach Sea Level Rise Assessment (September 2016) p. 1-3.

1 flooding (temporary) in natural and built environments with higher tides and intensified wave and
2 storm surge events; aggravated wave impacts, including erosion, damage, and destruction of built
3 structures, as well as natural features like cliffs, beaches and dunes, with consequent landslides;
4 changes in sediment supply that could alter or destroy natural coastal habitats like beaches and
5 wetlands, which would otherwise naturally mitigate sea level rise impacts; saltwater intrusion on
6 groundwater aquifers, agricultural land, and infrastructure; and magnification of other climate
7 change impacts, due to the superimposition on sea level rise on shifts in precipitation patterns that
8 result in more rain and attendant flooding; increased frequency and severity of storms that cause
9 erosion, flooding, and temporary sea level rise increases; and others. Compounding these
10 environmental impacts are cascading social and economic impacts, which are secondary and
11 tertiary injuries to the City that will arise out of localized sea level rise-related damage.

12 d. The City's civil infrastructure that will be impacted by climate change and
13 consequent sea level rise includes, but is not limited to, stormwater and sewage transport systems;
14 roads, bike paths and public transit facilities; schools; and real property, such as beaches and parks
15 and related infrastructure; that are on or near the Pacific Ocean, and which have already suffered
16 damage from rising sea levels and will suffer increasing damage in the future through rising sea
17 levels and through the exacerbation of natural climate phenomena such as coastal erosion and El
18 Niño.

19 **B. Defendants**

20 14. Defendants' are responsible for a substantial portion of the total greenhouse gases
21 emitted between 1965 and 2015. Defendants, individually and collectively, are responsible for
22 extracting, refining, processing, producing, promoting and marketing fossil fuel products, the
23 normal and intended use of which has led to the emission of a substantial percentage of the total
24 volume of greenhouse gases released into the atmosphere since 1965. Indeed, between 1965 and
25 2015, the named Defendants extracted from the earth enough fossil fuel materials (i.e. crude oil,
26 coal, and natural gas) to account for more than one in every five tons of CO₂ and methane emitted
27 worldwide. Accounting for their wrongful promotion and marketing activities, Defendants bear a
28 dominant responsibility for global warming generally and for Plaintiffs' injuries in particular.

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

7 16. **Chevron Entities**

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

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

14 c. “Chevron” as used hereafter, means collectively, Defendants Chevron
15 Corp. and Chevron U.S.A. Inc.

16 d. Chevron operates through a web of U.S. and international subsidiaries at all
17 levels of the fossil fuel supply chain. Chevron’s and its subsidiaries’ operations consist of
18 exploring for, developing, and producing crude oil and natural gas; processing, liquefaction,
19 transportation, and regasification associated with liquefied natural gas; transporting crude oil by
20 major international oil export pipelines; transporting, storage, and marketing of natural gas;
21 refining crude oil into petroleum products; marketing of crude oil and refined products;
22 transporting crude oil and refined products by pipeline, marine vessel, motor equipment and rail
23 car; basic and applied research in multiple scientific fields including of chemistry, geology, and
24 engineering; and manufacturing and marketing of commodity petrochemicals, plastics for
25 industrial uses, and fuel and lubricant additives.

26 17. **ExxonMobil Corporation**

27 a. ExxonMobil Corporation (“Exxon”) is a multi-national, vertically
28 integrated energy and chemicals company incorporated in the State of New Jersey with its

1 headquarters and principal place of business in Irving, Texas. Exxon is among the largest publicly
2 traded international oil and gas companies in the world.

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

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

16 18. **BP Entities**

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

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

25 c. BP America, Inc., is a wholly-owned subsidiary of BP P.L.C. BP America
26 Inc. is a vertically integrated energy and petrochemical company incorporated in the State of
27 Delaware with its headquarters and principal place of business in Houston, Texas. BP America,
28 Inc., consists of numerous divisions and affiliates in all aspects of the fossil fuel industry, including

1 exploration for and production of crude oil and natural gas; manufacture of petroleum products;
2 and transportation, marketing, and sale of crude oil, natural gas, and petroleum products. BP is
3 also a major manufacturer and marketer of commodity petrochemical products. BP America Inc.
4 is registered to do business in the State of California and has a registered agent for service of
5 process with the California Secretary of State.

6 d. Defendants BP P.L.C. and BP America, Inc. are collectively referred to
7 herein as “BP.”

8 e. BP does substantial fossil fuel product-related business in California, and a
9 substantial portion of its fossil fuel products are extracted, refined, transported, traded, distributed,
10 marketed, and/or sold in California. Among other operations, BP operates 275 ARCO-licensed
11 and branded gas stations in California and more than 70 compressed natural gas and liquefied
12 natural gas fueling stations, provides natural gas used to power more than 6.9 million California
13 households, and distributes and markets petroleum-based lubricants marketed under the “Castrol”
14 brand name throughout the state. From 2000 to 2013, BP also owned and operated an oil refinery
15 in Carson, Los Angeles County, California. BP’s marketing and trading business maintains an
16 office in Irvine, Orange County, California. BP maintains an energy research center in San Diego,
17 San Diego County, California.

18 19. **Shell Entities**

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

25 b. Shell Oil Products Company LLC is a wholly-owned subsidiary of Royal
26 Dutch Shell PLC. Shell Oil Products Company LLC is incorporated in the State of Delaware and
27 maintains its principal place of business in Houston, Texas. Shell Oil Products Company LLC is
28 registered to do business in the State of California and has a registered agent for service of process

1 in California. Shell Oil Products Company LLC is an energy and petrochemical company involved
2 in refining, transportation, distribution and marketing of Shell fossil fuel products.

3 c. Defendants Royal Dutch Shell PLC and Shell Oil Products Company LLC
4 are collectively referred to as “Shell.”

5 d. Shell does substantial fossil fuel product-related business in California, and
6 a substantial portion of its fossil fuel products are extracted, refined, transported, traded,
7 distributed, marketed and/or sold in California. Among other endeavors, Shell operates a
8 petroleum refinery in Martinez, Contra Costa County, California; operates a distribution center in
9 Carson, California; and produces heavy oil and natural gas within the state. Shell also owned and
10 operated a refinery in Wilmington (Los Angeles), Los Angeles County, California from 1998 to
11 2007, and a refinery in Bakersfield, Kern County, California from 2001 to 2005. Shell also operates
12 hundreds of Shell-branded gas stations in California.

13 20. **Citgo Petroleum Corporation (“Citgo”)**

14 a. Citgo is a direct, wholly owned subsidiary of PDV America, Incorporated,
15 which is a wholly owned subsidiary of PDV Holding, Incorporated. These organizations’ ultimate
16 parent is Petroleos de Venezuela, S.A. (“PDVSA”), an entity wholly owned by the Republic of
17 Venezuela that plans, coordinates, supervises and controls activities carried out by its subsidiaries.
18 Citgo is incorporated in the State of Delaware and maintains its headquarters in Houston, Texas.

19 b. Citgo and its subsidiaries are engaged in the refining, marketing, and
20 transportation of petroleum products including gasoline, diesel fuel, jet fuel, petrochemicals,
21 lubricants, asphalt, and refined waxes.

22 c. Citgo is registered to do business in the State of California and has
23 designated an agent for service of process in California. Citgo further does substantial fossil fuel
24 product-related business in California, and a substantial portion of its fossil fuel products are
25 extracted, refined, transported, traded, distributed, marketed, and/or sold in California. For
26 instance, Citgo sells significant volumes of fossil-fuel derived consumer motor oils and automobile
27 lubricants through retail and wholesale distributors. Citgo further sells a wide variety of greases
28 and oils for use in construction, mining, agricultural, and metalworking machinery and vehicles,

1 and in many other industrial and commercial settings, through licensed distributors in California.

2 21. **ConocoPhillips Entities**

3 a. ConocoPhillips is a multinational energy company incorporated in the State
4 of Delaware and with its principal place of business in Houston, Texas. ConocoPhillips consists
5 of numerous divisions, subsidiaries, and affiliates engaged in all aspects of the fossil fuel industry,
6 including exploration, extraction, production, manufacture, transport, and marketing.

7 b. ConocoPhillips Company is 100% owned by ConocoPhillips.
8 ConocoPhillips Company is registered to do business in California and has a registered agent for
9 service of process in California.

10 c. Phillips 66 is a multinational energy and petrochemical company
11 incorporated in Delaware and with its principal place of business in Houston, Texas. It
12 encompasses downstream fossil fuel processing, refining, transport, and marketing segments that
13 were formerly owned and/or controlled by ConocoPhillips. Phillips 66 is registered to do business
14 in the State of California and has a registered agent for service of process in California.

15 d. Defendants ConocoPhillips, ConocoPhillips Company, and Phillips 66 are
16 collectively referred to herein as “ConocoPhillips.”

17 e. ConocoPhillips does substantial fossil fuel product-related business in
18 California, and a substantial portion of its fossil fuel products are extracted, refined, transported,
19 traded, distributed, marketed, and/or sold in California. For instance, ConocoPhillips owns and
20 operates oil and natural gas terminals in California, owns and operates refineries in Arroyo Grande
21 (San Luis Obispo County), Colton (San Bernardino County), and Wilmington (Los Angeles
22 County), California, and distributes its products throughout California. Phillips 66 also owns and
23 operates oil refineries in Rodeo (Contra Costa County), Santa Maria (Santa Barbara County), and
24 Wilmington (Los Angeles County), California, each of which was owned and operated by
25 ConocoPhillips and its predecessors in interest from 1997 to 2012.

26 22. **Peabody Energy Corporation**

27 a. Peabody Energy Corporation (“Peabody”) is a multi-national energy
28 company incorporated in the State of Delaware and with its principal place of business in St. Louis,

1 Missouri. Through a diverse web of affiliates and subsidiaries, Peabody is the world's largest coal
2 extractor by volume.

3 b. Peabody does and has done substantial fossil fuel product-related business
4 in California, including exporting substantial volumes of coal through coal shipping terminals in
5 California, particularly from the ports of Long Beach (Los Angeles County), Stockton (San
6 Joaquin County), Richmond (Contra Costa County), and San Francisco. Peabody exported coal
7 mined from its western state mining operations through the Los Angeles Export Terminal while
8 that terminal was in operation from 1997 through 2003, and continues to export coal out of
9 California ports.

10 23. **Total Entities**

11 a. Total E&P USA Inc. is a wholly owned subsidiary of Total S.A.—a French
12 energy conglomerate—engaged in the North American segment of Total SA's fossil fuel products-
13 related business. Total E&P USA Inc. and its subsidiaries are involved in the exploration for,
14 extraction, transportation, research, and marketing of Total S.A.'s fossil fuel products. Total E&P
15 USA Inc. is registered to do business in the State of California and has designated an agent for
16 service of process in California.

17 b. Total Specialties USA Inc., is a wholly owned subsidiary of Total SA,
18 involved in the marketing and distribution of Total S.A.'s fossil fuel products. Total Specialties
19 USA Inc. is incorporated in the State of Delaware and headquartered in Houston, Texas. Total
20 Specialties USA Inc. is registered to do business in the State of California and has designated an
21 agent for service of process in California. Total Specialties USA Inc. does substantial fossil fuel
22 product-related business in California, and a substantial portion of its fossil fuel products are
23 extracted, refined, transported, traded, distributed, marketed, and/or sold in California. For
24 instance, Total Specialties USA Inc. maintains regular distributorship relationships with several
25 California distributors of Total fossil fuel products, including engine oils, lubricants, greases, and
26 industrial petroleum products.

1 24. **Arch Coal, Inc.**

2 a. Arch Coal, Inc. (“Arch Coal”) is a publicly traded company incorporated in
3 Delaware with its principal place of business in St. Louis, Missouri. It is the second largest coal
4 producer in the United States, selling 128 million tons of coal in 2015, almost all of which it
5 extracted from mines owned by the company and its wholly-owned subsidiary. Arch Coal explores
6 for, extracts, produces, markets and distributes its fossil fuel products.

7 b. Arch Coal’s conducts substantial fossil fuel product-related business in
8 California, including its ownership and long-term leasing of coal land in California. Arch Coal
9 furthermore has historically exported substantial volumes of coal mined from its western state
10 mines through California ports including Long Beach (Los Angeles County), Stockton (San
11 Joaquin County), Richmond (Contra Costa County), and San Francisco.

12 c. Arch Coal also owns a 99% stake in Arch Western Resources, LLC, which
13 was created in a 1998 transaction under which Arch Coal absorbed all of Atlantic Ritchfield
14 Company’s domestic coal operations. Included in that transaction, Arch Western Resources
15 acquired a 9% ownership stake in the Los Angeles Export Terminal, a coal export terminal
16 operation in the Port of Los Angeles from 1997 through 2003. Arch Coal and Arch Western
17 Resources both exported substantial volumes of coal, originating from their western state mining
18 operations, including mines in Colorado and Utah, through the Export Terminal until its closure.

19 25. **Eni Entities**

20 a. Eni S.p.A. (“Eni”) is a vertically integrated, multinational energy company
21 focusing on petroleum and natural gas. Eni is incorporated in the Republic of Italy, with its
22 principal place of business in Rome, Italy. With its consolidated subsidiaries, Eni engages in the
23 exploration, development and production of hydrocarbons; in the supply and marketing of gas,
24 liquid natural gas, and power; in the refining and marketing of petroleum products; in the
25 production and marketing of basic petrochemicals, plastics and elastomers; in commodity trading;
26 and in electricity marketing and generation.

27 b. Eni Oil & Gas Inc. is incorporated in Texas, with its principal place of
28 business in Houston, Texas. Eni Oil & Gas Inc., is a wholly owned subsidiary of Eni America Ltd.,

1 a Delaware corporation doing business in the United States. Eni America, Ltd. Is a wholly owned
2 subsidiary of Eni UHL Ltd., a British corporation with its registered office in London, United
3 Kingdom. Eni UHL Ltd. is a wholly owned subsidiary of Eni ULT, Ltd., a British corporation with
4 its registered office on London, United Kingdom. Eni ULT, Ltd. is a wholly owned subsidiary of
5 Eni Lasmo Plc, a British corporation with its registered office on London, United Kingdom. Eni
6 Investments Plc, a British corporation with its registered office in London, United Kingdom, holds
7 a 99.9%9 ownership interest in Eni Lasmo Plc (the other 0.01% ownership interest is held by
8 another Eni entity, Eni UK Ltd, a British corporation with its registered office in London, United
9 Kingdom). Eni S.p.A owns a 99.99% interest in Eni Investments Plc. Eni UK Ltd. holds the
10 remainder interest in Eni Investments Plc. Collectively, these entities are referred to as “Eni.”

11 c. Eni Oil & Gas Inc. is a successor-in-interest to Golden Eagle Refining
12 Company, Inc. (“Golden Eagle”). At times relevant to this complaint, Golden Eagle did substantial
13 fossil fuel-related business in California. Specifically, Golden Eagle owned and/or operated oil
14 refineries in Carson (Los Angeles County) and Martinez (Contra Costa County), California, and
15 owned and/or operated oil pipelines in or near Long Beach (Los Angeles County), California.

16 26. **Rio Tinto Group**

17 a. Rio Tinto PLC is incorporated in England and Wales, with its principal
18 place of business in London, England. Rio Tinto Limited is incorporated in the Commonwealth of
19 Australia with its principle place of business in Melbourne, Australia. Collectively, these Rio Tinto
20 PLC and Rio Tinto Limited, along with their affiliates, divisions and subsidiaries, including those
21 described below, are referred to as “Rio Tinto.”

22 b. Rio Tinto is a dual-listed, multinational, vertically integrated metals and
23 mining corporation. Through its vast network of affiliates and subsidiaries, Riot Tinto extracts an
24 array of metals and other commodities. Pertinent here, Rio Tinto explores for, extracts, produces,
25 transports and markets coal.

26 c. Rio Tinto Energy America Inc. is a wholly owned subsidiary of Rio Tinto,
27 incorporated in the State of Delaware, with its principal place of business in Gillette, Wyoming.

28

1 Previously known as Kennecott Energy, Rio Tinto Energy America Inc. operates coal mines in
2 Wyoming and Montana.

3 d. Rio Tinto does substantial fossil fuel product-related business in California.
4 In 2007, for example, Hydrogen Energy California, a joint venture of BP and Rio Tinto, invested
5 \$2.3 billion in a project to construct an experimental petroleum coke fired power plant in Kern
6 County, California.

7 e. In addition, Rio Tinto's subsidiary Rio Tinto Minerals, Inc., operates the
8 largest open pit mine in California, where it extracts approximately 30% of the world's refined
9 boron. Rio Tinto Minerals, Inc., has also registered substantial legislative and regulatory lobbying
10 activities in California related to Rio Tinto's fossil fuel products business since at least 2005,
11 including lobbying directed at legislation and regulation regarding greenhouse gas pollution
12 policy, air quality standards, and energy efficiency standards, as well as California's so-called
13 "cap-and-trade" carbon emissions program, such that the exercise of jurisdiction comports with
14 traditional notions of fair play and substantial justice.

15 f. Rio Tinto Services Inc. is a Rio Tinto subsidiary incorporated in Delaware
16 and with its principal place of business in South Jordan, Utah. Rio Tinto Services, Inc. is registered
17 to do business in California and has designated an agent for service of process in California.

18 27. **Statoil ASA**

19 a. Statoil ASA ("Statoil") is an international, vertically integrated energy
20 company incorporated in the Kingdom of Norway and headquartered in Stavanger, Norway. The
21 Norwegian State is the majority shareholder in Statoil. Statoil's operations consist of multiple
22 segments, including exploration, production, extraction, marketing, processing, and technology
23 support of its fossil fuel products, which include both petroleum and natural gas products.

24 b. Statoil has substantial contacts with California arising out of the production,
25 marketing, and promotion of its fossil fuel products. For instance, Statoil partnered with the
26 University of California, Berkeley (Alameda County), to review management of the company's
27 complex development projects; Statoil partnered on a methanol fueling station in Sacramento
28 (Sacramento County); Statoil was involved in a business project with a California company called

1 Quantum Technologies; and partnered with the University of California, San Diego's (San Diego
2 County) Scripps Institute of Oceanography.

3 28. **Anadarko Entities**

4 a. Anadarko Petroleum Corporation ("Anadarko") is incorporated in the State
5 of Delaware and maintains its principal place of business in The Woodlands, Texas. Anadarko is
6 a multinational, vertically integrated energy company comprised of multiple upstream and
7 downstream segments. These include exploration, production, gathering, processing, treating,
8 transporting, marketing, and selling fossil fuel products derived primarily from petroleum and
9 natural gas. In the United States, Anadarko entities operate fossil fuel product exploration and
10 production concerns in Texas, the Gulf of Mexico, Alaska, the Powder River Basin, Utah,
11 Colorado, and the Marcellus Shale Formation. Anadarko operates fossil fuel product production
12 and exploration activities internationally in Algeria, Ghana, Mozambique, and Columbia, among
13 others. Anadarko Petroleum Corporation is registered to do business in California and has
14 designated an agent for service of process in California.

15 b. Anadarko Petroleum Corporation is a successor-in-interest to HS Resources
16 Inc. ("HS"). HS was an energy company headquartered in San Francisco, San Francisco County,
17 California. It owned natural gas reserves in Colorado, North Dakota, South Dakota, Montana, and
18 along the coasts of Texas and Louisiana, which it extracted and imported to California. HS was
19 acquired by Kerr-McGee Corporation in 2001. Kerr-McGee was an energy exploration and
20 production company owning oil and natural gas rights in the Gulf of Mexico, Colorado, and Utah,
21 with its corporate headquarters in Oklahoma. Anadarko Petroleum Corporation acquired Kerr-
22 McGee Corporation in 2006.

23 29. **Occidental Entities**

24 a. Occidental Petroleum Corporation is a multinational, vertically integrated
25 energy and chemical company incorporated in the State of Delaware and with its principal place
26 of business in Houston, Texas. Occidental's operations consist of three segments: Occidental's
27 operations consist of three segments: (1) the exploration for, extraction of, and production of oil
28 and natural gas products; (2) the manufacture and marketing of chemicals and vinyls; and (3)

1 processing, transport, storage, purchase, and marketing of oil, natural gas, and power. Occidental
2 Petroleum Corporation is registered to do business in the State of California and has designated an
3 agent for service of process in the State of California.

4 b. Occidental Chemical Corporation, a manufacturer and marketer of
5 petrochemicals, such as polyvinyl chloride resins, is a wholly owned subsidiary of Occidental
6 Petroleum Corporation. Occidental Chemical Corporation is registered to do business in the State
7 of California and has designated an agent for service of process in the State of California.

8 c. Defendants Occidental Petroleum Corporation and Occidental Chemical
9 Corporation are collectively referred to as “Occidental.”

10 d. Occidental does substantial fossil fuel product-related business in the State
11 of California, and a substantial portion of its fossil fuel products are extracted, refined, transported,
12 traded, distributed, marketed and/or sold in California. For instance, Occidental extracted and
13 transported its fossil fuel products from approximately 30,900 drilling locations within the San
14 Joaquin, Los Angeles, Ventura, and Sacramento Basins in California.

15 e. In addition, Occidental conducts has conducted substantial activities in the
16 state, including marketing and promotion; efforts to avoid or minimize regulation of greenhouse
17 gas pollution in and from California; and efforts to influence statutory and regulatory debate
18 regarding fossil fuel consumption, electric power distribution, and greenhouse gas pollution
19 policies such that the exercise of jurisdiction comports with traditional notions of fair play and
20 substantial justice. Since 1999, Occidental Petroleum Corp. and its subsidiaries have reported more
21 than \$4.6 million in lobbying expenditures directed at numerous statutory and regulatory proposals
22 before the California legislature and executive agencies, including the California Energy
23 Commission, California Air Resources Board, and California Public Utilities Commission, related
24 to its fossil fuel products business.

25 30. **Repsol S.A.**

26 a. Repsol S.A. (“Repsol”) is a vertically integrated, multinational global
27 energy company, incorporated in the Kingdom of Spain, with its principal place of business in
28 Madrid, Spain. Repsol is involved in multiple aspects of the fossil fuel industry, including

1 exploration, production, marketing, and trading. Repsol engages in significant fossil fuel
2 exploration and production activities in the United States, including in the Gulf of Mexico, the
3 Marcellus Shale in Pennsylvania, the Eagle Ford Shale in South Texas, the Mississippi Lime in
4 Oklahoma and Kansas, the North Slope in Alaska, and the Trenton-Black River in New York

5 b. Repsol does substantial fossil fuel product-related business in the State of
6 California, and a substantial portion of its fossil fuel products are extracted, refined, transported,
7 traded, distributed, marketed and/or sold in California. For instance, Repsol subsidiary Repsol
8 Energy North America Corporation, incorporated in the State of Texas and with its principal place
9 of business in The Woodlands, Texas, is listed as a natural gas procurement, storage,
10 transportation, scheduling, and risk management provider by Pacific Gas and Electric, a California
11 utility. Repsol Energy North America Corporation is registered to do business in California and
12 has designated an agent for service of process in California. Repsol subsidiary Repsol Trading
13 USA Corporation, incorporated in the State of Texas and with its principal place of business in
14 The Woodlands, Texas, is also registered do business in California and has designated an agent
15 for service of process in California. Additionally, Repsol represents on its website that it is
16 engaging in strategic opportunities involving its fossil fuel products in California, which may
17 consist of crude oil, gasoline, diesel, and/or jet fuel.

18 31. **Marathon Entities**

19 a. Marathon Oil Company is an energy company incorporated in the State of
20 Ohio and with its principal place of business in Houston, Texas. Marathon Oil Company is
21 registered to do business in California and has designated an agent for service of process in
22 California. Marathon Oil Company is a corporate ancestor of Marathon Oil Corporation and
23 Marathon Petroleum Company.

24 b. Marathon Oil Company is a successor-in-interest to Husky Oil Ltd.
25 (“Husky”), which it acquired in 1984. During times relevant to this Complaint, Husky operated oil
26 production facilities near Santa Maria (Santa Barbara County), California, where it produced
27 nearly 1,100 barrels per day. During the period relevant to this litigation, Husky did substantial
28 fossil fuel product-related business in California.

1 c. Marathon Oil Corporation is a multinational energy company incorporated
2 in the State of Delaware and with its principal place of business in Houston, Texas. Marathon Oil
3 Corporation consists of multiple subsidiaries and affiliates involved in the exploration for,
4 extraction, production, and marketing of fossil fuel products.

5 d. Marathon Petroleum Corporation is a multinational energy company
6 incorporated in Delaware and with its principal place of business in Findlay, Ohio. Marathon
7 Petroleum Corporation was spun off from the operations of Marathon Oil Corporation in 2011. It
8 consists of multiple subsidiaries and affiliates involved in fossil fuel product refining, marketing,
9 retail, and transport, including both petroleum and natural gas products.

10 e. Defendants Marathon Oil Company, Marathon Oil Corporation, and
11 Marathon Petroleum Corporation are collectively referred to as “Marathon.”

12 32. **Hess Corporation**

13 a. Hess Corp. (“Hess”) is a global, vertically integrated petroleum exploration
14 and extraction company incorporated in the State of Delaware with its headquarters and principal
15 place of business in New York, New York.

16 b. Hess is engaged in the exploration, development, production,
17 transportation, purchase, marketing and sale of crude oil and natural gas. Its oil and gas production
18 operations are located primarily in the United States, Denmark, Equatorial Guinea, Malaysia,
19 Thailand, and Norway. Prior to 2014, Hess also conducted extensive retail operations in its own
20 name and through subsidiaries. Hess owned and operated more than 1,000 gas stations throughout
21 the United States, including in California during times relevant to this complaint. Prior to 2013,
22 Hess also operated oil refineries in the continental United States and U.S. Virgin Islands.

23 33. **Devon Energy Entities**

24 a. Devon Energy Corp. (“Devon”) is an independent energy company engaged
25 in the exploration, development, and production of oil, and natural gas. It is incorporated in the
26 State of Delaware and maintains its principal place of business in Oklahoma City, Oklahoma.
27 Devon is engaged in multiple aspects of the fossil fuel industry, including exploration,
28 development, production, and marketing of its fossil fuel products.

1 b. Devon Energy Production Company, L.P. is a Devon subsidiary registered
2 to do business in the State of California and with a designated agent for service of process in
3 California. Devon Energy does substantial fossil fuel product-related business in California.

4 c. Devon Energy Corp. is a successor-in-interest to the Pauley Petroleum
5 Company (“Pauley”). At times relevant to this complaint, Pauley did substantial fossil-fuel related
6 business in California. Specifically, this included owning and operating a petroleum refinery in
7 Newhall (Los Angeles County), California from 1959 to 1989, and a refinery in Wilmington (Los
8 Angeles, Los Angeles County), California from 1988 to 1992. Pauley merged with Hondo Oil and
9 Gas Co. (“Hondo”) in 1987. Subsequently, Devon Energy Corp. acquired Hondo in 1992.

10 d. Defendants Devon Energy Production Company, L.P. and Devon Energy
11 Corp. are collectively referred to as “Devon.”

12 34. **Encana Corporation**

13 a. Encana Corp. is a Canadian corporation with its principal place of business
14 in Calgary, Alberta, Canada. Encana is an extractor and marketer of oil and natural gas and has
15 facilities including gas plants and gas wells in Colorado, Texas, Wyoming, Louisiana, and
16 New Mexico. By approximately 2005, Encana was the largest independent owner and operator of
17 natural gas storage facilities in North America.

18 b. Encana has done and continues to do substantial fossil fuel product-related
19 business in California. Between 1997 and 2006, Encana owned and operated the Wild Goose
20 Storage underground natural gas storage facility in Butte County, California. In 2003, Encana
21 began transporting natural gas through a 25-mile pipeline from the Wild Goose Station to a Pacific
22 Gas & Electric Co. (“PG&E”) compressor station in Colusa County, where gas entered the main
23 PG&E pipeline. Encana invested in a 100 billion cubic foot expansion of the facility in 2004,
24 bringing gas storage capacity at Wild Goose to 24 billion cubic feet.

25 35. **Apache Corporation**

26 a. Apache Corp. is a publicly traded Delaware corporation with its principal
27 place of business in Houston, Texas. Apache is an oil and gas exploration and production company,
28 with crude oil and natural gas exploration and extraction operations in the United States, Canada,

1 Egypt, and in the North Sea.

2 b. During the time at issue, Apache extracted natural gas from wells developed
3 on approximately seven million acres of land held in the Canadian provinces of British Columbia,
4 Alberta, and Saskatchewan, and Apache did substantial fossil fuel product-related business in
5 California. Apache transported a substantial volume of the natural gas extracted from its Canadian
6 holdings to California, where it sold that gas to electric utilities, end-users, other fossil fuel
7 companies, supply aggregators, and other fossil fuel marketers. Apache directed sales of its natural
8 gas to California in addition to markets in Washington state, Chicago, and western Canada, to
9 intentionally retain a diverse customer base and maximize profits from the differential price rates
10 and demand levels in those respective markets.

11 36. **Doe Defendants**

12 a. The true names and capacities, whether individual, corporate, associate, or
13 otherwise of Defendants Does 1 through 100, inclusive, are unknown to Plaintiffs, who therefore
14 sue said Defendants by such fictitious names pursuant to California Code of Civil Procedure
15 Section 474. Plaintiffs are informed and believe, and on that basis allege, that each of the
16 fictitiously named Defendants is responsible in some manner for the acts and occurrences herein
17 alleged, and that Plaintiffs' damages were caused by such Defendants.

18 37. **Relevant Non-Parties: Fossil Fuel Industry Associations**

19 38. As set forth in greater detail below, each Defendant had actual knowledge that its
20 fossil fuel products were hazardous. Defendants obtained knowledge of the hazards of their
21 products independently and through their membership and involvement in trade associations.

22 39. Each Defendant's fossil fuel promotion and marketing efforts were assisted by the
23 trade associations described below. Acting on behalf of the Defendants, the industry associations
24 engaged in a long-term course of conduct to misrepresent, omit, and conceal the dangers of
25 Defendants' fossil fuel products.

26 a. **The American Petroleum Institute (API)**: API is a national trade
27 association representing the oil and gas industry, formed in 1919. The following Defendants and/or
28 their predecessors in interest are and/or have been API members at times relevant to this litigation:

1 Chevron, ExxonMobil, Shell, ConocoPhillips, Statoil, Anadarko, Occidental, Repsol, Marathon,
2 EnCana, and Apache.¹³

3 b. **The American Coalition for Clean Coal Electricity (ACCCE)**: ACCCE
4 is a national coal industry trade association. Arch Coal and Peabody were part of the ACCCE at
5 times relevant to this complaint.¹⁴

6 c. **The National Mining Association (NMA)**: NMA is a national trade
7 organization that advocates for mining interests, including coal mining. Arch Coal, Inc., Peabody
8 Energy, and Rio Tinto/Kennecott Utah Copper are all members.¹⁵

9 d. **The Western States Petroleum Association (WSPA)**: WSPA is a trade
10 association representing oil producers in Arizona, California, Nevada, Oregon and Washington.¹⁶
11 Its members include, and at times relevant to this Complaint, have included, BP, Chevron, Shell,
12 Occidental, and ExxonMobil.¹⁷

13 e. **The American Fuel and Petrochemical Manufacturers (AFPM)** is a
14 national association of petroleum and petrochemical companies. At relevant times, its members
15 included, but were not limited to, BP Petrochemicals, BP Products North America, Chevron
16 U.S.A. Inc., CITGO Petroleum Corporation, Exxon Mobil Corporation, Occidental Chemical
17 Corporation, Phillips 66, Shell Chemical Company, and Total Petrochemicals & Refining USA,
18 Inc.¹⁸

19 f. **The Information Council for the Environment (ICE)**: ICE was formed
20 by coal companies and their allies, including Western Fuels Association and the National Coal
21 Association. Associated companies included Peabody, Pittsburg and Midway Coal Mining
22 (Chevron),¹⁹ and Island Creek Coal Company (Occidental).

25 ¹³ American Petroleum Institute (API), Members, <http://www.api.org/membership/members>.

26 ¹⁴ Energy and Policy Institute, ACCCE Members, <https://www.documentcloud.org/documents/2199289-accce-members.html>.

27 ¹⁵ National Mining Association (NMA), Members, <http://nma.org/about-nma/member-list>.

28 ¹⁶ WSPA, What is WSPA, <https://www.wspa.org/what-is-wspa>.

¹⁷ WSPA, Member List, <https://www.wspa.org/member-list>.

¹⁸ AFPM, Membership Directory, <https://www.afpm.org/membership-directory/>.

¹⁹ Hereinafter, parenthetical references to Defendants indicate corporate ancestry and/or affiliation.