

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, and
7 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 Marin County, brings this suit pursuant to Code of Civil Procedure section 731,
14 and Civil Code sections 3479, 3480, 3491, and 3494, to abate the nuisance caused by sea level rise
15 in the County’s jurisdiction.

16 13. Plaintiff County of Marin is a political subdivision of the State of California. It is a
17 county located in the San Francisco Bay Area, immediately North of the Golden Gate Bridge, with
18 its county seat in San Rafael.

19 a. The County forms a southward facing peninsula with the Pacific Ocean to
20 the West, the San Francisco Bay to the East, Sonoma County to the North, and the city of San
21 Francisco to the South.

22 b. Flooding associated with high tides and storm surges already impacts the
23 County’s infrastructure and disrupts the County’s citizens’ lives on a regular, recurring basis.
24 These impacts are expected to increase in frequency and severity as sea level rise accelerates. Sea
25 level has already risen significantly along both the County’s bay- and ocean-adjacent coasts. Marin
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1 County will experience significant and dangerous of sea level rise by the year 2100¹¹ that will
2 continue and accelerate in presence of unmitigated greenhouse gas pollution.

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

16 d. Thousands of acres within Marin County are exposed and vulnerable to
17 regular tidal flooding with sea level rise of at least ten inches.¹² In the near-term, sea level rise of
18 ten inches will inundate and/or flood an area containing nearly 2,000 parcels and almost 800
19 buildings, potentially impacting tens of thousands of residents, employees, and visitors.¹³ By 2030,
20 sea level along Marin County coasts is expected to rise significantly and dangerously.¹⁴

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22 ¹¹ Gary Griggs et al., Rising Seas in California: An Update on Sea-Level Rise Science, California Ocean Science
23 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>.

24 ¹² See County of Marin, Marin Bay Waterfront Adaptation and Vulnerability Evaluation (BayWAVE), (June 20,
25 2017) at 25, <http://www.marincounty.org/main/baywave/vulnerability-assessment>; County of Marin, Marin Ocean
26 Coast Sea Level Rise Vulnerability Report (CSMART), (September 2015),
<http://www.marincounty.org/depts/cd/divisions/planning/csmart-sea-level-rise/csmart-publications-csmart-infospot>.

27 ¹³ See County of Marin, Marin Bay Waterfront Adaptation and Vulnerability Evaluation (BayWAVE), (June 20,
28 2017) at 25, <http://www.marincounty.org/main/baywave/vulnerability-assessment>; County of Marin, Marin Ocean
Coast Sea Level Rise Vulnerability Report (CSMART), (September 2015), at 44, table 12,
<http://www.marincounty.org/depts/cd/divisions/planning/csmart-sea-level-rise/csmart-publications-csmart-infospot>.

¹⁴ County of Marin, Marin Bay Waterfront Adaptation and Vulnerability Evaluation (BayWAVE), (June 20, 2017)
at xviii, Table 1, <http://www.marincounty.org/main/baywave/vulnerability-assessment>.

1 e. Sea level rise of five feet will expose over 16,000 acres in Marin County to
2 regular tidal flooding, impacting over 8,000 parcels, 9,000 buildings and hundreds of thousands of
3 County residents, employees and visitors.¹⁵

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

11 **B. Defendants**

12 14. Defendants' are responsible for a substantial portion of the total greenhouse gases
13 emitted between 1965 and 2015. Defendants, individually and collectively, are responsible for
14 extracting, refining, processing, producing, promoting and marketing fossil fuel products, the
15 normal and intended use of which has led to the emission of a substantial percentage of the total
16 volume of greenhouse gases released into the atmosphere since 1965. Indeed, between 1965 and
17 2015, the named Defendants extracted from the earth enough fossil fuel materials (i.e. crude oil,
18 coal, and natural gas) to account for more than one in every five tons of carbon dioxide and
19 methane emitted worldwide. Accounting for their wrongful promotion and marketing activities,
20 Defendants bear a dominant responsibility for global warming generally and for Plaintiffs' injuries
21 in particular.

22 15. When reference in this complaint is made to an act or omission of the Defendants,
23 unless specifically attributed or otherwise stated, such references should be interpreted to mean
24 that the officers, directors, agents, employees, or representatives of the Defendants committed or
25 authorized such an act or omission, or failed to adequately supervise or properly control or direct

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27 ¹⁵ County of Marin, Marin Bay Waterfront Adaptation and Vulnerability Evaluation (BayWAVE), (June 20, 2017)
28 at xxv, <http://www.marincounty.org/main/baywave/vulnerability-assessment>; County of Marin, Marin Ocean Coast
Sea Level Rise Vulnerability Report (CSMART), (September 2015), p. 44, Table 12,
<http://www.marincounty.org/depts/cd/divisions/planning/csmart-sea-level-rise/csmart-publications-csmart-infospo>.

1 their employees while engaged in the management, direction, operation or control of the affairs of
2 Defendants, and did so while acting within the scope of their employment or agency.

3 16. **Chevron Entities**

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

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

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

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

22 17. **ExxonMobil Corporation**

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

27 b. Exxon consists of numerous divisions and affiliates in all areas of the fossil
28 fuel industry, including exploration for and production of crude oil and natural gas; manufacture

1 of petroleum products; and transportation, marketing, and sale of crude oil, natural gas, and
2 petroleum products. Exxon is also a major manufacturer and marketer of commodity
3 petrochemical products.

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

12 18. **BP Entities**

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

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

21 c. BP America, Inc., is a wholly-owned subsidiary of BP P.L.C. BP America
22 Inc. is a vertically integrated energy and petrochemical company incorporated in the State of
23 Delaware with its headquarters and principal place of business in Houston, Texas. BP America,
24 Inc., consists of numerous divisions and affiliates in all aspects of the fossil fuel industry, including
25 exploration for and production of crude oil and natural gas; manufacture of petroleum products;
26 and transportation, marketing, and sale of crude oil, natural gas, and petroleum products. BP is
27 also a major manufacturer and marketer of commodity petrochemical products. BP America Inc.

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1 is registered to do business in the State of California and has a registered agent for service of
2 process with the California Secretary of State.

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

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

15 19. **Shell Entities**

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

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

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

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

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

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

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

20 c. Citgo is registered to do business in the State of California and has
21 designated an agent for service of process in California. Citgo further 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, Citgo sells significant volumes of fossil-fuel derived consumer motor oils and automobile
25 lubricants through retail and wholesale distributors. Citgo further sells a wide variety of greases
26 and oils for use in construction, mining, agricultural, and metalworking machinery and vehicles,
27 and in many other industrial and commercial settings, through licensed distributors in California.

1 21. **ConocoPhillips Entities**

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

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

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

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

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

25 22. **Peabody Energy Corporation**

26 a. Peabody Energy Corporation (“Peabody”) is a multi-national energy
27 company incorporated in the State of Delaware and with its principal place of business in St. Louis,
28 Missouri. Through a diverse web of affiliates and subsidiaries, Peabody is the world’s largest coal

1 extractor by volume.

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

9 23. **Total Entities**

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

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

26 24. **Arch Coal, Inc.**

27 a. Arch Coal, Inc. (“Arch Coal”) is a publicly traded company incorporated in
28 Delaware with its principal place of business in St. Louis, Missouri. It is the second largest coal

1 producer in the United States, selling 128 million tons of coal in 2015, almost all of which it
2 extracted from mines owned by the company and its wholly-owned subsidiary. Arch Coal explores
3 for, extracts, produces, markets and distributes its fossil fuel products.

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

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

16 25. **Eni Entities**

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

24 b. Eni Oil & Gas Inc. is incorporated in Texas, with its principal place of
25 business in Houston, Texas. Eni Oil & Gas Inc., is a wholly owned subsidiary of Eni America Ltd.,
26 a Delaware corporation doing business in the United States. Eni America, Ltd. Is a wholly owned
27 subsidiary of Eni UHL Ltd., a British corporation with its registered office in London, United
28 Kingdom. Eni UHL Ltd. is a wholly owned subsidiary of Eni ULT, Ltd., a British corporation with

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

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

13 26. **Rio Tinto Group**

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

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

23 c. Rio Tinto Energy America Inc. is a wholly owned subsidiary of Rio Tinto,
24 incorporated in the State of Delaware, with its principal place of business in Gillette, Wyoming.
25 Previously known as Kennecott Energy, Rio Tinto Energy America Inc. operates coal mines in
26 Wyoming and Montana.

27 d. Rio Tinto does substantial fossil fuel product-related business in California.
28 In 2007, for example, Hydrogen Energy California, a joint venture of BP and Rio Tinto, invested

1 \$2.3 billion in a project to construct an experimental petroleum coke fired power plant in Kern
2 County, California.

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

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

14 27. **Statoil ASA**

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

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

1 28. **Anadarko Petroleum Corp.**

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

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

21 29. **Occidental Entities**

22 a. Occidental Petroleum Corporation is a multinational, vertically integrated
23 energy and chemical company incorporated in the State of Delaware and with its principal place
24 of business in Houston, Texas. Occidental’s operations consist of three segments: Occidental’s
25 operations consist of three segments: (1) the exploration for, extraction of, and production of oil
26 and natural gas products; (2) the manufacture and marketing of chemicals and vinyls; and (3)
27 processing, transport, storage, purchase, and marketing of oil, natural gas, and power. Occidental
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1 Petroleum Corporation is registered to do business in the State of California and has designated an
2 agent for service of process in the State of California.

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

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

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

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

24 30. **Repsol S.A.**

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

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

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

17 31. **Marathon Entities**

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

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

28 c. Marathon Oil Corporation is a multinational energy company incorporated

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

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

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

11 32. **Hess Corporation**

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

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

22 33. **Devon Energy Entities**

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

28 b. Devon Energy Production Company, L.P. is a Devon subsidiary registered

1 to do business in the State of California and with a designated agent for service of process in
2 California. Devon Energy does substantial fossil fuel product-related business in California.

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

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

11 34. **Encana Corporation**

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

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

24 35. **Apache Corporation**

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

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

10 36. **Doe Defendants**

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

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

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

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

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

1 EnCana, and Apache.¹⁶

2 b. **The American Coalition for Clean Coal Electricity (ACCCE)**: ACCCE
3 is a national coal industry trade association. Arch Coal and Peabody were part of the ACCCE at
4 times relevant to this complaint.¹⁷

5 c. **The National Mining Association (NMA)**: NMA is a national trade
6 organization that advocates for mining interests, including coal mining. Arch Coal, Inc., Peabody
7 Energy, and Rio Tinto/Kennecott Utah Copper are all members.¹⁸

8 d. **The Western States Petroleum Association (WSPA)**: WSPA is a trade
9 association representing oil producers in Arizona, California, Nevada, Oregon and Washington.¹⁹
10 Its members include, and at times relevant to this Complaint, have included, BP, Chevron, Shell,
11 Occidental, and ExxonMobil.²⁰

12 e. **The American Fuel and Petrochemical Manufacturers (AFPM)** is a
13 national association of petroleum and petrochemical companies. At relevant times, its members
14 included, but were not limited to, BP Petrochemicals, BP Products North America, Chevron
15 U.S.A. Inc., CITGO Petroleum Corporation, Exxon Mobil Corporation, Occidental Chemical
16 Corporation, Phillips 66, Shell Chemical Company, and Total Petrochemicals & Refining USA,
17 Inc.²¹

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

22 g. **The Global Climate Coalition (GCC)**: GCC was an industry group formed
23 to oppose greenhouse gas emission reduction policies and the Kyoto Protocol. It was founded in
24

25 ¹⁶ American Petroleum Institute (API), Members, <http://www.api.org/membership/members> (as of June 1, 2017).

26 ¹⁷ Energy and Policy Institute, ACCCE Members, <https://www.documentcloud.org/documents/2199289-accce-members.html> (as of June 1, 2017).

27 ¹⁸ National Mining Association (NMA), Members, <http://nma.org/about-nma/member-list> (As of June 1, 2017).

28 ¹⁹ WSPA, What is WSPA, <https://www.wspa.org/what-is-wspa> (as of June 1, 2017).

²⁰ WSPA, Member List, <https://www.wspa.org/member-list> (as of June 1, 2017).

²¹ AFPM, Membership Directory, <https://www.afpm.org/membership-directory/> (As of June 30, 2017).

²² Hereinafter, parenthetical references to Defendants indicate corporate ancestry and/or affiliation.