

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	
	§	
ERIC TRADD SCHNEIDERMAN,	§	NO. 4:16-CV-469-K
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
Defendants.	§	
	§	

**APPENDIX IN SUPPORT OF EXXON MOBIL CORPORATION'S
OPPOSITION TO DEFENDANT ERIC TRADD SCHNEIDERMAN'S
MOTION TO QUASH DISCOVERY REQUESTS AND FOR A PROTECTIVE ORDER**

<u>Exhibit</u>	<u>Description</u>	<u>Page(s)</u>
N/A	Declaration of Michele Hirshman (Dec. 7, 2016)	v – viii
A	Email from Justin Anderson, Counsel for Exxon Mobil Corp., to Pete Marketos, Texas Counsel for Attorney General Eric Schneiderman (Nov. 16, 2016 5:37 PM)	App. 1 – App. 2
B	Letter from Justin Anderson, Counsel for Exxon Mobil Corp., to Pete Marketos, Texas Counsel for Attorney General Eric Schneiderman (Nov. 16, 2016)	App. 3 – App. 5
C	Plaintiff Exxon Mobil Corporation's First Request to Defendant Eric Schneiderman for the Production of Documents, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 6 – App. 30

<u>Exhibit</u>	<u>Description</u>	<u>Page(s)</u>
D	Plaintiff Exxon Mobil Corporation's First Set of Requests for Admission to Defendant Eric Schneiderman, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 31 – App. 40
E	Plaintiff Exxon Mobil Corporation's First Set of Interrogatories to Defendant Eric Schneiderman, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 41 – App. 53
F	Notice of Deposition of Monica Wagner, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 54 – App. 56
G	Notice of Deposition of Lemuel Srolovic, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 57 – App. 59
H	Notice of Deposition of Eric Tradd Schneiderman, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 16, 2016)	App. 60 – App. 62
I	Order, <i>Exxon Mobil Corp. v. Schneiderman</i> , No. 4:16-CV-469-K (N.D. Tex. Nov. 17, 2016)	App. 63 – App. 65
J	Letter from Justin Anderson, Counsel for Exxon Mobil Corp., to Pete Marketos, Texas Counsel for Attorney General Eric Schneiderman (Nov. 18, 2016)	App. 66 – App. 68
K	Transcript of the AGs United for Clean Power Press Conference, held on March 29, 2016, which was prepared by counsel based on a video recording of the event. The video recording is available at http://www.ag.ny.gov/press-release/ag-schneiderman-former-vice-president-al-gore-and-coalition-attorneys-general-across	App. 69 – App. 89

<u>Exhibit</u>	<u>Description</u>	<u>Page(s)</u>
L	E-mail from Lemuel Srolovic, Bureau Chief, Environmental Protection Bureau, Office of the New York Attorney General, to Matthew Pawa, President, Pawa Law Group, P.C. (Mar. 30, 2016, 9:01 PM)	App. 90 – App. 91
M	Massachusetts Civil Investigative Demand	App. 92 – App. 111
N	Justin Gillis & Clifford Krauss, <i>Exxon Mobil Investigated for Possible Climate Change Lies by New York Attorney General</i> , N.Y. Times (Nov. 5, 2015)	App. 112 – App. 117
O	Bradley Olson & Aruna Viswanatha, <i>SEC Probes Exxon over Accounting for Climate Change</i> , Wall St. J. (Sept. 20, 2016)	App. 118 – App. 122
P	John Schwartz, <i>Exxon Mobil Fraud Inquiry Said to Focus More on Future than Past</i> (Aug. 19, 2016)	App. 123 – App. 126
Q	E-mail from Scot Kline, Assistant Attorney General, Office of the Vermont Attorney General, to Lemuel Srolovic, Bureau Chief, Environmental Protection Bureau, Office of the New York Attorney General (Mar. 28, 2016, 9:08 AM)	App. 127 – App. 131

Dated: Dec. 7, 2016

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CERTIFICATE OF SERVICE

I hereby certify that on December 7, 2016, a true and correct copy of the foregoing document was filed electronically via the CM/ECF system, which gave notice to all counsel of record pursuant to Local Rule 5.1(d).

/s/ Ralph H. Duggins

Ralph H. Duggins

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	
	§	
ERIC TRADD SCHNEIDERMAN,	§	NO. 4:16-CV-469-K
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
Defendants.	§	
	§	

DECLARATION OF MICHELE HIRSHMAN

I, Michele Hirshman, declare as follows:

1. My name is Michele Hirshman. I have been admitted to practice law *pro hac vice* in the U.S. District Court for the Northern District of Texas and am an attorney with the law firm Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel of record for Exxon Mobil Corporation (“ExxonMobil”) in this matter. I am over 18 years of age and am fully competent in all respects to make this Declaration. I have personal knowledge of the facts stated herein, based on my experience or my consultation with others, or they are known to me in my capacity as counsel for ExxonMobil, and each of them is true and correct.

2. I submit this declaration in support of ExxonMobil’s Opposition to Defendant Eric Tradd Schneiderman’s Motion to Quash Discovery Requests and for a Protective Order.

3. Attached to this declaration as Exhibit A is a redacted copy of an email from Justin Anderson to Attorney General Schneiderman's Texas counsel, dated November 16, 2016.

4. Attached to this declaration as Exhibit B is a copy of a letter from Justin Anderson to Attorney General Schneiderman's Texas counsel, dated November 16, 2016.

5. Attached to this declaration as Exhibit C is a copy of ExxonMobil's First Request to Defendant Eric Schneiderman for the Production of Documents, dated November 16, 2016.

6. Attached to this declaration as Exhibit D is a copy of ExxonMobil's First Set of Requests for Admission to Defendant Eric Schneiderman, dated November 16, 2016.

7. Attached to this declaration as Exhibit E is a copy of ExxonMobil's First Set of Interrogatories to Defendant Eric Schneiderman, dated November 16, 2016.

8. Attached to this declaration as Exhibit F is a copy of ExxonMobil's Notice of Deposition of Monica Wagner, dated November 16, 2016.

9. Attached to this declaration as Exhibit G is a copy of ExxonMobil's Notice of Deposition of Lemuel Srolovic, dated November 16, 2016.

10. Attached to this declaration as Exhibit H is a copy of ExxonMobil's Notice of Deposition of Attorney General Schneiderman, dated November 16, 2016.

11. Attached to this declaration as Exhibit I is a copy of the Court's November 17, 2016 jurisdictional discovery order.

12. Attached to this declaration as Exhibit J is a copy of a letter from Justin Anderson to Attorney General Schneiderman's Texas counsel, dated November 18, 2016.

13. Attached to this declaration as Exhibit K is a transcript of the AGs United for Clean Power Press Conference, held on March 29, 2016, which was prepared by counsel based on a video recording of the event. The video recording is available at <http://www.ag.ny.gov/press-release/ag-schneiderman-former-vice-president-al-gore-and-coalition-attorneys-general-across>.

14. Attached to this declaration as Exhibit L is a copy of an email exchange between Lemuel Srolovic and Matthew Pawa, dated March 30, 2016, obtained from [http://www.washingtonexaminer.com/ny-atty.-general-sought-to-keep-lawyers-role-in-climate-change-push secret/article/2588874?custom_click=rss](http://www.washingtonexaminer.com/ny-atty.-general-sought-to-keep-lawyers-role-in-climate-change-push-secret/article/2588874?custom_click=rss).

15. Attached to this declaration as Exhibit M is a copy of the Climate Change Coalition Common Interest Agreement, obtained from <http://eelegal.org/wp-content/uploads/2016/08/Climate-Change-CIA.pdf>.

16. Attached to this declaration as Exhibit N is a copy of an article by Justin Gillis and Clifford Krauss, published in the *New York Times* and dated November 5, 2015, obtained from <http://www.nytimes.com/2015/11/06/science/exxon-mobil-under-investigation-in-new-york-over-climate-statements.html>.

17. Attached to this declaration as Exhibit O is a copy of an article by Bradley Olson and Aruna Viswanatha published in the *Wall Street Journal* on September 20, 2016, obtained from <http://www.wsj.com/articles/sec-investigating-exxon-on-valuing-of-assets-accounting-practices-1474393593>.

18. Attached to this declaration as Exhibit P is a copy of an article by John Schwartz published in the *New York Times* on August 19, 2016, obtained from

<http://www.nytimes.com/2016/08/20/science/exxon-mobil-fraud-inquiry-said-to-focus-more-on-future-than-past.html>.

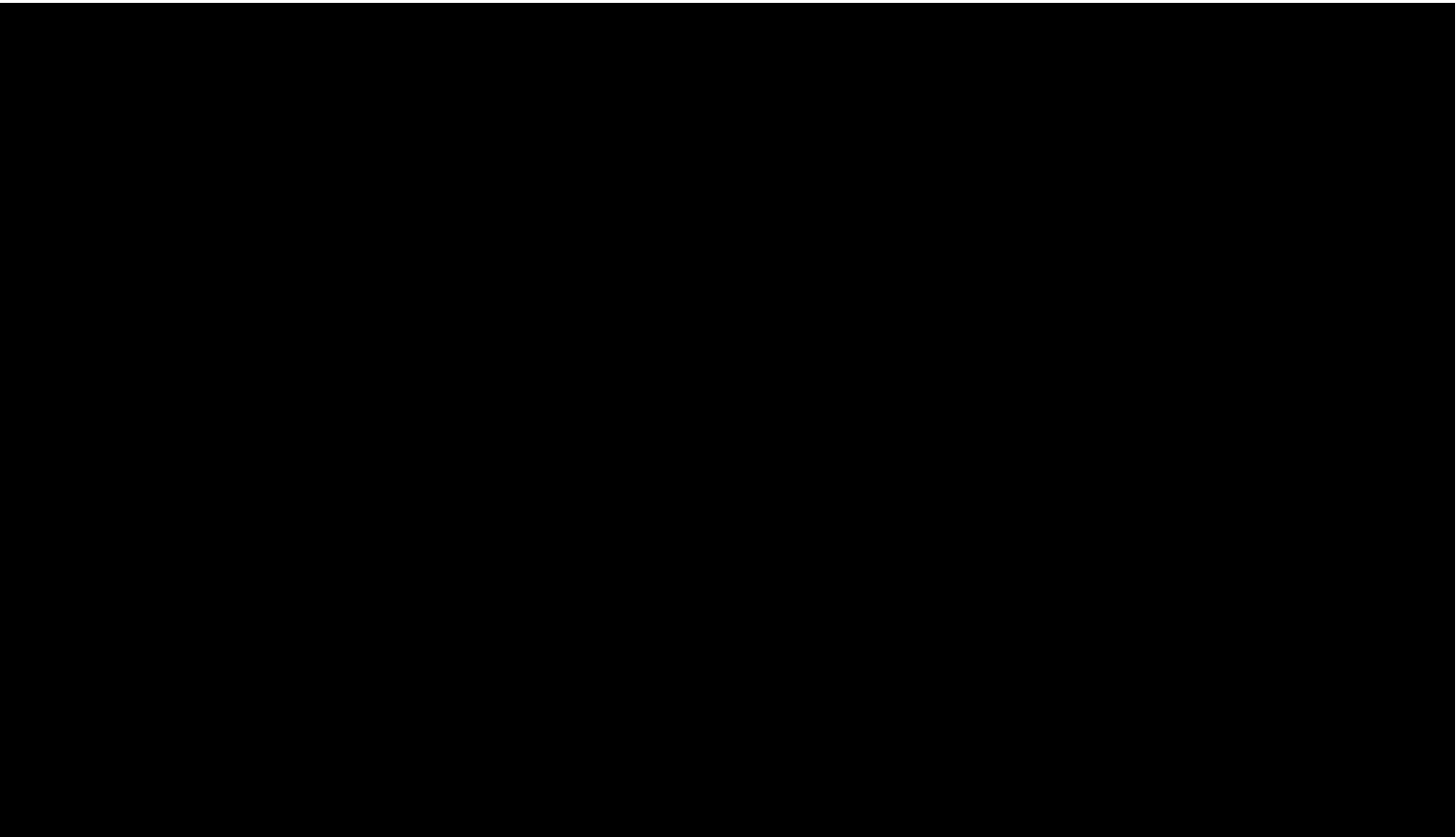
19. Attached to this declaration as Exhibit Q is a copy of an e-mail from Scot Kline to Lemuel Srolovic dated March 28, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/Common-Interest-Agreement-and-discussion.pdf>.

Executed on December 7, 2016.

A handwritten signature in black ink, appearing to read "Michele Hirshman", with a long horizontal flourish extending to the right.

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Exhibit A



From: Anderson, Justin
Sent: Wednesday, November 16, 2016 5:37 PM
To: pete.marketos@rgmfirm.com; jtillotson@tillotsonlaw.com
Cc: 'Cortell, Nina (Nina.Cortell@haynesboone.com)' <Nina.Cortell@haynesboone.com>
Subject: Exxon Mobil Corporation v. Eric Schneiderman and Maura Healey, No. 4:16-CV-469-K

Hi Pete and Jeff. Thank you for speaking with Nina and me earlier today. I am writing now to formally withdraw the subpoenas previously issued to the New York Attorney General and members of his staff. I am also providing you with the party discovery that we discussed over the telephone, which will take the place of the previously issued requests. Thank you for agreeing to accept service of those materials by email. The attached letter memorializes the withdrawal of the previous subpoenas and the issuance of the party discovery. Please confirm receipt at your convenience and contact me with any questions.

Justin

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November 16, 2016

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*NOT AN ACTIVE MEMBER OF THE DC BAR

BY EMAIL

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Jeffrey M. Tillotson
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Re: Exxon Mobil Corporation v. Eric Schneiderman and Maura Healey, No. 4:16-CV-469-K

Dear Messrs. Marketos and Tillotson:

I am writing on behalf of Plaintiff Exxon Mobil Corporation ("ExxonMobil") in reference to the above-captioned matter. In light of the order entered by the Honorable Ed Kinkeade, of the United States District Court for the Northern District of Texas on November 10, 2016, joining Attorney General Eric Schneiderman as a Defendant in this action (Docket No. 99), ExxonMobil hereby withdraws the following subpoenas issued pursuant to Rule 45 of the Federal Rules of Civil Procedure:

1. Subpoena to Produce Documents, Information, or Objects or to Permit Inspection of Premises in a Civil Action, served upon New York Attorney General Eric Schneiderman on November 4, 2016;

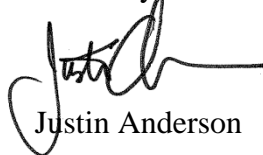
2. Subpoena to Testify at a Deposition in a Civil Action, served upon Monica Wagner on November 4, 2016;
3. Subpoena to Testify at a Deposition in a Civil Action, served upon Lemuel Srolovic on November 4, 2016; and
4. Subpoena to Testify at a Deposition in a Civil Action, served upon New York Attorney General Eric Schneiderman on November 4, 2016.

In lieu of the subpoenas enumerated above, please find enclosed the following discovery requests:

1. Plaintiff Exxon Mobil Corporation's First Request to Defendant Eric Schneiderman for the Production of Documents;
2. Plaintiff Exxon Mobil Corporation's First Set of Requests for Admission to Defendant Eric Schneiderman;
3. Plaintiff Exxon Mobil Corporation's First Set of Interrogatories to Defendant Eric Schneiderman;
4. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Monica Wagner, Deputy Chief of the Environmental Protection Bureau of the Office of the Attorney General of New York at 10:00 am on November 21, 2016;
5. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Lemuel Srolovic at 10:00 am on November 28, 2016; and
6. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Eric Schneiderman, Attorney General of the New York, at 10:00 am on December 5, 2016.

I am available to discuss at your convenience. Thank you for your anticipated response.

Sincerely



Justin Anderson

Enclosures

Exhibit C

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

**PLAINTIFF EXXON MOBIL CORPORATION'S FIRST REQUEST TO
DEFENDANT ERIC SCHNEIDERMAN FOR THE PRODUCTION OF DOCUMENTS**

PLEASE TAKE NOTICE that pursuant to Rules 26 and 34 of the Federal Rules of Civil Procedure and the orders entered by the United States District Court for the Northern District of Texas in the above-captioned action, (i) on October 13, 2016, ordering the parties to engage in jurisdictional discovery (Docket No. 73), and (ii) on November 10, 2016, granting Plaintiff's Motion for Leave to File a First Amended Complaint, joining Attorney General Eric Schneiderman as a Defendant (Docket No. 99), Plaintiff ExxonMobil Corporation ("ExxonMobil"), by its attorneys, Paul, Weiss, Rifkind, Wharton & Garrison LLP, hereby demands that Defendant Massachusetts Attorney General Eric Schneiderman produce for inspection and copying the documents designated below at the offices of Paul, Weiss, Rifkind, Wharton & Garrison, LLP, 1285 Avenue of the Americas, New York, New York 10019-6064, no later than thirty (30) days after service of this request.

DEFINITIONS

1. “And” and “or” shall be construed either disjunctively or conjunctively as to bring within the scope of the request all information or documents that might otherwise be construed to be outside of its scope.

2. “All” shall be construed to include “any” and “each,” “any” shall be construed to include “all” and “each,” and “each” shall be construed to include “all” and “any,” in each case as is necessary to bring within the scope of these requests documents that might otherwise be construed as outside their scope.

3. The terms “all” and “each” shall be construed as all and each.

4. “Any” is used in its inclusive sense. For example, if a Request calls for “any communication that you had with the plaintiff,” you should produce each and every communication with the plaintiff.

5. “Communication” means any conversation, discussion, letter, electronic mail (“email”), memorandum, meeting, note, or other transmittal of information or message, whether transmitted in writing, orally, electronically or by any other means, and shall include any document that abstracts, digests, transcribes, records, or reflects any of the foregoing. Except where otherwise stated, a request for “Communications” means a request for all communications.

6. “Concerning” means referring or relating to and includes without limitation analyzing, commenting on, comprising, connected with, constituting, containing, contradicting, describing, embodying, establishing, evidencing, memorializing, mentioning, pertaining to, recording, regarding, reflecting, responding to, setting forth, showing, or supporting, directly or indirectly.

7. “Custodian” means any person or entity that, as of the date of this Request for Production, maintained, possessed, or otherwise kept or controlled such document.

8. “Date” shall mean the exact date, month and year, if ascertainable or, if not, the best approximation of the date (based upon relationship with other events).

9. “Document” is used herein in the broadest sense of the term and means all records and other tangible media of expression of whatever nature however and wherever created, produced, or stored (manually, mechanically, electronically, or otherwise), including without limitation all versions whether draft or final, all annotated or nonconforming or other copies, email, instant messages, text messages, personal digital assistant or other wireless device messages, voicemail, calendars, date books, appointment books, diaries, books, papers, files, notes, confirmations, accounts statements, correspondence, memoranda, reports, records, journals, registers, analyses, plans, manuals, policies, telegrams, faxes, telexes, wires, telephone logs, telephone messages, message slips, minutes, notes, or records or transcriptions of conversations or communications or meetings, tape recordings, videotapes, disks, and other electronic media, microfilm, microfiche, storage devices, press releases, contracts, agreements, notices, and summaries. Any non-identical version of a document constitutes a separate document within this definition, including without limitation drafts or copies bearing any notation, edit, comment, marginalia, underscoring, highlighting, marking, or any other alteration of any kind resulting in any difference between two or more otherwise identical documents. In the case of documents bearing any notation or other marking made by highlighting ink, the term document means the original version bearing the highlighting ink, which original must be produced as opposed to any copy thereof. Except where otherwise stated, a request for “documents” means a request for all such documents.

10. “Entity” means without limitation any corporation, company, limited liability company or corporation, partnership, limited partnership, association, or other firm or similar body, or any unit, division, agency, department, or similar subdivision thereof.

11. “Identify” means: (a) when referring to a person or persons, to state the name and present address or, if unknown, the last known address, telephone number, e-mail address, title and employer of such person or persons; (b) when referring to a firm, partnership, corporation, association or other entity, to state the full name, address and telephone number or, if unknown, the last known address and telephone number; (c) when referring to documents, to state, to the extent known, the (i) type of document; (ii) general subject matter; (iii) date of the document; and (iv) author(s), addressee(s) and recipient(s); (d) when referring to communications, to state, to the extent known, the (i) date of the communication; (ii) identity of the parties to the communication; (iii) means of transmission of the communication; and (iv) identity of all documents memorializing all or part of the communication. To the extent any responsive communication is memorialized in a document, please produce a copy of the document for inspection and copying.

12. “Including” means “including without limitation.”

13. “Information” shall be construed expansively and shall include, but not be limited to, facts, data, opinions, documents, communications, images, impressions, concepts and formulae.

14. “Person” includes any natural person, firm, partnership, joint venture, corporation, sole proprietorship, trust, union, association, federation, labor organizations, legal representatives, trustees, trustees in bankruptcy, receivers, business entities, any other form of business, governmental, public, charitable entity, or group of natural persons or such entities.

15. “Refer” means embody, refer or relate, in any manner, to the subject of the document request.

16. “Civil Investigative Demand” or “CID” means the civil investigative demand issued by the office of Defendant Attorney General Maura Healey to ExxonMobil on or about April 19, 2016.

17. “Common Interest Agreement” means the Climate Change Coalition Common Interest Agreement signed by individuals from the offices of the attorneys general for California, Connecticut, Illinois, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, Virginia, U.S. Virgin Islands, Vermont, Washington, and Washington, D.C., in April and May of 2016.

18. “Green 20” means the attorneys general for the States, Commonwealths, or Territories of California, Connecticut, Delaware, Hawaii, Illinois, Iowa, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, the U.S. Virgin Islands, Vermont, Virginia, Washington, and Washington, D.C.; the Offices of these attorneys general; their directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on their behalf, including, but not limited to, Assistant Attorneys General.

19. “Green 20 Press Conference” or “AGs United for Clean Power Press Conference” means the Press Conference attended by Defendant Attorney General Maura Healey and other members of the Green 20 on March 29, 2016.

20. “Investigation” means an actual or contemplated issuance of a subpoena, Civil Investigative Demand, or any other investigative process concerning purported violations of law related to climate change.

21. “You,” “Yours,” and/or “Yourself” mean Eric Schneiderman, as well as the Office of the New York State Attorney General, and its directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on its behalf, including, but not limited to, Assistant Attorneys General in the Office of the New York State Attorney General.

INSTRUCTIONS

22. Any ambiguity as to any Request shall be construed so as to require the production of the greater number of documents.

23. These Requests are continuing in nature under Federal Rule of Civil Procedure 26(e). Any document created or identified after service of any response to these Requests that would have been produced in response had the document then existed or been identified shall promptly be produced whenever you find, locate, acquire, create, or become aware of such documents, up until the resolution of this lawsuit.

24. Each Request shall be responded to fully, unless it is in good faith objected to, in which event the reasons for the objection shall be stated with specificity. If an objection pertains only to a portion of a Request, or to a word, phrase, or clause contained in a Request, you shall state your objection to that portion only and respond to the remainder of the request.

25. Documents that are produced should be identified according to which request they are responsive to, or in the order in which they are kept in the ordinary course of business. All documents that are physically attached to each other when located for production shall be left so attached. Documents that are segregated or separated from other Documents,

whether by inclusion of binders, files, subfiles, or by use of dividers, tabs, clips, or any other method, shall be left so segregated or separated.

26. Where any copy of any document, the production of which is requested, is not identical to any other copy thereof, by reason of any alterations, marginal notes, comments, metadata, omissions, or material contained therein or attached thereto, or otherwise, all such non-identical copies shall be produced separately.

27. If any document responsive to these Requests has been destroyed, discarded, or lost, or is otherwise not capable of being produced, identify each such document and set forth the following information: (a) the date of the document; (b) a description of the subject matter of the document; (c) the name and address of each person who prepared, received, viewed, or had possession, custody, or control of the document; (d) the date when the document was destroyed, discarded, or lost; (e) the identity of the person who directed that the document be destroyed, who directed that the document be discarded, or who lost the document; and (f) a statement of the reasons for and circumstances under which the document was destroyed, discarded, or lost.

28. If any document responsive to these Requests is withheld under a claim of privilege or other legal doctrine (including the work-product doctrine), You shall promptly submit a document stating: (a) the document control number(s) of the document withheld or redacted; (b) the type of document; (c) the date of the document; (d) the author(s) and recipient(s) of the document, and any recipients copied as cc's or bcc's; (e) the general subject matter of the document; and (f) the legal ground for withholding or redacting the document. If the legal ground for withholding or redacting the document is attorney-client privilege, You shall indicate the name of the attorney(s) whose legal advice is sought or provided in the document.

29. You shall further certify that the document production is complete and correct in accordance with specifications of the attached Certification that Response is Complete and Correct form provided as Exhibit A.

30. Pursuant to Fed. R. Civ. P. 34(b)(1)(c), Plaintiff requests that all electronically stored information be produced in accordance with the “Requested Production Format” provided as Exhibit B.

31. Each request shall be deemed to include a request for all transmittal sheets, cover letters, exhibits, enclosures, and attachments to a document in addition to the Document itself, without abbreviation or expurgation.

32. If no documents or things exist that are responsive to a particular paragraph of these requests, so state in writing.

33. Unless otherwise stated in a specific request, these requests seek responsive information and documents authored, generated, disseminated, drafted, produced, reproduced, or otherwise created or distributed, concerning the period of January 1, 2011, through the date of production.

34. These requests call for the production of responsive documents within Your possession, custody, or control (including those on non-government email servers), regardless of whether those documents were generated and/or are maintained by the Office of the New York State Attorney General.

35. The foregoing Definitions and Instructions also apply to the Definitions and Instructions themselves.

**DOCUMENTS AND THINGS TO BE PRODUCED BY
DEFENDANT ATTORNEY GENERAL ERIC TRADD SCHNEIDERMAN**

1. Any and all documents, including, but not limited to, electronically maintained or paper visitor logs or sign-in sheets, sufficient to identify attendees at any meetings concerning the Green 20 Press Conference, including any meetings with and/or presentations from Peter Frumhoff and/or Matthew Pawa.

2. Any and all documents, recordings, and/or other materials discussed or presented during any meeting concerning the Green 20 Press Conference, including any meetings with and/or presentations from Peter Frumhoff and/or Matthew Pawa.

3. Any and all documents and communications concerning the following statements made by You, Attorney General Eric Schneiderman, at the Green 20 Press Conference, including any and all documents that You believe support or otherwise form the basis for, these statements:

(a) There is a “relentless assault from well-funded highly aggressive and morally vacant forces that are trying to block every step by the federal government to take meaningful action” regarding climate change.

(b) “[T]here are companies using the best climate science. They’re using the best climate models so that when they spend shareholder dollars to raise their oil rigs, which they are doing, they know how fast the sea level is rising, then they are drilling in places in the Arctic where they couldn’t drill 20 years ago because of the ice sheets. They know how fast the ice sheets are receding.”

(c) “[W]e know that they paid millions of dollars to support organizations that put up propaganda denying that we can predict or measure the

effects of fossil fuel on our climate or even denying that climate change was happening.”

4. Any and all documents sufficient to show and identify any fees or expenses paid to former Vice President Al Gore in connection with his participation in or attendance at the Green 20 Press Conference.

5. Any and all documents concerning the Common Interest Agreement, including any documents concerning the purpose of the Common Interest Agreement, the decision to enter into the Common Interest Agreement, efforts to recruit or obtain signatories to the Common Interest Agreement, and the preparation, drafting and finalizing of the text of the Common Interest Agreement.

6. Any and all documents sufficient to show and identify any communications concerning any investigation of ExxonMobil related to climate change between You, Your agents, representatives, or employees and any other member of the Green 20, including any Attorney General from another state, territory, or municipality, or his/her directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on his/her behalf, including, but not limited to, Assistant Attorneys General.

7. Any and all documents, recordings, or other materials discussed or presented during any meetings regarding any investigation of ExxonMobil that You attended at which any person not employed or retained by Your Office was present or participating. This request includes, without limitation, video recordings, audio recordings, photographs, attendance logs, notes, and meeting minutes.

8. Any and all documents or communications that mention ExxonMobil and any of the following persons or organizations (a) Peter Frumhoff, (b) Matthew Pawa and/or the

Pawa Law Group, (c) the Union of Concerned Scientists, (d) Sharon Eubanks, (e) former Vice President Al Gore, and/or (f) Bill McKibben.

9. Any and all documents, including but not limited to email correspondence and visitor logs, sufficient to show and identify any communications concerning ExxonMobil between any member of the Green 20 and (a) Peter Frumhoff, (b) Matthew Pawa and/or the Pawa Law Group, (c) the Union of Concerned Scientists, (d) Sharon Eubanks, (e) former Vice President Al Gore, and/or (f) Bill McKibben.

10. Any and all documents, including, but not limited to electronically maintained or paper visitor logs or sign-in sheets, sufficient to show and identify any communications concerning ExxonMobil between any member of the Green 20 and the following persons and/or email addresses:

- Dave Johnson and/or dcjohnson@ourfuture.org;
- John Passacantando and/or j.passacantando@gmail.com;
- Kert Davis and/or kertmail@gmail.com;
- Kenny Bruno and/or Kenny.bruno@verizon.net;
- Lee Wasserman and/or lwasserman@rfffund.org;
- Dan Cantor and/or dcantor@workingfamilies.org;
- Bill Lipton and/or blipton@workingfamilies.org;

11. Any and all documents, including, but not limited to electronically maintained or paper visitor logs or sign-in sheets, sufficient to show and identify any communications concerning ExxonMobil between any member of the Green 20 and the following persons and/or email addresses:

- Jamie Henn and/or jamie@350.org;
- Robert Weissman and/or rweissman@citizen.org;
- Won Ha and/or won@ef.org;
- Irene Krarup and/or ikrarup@vkrf.org;
- Bradley Campbell and/or bcampbell@clf.org;
- Stephen Kretzman and/or steve@priceofoil.org;
- Carroll Muffett and/or cmuffett@ciel.org;
- Naomi Ages and/or Naomi.ages@greenpeace.org;

- Naomi Klein;
- Clayton Thomas-Muller;
- Peter Sarsgaard;
- Milan Loeak;
- Kathy Jetnil-Kijiner;
- Joydeep Gupta;
- Antonia Juhasz;
- Cindy Baxter;
- Jason Box;
- Bryan Parras;
- Jannie Staffansson;
- Sandra Steingraber;
- Ken Henshaw;
- Cherri Foytlin;
- Faith Gemmill.

12. Any and all documents, including but not limited to email correspondence, sufficient to show and identify any communications concerning ExxonMobil and climate change between any member of the Green 20 and third parties whose email addresses include any of the following domain names:

@350.org;
@algore.com;
@ciel.org;
@climatetruth.org;
@cohenmilstein.com;
@desmogblog.com;
@ef.org;
@greenpeace.org;
@insideclimatenews.org;
@nextgenclimate.org
@ourfuture.org;
@pawalaw.com;
@pellislaw.com;
@rbf.org;
@rffund.org;
@tellusmater.org.uk; or
@ucsusa.org.

13. Any and all documents sufficient to show and identify any communications between any member of the Green 20 and any director, officer, employee,

agent, or representative of the Conservation Law Foundation concerning ExxonMobil, including but not limited to any actual or contemplated legal action concerning ExxonMobil and the Conservation Law Foundation.

14. For the period January 1, 2012 through the present, any and all documents and communications concerning the conference entitled “Establishing Accountability for Climate Change Damages: Lessons from Tobacco Control” held in La Jolla, California from on or about June 14, 2012 to on or about June 15, 2012.

15. For the period January 1, 2007 through the present, any and all documents and communications concerning the 2007 report issued by the Union of Concerned Scientists, titled “Smoke, Mirrors, and Hot Air: How ExxonMobil Uses Big Tobacco’s Tactics to Manufacture Uncertainty on Climate Science.”

16. Any and all documents concerning the actual or anticipated participation of ExxonMobil or other fossil fuel companies or trade associations in the international Paris Climate Change Conference of December 2015.

17. Any and all documents concerning any shareholder resolution relating to climate change made at ExxonMobil’s annual shareholder meeting in either 2015 or 2016.

18. Any and all documents and communications concerning fundraising for candidates for political office, including fundraising for any member of the Green 20, and also concerning ExxonMobil.

19. Any and all documents and communications sufficient to show and identify any communications between any member of the Green 20 and any director, officer, employee, agent, or representative of any political party concerning ExxonMobil.

20. Any and all documents sufficient to show and identify any communications concerning ExxonMobil between any member of the Green 20 and Thomas Fahr Steyer, or any of his agents, employees, or representatives, NextGen Climate, or any other person or entity whose email address includes the domain name @nextgenclimate.org.

21. Any and all documents sufficient to show and identify any funding or fundraising provided to You or any member of the Green 20 by Thomas Fahr Steyer or NextGen Climate.

22. Any and all documents, communications, recordings, or materials of any kind concerning the “Exxon: Revelations & Opportunities” meeting held on or about January 8, 2016 at 475 Riverside Drive, New York, New York.

23. Any and all documents and communications concerning the mock trial referred to as “Exxon vs. The People,” held in or around Montreuil, France on or about December 5, 2015.

24. Any and all documents and communications concerning climate change and ExxonMobil that discuss, mention, or reference the following organizations listed in the CID issued by Attorney General Healey:

- Acton Institute;
- American Enterprise Institute (AEI);
- Americans for Prosperity;
- American Legislative Exchange Council (ALEC);
- American Petroleum Institute (API);
- Beacon Hill Institute at Suffolk University;
- Competitive Enterprise Institute (CEI);
- Center for Industrial Progress (CIP);
- George C. Marshall Institute;
- Heartland Institute;
- Heritage Foundation; and
- Mercatus Center at George Mason University.

25. Any and all communications between You and any person not employed or retained by the New York Attorney General's Office concerning climate change and ExxonMobil that discuss, mention, or reference any of the following organizations listed in Request 6 of the New York CID:

- American Petroleum Institute (API);
- International Petroleum Industry Environmental Conservation Association (IPIECA);
- U.S. Oil & Gas Association;
- Petroleum Marketers Association of America; and
- Empire State Petroleum Association.

26. Any and all documents and communications sufficient to show and identify any requests received pursuant to the New York Freedom of Information Law, N.Y. Pub. Officers Law Article 6, Section 87, related to (a) ExxonMobil, (b) the Green 20 Press Conference, (c) any coalition of attorneys general comprised in whole or in part of members of the Green 20, (d) communications among or between any members of the Green 20, (e) the Common Interest Agreement, (f) climate deniers, and/or (g) climate change.

27. Any and all documents and communications sufficient to show and identify any responses to requests received pursuant to the New York Freedom of Information Law, N.Y. Pub. Officers Law Article 6, Section 87, related to ExxonMobil, the Green 20 Press Conference, any coalition of attorneys general comprised in whole or in part of members of the Green 20, communications among or between any members of the Green 20, the Common Interest Agreement, climate deniers, and/or climate change.

28. Any and all documents and communications sufficient to show and identify any communications concerning requests received pursuant to the New York Freedom of Information Law, N.Y. Pub. Officers Law Article 6, Section 87, related to ExxonMobil, the Green 20 Press Conference, any coalition of attorneys general comprised in whole or in part of

members of the Green 20, communications among or between any members of the Green 20, the Common Interest Agreement, climate deniers, and/or climate change.

29. Documents and records sufficient to identify Your document retention policy.

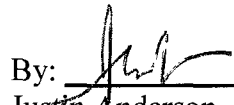
30. Documents and records sufficient to identify any and all documents or communications within the scope of these requests that were disposed of or destroyed since April 13, 2016.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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EXHIBIT A

CERTIFICATION THAT RESPONSE IS CORRECT AND COMPLETE

I, _____, certify as follows:

1. I am employed by _____ in the position of _____;
2. The enclosed production of documents and responses were prepared and assembled under my personal supervision;
3. I made or caused to be made a diligent, complete and comprehensive search for all Documents and information requested by the Subpoena, in full accordance with the instructions and definitions set forth in the Subpoena;
4. The enclosed production of Documents and information requested by the Subpoena are complete and correct to the best of my knowledge and belief;
5. No Documents or information responsive to the Subpoena have been withheld from this production and response, other than responsive Documents or information withheld on the basis of a legal privilege or doctrine;
6. All responsive Documents or information withheld on the basis of a legal privilege or doctrine have been identified on a privilege log composed and produced in accordance with the instructions in the Subpoena;
7. The Documents contained in these productions and responses to the Subpoena are authentic, genuine and what they purport to be;
8. Attached is a true and accurate record of all persons who prepared and assembled any productions and responses to the Subpoena, all persons under whose personal supervision the preparation and assembly of productions and responses to the Subpoena occurred, and all persons able competently to testify: (a) that such productions and responses are complete and correct to the best of such person's knowledge and belief; and (b) that any Documents produced are authentic, genuine and what they purport to be; and
9. Attached is a true and accurate statement of those requests under the Subpoena as to which no responsive Documents were located in the course of the aforementioned search.

Signature: _____

Date: _____

Printed Name: _____

Address, e-mail and telephone number: _____

EXHIBIT B

REQUESTED PRODUCTION FORMAT

I. Overview

- A. All documents should be produced as Bates-stamped tagged image file format (“TIFF”) images along with an image load/cross reference file, a data load file with fielded metadata, and document-level extracted text for electronically stored information or optical character recognition (“OCR”) text for scanned hard copy documents. Details regarding requirements, including files to be delivered in native format, are below.

II. TIFF Image Requirements

- A. All documents should be produced as TIFF images in 300x300 dpi Group IV single-page monochrome format.
- B. All such images should be sequentially Bates-stamped.
- C. Images should include the following content where present:
 - 1. For word processing files (*e.g.*, Microsoft Word) – Comments and “track changes” (and similar in-line editing).
 - 2. For spreadsheet files (*e.g.*, Microsoft Excel) – Hidden columns, rows, and sheets; comments; and “track changes” (and similar in-line editing).
 - 3. For presentation files (*e.g.*, Microsoft PowerPoint) – Speaker notes and comments.

III. Native Format Requirements

- A. Spreadsheet files
 - 1. Spreadsheet files (*e.g.*, Microsoft Excel) should be provided in native format.
 - 2. In lieu of a TIFF image version of each spreadsheet file, a Bates-stamped single-page TIFF placeholder file should be produced along with the native format version of each file.
 - 3. When redaction is necessary, a redacted TIFF version may be produced; Paul Weiss reserves the right to request access to the native format versions of such files.
- B. Multimedia files
 - 1. Multimedia files (*e.g.*, Audio or video files) should be provided in native format.
 - 2. In lieu of a TIFF image version of each multimedia file, a Bates-stamped single-page TIFF placeholder file should be produced along with the native format version of each file.

C. Other files

1. In limited circumstances, it may be necessary to obtain or view the native format versions of files, including color documents/images and dynamic files such as databases. Paul, Weiss reserves the right to request access to the native format versions of such files.

IV. Image Load/Cross Reference File Requirements

- A. A single-page image load/cross reference file should be provided with each production.
- B. The file may be in either IPRO (.lfp) or Opticon (.opt) format as in the samples below (note that volume label information – “@MSC001” in the sample IPRO file and “MSC001” in the sample Opticon file – is optional):

Sample IPRO .lfp file

IM,MSC00000014,D,0,@MSC001;MSC\0000;00000014.TIF;2
 IM,MSC00000015,,0,@MSC001; MSC\0000;00000015.TIF;2
 IM,MSC00000016,D,0,@MSC001; MSC\0000;00000016.TIF;2
 IM,MSC00000017,,0,@MSC001; MSC\0000;00000017.TIF;2

Sample Opticon .opt file

MSC000001,MSC001,MSC\0000\00000001.TIF,Y,,,3
 MSC000002,MSC001,MSC\0000\00000002.TIF,,,,
 MSC000003,MSC001,MSC\0000\00000003.TIF,,,,
 MSC000004,MSC001,MSC\0000\00000004.TIF,Y,,,2
 MSC000005,MSC001,MSC\0000\00000005.TIF,,,,

V. Data Load File and Extracted Text/OCR Requirements

- A. A data load file should be provided with each production.
- B. The file should be a Concordance-loadable data file, also known as a “DAT” file, and should contain Bates-stamp and metadata information as detailed below.
- C. Extracted text and/or OCR text should not be embedded in the DAT file but should rather be provided as separate, document-level text files. Document-level text file names should contain the beginning Bates number information of the document. If a document is provided in native format with a placeholder tiff, (e.g., spreadsheet files) the text file should contain the extracted text of the native file. OCR text should be included for redacted documents.
- D. The requested delimiters and qualifiers to be used in the DAT file are:

Record delimiter: Windows newline/Hard return (ASCII 10 followed by ASCII 13)

Field delimiter: □ (ASCII 20)

Multi-value delimiter: Semicolon ; (ASCII 59)

Text qualifier: Small thorn þ (ASCII 254)

- E. The DAT file should have a header line with field names and include the following fields:

Field	Comments
BegBates	Beginning Bates number
EndBates	Ending Bates number
BegRange	Bates number of first page of family range, <i>e.g.</i> , first page of an email.
EndRange	Bates number of last page of family range, <i>e.g.</i> , last page of last attachment to an email.
PageCount	Number of pages in document.
FileExtension	Loose files, attachments and email.
FileSize	Loose files, attachments and email (in bytes).
Title	Loose files and attachments only.
Custodian	Include field only if production is de-duped by custodian. Loose files, attachments, and email. Custodian full name formatted: LASTNAME, FIRSTNAME.
AllCustodian	Include field only if production is de-duped globally. Loose files, attachments, and emails. Full name of all custodians for whom the document is being produced formatted: LASTNAME, FIRSTNAME; LASTNAME, FIRSTNAME
Author	Loose files and attachments only.
From	Email only.
To	Email only.
CC	Email only.
BCC	Email only.
Subject	Email only.
DateCreated	Loose files and attachments only. MM/DD/YYYY
DateModified	Loose files and attachments only. MM/DD/YYYY
DateSent	Email only. MM/DD/YYYY
TimeSent	Email only. HH:MM:SS AM/PM
DateReceived	Email only. MM/DD/YYYY
TimeReceived	Email only. HH:MM:SS AM/PM
FilePath	Loose files. Original path to the file as maintained in the ordinary course of business.
FileName	Loose files and attachments. Name of file as maintained in the ordinary course of business.
FolderPath	Email only. Path within the mail container file (<i>e.g.</i> , PST file) to the message at collection time.
HiddenContent	For loose files and attachments only. List type of hidden content found in document (for content described in section II.C above)
TextPath	The path to the extracted text or OCR for the document, including the file name.

Field	Comments
NativePath	The path to the native-format file for the document, including the file name (if a native-format file is provided).

F. Two sample DAT files in the appropriate format when production is globally de-duped are below.

1. The following three entries are, respectively, the header row, a parent email, and a spreadsheet attachment:

bBatesPrefixbBeginning Bates NumberbEnding Bates NumberbBeginning Bates RangebEnding Bates RangebPage CountbFile ExtensionbFile SizebTitlebCustodianAllbAuthorbFrombTopbCCbBCCbSubjectbDate CreatedbDate ModifiedbDate SentbTime SentbDate ReceivedbTime ReceivedbFilePathbFilenamebFolderPathbHidden ContentbTextPathbNativePathb

bSAMPLEb00000001b00000001b00000001b00000002b1bMSGb2354bSmith, John H.bSmith, John H.bDoe, JanebSchmidt, Jane W.; Doe, MarkbChecks Payableb12/25/2008b9:30:01 AMb12/25/2008b9:30:11 AMbInbox\Payable\bText\SAMPLE\0000\00000001.txtb

bSAMPLEb00000002b00000002b00000001b00000002b1bxsIsb46444bAccounts ReceivablebSmith, John H.bSmith, John H.b12/22/2008b12/25/2008b12/25/2008b2010 budget.xlsbHidden ColumnbText\SAMPLE\0000\00000002.txtbNatives\SAMPLE\0000\00000002.xlsb

2. In globally de-duped productions there will be instances where production of documents from additional custodians will include documents previously produced. The two entries below are, respectively, the header row, and an overlay row producing a new custodian's copy of an email previously produced:

bBatesPrefixbBeginning Bates NumberbEnding Bates NumberbBeginning Bates RangebEnding Bates RangebPage CountbFile ExtensionbFile SizebTitlebCustodianbAuthorbFrombTopbCCbBCCbSubjectbDate CreatedbDate ModifiedbDate SentbTime SentbDate ReceivedbTime ReceivedbFilePathbFilenamebFolderPathbHidden ContentbTextPathbNativePathb

bSAMPLEb00000001b00000001b00000001b00000002b1bMSGb2354bSchmidt, Jane W.bSchmidt, Jane W.bSchmidt, Jane W.bSchmidt, Jane W.bInbox\Accts Payable\bText\SAMPLE\0000\00000001.txtb

Exhibit D

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

**PLAINTIFF EXXON MOBIL CORPORATION'S FIRST SET
OF REQUESTS FOR ADMISSION TO DEFENDANT ERIC SCHNEIDERMAN**

Plaintiff Exxon Mobil Corporation ("ExxonMobil"), by and through its undersigned counsel, hereby propounds Requests for Admission Numbers 1 through 33 to Defendant Eric Tradd Schneiderman, Attorney General for the State of New York, and requests that he admit the truth of the following requests within thirty (30) days of service hereof pursuant to Federal Rule of Civil Procedure 36, and the orders of the United State District Court for the Northern District of Texas in the above-captioned action, entered on October 13, 2016 (Docket No. 73) and November 10, 2016 (Docket No. 99), and in accordance with the definitions and instructions set forth herein.

DEFINITIONS

1. The terms “communication” and “communicated” shall mean every manner or means of disclosure, transfer or exchange of oral or written information, whether in person, by telephone, mail, electronic mail, personal delivery or otherwise.
2. The term “information” shall be construed expansively and shall include, but not be limited to, facts, data, opinions, images, impressions, concepts and formulae.
3. The term “CID” refers to the Civil Investigative Demand issued by the office of Defendant Attorney General Maura Healey to ExxonMobil on or about April 19, 2016.
4. The term “Subpoena” refers to the Subpoena issued by the office of Defendant Attorney General Eric Schneiderman to ExxonMobil on or about November 4, 2015.
5. The term “Common Interest Agreement” refers to the Climate Change Coalition Common Interest Agreement signed by individuals from the offices of the Attorneys General for California, Connecticut, Illinois, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, Virginia, U.S. Virgin Islands, Vermont, Washington, and Washington, D.C., between April and May 2016.
6. The term “Green 20” refers to the Attorneys General for the States, Commonwealths, or Territories of California, Connecticut, Delaware, Hawaii, Illinois, Iowa, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, the U.S. Virgin Islands, Vermont, Virginia, Washington, and Washington, D.C.; the Offices of these Attorneys General; their directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on their behalf, including, but not limited to, Assistant Attorneys General.

7. The term “Green 20 Press Conference” or “AGs United for Clean Power Press Conference” refers to the Press Conference attended by Defendant Attorney General Eric Schneiderman and other members of the Green 20 on March 29, 2016.

8. The term “investigation” refers to an actual or contemplated issuance of a subpoena or any other investigative process concerning purported violations of law by ExxonMobil concerning or related, directly or indirectly, in whole or in part, to climate change.

9. The term “person” includes any natural person, firm, partnership, joint venture, corporation, sole proprietorship, trust, union, association, federation, labor organizations, legal representatives, trustees, trustees in bankruptcy, receivers, business entities, any other form of business, governmental, public, charitable entity, or group of natural persons or such entities.

10. The term “SEC” refers to the United States Securities and Exchange Commission.

11. The words “You,” “Your,” “Yours,” and/or “Yourself” refer to Defendant Attorney General Eric Schneiderman, as well as the Office of the New York State Attorney General, and its directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on its behalf, including, but not limited to, Assistant Attorneys General in the Office of the New York State Attorney General.

INSTRUCTIONS

1. These Requests for Admission are directed to Defendant and the answers are to be completed to the best of Defendant's knowledge, by the person with the most knowledge, and based on the best knowledge of Defendant's counsel, agents, servants,

investigators, employees, predecessors, representatives and any other person acting or purporting to act on Defendant's behalf.

2. If You are unable to answer any Request for Admission or portion thereof, identify the person whom You believe has the knowledge or information sought by the request(s).

3. The following rules of construction apply to these discovery requests:

(a) The connectives “and” and “or” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of each document request all responses that might otherwise be construed to be outside of its scope.

(b) The terms “any,” “all” and “each” shall be construed without limitation.

(c) The term “including” shall be construed without limitation.

(d) The use of the singular form of any word includes the plural and vice versa.

(e) A masculine, feminine, or gender-free pronoun shall not exclude the other, or both, genders.

(f) Unless otherwise indicated, all words and terms used in this request shall mean their common connotations.

(g) Unless otherwise stated, the timeframe for this Request for Admissions is January 1, 2011 until the present.

(h) The foregoing Definitions and Instructions also apply to the Definitions and Instructions themselves.

REQUESTS FOR ADMISSION

1. Admit that You communicated and shared information with other members of the Green 20 concerning Your investigation of ExxonMobil.
2. Admit that one objective of the Green 20 was to “reduce emissions of climate change pollution to minimize its harm to people now and in the future.”
3. Admit that You attended a presentation on the morning of the Green 20 Press Conference given by Peter Frumhoff on the subject of the “imperative of taking action now on climate change.”¹
4. Admit that the presentation by Peter Frumhoff referred to in Request for Admission 3 was not announced publicly.
5. Admit that You attended a presentation on the morning of the Green 20 Press Conference given by Matthew Pawa of the Pawa Law Group, P.C., on the subject of “climate change litigation.”²
6. Admit that that the presentation by Pawa referred to in Request for Admission 5 was not announced publicly.
7. Admit that You directed Matthew Pawa “to not confirm or discuss” his attendance at the Green 20 Press Conference.
8. Admit that You participated in the drafting and executing of the Common Interest Agreement.
9. Admit that You signed the Common Interest Agreement, along with other members of the Green 20.
10. Admit that the objectives of the Common Interest Agreement were:

¹ Ex. I at App. 78.

² *Id.*

- (a) “[L]imiting climate change”; and
- (b) “[E]nsuring the dissemination of accurate information about climate change.”³

11. Admit that the objective of “limiting climate change” can be accomplished through political and/or legislative means.

12. Admit that You “assembl[ed] a group of state actors to send the message that [You and other attorneys general] are prepared to step into th[e] breach” created by “gridlock in Washington.”

13. Admit that one goal of the Green 20 was to use law enforcement powers to achieve a political and/or legislative objective.

14. Admit that climate change is, and has been, a matter of public debate.

15. Admit that “ensuring the dissemination of accurate information” about a matter of public debate involves the regulation of speech.

16. Admit that climate change cannot be limited through a historical investigation of a single energy company.

17. Admit that You perceive ExxonMobil as an opponent to Your preferred policies to address the potential for and effects of climate change.

18. Admit that, in its 2006 Corporate Citizenship Report, ExxonMobil publicly stated that “the risk to society and ecosystems from rising greenhouse gas emissions could prove to be significant” and “strategies that address the risk need to be developed and implemented.”

³ MTD App. At 57.

19. Admit that, in its 2006 10-K filing with the SEC, ExxonMobil stated that the “risks of global climate change” “have been, and may in the future” continue to impact its operations.

20. Admit that, in its 2015 10-K, ExxonMobil stated that the “risk of climate change” and “pending greenhouse gas regulations” may increase its “compliance costs.”

21. Admit that, in 2006, ExxonMobil disclosed and acknowledged the risks to its business from possible future climate change regulations that supposedly give rise to Your investigation.

22. Admit that, under the SEC’s rules concerning the reporting of reserves, ExxonMobil is required to estimate its proved reserves in light of “existing economic conditions, operating methods, and government regulations.”⁴

23. Admit that Your theory that ExxonMobil may have committed “massive securities fraud” depends on the adoption of regulations not yet promulgated.

24. Admit that You were acting under color of state law in initiating and pursuing Your Investigation.

25. Admit that on or about November 4, 2015, You believed that New York State General Business Law Article 22-A and New York State Executive Law Article 5, Section 63(12) has six-year statutes of limitation.

26. Admit that the Subpoena issued by Your office seeks documents from ExxonMobil dating back to January 1977.

27. Admit that You believe the following groups have expressed skepticism regarding the causes and impacts of climate change:

⁴ *Modernization of Oil & Gas Reporting*, SEC Release No. 78, File No. S7-15-08, 2008 WL 5423153, at *66 (Dec. 31, 2008).

- (a) American Enterprise Institute (AEI)
- (b) American Legislative Exchange Council (ALEC)
- (c) American Petroleum Institute (API).⁵

28. Admit that the Subpoena seeks documents relating to trade associations and industry groups perceived to advocate for the fossil fuel industry including, without limitation, the American Enterprise Institute (AEI), the American Legislative Exchange Council (ALEC) and the American Petroleum Institute (API).

29. Admit that You disclosed information about Your investigation of ExxonMobil to the *New York Times* for its November 5, 2015 article concerning the Subpoena issued by Your office.

30. Admit that You publicly discussed the investigation of ExxonMobil on *PBS NewsHour* on November 10, 2015, days after issuing the Subpoena.

31. Admit that on August 19, 2016, You told the *New York Times* that Your investigation will focus on a purported “massive securities fraud” based on a “stranded assets” theory.

32. Admit that You have abandoned any theory of liability premised primarily on ExxonMobil’s scientific research about climate change and/or global warming in the 1970s and 1980s.

33. Admit that You shifted the focus of Your investigation away from ExxonMobil’s scientific research about climate change and/or global warming in the 1970s and 1980s after learning of challenges ExxonMobil asserted to the CID issued by Massachusetts Attorney General Healey.

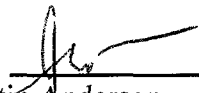
⁵ Oil Daily, New York Attorney General Comments on Exxon Probe, November 13, 2015.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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Exhibit E

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

**PLAINTIFF EXXON MOBIL CORPORATION'S FIRST SET
OF INTERROGATORIES TO DEFENDANT ERIC SCHNEIDERMAN**

Pursuant to and the orders entered by the United States District Court for the Northern District of Texas in the above-captioned action on October 13, 2016 (Docket No. 73) and November 10, 2016 (Docket No. 99), and pursuant to Rules 26 and 33 of the Federal Rules of Civil Procedure, and in accordance with the definitions and instructions set forth herein, Plaintiff Exxon Mobil Corporation ("ExxonMobil"), by its attorneys, Paul, Weiss, Rifkind, Wharton & Garrison LLP, requests that Defendant Eric Tradd Schneiderman, Attorney General for the State of New York, answer separately, under oath and in writing, each of the following Interrogatories, within thirty (30) days from the service of this request, or at such other time as may be agreed upon among counsel.

DEFINITIONS

1. The terms "and" and "or" shall be construed either disjunctively or

conjunctively as necessary to bring within the scope of the discovery request all responses that might otherwise be construed to be outside of its scope.

2. The terms “all” and “each” shall be construed as all and each.

3. The term “any” is used in its inclusive sense. For example, if a request calls for identification of “any statement” made by the Plaintiff on a topic, You shall identify each and all such statements on that topic.

4. The term “communication” shall mean every manner or means of disclosure, transfer or exchange of oral or written information, whether in person, by telephone, mail, electronic mail, personal delivery or otherwise.

5. The term “date” shall mean the exact date, month and year, if ascertainable or, if not, the best approximation of the date (based upon relationship with other events).

6. The term “document” is defined to be synonymous in meaning and equal in scope to the usage of this term in Federal Rule of Civil Procedure 34(a), including any email or electronic or computerized data compilations. A draft or non-identical copy is a separate document within the meaning of the term.

7. The term “identify” means: (a) when referring to a person or persons, to state the name and present address or, if unknown, the last known address, telephone number, e-mail address, title and employer of such person or persons; (b) when referring to a firm, partnership, corporation, association or other entity, to state the full name, address and telephone number or, if unknown, the last known address and telephone number; (c) when referring to documents, to state, to the extent known, the (i) type of document; (ii) general subject matter; (iii) date of the document; and (iv)

author(s), addressee(s) and recipient(s); (d) when referring to communications, to state, to the extent known, the (i) date of the communication; (ii) identity of the parties to the communication; (iii) means of transmission of the communication; and (iv) identity of all documents memorializing all or part of the communication. To the extent any responsive communication is memorialized in a document, please produce the document for inspection and copying.

8. The term “including” shall be construed without limitation.

9. The term “information” shall be construed expansively and shall include, but not be limited to, facts, data, opinions, images, impressions, concepts and formulae.

10. The term “person” includes any natural person, firm, partnership, joint venture, corporation, sole proprietorship, trust, union, association, federation, labor organizations, legal representatives, trustees, trustees in bankruptcy, receivers, business entities, any other form of business, governmental, public, charitable entity, or group of natural persons or such entities.

11. The term “CID” refers to the Civil Investigative Demand issued by the office of Defendant Attorney General Maura Healey to ExxonMobil on or about April 19, 2016.

12. The term “Subpoena” refers to the Subpoena issued by the office of Defendant Attorney General Eric Schneiderman to ExxonMobil on or about November 4, 2015.

13. The term “Common Interest Agreement” refers to the Climate Change Coalition Common Interest Agreement signed by individuals from the offices of

the Attorneys General for California, Connecticut, Illinois, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, Virginia, U.S. Virgin Islands, Vermont, Washington, and Washington, D.C., between April and May 2016.

14. The term “Green 20” refers to the Attorneys General for the States, Commonwealths, or Territories of California, Connecticut, Delaware, Hawaii, Illinois, Iowa, Maine, Maryland, Massachusetts, Minnesota, New Hampshire, New Mexico, New York, Oregon, Rhode Island, the U.S. Virgin Islands, Vermont, Virginia, Washington, and Washington, D.C.; the Offices of these Attorneys General; their directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on their behalf, including, but not limited to, Assistant Attorneys General.

15. The term “Green 20 Press Conference” or “AGs United for Clean Power Press Conference” refers to the Press Conference attended by Defendant Attorney General Eric Schneiderman and other members of the Green 20 on March 29, 2016.

16. The term “investigation” refers to an actual or contemplated issuance of a subpoena or any other investigative process concerning purported violations of law by ExxonMobil concerning or related, directly or indirectly, in whole or in part, to climate change.

17. The words “You,” “Your,” “Yours,” and/or “Yourself” refer to Defendant Attorney General Eric Schneiderman, as well as the Office of the New York State Attorney General, and its directors, officers, employees, agents, representatives or other persons acting, or purporting to act, on its behalf, including, but not limited to, Assistant Attorneys General in the Office of the New York State Attorney General.

INSTRUCTIONS

1. These Interrogatories are continuing in nature. Any information obtained subsequent to the service of answers to these Interrogatories that would have been included in the answers had the information been known shall promptly be supplied by supplemental answers whenever You find, locate, acquire, or become aware of such information, up until the time of trial. Supplemental answers are to be served as soon as reasonably possible after receipt of such information.

2. The answers are to be signed by You under oath. Objections, if any, are to be signed by the attorney making them.

3. Each Interrogatory shall be responded to fully, unless it is in good faith objected to, in which event the reasons for the objections shall be stated with specificity. If an objection pertains to only a portion of an Interrogatory, or to a word, phrase, or clause contained therein, You shall state Your objection to that portion only and answer the remainder of the Interrogatory. If, in responding to these Interrogatories, You claim any ambiguity in an Interrogatory, or in a definition or instruction applicable thereto, such claim shall not be utilized as a basis for refusing to respond, but You shall set forth as part of Your response the language deemed to be ambiguous and the interpretation used in responding to the Interrogatory.

4. If a claim of privilege or other legal doctrine (including, but not limited to, the work product doctrine) is asserted in objecting to any means of discovery or disclosure, You shall comply with the requirements of Federal Rule of Civil Procedure 26(b)(5), and, promptly following Your response, You shall identify with respect to the information: (i) the general nature of the information withheld; and (ii) the specific

privilege or protection claimed and the basis for its assertion. This includes, but is not limited to, specifically stating that You are withholding information in purported reliance on the Common Interest Agreement.

5. Although some Interrogatories may overlap with other Interrogatories, no Interrogatory should be read as limiting any other.

6. The foregoing Definitions and Instructions also apply to the Definitions and Instructions themselves.

7. Unless otherwise specified, the time period covered by these Interrogatories is January 1, 2011, to the present.

INTERROGATORIES

1. State the name, job title and/or position of all members, employees or agents of the Office of Attorney General of the State of New York involved in Your investigation of ExxonMobil, Your issuance of the Subpoena, Your participation in the Green20 Press Conference, and/or Your participation in the Common Interest Agreement, including but not limited to those persons who provided information for answers to one or more of these Interrogatories, and identify by number each Interrogatory that he or she answered or for which he or she provided information.

2. State, identify, and describe the basis for the following statements You made at the Green 20 Press Conference. As part of Your answer, identify all persons, documents or other sources of information that You contacted, consulted, reviewed or otherwise considered in making these statements:

(a) Your statement that there is a “relentless assault from well-funded highly aggressive and morally vacant forces that are trying to

block every step by the federal government to take meaningful action” regarding climate change.

(b) Your statement that “there are companies using the best climate science. They’re using the best climate models so that when they spend shareholder dollars to raise their oil rigs, which they are doing, they know how fast the sea level is rising, then they are drilling in places in the Arctic where they couldn’t drill 20 years ago because of the ice sheets. They know how fast the ice sheets are receding.”

(c) Your statement that “we know that they paid millions of dollars to support organizations that put up propaganda denying that we can predict or measure the effects of fossil fuel on our climate or even denying that climate change was happening.”

(d) Your statement that “[w]e know what’s happening to the planet. There is no dispute but there is confusion, and confusion sowed by those with an interest in profiting from the confusion and creating misperceptions in the eyes of the American public that really need to be cleared up.”

3. State, identify, and describe the basis for Your statements concerning Your investigation of ExxonMobil, quoted in the *New York Times* on August 19, 2016, that “there may be massive securities fraud here” and that “[t]he older stuff really is just to establish knowledge and look for inconsistencies.” As part of Your answer, identify all persons, documents or other sources of information that You contacted, consulted, reviewed or otherwise considered in making these statements.

4. State, identify, and describe the basis for Your authority to impose securities disclosure obligations on ExxonMobil that are distinct from or inconsistent with federal securities law and regulations, including those promulgated and/or administered by the Securities and Exchange Commission.

5. Identify any and all plaintiffs' attorneys, environmental attorneys, environmental organizations, current or former public officeholders and their staffs, political party officials and their staffs, or other Attorneys General, that You contacted or with whom You have communicated regarding any Investigation of ExxonMobil. As part of Your answer, identify (i) the date on which any of these communications occurred and (ii) the topics discussed in these communications.

6. State, identify, and describe the actions that Your office, including Your office's Environmental Protection Bureau, took prior to the Green 20 Press Conference to learn the status of other states' investigations and/or plans and explore avenues for coordination with these other states. As part of Your answer, identify all persons, documents or other sources of information that You contacted, consulted, reviewed or otherwise considered in taking these actions.

7. State, identify, and describe Your involvement in drafting the Common Interest Agreement. As part of Your answer, identify all persons, documents or other sources of information that You contacted, consulted, reviewed or otherwise considered in taking these actions.

8. State, identify, and describe Your relationship and any and all communications with Peter Frumhoff and/or the Union of Concerned Scientists, both before and after the Green 20 Press Conference.

9. State, identify, and describe Your relationship and any and all communications with Matthew Pawa, the Pawa Law Group, P.C., and/or the Global Warming Legal Action Project both before and after the Green 20 Press Conference.

10. State, identify, and describe Your relationship and any and all communications with former Vice President Al Gore, both before and after the Green 20 Press Conference. As part of Your answer, describe your understanding of how Al Gore became involved in the Green 20 Press Conference, including whether he was paid a fee in connection with his participation in or attendance at the Green 20 Press Conference.

11. State, identify, and describe Your relationship and any and all communications with Sharon Eubanks, both before and after the Green 20 Press Conference.

12. State, identify, and describe Your relationship and any and all communications with Bill McKibben and/or 350.org, both before and after the Green 20 Press Conference.

13. State, identify, and describe Your relationship and any and all communications with NextGen Climate or any of its directors, officers, employees, agents, or representatives, both before and after the Green 20 Press Conference.

14. State, identify, and describe Your relationship and any and all communications with the Rockefeller Brothers Fund and/or the Rockefeller Family Fund, both before and after the Green 20 Press Conference.

15. State, identify, and describe any and all political meetings, workshops, rallies, fundraising initiatives, or other events attended by persons outside the office of the New York Attorney General, at which You discussed any pending or

potential investigation of ExxonMobil by a member of the Green 20 or any subpoenas or civil investigative demands issued thereto.

16. State, identify, and describe Your participation in, attendance at, or Your relationship to the “Exxon: Revelations & Opportunities” event held on or about January 8, 2016 at 475 Riverside Drive, New York, New York. As part of Your answer, state, identify, and describe the purpose and nature of the meeting, and any known speakers, organizers, attendees, or participants at the event.

17. State, identify, and describe Your participation in, attendance at, or Your relationship to the mock trial referred to as “Exxon vs. The People” held in or around Montreuil, France on or about December 5, 2015. As part of Your answer, state, identify, and describe the purpose and nature of the mock trial, and any known speakers, organizers, attendees, or participants at the event.

18. State, identify, and describe Your policy and practice for publicly discussing or disclosing information concerning ongoing investigations.

19. State, identify, and describe the basis for Your statements on November 13, 2015, at a gathering sponsored by *Politico*, that ExxonMobil funded “aggressive climate deniers.” As part of Your answer, describe what You understood to constitute a “climate denier[]” when You made this statement.

20. Identify and describe Your statutory authority to “limit[] climate change” and “ensur[e] the dissemination of accurate information about climate change,” which are the stated objectives of the Common Interest Agreement You executed.

21. Identify and describe the basis for Your Subpoena’s demand that Exxon Mobil produce documents from a time period exceeding 39 years when the

Subpoena purports to investigate violations of statutes with six-year statute of limitations periods.

22. State, identify, and describe the basis for Your belief that investigating a single energy company will help to combat or limit climate change.

23. State, identify and describe all communications You had with the *New York Times* concerning the November 5, 2015 article, “Exxon Mobil Investigated for Possible Climate Change Lies by New York Attorney General,” describing Your investigation of ExxonMobil.

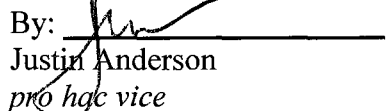
24. Identify and describe Your document retention policies in effect between , January 1, 2011 and November 10, 2016. As part of Your answer, describe the efforts undertaken to ensure the preservation of relevant documents in connection with this litigation and the date on which such actions occurred.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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Exhibit F

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

NOTICE OF DEPOSITION

PLEASE TAKE NOTICE that pursuant to Rule 30 of the Federal Rules of Civil Procedure, Plaintiff Exxon Mobil Corporation, by its attorneys, Paul, Weiss, Rifkind, Wharton & Garrison LLP, will take the deposition of Monica Wagner, Deputy Chief of the Environmental Protection Bureau of the Office of the New York Attorney General.

The deposition will commence on November 21, 2016, beginning at 10:00 am at Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas, New York, New York 10019-6064 or at such other time or location as shall be mutually agreed by the parties and the deponent.

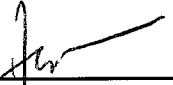
The deposition will be recorded by audiovisual and stenographic means before an officer or other person authorized by law to administer oaths, and shall continue until completed.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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(832) 624-6336

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By: 
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Exhibit G

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

NOTICE OF DEPOSITION

PLEASE TAKE NOTICE that pursuant to Rule 30 of the Federal Rules of Civil Procedure, Plaintiff Exxon Mobil Corporation, by its attorneys, Paul, Weiss, Rifkind, Wharton & Garrison LLP, will take the deposition of Lemuel Srolovic, Chief of the Environmental Protection Bureau of the Office of the New York Attorney General.

The deposition will commence on November 28, 2016, beginning at 10:00 am at Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas, New York, New York 10019-6064 or at such other time or location as shall be mutually agreed by the parties and the deponent.

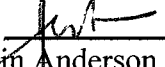
The deposition will be recorded by audiovisual and stenographic means before an officer or other person authorized by law to administer oaths, and shall continue until completed.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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Exhibit H

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in his	§	
official capacity, and MAURA TRACY	§	
HEALEY, Attorney General of	§	
Massachusetts, in her official capacity,	§	
	§	
	§	
Defendants.	§	
	§	

NOTICE OF DEPOSITION

PLEASE TAKE NOTICE that pursuant to Rule 30 of the Federal Rules of Civil Procedure, Plaintiff Exxon Mobil Corporation, by its attorneys, Paul, Weiss, Rifkind, Wharton & Garrison LLP, will take the deposition of Eric Tradd Schneiderman, Attorney General for the State of New York.

The deposition will commence on December 5, 2016, beginning at 10:00 am at Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas, New York, New York 10019-6064 or at such other time or location as shall be mutually agreed by the parties and the deponent.

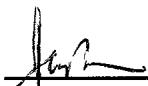
The deposition will be recorded by audiovisual and stenographic means before an officer or other person authorized by law to administer oaths, and shall continue until completed.

Dated: November 16, 2016

EXXON MOBIL CORPORATION

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Exhibit I

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

EXXON MOBIL CORPORATION,	§	
	§	
Plaintiff,	§	
	§	
v.	§	Civil Action No. 4:16-CV-469-K
	§	
ERIC TRADD SCHNEIDERMAN,	§	
Attorney General of New York, in	§	
his official capacity, and MAURA	§	
TRACY HEALEY, Attorney General	§	
of Massachusetts, in her official	§	
capacity,	§	
	§	
Defendants.	§	
	§	

ORDER

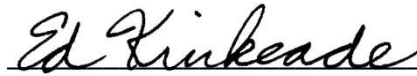
On November 16, 2016, the Court conducted a telephone status conference with the parties. In order to expeditiously conduct the necessary discovery to inform the Court on issues relating to pending and anticipated motions related to jurisdictional matters, the Court orders that Attorney General Healey shall respond to written discovery ten (10) days from the date the discovery is served.

It is further ordered that Attorney General Healey shall appear for her deposition in Courtroom 1627 at 1100 Commerce Street, Dallas, Texas 75242 at 9:00 a.m. on Tuesday, December 13, 2016. Attorney General Schneiderman is also advised to be

available on December 13, 2016 in Dallas, Texas. The Court will enter an Order regarding Attorney General Schneiderman's deposition after he files his answer in this matter. The Court is mindful of the busy schedule of each of the Attorneys General Healey and Schneiderman and will be open to considering a different date for the deposition.

SO ORDERED.

Signed November 17th, 2016.

A handwritten signature in cursive script, reading "Ed Kinkeade", written in black ink.

ED KINKEADE
UNITED STATES DISTRICT JUDGE

Exhibit J

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SIMON H RIFKIND (1950-1995)
LOUIS S WEISS (1927-1950)
JOHN F WHARTON (1927-1977)

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November 18, 2016

PARTNERS NOT RESIDENT IN WASHINGTON
DAVID J BALL
CRAIG A BENSON
JOSEPH J BIAL
PATRICK S CAMPBELL
CHARLES E DAVIDOW
ANDREW J FORMAN
KENNETH A GALLO
ROBERTO J GONZALEZ
JONATHAN S KANTER
MARK F MENDELSON
JANE B O'BRIEN
ALEX YOUNG K OH
CHARLES F RICK RILEY
JOSEPH J SIMONS
BRIAN M JANSON*
MEREDITH J KANE*
ROBERTA A KAPLAN*
BRAD S KARP*
PATRICK N KARSNITZ*
JOHN C KENNEDY*
BRIAN KIM*
ALAN W KORNBERG
DANIEL J KRAMER*
DAVID K LAKHDHIR
STEPHEN P LAMB*
JOHN E LANGE*
GREGORY F LAUFER*
DANIEL J LEFFELL*
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JEFFREY D MARELL*
MARCO V MASOTTI*
EDWIN S MAYNARD*
DAVID W MAYO*
ELIZABETH R MCCOLM*
CLAUDINE MEREDITH-GOUJON
WILLIAM B MICHAEL*
TOBY S MYERSON*
JUDIE NG SHORTELL*
CATHERINE NYARADY*
BRAD R OKUN*
NELLEY D PARKER*
VALERIE E RADWANER*
CARL L REISNER*
LORIN L REISNER*
WALTER G RICCIARDI*
WALTER RIEMAN*
RICHARD A ROSEN*
ANDREW N ROSENBERG*
JACQUELINE P RUBIN*
RAPHAEL M RUSSO*
ELIZABETH M SACKSTEDER*
JEFFREY D SAFERSTEIN*
JEFFREY B SAMUELS*
DALE M SARRO*
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ROBERT B SCHUMER*
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STEPHEN J SHIMSHAK*
DAVID R SICULAR*
MOSES SILVERMAN*
STEVEN SIMKIN*
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ERIC ALAN STONE*
AIDAN SYNNOTT*
MONICA K THURMOND*
DANIEL J TOAL*
LIZA M VELAZQUEZ*
LAWRENCE G WEE*
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JULIA TM WOOD
JENNIFER H WU*
BETTY YAP*
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KAYE N YOSHINO*
TONG YU*
TRACEY A ZACCONE*
LAURETTE M ZEITZER*
T ROBERT ZOCHOWSKI JR *

*NOT AN ACTIVE MEMBER OF THE FC BAR

By Federal Express and Email

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Reese Gordon Marketos LLP
750 N. Saint Paul Street, Suite 610
Dallas, Texas 75201

Jeffrey M. Tillotson
Tillotson Law
750 N. Saint Paul Street, Suite 610
Dallas, Texas 75201

Re: Exxon Mobil Corporation v. Eric Schneiderman and Maura Healey, No. 4:16-CV-469-K

Dear Messrs. Marketos and Tillotson:

I am writing on behalf of Plaintiff Exxon Mobil Corporation ("ExxonMobil") in reference to the above-captioned matter. In light of the order entered by the Honorable Ed Kinkeade, of the United States District Court for the Northern District of Texas on November 17, 2016, noting that the court will enter an order following Attorney General Eric Schneiderman's answer (Docket No. 117), ExxonMobil hereby withdraws the following Notices of Deposition issued pursuant to Rule 30 of the Federal Rules of Civil Procedure:

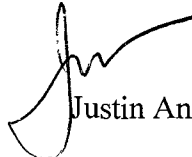
1. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Monica Wagner, Deputy Chief of the Environmental Protection Bureau of the Office of the Attorney General of New York at 10:00 am on November 21, 2016;
2. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Lemuel Srolovic, Chief of the Environmental Protection Bureau of the Office of the Attorney General of New York at 10:00 am on November 28, 2016.

In lieu of the Notices of Depositions enumerated above, please find enclosed the following Notices of Deposition:

1. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Monica Wagner, Deputy Chief of the Environmental Protection Bureau of the Office of the Attorney General of New York at 10:00 am on December 9, 2016;
2. Plaintiff Exxon Mobil Corporation's Notice of Deposition of Lemuel Srolovic, Chief of the Environmental Protection Bureau of the Office of the Attorney General of New York at 10:00 am on December 12, 2016.

I am available to discuss at your convenience. Thank you for your anticipated response.

Sincerely,



Justin Anderson

Enclosures

Exhibit K

AGs United For Clean Power Press Conference*
March 29, 2016: 11:35 am – 12:32 pm

AG Schneiderman: Thank you, good morning. I'm New York's Attorney General, Eric Schneiderman. I thank you for joining us here today for what we believe and hope will mark a significant milestone in our collective efforts to deal with the problem of climate change and put our heads together and put our offices together to try and take the most coordinated approach yet undertaken by states to deal with this most pressing issue of our time. I want to thank my co-convenor of the conference, Vermont Attorney General, William Sorrel, who has been helping in joining us here and been instrumental in making today's events possible, and my fellow attorneys general for making the trip to New York for this announcement. Many of them had been working for years on different aspects of this problem to try and preserve our planet and reduce the carbon emissions that threaten all of the people we represent. And I'm very proud to be here today with Attorney General George Jepsen of Connecticut, Attorney General Brian Frosh of Maryland, Attorney General Maura Healey of Massachusetts, Attorney General Mark Herring of Virginia, and Attorney General Claude Walker of the U.S. Virgin Islands.

We also have staff representing other attorneys general from across the country, including: Attorney General Kamala Harris of California, Matt Denn of Delaware, Karl Racine of the District of Columbia, Lisa Madigan of Illinois, Tom Miller of Iowa, Janet Mills of Maine, Lori Swanson of Minnesota, Hector Balderas of New Mexico, Ellen Rosenblum of Oregon, Peter Kilmartin of Rhode Island and Bob Ferguson of Washington.

And finally, I want to extend my sincere thanks to Vice President Al Gore for joining us. It has been almost ten years since he galvanized the world's attention on climate change with his documentary *An Inconvenient Truth*.

And, I think it's fair to say that no one in American public life either during or beyond their time in elective office has done more to elevate the debate of our climate change or to expand global awareness about the urgency of the need for collective action on climate change than Vice President Gore. So it's truly an honor to have you here with us today.

* The following transcript of the AGs United For Clean Power Press Conference, held on March 29, 2016, was prepared by counsel based on a video recording of the event, which is available at <http://www.ag.ny.gov/press-release/ag-schneiderman-former-vice-president-al-gore-and-coalition-attorneys-general-across>.

AGs United For Clean Power Press Conference

March 29, 2016: 11:35 am – 12:32 pm

So we've gathered here today for a conference – the first of its kind conference of attorneys general dedicated to coming up with creative ways to enforce laws being flouted by the fossil fuel industry and their allies in their short-sighted efforts to put profits above the interests of the American people and the integrity of our financial markets. This conference reflects our commitment to work together in what is really an unprecedented multi-state effort in the area of climate change. Now, we have worked together on many matters before and I am pleased to announce that many of the folks represented here were on the Amicus Brief we submitted to the United States Supreme Court in the *Friedrichs v. California Teacher Association* case. We just got the ruling that there was a four-four split so that the American labor movement survives to fight another day. And thanks, thanks to all for that effort and collaboration. It shows what we can do if we work together. And today we are here spending a day to ensure that this most important issue facing all of us, the future of our planet, is addressed by a collective of states working as creatively, collaboratively and aggressively as possible.

The group here was really formed when some of us came together to defend the EPA's Clean Power Plan, the new rules on greenhouse gases. And today also marks the day that our coalition is filing our brief in the Court of Appeals for the District of Columbia. In that important matter we were defending the EPA's rules. There is a coalition of other states on the other side trying to strike down the rules, but the group that started out in that matter together was 18 states and the District of Columbia. We call ourselves The Green 19, but now that Attorney General Walker of the Virgin Islands has joined us our rhyme scheme is blown. We can't be called The Green 19, so now we're The Green 20. We'll come up with a better name at some point.

But, ladies and gentlemen, we are here for a very simple reason. We have heard the scientists. We know what's happening to the planet. There is no dispute but there is confusion, and confusion sowed by those with an interest in profiting from the confusion and creating misperceptions in the eyes of the American public that really need to be cleared up. The U.S. Defense Department, no radical agency, recently called climate change an urgent and growing threat to our national security. We know that last month, February, was the furthest above normal for any month in history since 1880 when they started keeping meteorological records. The

AGs United For Clean Power Press Conference

March 29, 2016: 11:35 am – 12:32 pm

facts are evident. This is not a problem ten years or twenty years in the future. [There are] people in New York who saw what happened with the additional storm surge with Super Storm Sandy. We know the water level in New York Harbor is almost a foot higher than it was. The New York State Department of Environmental Conservation, not some radical agency, predicts that if we continue at this pace, we'll have another 1.5 feet of water in New York Harbor. It'll go up by that much in 2050. So today, in the face of the gridlock in Washington, we are assembling a group of state actors to send the message that we are prepared to step into this breach. And one thing we hope all reasonable people can agree on is that every fossil fuel company has a responsibility to be honest with its investors and with the public about the financial and market risks posed by climate change. These are cornerstones of our securities and consumer protection laws.

My office reached a settlement last year based on the enforcement of New York securities laws with Peabody Energy. And they agreed to rewrite their financials because they had been misleading investors and the public about the threat to their own business plan and about the fact that they had very detailed analysis telling them how the price of coal would be going down in the face of actions taken by governments around the world. But they were hiding it from their investors. So they agreed to revise all of their filings with the SEC. And the same week we announced that, we announced that we had served a subpoena on ExxonMobil pursuing that and other theories relating to consumer and securities fraud. So we know, because of what's already out there in the public, that there are companies using the best climate science. They are using the best climate models so that when they spend shareholder dollars to raise their oil rigs, which they are doing, they know how fast the sea level is rising. Then they are drilling in places in the Arctic where they couldn't drill 20 years ago because of the ice sheets. They know how fast the ice sheets are receding. And yet they have told the public for years that there were no "competent models," was the specific term used by an Exxon executive not so long ago, no competent models to project climate patterns, including those in the Arctic. And we know that they paid millions of dollars to support organizations that put out propaganda denying that we can predict or measure the effects of fossil fuel on our climate, or even denying that climate change was happening.

AGs United For Clean Power Press Conference

March 29, 2016: 11:35 am – 12:32 pm

There have been those who have raised the question: aren't you interfering with people's First Amendment rights? The First Amendment, ladies and gentlemen, does not give you the right to commit fraud. And we are law enforcement officers, all of us do work, every attorney general does work on fraud cases. And we are pursuing this as we would any other fraud matter. You have to tell the truth. You can't make misrepresentations of the kinds we've seen here.

And the scope of the problem we're facing, the size of the corporate entities and their alliances and trade associations and other groups is massive and it requires a multi-state effort. So I am very honored that my colleagues are here today assembling with us. We know that in Washington there are good people who want to do the right thing on climate change but everyone from President Obama on down is under a relentless assault from well-funded, highly aggressive and morally vacant forces that are trying to block every step by the federal government to take meaningful action. So today, we're sending a message that, at least some of us – actually a lot of us – in state government are prepared to step into this battle with an unprecedented level of commitment and coordination.

And now I want to turn it over to my great colleague, the co-convenor of this conference, Vermont Attorney General William Sorrel.

AG Sorrel:

I am pleased that the small state of Vermont joins with the big state of New York and are working together to make this gathering today a reality. Truth is that states, large and small, have critical roles to play in addressing environmental quality issues. General Schneiderman has mentioned our filing today in the D.C. Circuit on the Clean Power Plan case. Going back some time, many of the states represented here joined with the federal government suing American Electric Power Company, the company operating several coal-fired electric plants in the Midwest and largely responsible for our acid rain and other air quality issues in the eastern part of the United States, ultimately resulting in what I believe to date is the largest settlement in an environmental case in our country's history. With help from a number of these states, we successfully litigated Vermont's adoption of the so-called California standard for auto emissions in federal court in Vermont, now the standard in the country. And right down to the present day, virtually all of the

AGs United For Clean Power Press Conference
March 29, 2016: 11:35 am – 12:32 pm

states represented today are involved in looking at the alleged actions by Volkswagen and the issues relating to emissions from tens of thousands of their diesel automobiles.

But today we're talking about climate change which I don't think there's any doubt, at least in our ranks, is the environmental issue of our time. And in order for us to effectively address this issue, it's going to take literally millions of decisions and actions by countries, by states, by communities and by individuals. And, just very briefly, Vermont is stepping up and doing its part. Our legislature has set goals of 75% reduction – looking from a 1990 base line – a 75% reduction in greenhouse gas emissions by 2050. Similarly, our electric utilities have a goal of 75% use of renewable energy sources by 2032. So, we've been doing our part. Our presence here today is to pledge to continue to do our part. I'm mindful of the fact that I'm between you and the real rock star on this issue, and so I'm going to turn it back to General Schneiderman to introduce the next speaker.

AG Schneiderman: Thank you. Thank you. I'm not really a rock star.

[Laughter]

Thank you Bill. It's always a pleasure to have someone here from a state whose U.S. senator is from Brooklyn.

[Laughter]

And doing pretty well for himself. So, Vice President Gore has a very busy schedule. He has been traveling internationally, raising the alarm but also training climate change activists. He rearranged his schedule so he could be here with us today to meet with my colleagues and I. And there is no one who has done more for this cause, and it is a great pleasure to have him standing shoulder to shoulder with us as we embark on this new round in what we hope will be the beginning of the end of our addiction to fossil fuel and our degradation of the planet. Vice President Al Gore.

VP Gore: Thank you very much, Eric. Thank you. Thank you very much.

[Applause]

Thank you very much, Attorney General Schneiderman. It really and truly is an honor for me to join you and your colleagues here,

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Bill Sorrel of Vermont, Maura Healey of Massachusetts, Brian Frosh of Maryland, Mark Herring of Virginia, George Jepsen of Connecticut and Claude Walker from the U.S. Virgin Islands, and the ten (let's see 1, 2, 3, 4, 5) how many other – ten other states . . . eleven other state attorneys general offices that were represented in the meetings that took place earlier, prior to this press conference.

I really believe that years from now this convening by Attorney General Eric Schneiderman and his colleagues here today may well be looked back upon as a real turning point in the effort to hold to account those commercial interests that have been – according to the best available evidence – deceiving the American people, communicating in a fraudulent way, both about the reality of the climate crisis and the dangers it poses to all of us. And committing fraud in their communications about the viability of renewable energy and efficiency and energy storage that together are posing this great competitive challenge to the long reliance on carbon-based fuels. So, I congratulate you, Attorney General, and all of you, and to those attorneys general who were so impressively represented in the meetings here. This is really, really important.

I am a fan of what President Obama has been doing, particularly in his second term on the climate crisis. But it's important to recognize that in the federal system, the Congress has been sharply constraining the ability of the executive branch to fully perform its obligations under [the] Constitution to protect the American people against the kind of fraud that the evidence suggests is being committed by several of the fossil fuel companies, electric utilities, burning coal, and the like. So what these attorneys general are doing is exceptionally important. I remember very well – and I'm not going to dwell on this analogy – but I remember very well from my days in the House and Senate and the White House the long struggle against the fraudulent activities of the tobacco companies trying to keep Americans addicted to the deadly habit of smoking cigarettes and committing fraud to try to constantly hook each new generation of children to replenish their stock of customers who were dying off from smoking-related diseases. And it was a combined effort of the executive branch, and I'm proud that the Clinton-Gore administration played a role in that, but it was a combined effort in which the state attorneys general played the crucial role in securing an historic victory for public health. From the time the tobacco companies were first found out, as evidenced by the historic attorney generals' report of 1964, it

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took 40 years for them to be held to account under the law. We do not have 40 years to continue suffering the consequences of the fraud allegedly being committed by the fossil fuel companies where climate change is concerned.

In brief, there are only three questions left to be answered about the climate crisis. The first one is: Must we change, do we really have to change? We rely on fossil fuels for more than 80% of all the energy our world uses. In burning it we've reduced poverty and raised standards of living and built this elaborate global civilization, and it looks like it'll be hard to change. So naturally, people wonder: Do we really have to change? The scientific community has been all but unanimous for a long time now. But now mother nature and the laws of physics – harder to ignore than scientists – are making it abundantly clear that we have to change. We're putting 110 million tons of man-made heat trapping global warming pollution into the thin shell of atmosphere surrounding our planet every day, as if it's an open sewer. And the cumulative amount of that man-made global warming pollution now traps as much extra heat energy in the earth's system as would be released by 400,000 Hiroshima-class atomic bombs exploding every 24 hours on the surface of our planet.

It's a big planet, but that's a lot of energy. And it is the reason why temperatures are breaking records almost every year now. 2015 was the hottest year measured since instruments had been used to measure temperature. 2014 was the second hottest. 14 of the 15 hottest have been in the last 15 years. As the Attorney General mentioned, February continues the trend by breaking all previous records – the hottest in 1,632 months ever measured. Last December 29th, the same unnatural global warming fuel storm system that created record floods in the Midwest went on up to the Arctic and on December 29th, smack in the middle of the polar winter night at the North Pole, temperatures were driven up 50 degrees above the freezing point. So the North Pole started thawing in the middle of the winter night. Yesterday the announcement came that it's the smallest winter extent of ice ever measured in the Arctic.

Ninety-three percent of the extra heat goes into the oceans of the world, and that has consequences. When Super Storm Sandy headed across the Atlantic toward this city, it crossed areas of the Atlantic that were nine degrees Fahrenheit warmer than normal

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and that's what made that storm so devastating. The sea level had already come up because of the ice melting, principally off Greenland and Antarctica. And as the Attorney General mentioned, that's a process now accelerating. But these ocean-based storms are breaking records now. I just came from the Philippines where Super Typhoon Haiyon created 4 million homeless people when it crossed much warmer waters of the Pacific. By the way, it was a long plane flight to get here and I happened to get, just before we took off, the 200-page brief that you all filed in support of the Clean Power Plan. Really excellent work. Footnotes took up a lot of those 200 pages so I'm not claiming to [have] read all 200 of them.

The same extra heat in the oceans is disrupting the water cycle. We all learned in school that the water vapor comes off the oceans and falls as rain or snow over the land and then rushes back to the ocean. That natural life-giving process is being massively disrupted because the warmer oceans put a lot more water vapor up there. And when storm conditions present themselves they, these storms will reach out thousands of kilometers to funnel all that extra humidity and water vapor into these massive record-breaking downpours. And occasionally it creates a snowpocalypse or snowmageddon but most often, record-breaking floods. We've had seven once-in-a-thousand-year floods in the last ten years in the U.S. Just last week in Louisiana and Arkansas, two feet of rain in four days coming again with what they call the Maya Express off the oceans. And the same extra heat that's creating these record-breaking floods also pull the soil moisture out of the land and create these longer and deeper droughts all around the world on every continent.

Every night on the news now it's like a nature hike through the Book of Revelation. And we're seeing tropical diseases moving to higher latitudes – the Zika virus. Of course the transportation revolution has a lot to do with the spread of Zika and Dengue Fever and Chikungunya and diseases I've never heard of when I was growing up and maybe, probably most of you never did either. But now, they're moving and taking root in the United States. Puerto Rico is part of the United States, by the way – not a state, but part of our nation. Fifty percent of the people in Puerto Rico are estimated to get the Zika virus this year. By next year, eighty percent. When people who are part of the U.S. territory, when women are advised not to get pregnant, that's something new that

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ought to capture our attention. And in large areas of Central America and South America, women are advised now not to get pregnant for two years until they try to get this brand new viral disease under control.

The list of the consequences continues, and I'm not going to go through it all, but the answer to that first question: "Do we have to change?" is clearly now to any reasonable thinking person: "yes, we have to change." Now the second question is: "Can we change?" And for quite a few years, I will confess to you that, when I answered that question yes, it was based on the projections of scientists and technologists who said, just wait. We're seeing these exponential curves just begin, solar is going to win, wind power is going to get way cheaper, batteries are going to have their day, we're going to see much better efficiency. Well now we're seeing these exponential curves really shoot up dramatically. Almost 75% of all the new investment in the U.S. in new generating capacity last year was in solar and wind – more than half worldwide. We're seeing coal companies go bankrupt on a regular basis now. Australia is the biggest coal exporter in the world. They've just, just the analysis there, they're not going to build any more coal plants because solar and wind are so cheap. And we're seeing this happen all around the world. But, there is an effort in the U.S. to slow this down and to bring it to a halt because part of the group that, again according to the best available evidence, has been committing fraud in trying to convince people that the climate crisis is not real, are now trying to convince people that renewable energy is not a viable option. And, worse than that, they're using their combined political and lobbying efforts to put taxes on solar panels and jigger with the laws to require that installers have to know the serial number of every single part that they're using to put on a rooftop of somebody's house, and a whole series of other phony requirements, unneeded requirements, that are simply for the purpose of trying to slow down this renewable revolution. In the opinion of many who have looked at this pattern of misbehavior and what certainly looks like fraud, they are violating the law. If the Congress would actually work – our democracy's been hacked, and that's another story, not the subject of this press conference – but if the Congress really would allow the executive branch of the federal government to work, then maybe this would be taken care of at the federal level. But these brave men and women, who are the attorneys general of the states represented in this historic coalition, are doing their job and – just

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as many of them did in the tobacco example – they are now giving us real hope that the answer to that third question: “Will we change?” is going to be “yes.” Because those who are using unfair and illegal means to try to prevent the change are likely now, finally, at long last, to be held to account. And that will remove the last barriers to allow the American people to move forward and to redeem the promise of our president and our country in the historic meeting in Paris last December where the United States led the global coalition to form the first global agreement that is truly comprehensive. If the United States were to falter and stop leading the way, then there would be no other leader for the global effort to solve this crisis. By taking the action these attorneys general are taking today, it is the best, most hopeful step I can remember in a long time – that we will make the changes that are necessary.

So, I’ll conclude my part in this by, once again, saying congratulations to these public servants for the historic step they are taking today. And on behalf of many people, who I think would say it’s alright for me to speak for them, I’d like to say thank you.

AG Schneiderman: Thank you very much, and now my other colleagues are going to say a few words. For whatever reason, I’ve gotten into the habit, since we always seem to do this, we do this in alphabetical order by state, which I learned when I first became an AG but I guess we’ll stick with it. Connecticut Attorney General George Jepsen who was our partner in the *Friedrichs* case and stood with me when we announced that we were filing in that case. We’ve done a lot of good work together. Attorney General Jepsen.

AG Jepsen: I’d like to thank Eric and Bill for their leadership on this important issue and in convening this conference and to recognize the man who has done more to make global warming an international issue than anybody on the entire planet – Vice President Al Gore. In the backdrop, in the backdrop of a very dysfunctional Congress, state attorneys general, frequently on a bipartisan, basis have shown that we can stand up and take action where others have not. The Vice President referenced the tobacco litigation, which was before my time but hugely important in setting the tone and the structures by which we do work together. Since becoming attorney general in 2011, we’ve taken on the big banks and their mortgage servicing issues, a \$25 billion settlement. We’ve taken on Wall Street’s Standard & Poor’s for mislabeling mortgage-backed securities – as

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a 20-state coalition – mislabeling mortgage-backed securities as AAA when in fact they were junk. Working together on data privacy issues, and now it's time that we stand up once again and take on what is the most important issue of our generation. We owe it to our children, our children's children, to step up and do the right thing, to work together and I'm committed to it. Thank you.

AG Schneiderman: Thank you. And now a relatively new colleague but someone who has brought incredible energy to this fight and who we look forward to working with on this and other matters for a long time to come. Maryland Attorney General Brian Frosh.

AG Frosh: Well, first thank you again to General Schneiderman and General Sorrel for putting together this group and it's an honor to be with you, Mr. Vice President. Thank you so much for your leadership. I'm afraid we may have reached that point in the press conference where everything that needs to be said has been said, but everyone who needs to say it hasn't said it yet.

[Laughter]

So, I will try to be brief. Climate change is an existential threat to everybody on the planet. Maryland is exceptionally vulnerable to it. The Chesapeake Bay bisects our state. It defines us geographically, culturally, historically. We have as much tidal shoreline as states as large as California. We have islands in the Chesapeake Bay that are disappearing. We have our capital, Annapolis, which is also the nuisance flood capital of the United States. It's under water way, way, way too often. It's extraordinarily important that we address the problem of climate change. I'm grateful to General Sorrel and General Schneiderman for putting together this coalition of the willing. I'm proud to be a part of it in addressing and supporting the President's Clean Power Plan. What we want from ExxonMobil and Peabody and ALEC is very simple. We want them to tell the truth. We want them to tell the truth so that we can get down to the business of stopping climate change and of healing the world. I think that as attorneys general, as the Vice President said, we have a unique ability to help bring that about and I'm very glad to be part of it.

AG Schneiderman: Thank you. And, another great colleague, who has done extraordinary work before and since becoming attorney general working with our office on incredibly important civil rights issues,

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financial fraud issues, Massachusetts Attorney General Maura Healey.

AG Healey:

Thank you very much General Schneiderman. Thank you General Schneiderman and General Sorrel for your leadership on this issue. It's an honor for me to be able to stand here today with you, with our colleagues and certainly with the Vice President who, today, I think, put most eloquently just how important this is, this commitment that we make. Thank you for your leadership. Thank you for your continuing education. Thank you for your inspiration and your affirmation.

You know, as attorneys general, we have a lot on our plates: addressing the epidemics of opiate abuse, gun violence, protecting the economic security and well-being of families across this country; all of these issues are so important. But make no mistake about it, in my view, there's nothing we need to worry about more than climate change. It's incredibly serious when you think about the human and the economic consequences and indeed the fact that this threatens the very existence of our planet. Nothing is more important. Not only must we act, we have a moral obligation to act. That is why we are here today.

The science – we do believe in science; we're lawyers, we believe in facts, we believe in information, and as was said, this is about facts and information and transparency. We know from the science and we know from experience the very real consequences of our failure to address this issue. Climate change is and has been for many years a matter of extreme urgency, but, unfortunately, it is only recently that this problem has begun to be met with equally urgent action. Part of the problem has been one of public perception, and it appears, certainly, that certain companies, certain industries, may not have told the whole story, leading many to doubt whether climate change is real and to misunderstand and misapprehend the catastrophic nature of its impacts. Fossil fuel companies that deceived investors and consumers about the dangers of climate change should be, must be, held accountable. That's why I, too, have joined in investigating the practices of ExxonMobil. We can all see today the troubling disconnect between what Exxon knew, what industry folks knew, and what the company and industry chose to share with investors and with the American public.

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We are here before you, all committed to combating climate change and to holding accountable those who have misled the public. The states represented here today have long been working hard to sound the alarm, to put smart policies in place, to speed our transition to a clean energy future, and to stop power plants from emitting millions of tons of dangerous global warming pollution into our air. I will tell you, in Massachusetts that's been a very good thing. Our economy has grown while we've reduced greenhouse gas emissions and boosted clean power and efficiency. We're home to a state with an \$11 billion clean energy industry that employs nearly 100,000 people. Last year clean energy accounted for 15% of New England's power production. Our energy efficiency programs have delivered \$12.5 billion in benefits since 2008 and are expected to provide another \$8 billion over the next three years. For the past five years, Massachusetts has also been ranked number one in the country for energy efficiency. So we know what's possible. We know what progress looks like. But none of us can do it alone. That's why we're here today. We have much work to do, but when we act and we act together, we know we can accomplish much. By quick, aggressive action, educating the public, holding accountable those who have needed to be held accountable for far too long, I know we will do what we need to do to address climate change and to work for a better future. So, I thank AG Schneiderman for gathering us here today and for my fellow attorneys general in their continued effort in this important fight. Thank you.

AG Schneiderman: Thank you. And now another great colleague who speaks as eloquently as anyone I've heard about what's happening to his state, and a true hero of standing up in a place where maybe it's not quite as politically easy as it is to do it in Manhattan but someone who is a true aggressive progressive and a great attorney general, Mark Herring from Virginia.

AG Herring: Thank you, Eric. Good afternoon. In Virginia, climate change isn't some theoretical issue. It's real and we are already dealing with its consequences. Hampton Roads, which is a coastal region in Virginia, is our second most populated region, our second biggest economy and the country's second most vulnerable area as sea levels rise. The area has the tenth most valuable assets in the world threatened by sea level rise. In the last 85 years the relative sea level in Hampton Roads has risen 14 inches – that's well over a foot – in just the last century.

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Some projections say that we can expect an additional two to five feet of relative sea level rise by the end of this century – and that would literally change the face of our state. It would cripple our economy and it could threaten our national security as Norfolk Naval, the world's largest naval base, is impacted. Nuisance flooding that has increased in frequency will become the norm. They call it blue sky flooding. Storm surges from tropical systems will threaten more homes, businesses and residents. And even away from the coast, Virginians are expected to feel the impact of climate change as severe weather becomes more dangerous and frequent. Just a few weeks ago, we had a highly unusual February outbreak of tornadoes in the Commonwealth that was very damaging and unfortunately deadly.

Farming and forestry is our number one industry in Virginia. It's a \$70 billion industry in Virginia that supports around 400,000 jobs and it's going to get more difficult and expensive. And, the Commonwealth of Virginia local governments and the navy are already spending millions to build more resilient infrastructure, with millions and millions more on the horizon. To replace just one pier at Norfolk Naval is about \$35 to \$40 million, and there are 14 piers, so that would be around a half billion right there.

As a Commonwealth and a nation, we can't put our heads in the sand. We must act and that is what today is about. I am proud to have Virginia included in this first of its kind coalition which recognizes the reality and the pressing threat of man-made climate change and sea level rise. This group is already standing together to defend the Clean Power Plan – an ambitious and achievable plan – to enjoy the health, economic and environmental benefits of cleaner air and cleaner energy. But there may be other opportunities and that's why I have come all the way from Virginia. I am looking forward to exploring ideas and opportunities, to partner and collaborate, if there are enforcement actions we need to be taking, if there are legal cases we need to be involved in, if there are statutory or regulatory barriers to growing our clean energy sectors and, ultimately, I want to work together with my colleagues here and back in Virginia to help combat climate change and to shape a more sustainable future.

And for any folks who would say the climate change is some sort of made-up global conspiracy, that we're wasting our time, then

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come to Hampton Roads. Come to Norfolk and take a look for yourselves. Mayor Fraim would love to have you.

AG Schneiderman: Thank you. And our closer, another great colleague who has traveled far but comes with tremendous energy to this cause and is an inspiration to us all, U.S. Virgin Islands Attorney General Claude Walker.

AG Walker: Thank you. Thank you, General Schneiderman, Vice President Gore. One of my heroes, I must say. Thank you. I've come far to New York to be a part of this because in the Virgin Islands and Puerto Rico, we experience the effects of global warming. We see an increase in coral bleaching, we have seaweeds, proliferation of seaweeds in the water, all due to global warming. We have tourism as our main industry, and one of the concerns that we have is that tourists will begin to see this as an issue and not visit our shores. But also, residents of the Virgin Islands are starting to make decisions about whether to live in the Virgin Islands – people who have lived there for generations, their families have lived there for generations. We have a hurricane season that starts in June and it goes until November. And it's incredibly destructive to have to go through hurricanes, tropical storms annually. So people make a decision: Do I want to put up with this, with the power lines coming down, buildings being toppled, having to rebuild annually? The strengths of the storms have increased over the years. Tropical storms now transform into hurricanes. When initially they were viewed as tropical storms but as they get close to the land, the strength increases. So we're starting to see people make decisions about whether to stay in a particular place, whether to move to higher ground – which is what some have said – as you experience flooding, as you experience these strong storms. So we have a strong stake in this, in making sure that we address this issue.

We have launched an investigation into a company that we believe must provide us with information about what they knew about climate change and when they knew it. And we'll make our decision about what action to take. But, to us, it's not an environmental issue as much as it is about survival, as Vice President Gore has stated. We try as attorneys general to build a community, a safe community for all. But what good is that if annually everything is destroyed and people begin to say: Why am I living here?

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So we're here today to support this cause and we'll continue. It could be David and Goliath, the Virgin Islands against a huge corporation, but we will not stop until we get to the bottom of this and make it clear to our residents as well as the American people that we have to do something transformational. We cannot continue to rely on fossil fuel. Vice President Gore has made that clear. We have to look at renewable energy. That's the only solution. And it's troubling that as the polar caps melt, you have companies that are looking at that as an opportunity to go and drill, to go and get more oil. Why? How selfish can you be? Your product is destroying this earth and your strategy is, let's get to the polar caps first so we can get more oil to do what? To destroy the planet further? And we have documents showing that. So this is very troubling to us and we will continue our fight. Thank you.

AG Schneiderman: Thank you and Eric. And I do want to note, scripture reports David was not alone in fact, Brother Walker. Eric and Matt will take on-topic questions.

Moderator: Please just say your name and publication.

Press Person: John [inaudible] with *The New York Times*. I count two people who have actually said that they're launching new investigations. I'm wondering if we could go through the list and see who's actually in and who is not in yet.

AG Schneiderman: Well, I know that prior to today, it was, and not every investigation gets announced at the outset as you know, but it had already been announced that New York and California had begun investigations with those stories. I think Maura just indicated a Massachusetts investigation and the Virgin Islands has, and we're meeting with our colleagues to go over a variety of things. And the meeting goes on into the afternoon. So, I am not sure exactly where everyone is. Different states have – it's very important to understand – different states have different statutes, different jurisdictions. Some can proceed under consumer protection law, some securities fraud laws, there are other issues related to defending taxpayers and pension funds. So there are a variety of theories that we're talking about and collaborating and to the degree to which we can cooperate, we share a common interest, and we will. But, one problem for journalists with investigations is, part of doing an investigation is you usually don't talk a lot about what you're doing after you start it or even as you're preparing to start it.

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Press Person: Shawn McCoy with *Inside Sources*. A *Bloomberg Review* editorial noted that the Exxon investigation is preposterous and a dangerous affirmation of power. *The New York Times* has pointed out that Exxon has published research that lines up with mainstream climatology and therefore there's not a comparison to Big Tobacco. So is this a publicity stunt? Is the investigation a publicity stunt?

AG Schneiderman: No. It's certainly not a publicity stunt. I think the charges that have been thrown around – look, we know for many decades that there has been an effort to influence reporting in the media and public perception about this. It should come as no surprise to anyone that that effort will only accelerate and become more aggressive as public opinion shifts further in the direction of people understanding the imminent threat of climate change and other government actors, like the folks represented here step up to the challenge. The specific reaction to our particular subpoena was that the public reports that had come out, Exxon said were cherry picked documents and took things out of context. We believe they should welcome our investigation because, unlike journalists, we will get every document and we will be able to put them in context. So I'm sure that they'll be pleased that we're going to get everything out there and see what they knew, when they knew it, what they said and what they might have said.

Press Person: David [inaudible] with *The Nation*. Question for General Schneiderman. What do you hope to accomplish with your Exxon investigation? I'm thinking with reference to Peabody where really there was some disclosure requirements but it didn't do a great deal of [inaudible]. Is there a higher bar for Exxon? What are the milestones that you hope to achieve after that investigation?

AG Schneiderman: It's too early to say. We started the investigation. We received a lot of documents already. We're reviewing them. We're not prejudging anything, but the situation with oil companies and coal companies is somewhat different because the coal companies right now are, the market is already judging the coal industry very harshly. Coal companies, including Peabody, are teetering on the brink. The evidence that we advanced and what was specifically disclosed about Peabody were pretty clear cut examples of misrepresentations made in violation with the Securities and Exchange Commission, made to investors. It's too early to say what we're going to find with Exxon but we intend to work as

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aggressively as possible, but also as carefully as possible. We're very aware of the fact that everything we do here is going to be subject to attack by folks who have a huge financial interest in discrediting us. So we're going to be aggressive and creative but we are also going to be as careful and meticulous and deliberate as we can.

VP Gore:

Could I respond to the last couple of questions just briefly. And in doing so, I'd like to give credit to the journalistic community and single out the Pulitzer Prize winning team at *InsideClimate News*, also the *Los Angeles Times* and the student-led project at Columbia School of Journalism under Steve Coll. And the facts that were publicly presented during, in those series of articles that I have mentioned, are extremely troubling, and where Exxon Mobil in particular is concerned. The evidence appears to indicate that, going back decades, the company had information that it used for the charting of its plan to explore and drill in the Arctic, used for other business purposes information that largely was consistent with what the mainstream scientific community had collected and analyzed. And yes, for a brief period of time, it did publish some of the science it collected, but then a change came, according to these investigations. And they began to make public statements that were directly contrary to what their own scientists were telling them. Secondly, where the analogy to the tobacco industry is concerned, they began giving grants – according to the evidence collected – to groups that specialize in climate denial, groups that put out information purposely designed to confuse the public into believing that the climate crisis was not real. And according to what I've heard from the preliminary inquiries that some of these attorneys general have made, the same may be true of information that they have put out concerning the viability of competitors in the renewable energy space. So, I do think the analogy may well hold up rather precisely to the tobacco industry. Indeed, the evidence indicates that, that I've seen and that these journalists have collected, including the distinguished historian of science at Harvard, Naomi Oreskes wrote the book *The Merchants of Doubt* with her co-author, that they hired several of the very same public relations agents that had perfected this fraudulent and deceitful craft working for the tobacco companies. And so as someone who has followed the legislative, the journalistic work very carefully, I think the analogy does hold up.

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Press Person: [inaudible] with *InsideClimate News*. Along the lines of talking about that analogy: from a legal framework, can you talk about a comparison, similarities and differences between this potential case and that of Big Tobacco?

AG Schneiderman: Well, again, we're at the early stages of the case. We are not pre-judging the evidence. We've seen some things that have been published by you and others, but it is our obligation to take a look at the underlying documentation and to get at all the evidence, and we do that in the context of an investigation where we will not be talking about every document we uncover. It's going to take some time, but that's another reason why working together collectively is so important. And we are here today because we are all committed to pursuing what you might call an all-levers approach. Every state has different laws, different statutes, different ways of going about this. The bottom line is simple. Climate change is real, it is a threat to all the people we represent. If there are companies, whether they are utilities or they are fossil fuel companies, committing fraud in an effort to maximize their short-term profits at the expense of the people we represent, we want to find out about it. We want to expose it, and we want to pursue them to the fullest extent of the law.

Moderator: Last one.

Press Person: Storms, floods will arise they are all going to continue to destroy property and the taxpayers . . .

Moderator: What's your name and . . .

Press Person: Oh, sorry. Matthew Horowitz from *Vice*. Taxpayers are going to have to pay for these damages from our national flood insurance claims. So if fossil fuel companies are proven to have committed fraud, will they be held financially responsible for any sorts of damages?

AG Schneiderman: Again, it's early to say but certainly financial damages are one important aspect of this but, and it is tremendously important and taxpayers – it's been discussed by my colleagues – we're already paying billions and billions of dollars to deal with the consequences of climate change and that will be one aspect of – early foreseeing, it's far too early to say. But, this is not a situation where financial damages alone can deal with the problem. We have to change conduct, and as the Vice President indicated, other

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places in the world are moving more rapidly towards renewables. There is an effort to slow that process down in the United States. We have to get back on that path if we're going to save the planet and that's ultimately what we're here for.

Moderator: We're out of time, unfortunately. Thank you all for coming.

Exhibit L

Kline, Scot

From: Lemuel Srolovic <Lemuel.Srolovic@ag.ny.gov>
Sent: Wednesday, March 30, 2016 9:01 PM
To: Matt Pawa
Cc: Kline, Scot
Subject: Re: Wall st Journal

My ask is if you speak to the reporter, to not confirm that you attended or otherwise discuss the event.

Sent from my iPhone

> On Mar 30, 2016, at 6:31 PM, Matt Pawa <mp@pawalaw.com> wrote:

>

> Lem and Scot - a WSJ reporter wants to talk to me. I may not even talk to her at all but if I do I obviously will have no comment on anything discussed at the meeting. What should I say if she asks if I attended? No comment? Let me know.

>

> MP

>

> Matt Pawa

> Pawa Law Group, P.C.

> 1280 Centre Street, Suite 230

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Exhibit M

CLIMATE CHANGE COALITION COMMON INTEREST AGREEMENT

This Common Interest Agreement (“Agreement”) is entered into by the undersigned Attorneys General of the States, Commonwealths, and Territories (the “Parties”) who are interested in advancing their common legal interests in limiting climate change and ensuring the dissemination of accurate information about climate change. The Parties mutually agree:

1. Common Legal Interests. The Parties share common legal interests with respect to the following topics: (i) potentially taking legal actions to compel or defend federal measures to limit greenhouse gas emissions, (ii) potentially conducting investigations of representations made by companies to investors, consumers and the public regarding fossil fuels, renewable energy and climate change, (iii) potentially conducting investigations of possible illegal conduct to limit or delay the implementation and deployment of renewable energy technology, (iv) potentially taking legal action to obtain compliance with federal and state laws governing the construction and operation of fossil fuel and renewable energy infrastructure, or (v) contemplating undertaking one or more of these legal actions, including litigation (“Matters of Common Interest”).

2. Shared Information. It is in the Parties’ individual and common interests to share documents, mental impressions, strategies, and other information regarding the Matters of Common Interest and any related investigations and litigation (“Shared Information”). Shared Information shall include (1) information shared in organizing a meeting of the Parties on March 29, 2016, (2) information shared at and after the March 29 meeting, pursuant to an oral common interest agreement into which the Parties entered at the meeting and renewed on April 12, 2016, and (3) information shared after the execution of this Agreement.

3. Legends on Documents. To avoid misunderstandings or inadvertent disclosure, all documents exchanged pursuant to this Agreement should bear the legend “Confidential – Protected by Common Interest Privilege” or words to that effect. However, the inadvertent failure to include such a legend shall not waive any privilege or protection available under this Agreement or otherwise. In addition, any Party may, where appropriate, also label documents exchanged pursuant to this Agreement with other appropriate legends, such as, for example, “Attorney-Client Privileged” or “Attorney Work Product.” Oral communications among the Parties shall be deemed confidential and protected under this Agreement when discussing Matters of Common Interest.

4. Non-Waiver of Privileges. The exchange of Shared Information among Parties—including among Parties’ staff and outside advisors—does not diminish in any way the privileged and confidential nature of such information. The Parties retain all applicable privileges and claims to confidentiality, including the attorney client privilege, work product privilege, common interest privilege, law enforcement privilege, deliberative process privilege and exemptions from disclosure under any public records laws that may be asserted to protect against disclosure of Shared Information to non-Parties (hereinafter collectively referred to as “Privileges”).

5. Nondisclosure. Shared Information shall only be disclosed to: (i) Parties; (ii) employees or agents of the Parties, including experts or expert witnesses; (iii) government officials involved with the enforcement of antitrust, environmental, consumer protection, or securities laws who have agreed in writing to abide by the confidentiality restrictions of this Agreement; (iv) criminal enforcement authorities; (v) other persons, provided that all Parties consent in advance; and (vi) other persons as provided in paragraph 6. A Party who provides Shared Information may also impose additional conditions on the disclosure of that Shared Information. Nothing in this Agreement prevents a Party from using the Shared Information for law enforcement purposes, criminal or civil, including presentation at pre-trial and trial-related proceedings, to the extent that such presentation does not (i) conflict with other agreements that the Party has entered into, (ii) interfere with the preservation of the Privileges, or (iii) conflict with court orders and applicable law.

6. Notice of Potential Disclosure. The Parties agree and acknowledge that each Party is subject to applicable freedom of information or public records laws, and nothing in this Agreement is intended to alter or limit the disclosure requirements of such laws. If any Shared Information is demanded under a freedom of information or public records law or is subject to any form of compulsory process in any proceeding ("Request"), the Party receiving the Request shall: (i) immediately notify all other Parties (or their designees) in writing; (ii) cooperate with any Party in the course of responding to the Request; and (iii) refuse to disclose any Shared Information unless required by law.

7. Inadvertent Disclosure. If a Party discloses Shared Information to a person not entitled to receive such information under this Agreement, the disclosure shall be deemed to be inadvertent and unintentional and shall not be construed as a waiver of any Party's right under law or this Agreement. Any Party may seek additional relief as may be authorized by law.

8. Independently Obtained Information. Provided that no disclosure is made of Shared Information obtained pursuant to this Agreement, nothing in this Agreement shall preclude a Party from (a) pursuing independently any subject matter, including subjects reflected in Shared Information obtained by or subject to this Agreement or (b) using or disclosing any information, documents, investigations, or any other materials independently obtained or developed by such Party.

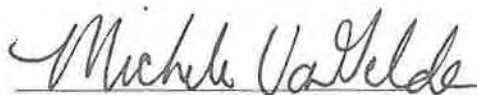
9. Related Litigation. The Parties continue to be bound by this Agreement in any litigation or other proceeding that arises out of the Matters of Common Interest.

10. Parties to the Agreement. This Agreement may be executed in counterparts. All potential Parties must sign for their participation to become effective.

11. Withdrawal. A Party may withdraw from this Agreement upon thirty days written notice to all other Parties. Withdrawal shall not terminate, or relieve the withdrawing Party of any obligation under this Agreement regarding Shared Information received by the withdrawing Party before the effective date of the withdrawal.

12. Modification. This writing is the complete Agreement between the Parties, and any modifications must be approved in writing by all Parties.

Dated: May 18, 2016

A handwritten signature in cursive script, reading "Michele Van Gelderen".

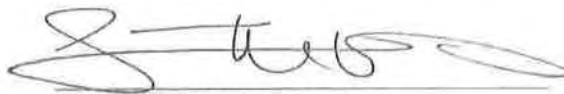
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Dated: May 3, 2016

A handwritten signature in dark ink, appearing to read "M. I. Levine", is written over a horizontal line.

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Dated: May 2, 2016



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Appeals Rule 49(c).

Dated: May 2, 2016



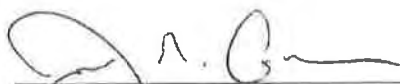
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Dated: April 29, 2016

A handwritten signature in black ink, appearing to read 'C. Courchesne', is positioned above a horizontal line.

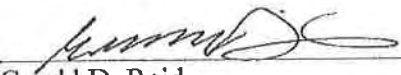
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Dated: May 5, 2016


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Dated: April 29, 2016

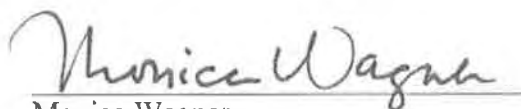

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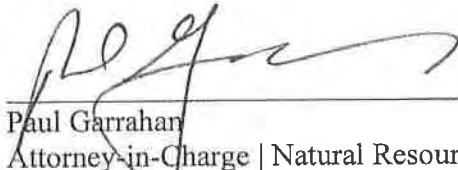
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Dated: May 2, 2016

A handwritten signature in dark ink, reading "Monica Wagner". The signature is written in a cursive style with a horizontal line underneath the name.

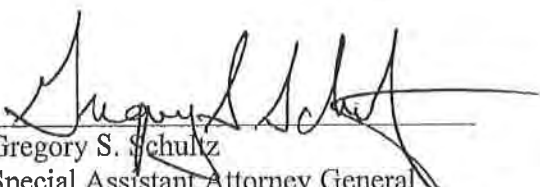
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Dated: April 29, 2016



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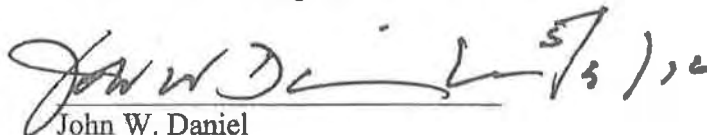
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Dated: May 9, 2016

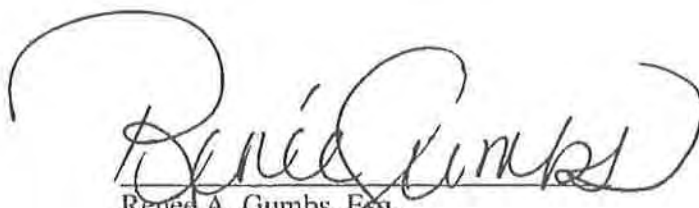
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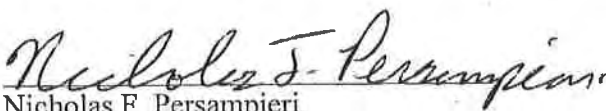
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A large, stylized handwritten signature in black ink, which appears to read "Renee Gumbs". The signature is written over a horizontal line.

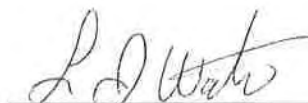
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Dated: April 29, 2016



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Dated: MAY 1, 2016



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Exhibit N

The New York Times | <http://nyti.ms/1WzznSi>

SCIENCE

Exxon Mobil Investigated for Possible Climate Change Lies by New York Attorney General

By JUSTIN GILLIS and CLIFFORD KRAUSS NOV. 5, 2015

The New York attorney general has begun an investigation of Exxon Mobil to determine whether the company lied to the public about the risks of climate change or to investors about how such risks might hurt the oil business.

According to people with knowledge of the investigation, Attorney General Eric T. Schneiderman issued a subpoena Wednesday evening to Exxon Mobil, demanding extensive financial records, emails and other documents.

The investigation focuses on whether statements the company made to investors about climate risks as recently as this year were consistent with the company's own long-running scientific research.

The people said the inquiry would include a period of at least a decade during which Exxon Mobil funded outside groups that sought to undermine climate science, even as its in-house scientists were outlining the potential consequences — and uncertainties — to company executives.

Kenneth P. Cohen, vice president for public affairs at Exxon Mobil, said on Thursday that the company had received the subpoena and was still deciding how to respond.

“We unequivocally reject the allegations that Exxon Mobil has suppressed climate change research,” Mr. Cohen said, adding that the company had funded mainstream climate science since the 1970s, had published dozens of scientific papers on the topic and had disclosed climate risks to investors.

Mr. Schneiderman’s decision to scrutinize the fossil fuel companies may well open a new legal front in the climate change battle.

The people with knowledge of the New York case also said on Thursday that, in a separate inquiry, Peabody Energy, the nation’s largest coal producer, had been under investigation by the attorney general for two years over whether it properly disclosed financial risks related to climate change. That investigation was not previously reported, and has not resulted in any charges or other legal action against Peabody.

Vic Svec, a Peabody senior vice president, said in a statement, “Peabody continues to work with the New York attorney general’s office regarding our disclosures, which have evolved over the years.”

The Exxon inquiry might expand further to encompass other oil companies, according to the people with knowledge of the case, though no additional subpoenas have been issued to date.

The people spoke on the condition of anonymity, saying they were not authorized to speak publicly about investigations that could produce civil or criminal charges. The Martin Act, a New York state law, confers on the attorney general broad powers to investigate financial fraud.

To date, lawsuits trying to hold fuel companies accountable for damage they are causing to the climate have failed in the courts, but most of those have been pursued by private plaintiffs.

Attorneys general for other states could join in Mr. Schneiderman’s efforts, bringing far greater investigative and legal resources to bear on the issue. Some experts see the potential for a legal assault on fossil fuel companies similar to the

lawsuits against tobacco companies in recent decades, which cost those companies tens of billions of dollars in penalties.

“This could open up years of litigation and settlements in the same way that tobacco litigation did, also spearheaded by attorneys general,” said Brandon L. Garrett, a professor at the University of Virginia School of Law. “In some ways, the theory is similar — that the public was misled about something dangerous to health. Whether the same smoking guns will emerge, we don’t know yet.”

In the 1950s and ’60s, tobacco companies financed internal research showing tobacco to be harmful and addictive, but mounted a public campaign that said otherwise and helped fund scientific research later shown to be dubious. In 2006, the companies were found guilty of “a massive 50-year scheme to defraud the public.”

The history at Exxon Mobil appears to differ, in that the company published extensive research over decades that largely lined up with mainstream climatology. Thus, any potential fraud prosecution might depend on exactly how big a role company executives can be shown to have played in directing campaigns of climate denial, usually by libertarian-leaning political groups.

For several years, advocacy groups with expertise in financial analysis have been warning that fossil fuel companies might be overvalued in the stock market, since the need to limit climate change might require that much of their coal, oil and natural gas be left in the ground.

The people with knowledge of the case said the attorney general’s investigation of Exxon Mobil began a year ago, focusing initially on what the company had told investors about the risks that climate change might pose to its business.

News reporting in the last eight months added impetus to the investigation, they said. In February, several news organizations, including The New York Times, reported that a Smithsonian researcher who had published papers questioning established climate science, Wei-Hock Soon, had received extensive funds from fossil fuel companies, including Exxon Mobil, without disclosing them. That struck some experts as similar to the activities of tobacco companies.

More recently, Inside Climate News and The Los Angeles Times have reported that Exxon Mobil was well aware of the risks of climate change from its own scientific research, and used that research in its long-term planning for activities like drilling in the Arctic, even as it funded groups from the 1990s to the mid-2000s that denied serious climate risks.

Mr. Cohen, of Exxon, said on Thursday that the company had made common cause with such groups largely because it agreed with them on a policy goal of keeping the United States out of a global climate treaty called the Kyoto Protocol.

“We stopped funding them in the middle part of the past decade because a handful of them were making the uncertainty of the science their focal point,” Mr. Cohen said. “Frankly, we made the call that we needed to back away from supporting the groups that were undercutting the actual risk” of climate change.

“We recognize the risk,” Mr. Cohen added. He noted that Exxon Mobil, after an acquisition in 2009, had become the largest producer of natural gas in the United States.

Because natural gas creates far less carbon dioxide than coal when burned for electricity, the company expects to be a prime beneficiary of President Obama’s plan to limit emissions. Exxon Mobil has also endorsed a tax on emissions as a way to further reduce climate risks.

Whether Exxon Mobil began disclosing the business risks of climate change as soon as it understood them is likely to be a major focus of the New York case. The people with knowledge of the case said the attorney general’s investigators were poring through the company’s disclosure filings made since the 1970s, but were focusing in particular on recent statements to investors.

Exxon Mobil has been disclosing such risks in recent years, but whether those disclosures were sufficient has been a matter of public debate.

Last year, for example, the company warned investors of intensifying efforts by governments to limit emissions. “These requirements could make our products more expensive, lengthen project implementation times and reduce demand for

hydrocarbons, as well as shift hydrocarbon demand toward relatively lower-carbon sources such as natural gas,” the company said at the time.

But in another recent report, Exxon Mobil essentially ruled out the possibility that governments would adopt climate policies stringent enough to force it to leave its reserves in the ground, saying that rising population and global energy demand would prevent that. “Meeting these needs will require all economic energy sources, especially oil and natural gas,” it said.

Wall Street analysts on Thursday were uncertain whether the case would inflict long-term damage on the company, which has already suffered from a plunge in commodity prices.

“This is not good news for Exxon Mobil or Exxon Mobil shareholders,” said Fadel Gheit, a senior oil company analyst at Oppenheimer & Company. “It’s a negative, though how much damage there will be to reputation or performance is very hard to say.”

John Schwartz contributed reporting.

A version of this article appears in print on November 6, 2015, on page A1 of the New York edition with the headline: Inquiry Weighs Whether Exxon Lied on Climate.

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Exhibit O

THE WALL STREET JOURNAL.


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<http://www.wsj.com/articles/sec-investigating-exxon-on-valuing-of-assets-accounting-practices-1474393593>

BUSINESS

SEC Probes Exxon Over Accounting for Climate Change

Probe also examines company's practice of not writing down the value of oil and gas reserves



The Securities and Exchange Commission is investigating Exxon Mobil Corp.'s valuing of its assets and how it calculates the impact of climate change on its business.

The Securities and Exchange Commission is investigating Exxon Mobil Corp.'s valuing of its assets and how it calculates the impact of climate change on its business. *PHOTO: BLOOMBERG NEWS*

By **BRADLEY OLSON** and **ARUNA VISWANATHA**

Updated Sept. 20, 2016 7:55 p.m. ET

The U.S. Securities and Exchange Commission is investigating how Exxon Mobil Corp. values its assets in a world of increasing climate-change regulations, a probe that could have far-reaching consequences for the oil and gas industry.

The SEC sought information and documents in August from Exxon and the company's auditor, PricewaterhouseCoopers LLP, according to people familiar with the matter. The federal agency has been receiving documents the company submitted as part of a continuing probe into similar issues begun last year by New York Attorney General Eric Schneiderman, the people said.

The SEC's probe is homing in on how Exxon calculates the impact to its business from the world's mounting response to climate change, including what figures the company uses to account for the future costs of complying with regulations to curb greenhouse gases as it evaluates the economic viability of its projects.

The decision to step into an Exxon investigation and seek climate-related information represents a moment in the effort to take climate change more seriously in the financial community, said Andrew Logan, director of the oil and gas program at Ceres, a Boston-

Case 4:16-cv-00469-K Document 145 Filed 12/07/16 Page 129 of 140 PageID 5316
 based advocacy organization that has pushed for more carbon-related disclosure from companies.

RELATED COVERAGE

- For U.S. firms, Figuring Out GAAP Is Not the Only Challenge (Sept. 19)
- When Should a Company Write Down Assets (Sept. 16)
- New York AG Employs Powerful Law in Exxon Probe (Sept. 16)
- Companies Might Have to Disclose Their Carbon-Related Risks (Sept. 13)
- Exxon Seeking Injunction Against Climate-Change Investigation (June 15)

“It’s a potential tipping point not just for Exxon, but for the industry as a whole,” he said.

As part of its probe, the SEC is also examining Exxon’s longstanding practice of not writing down the value of its

oil and gas reserves when prices fall, people familiar with the matter said. Exxon is the only major U.S. producer that hasn’t taken a write down or impairment since oil prices plunged two years ago. Peers including Chevron Corp. have lowered valuations by a collective \$50 billion.

“The SEC is the appropriate entity to examine issues related to impairment, reserves and other communications important to investors,” said Exxon spokesman Alan Jeffers. “We are fully complying with the SEC request for information and are confident our financial reporting meets all legal and accounting requirements.”

A spokeswoman for PwC declined to comment. An SEC spokeswoman declined to comment. A spokesman for Mr. Schneiderman said the attorney general wouldn’t comment on the matter.

The SEC probe isn’t believed to involve other energy companies, according to a person familiar with the matter.

Activists, members of Congress and former government officials have ratcheted up pressure on the SEC in the past year to do more to assess climate risks. Four congressional Democrats including U.S. Rep. Ted Lieu last year asked the SEC to investigate Exxon over its climate-related science and advocacy. Three former U.S. treasury secretaries wrote the SEC in July urging the agency to adopt industry-specific standards for disclosure in company filings.

A potential sticking point in the probe is what price Exxon uses to assess the “price of carbon”—the cost of regulations such as a carbon tax or a cap-and-trade system to push down emissions—when evaluating certain future oil and gas prospects, people familiar with the matter said. The SEC is asking how Exxon’s carbon price affects its balance sheet and the outlook for its future, the people said.

When such a theoretical price for carbon is low, more oil and gas wells would be commercially viable. Conversely, a high carbon price would make more of Exxon's assets look uneconomic to pull out of the ground in future years.

In 2014, Exxon determined that none of its assets were at risk of being rendered less valuable by impacts from the global response to climate change.

Exxon doesn't disclose the exact price it uses to determine the commercial viability of its projects—outside of a general range of \$20 to \$80 a metric ton for the future—but many of its rivals, including Royal Dutch Shell PLC and BP PLC, do. Both Shell and BP said they use an internal price of roughly \$40 a metric ton to decide whether to proceed with a project.

By contrast, Houston-based ConocoPhillips said it uses an internal carbon price range of between \$6 and \$51 a metric ton, depending on a project's location and annual projected emissions.

Exxon has ardently defended its record of climate research against critics, as well as its view that the use of fossil fuels will grow in coming decades, which corresponds to the predictions of major global energy forecasters.

Still, some investors such as the California Public Employees' Retirement System say Exxon and other energy companies should acknowledge the growing global response to climate change may mean that it will never be able to tap future wells that make up a great deal of its multibillion-dollar value.

Exxon also has defended its practice of not writing down the value of assets, saying that it is extremely conservative in booking the value of new fields and wells, which lowers its need to reduce the value of those assets if falling prices later affect the reserves' value.

In response to a report in The Wall Street Journal about the New York attorney general's probe into write-downs last week, an Exxon spokesman said the company follows all rules and regulations.

Write to Bradley Olson at Bradley.Olson@wsj.com and Aruna Viswanatha at Aruna.Viswanatha@wsj.com

Exhibit P

SCIENCE

Exxon Mobil Fraud Inquiry Said to Focus More on Future Than Past

By JOHN SCHWARTZ AUG. 19, 2016

For more than a year, much of the public scrutiny of Exxon Mobil was captured by the #Exxonknew hashtag — shorthand for revelations about decades-old research on climate change conducted by the company while it funded groups promoting doubt about climate science.

Articles about that research have energized protests against Exxon Mobil and the fossil fuel industry and had a role in initiating queries by at least five attorneys general, led by Eric T. Schneiderman of New York.

Early on, his office demanded extensive emails, financial records and other documents from the oil company, leaving many observers with the impression that a deeper look into the company's past was the focus of the investigation.

But in an extensive interview, Mr. Schneiderman said that his investigation was focused less on the distant past than on relatively recent statements by Exxon Mobil related to climate change and what it means for the company's future.

In other words, the question for Mr. Schneiderman is less what Exxon knew, and more what it predicts.

For example, he said, the investigation is scrutinizing a 2014 report by Exxon Mobil stating that global efforts to address climate change would not mean that it had to leave enormous amounts of oil reserves in the ground as so-called "stranded assets."

But many scientists have suggested that if the world were to burn even just a portion of the oil in the ground that the industry declares on its books, the planet would heat up to such dangerous levels that "there's no one left to burn the rest," Mr. Schneiderman said.

By that logic, the Exxon Mobil will have to leave much of its oil in the ground, which means the company's valuation of its reserves is off by a significant amount.

"If, collectively, the fossil fuel companies are overstating their assets by trillions of dollars, that's a big deal," Mr. Schneiderman said. And if the company's own internal research shows that Exxon Mobil knows better, he added, "there may be massive securities fraud here."

Alan Jeffers, a spokesman for Exxon, dismissed the idea that its forecast could be viewed as fraudulent.

"If it turns out to be wrong, that's not fraud, that's wrong," he said. "That's why we adjust our outlook every year, and that's why we issue the annual forecast publicly, so people can know the basis of our forecasting."

The company has said allegations that it secretly developed a definitive understanding of climate change before the rest of the world's scientists are "preposterous."

Mr. Schneiderman has praised reports from publications, including Inside Climate News and the Los Angeles Times, that detailed Exxon Mobil's past research.

And all indications were that his office planned to use its subpoena powers to unearth new documents that might show a disconnect between what the company was saying publicly and what it was saying privately about climate change over several decades.

In the interview, however, Mr. Schneiderman said his focus lay elsewhere. "The older stuff really is just important to establish knowledge and the framework and to look for inconsistencies."

He called his efforts a straightforward fraud investigation, like many that he and his predecessors have taken on in subjects as wide-ranging as the crash of mortgage-backed securities and Volkswagen's diesel engine deceptions.

Mr. Schneiderman also mentioned, as an example of questionable public statements by Exxon Mobil, congressional testimony in 2010 by its chief executive, Rex Tillerson, who said that while the company acknowledged that humans were affecting the climate through greenhouse gas emissions to some degree, it was not yet clear "to what extent and therefore what can you do about it."

Mr. Tillerson added, "There is not a model available today that is competent" for understanding the science and predicting the future.

Mr. Schneiderman disagrees, and cited the industry's own extensive climate research and the actions it has taken in response, including exploration in the melting Arctic and raising the decks of offshore oil platforms to compensate for rising sea level.

"These guys have the best science for their engineering purposes," he said. "We're confident they're not wasting shareholder dollars to do things that are inconsistent with the science they have internally."

Since November, when the investigation was first revealed, and as other state attorneys general announced their support, Mr. Schneiderman's intentions have been questioned and, he said, misconstrued.

Supporters of Exxon Mobil have accused him and his colleagues of using prosecutorial powers to pursue political ends and of trying to squelch the First Amendment rights of the company, its scientists and anyone who agrees with them.

Lamar Smith, a congressman from Texas and chairman of the House Committee on Science, Space and Technology, accused the attorneys general of "pursuing a political agenda at the expense of scientists' rights to free speech" and has issued subpoenas demanding internal documents from Mr. Schneiderman and another state attorney general, as well as eight groups that have supported the investigations.

Hans von Spakovsky, a conservative commentator, compared the investigation by the attorneys general to the Spanish Inquisition, and the Daily Caller asked whether Mr. Schneiderman had suggested "jailing global warming skeptics."

Mr. Schneiderman talks about such accusations with incredulity.

"This is an investigation," he said. "It is a civil fraud case. No one is being prosecuted — we're not out to silence dissenting views." He has said, however, that if criminal actions turn up in the evidence the state gathers, criminal charges could be filed.

When asked about the First Amendment implications of investigating Exxon's statements, he repeated a sentence he has uttered many times: "The First Amendment doesn't protect you for fraud."

He added, "Three-card monte operators can't say, 'Hey, I'm just exercising my First Amendment rights!'"

When asked about the focus of Mr. Schneiderman's investigation, Joel Seligman, an expert in securities law who is the president of the University of Rochester, said that "at some level, this is a plain-vanilla investigation — and there is no guarantee it will lead to a case."

Exxon Mobil has sued to block subpoenas from Massachusetts and the United States Virgin Islands, but the company has provided hundreds of thousands of pages of documents to New York.

If the investigation does turn up the kind of evidence that could lead to a civil case, it is still unclear whether New York or the other states might win, said David M. Uhlmann, a former top federal prosecutor of environmental crime and a professor at the University of Michigan law school.

Until governments impose the kind of regulations that will lead to concrete action to slow or reverse climate change, he said, "We're going to continue to drill for oil and frack for gas." In that case, he continued, Exxon may "utilize a significant portion of its reserves, which means it may not even be wrong when it states that it expects to utilize its reserves."

Even if Exxon is wrong in saying that it expects to be able to use all its reserves, "The question is whether they know that they are wrong and are therefore lying to investors," he added.

The investigation, Mr. Schneiderman said, mirrors an earlier inquiry into a coal giant, Peabody Energy. In 2013, he issued subpoenas for internal documents related to climate change, and found false statements to shareholders and the Securities and Exchange Commission. “Simple stuff like ‘it’s impossible to predict the effect of a carbon tax on the coal market,’ and they paid a consultant a lot of money to predict the effect of a carbon market,” he said.

Peabody signed an agreement pledging to properly disclose the climate risk to its business.

Mr. Schneiderman has also been accused of conspiring with environmental groups, but he said, “People bring information to us all the time. If it’s got merit to it, we follow up on it.”

Groups like the Union of Concerned Scientists have investigated the fossil fuel industry for years, he said, and so “it would be malpractice for us not to meet with people like this.”

The industry’s tactics come “straight out of the tobacco playbook,” he said. “It’s delay, and sowing doubt.”

Mr. Schneiderman has refused to comply with the congressman’s subpoena, stressing the importance of federalism — normally an argument used by conservatives against federal overreach.

When asked for comment, Kristina Baum, a spokeswoman for the Science committee, said that Mr. Smith was unavailable.

Exhibit Q

Kline, Scot

From: Kline, Scot
Sent: Monday, March 28, 2016 9:08 AM
To: 'Lemuel Srolovic'
Cc: Brian Mahanna; Michael Meade; Morgan, Wendy
Subject: RE: Climate Change Conference Common Interest Agreement
Attachments: Climate Change Conf. Common Interest Agreement.vt.edits.docx

Lem:

Thanks for the draft. We have an overall comment and two suggested language changes. First the latter. The suggested changes are redlined in the attached document. One is worth brief explanation: in paragraph 5 (iii), we have a couple of concerns: we don't think we can return documents of which we have taken possession under our state law unless ordered by a court to do so; and our office is okay with refusing to disclose covered documents if we can do so under our law, but we really avoid taking on an affirmative obligation to always litigate those issues.

The overall comment is whether we really need a common interest agreement for the conference, particularly given the short time left before the conference. We are concerned that this will distract people and take away time and focus from the conference itself. Our thought has been that anyone providing anything in writing at the conference should assume that it may get produced because of some state's public record laws. Matt and Peter should stick to what is in the public domain or be prepared to have those materials become public.

Our two cents.

Thanks.

Scot

From: Lemuel Srolovic [mailto:Lemuel.Srolovic@ag.ny.gov]
Sent: Friday, March 25, 2016 5:18 PM
To: Kline, Scot <scot.kline@vermont.gov>; Morgan, Wendy <wendy.morgan@vermont.gov>
Cc: Brian Mahanna <Brian.Mahanna@ag.ny.gov>; Michael Meade <Michael.Meade@ag.ny.gov>
Subject: Climate Change Conference Common Interest Agreement

Scot and Wendy – sorry for the delay but here's our proposed common interest agreement which is pared down from the VW template. We'd like to distribute to attending offices asap and ask them to sign.

Look ok to you?

Thanks,

Lem

Lemuel M. Srolovic
Bureau Chief

Case 4:16-cv-00469-K Document 145 Filed 12/07/16 Page 138 of 140 PageID 5325
Environmental Protection Bureau
New York State Attorney General
212-416-8448 (o)
917-621-6174 (m)
lemuel.sokolovic@ag.ny.gov

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CLIMATE CHANGE CONFERENCE COMMON INTEREST AGREEMENT

This Common Interest Agreement ("Agreement") is made and entered into by and between the undersigned Attorneys General of the States, Commonwealths, and Territories (the "Parties") who are attending along with their staff and certain outside advisors—a conference sponsored by the Office of the Attorneys General of New York and Vermont that will take place in the City of New York on Tuesday, March 29, 2016 (the "Conference"). The Parties mutually agree:

1. The Parties share common legal interests with respect to the following topics that are expected to will be discussed at the Conference (i) undertaking the defense of claims under federal law in *State of West Virginia, et al. v. United States Environmental Protection Agency*, No. 15-1363 (D.C. Cir.) and related proceedings, (ii) taking other legal actions to compel or defend federal measures to limit greenhouse gas emissions, (iii) conducting investigations of representations made by companies to investors, consumers and the public regarding fossil fuels, renewable energy and climate change, (iv) conducting investigations of potential illegal conduct to limit or delay the implementation and deployment of renewable energy technology, (v) taking legal action to obtain compliance with federal and state laws governing the construction and operation of fossil fuel and renewable energy infrastructure or (vi) contemplating undertaking one or more of these legal actions, including litigation ("Matters of Common Interest").

2. It is in the Parties' individual and common interests to share documents, mental impressions, strategies, and other information regarding the Matters of Common Interest and any related investigations and litigation at the Conference, and thereafter as they so choose ("Shared Information").

3. Non-Waiver of Privileges: The exchange of Shared Information among Parties including among Parties' staff and outside advisors attending the Conference—does not diminish in any way the privileged and confidential nature of such information. The Parties retain all applicable privileges and claims to confidentiality, including the attorney client privilege, work product privilege, common interest privilege, law enforcement privilege, deliberative process privilege and exemptions from disclosure under any public records laws that may be asserted to protect against disclosure of Shared Information to non-Parties (hereinafter collectively referred to as "Privileges").

4. Nondisclosure. Shared Information shall only be disclosed to: (i) Parties; (ii) employees or agents of the Parties, including experts or expert witnesses; (iii) government officials involved with the enforcement of antitrust, environmental, or consumer protection laws who have agreed in writing to abide by the confidentiality restrictions of this Agreement; (iv) criminal enforcement authorities; (v) other persons, provided that all Parties consent in advance; and (vi) other persons as provided in paragraph 6. Nothing in this Agreement prevents a Party from using the Shared Information for law enforcement purposes, criminal or civil, including presentation at pre-trial and trial-related proceedings, to the extent that such presentation does not (i) conflict with other agreements that the Party has entered into, (ii) interfere with the preservation of the Privileges, or (iii) conflict with court orders and applicable law.

5. Notice of Potential Disclosure. If any Shared Information is subject to any form of compulsory process in any proceeding or is demanded under a public records law ("Request"),

the Party receiving the Request shall: (i) immediately notify all other Parties (or their designees) in writing; (ii) cooperate with any Party responding to the Request; and (iii) ~~if requested return and/or refuse to disclose any Shared Information unless otherwise required by law, administrative order, or court order.~~

6. Inadvertent Disclosure. If a Party discloses Shared Information to a person not entitled to receive such information under this Agreement, the disclosure shall be deemed to be inadvertent and unintentional and shall not be construed as a waiver of any Party's right under law or this Agreement. Any Party may seek additional relief as may be authorized by law.

7. Related Litigation. The Parties continue to be bound by this Agreement in any litigation or other proceeding that arises out of the Matters of Common Interest.

8. Parties to the Agreement. This Agreement may be executed in counterparts. All potential Parties must sign for their participation to become effective.

9. Withdrawal. A Party may withdraw from this Agreement upon thirty (30) days written notice to all other Parties. Withdrawal shall not terminate, or relieve the withdrawing Party of any obligation under this Agreement regarding Shared Information received by the withdrawing Party before the effective date of the withdrawal.

10. Modification. This writing is the complete Agreement between the parties, and any modifications must be approved in writing by all Parties.

Signature: _____ Date: _____

[Name]

[Title]

[Office]

[Phone]

[Email]