

EXHIBIT D



JACKSON GILMOUR & DOBBS, PC

WILLIAM C. PETIT
WPETIT@JGDPC.COM

T 713.355.5023
F 713.355.5001



April 30, 2013

Via LNFS

Honorable Shira Scheindlin
United States District Judge
U.S. District Court
Southern District of New York
500 Pearl Street, Room 1620
New York, NY 10007

Re: Master File No. 1:00-1898 (SAS) MDL 1358 (SAS); In Re: Methyl Tertiary Butyl Ether ("MTBE") Products Liability Litigation, in the United States District Court for the Southern District of New York.


This document pertains to: Case No. 07-CIV-10470; *Commonwealth of Puerto Rico v. Shell Oil Co., et al.*

Dear Judge Scheindlin:

Pursuant to the Court's direction at the April 10, 2013 status conference, the Commonwealth of Puerto Rico (the "Commonwealth") provided correspondence to the Court, in an April 26, 2013 e-mail to Mr. Stephen Schweizer, advising that the Commonwealth and Defendants ConocoPhillips Company and Chevron Phillips Chemical Puerto Rico Core LLC (collectively, the "Parties") have resolved the issues by agreement and through stipulation that were the subject of the Commonwealth's Agenda Item No. 5. I am writing today as a follow up to that April 26, 2013 communication and enclosing the executed Declaration, which embodies the Parties' agreement on these issues.

The Commonwealth appreciates your Honor's attention to this matter and asks that this letter and the enclosed declaration be docketed by the Clerk's Office so that it is part of the Court's file.

Very truly yours,



William C. Petit

WP:cls
Enclosure

Judge Scheindlin
April 30, 2013
Page 2

cc: Mr. Stephen Dillard [by *e-mail*]
Mr. Stephen Riccardulli [by *e-mail*]
All Counsel of Record [by *LNFS*]

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In Re: Methyl Tertiary Butyl Ether ("MTBE")
Products Liability Litigation

**Master File No. 1:00 - 1898
MDL 1358 (SAS)
M21-88**

**This Document Relates To:
*Commonwealth of Puerto Rico, et al. v. Shell
Oil Co., et al., No. 07 Civ. 10470***

DECLARATION

1. Phillips Puerto Rico Core Inc., a former subsidiary of ConocoPhillips Company (f/k/a Phillips Petroleum Company) ("COP"), was the only known owner and operator of the petrochemical plant located at Road 710 and State Route 3 in Guayama, Puerto Rico (the "Plant") from 1966 until June 2000. Effective November 8, 2000, Phillips Puerto Rico Core Inc. changed its name to Chevron Phillips Chemical Puerto Rico Core Inc.; effective November 30, 2007, Chevron Phillips Chemical Puerto Rico Core Inc. was converted into a Delaware LLC and is now known as Chevron Phillips Chemical Puerto Rico Core LLC ("CPCPRC"), the membership interest of which is held by Chevron Phillips Chemical PR Core Holdings LLC, a wholly-owned subsidiary of Chevron Phillips Chemical Company LLC. CPCPRC operated the Plant until early 2001, and intermittently thereafter.

2. COP and CPCPRC are in a position to respond and are capable of responding to plaintiffs' discovery regarding ownership and operations of the Plant from 1966 to the present in the above-referenced litigation.

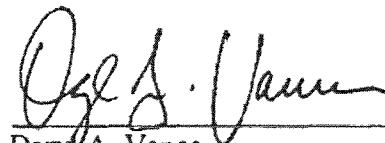
3. COP and CPCPRC have provided discovery in the above-referenced litigation indicating that various "Phillips" entities supplied, purchased, and/or shipped methyl tertiary butyl ether ("MTBE") that was delivered to the Plant. These "Phillips" entities are referred to in

the historical supply records as “Phillips,” “P-66 Co.,” “PPCO-U.S.A.,” “PPCO-P.R.” and “Phillips 66 Company,” and were divisions, units or subsidiaries of Phillips Petroleum Company. Phillips 66 Company, a subsidiary, was merged with Phillips Petroleum Company in 1991. On December 31, 2002, Phillips Petroleum Company was merged into ConocoPhillips Company. Accordingly, COP became the successor to such “Phillips” entities that were involved in the chain of supply of MTBE to Puerto Rico and / or the Plant. CPCPRC and / or COP are in a position to respond and are capable of responding to plaintiffs’ discovery regarding such “Phillips” entities involved in the chain of supply of MTBE to Puerto Rico and / or the Plant in the above-referenced litigation.

4. Chevron Phillips Chemical Company LLC (parent company of the parent company of CPCPRC) will satisfy a final adverse judgment, if any, obtained by the Commonwealth of Puerto Rico against COP and / or CPCPRC in the above-captioned litigation, upon the exhaustion of all appeals.

5. In April 2012, COP entered into a Separation and Distribution Agreement, pursuant to which Phillips 66 Company was “spun-off” to create a new entity which was incorporated in the state of Delaware in November 2011. This new entity did not participate in the historical operations of the Plant, did not supply MTBE to the Plant, and is not the successor in interest to the Phillips 66 Company that was a subsidiary and/or unincorporated division of Phillips Petroleum Company.

Dated: 04/30/2013



Daryl A. Vance
Managing Counsel, Litigation