

## EXHIBIT 2

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UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA  
SOUTHERN DIVISION

ORANGE COUNTY WATER  
DISTRICT,  
Plaintiff,  
v.  
UNOCAL CORPORATION, et al.,  
Defendants.

Case No. 8:03-cv-01742 CJC (ANx)  
*Assigned to: Hon. Cormac J. Carney*

**ORDER GRANTING MOTION  
FOR ORDER DETERMINING  
GOOD FAITH SETTLEMENT  
(CAL. CODE CIV. PROC. S 877.6)**

Date: December 4, 2017  
Time: 1:30 PM  
Courtroom: 9B  
Judge: Hon. Cormac J. Carney

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2           Having considered the Motion for Order Determining Good Faith Settlement  
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4 of Phillips 66, agent and successor-in-interest to ConocoPhillips Company and  
5 Tosco Corporation (collectively, the “Settling Defendants”), the Memorandum of  
6 Points and Authorities submitted in support thereof, the accompanying  
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8 Declarations, exhibits, and other evidence, including the Settlement Agreement  
9 and Release (“Settlement Agreement”), all of the pleadings, filings, and  
10 proceedings in this case and in MDL 1358, and any arguments of counsel:

11           IT IS HEREBY ORDERED and Phillips 66’s Motion is GRANTED that:

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13           1. The Settlement Agreement reached between Plaintiff Orange County  
14 Water District (“OCWD”), on the one hand, and Settling Defendants, on the other  
15 hand, was entered into in good faith pursuant to the provisions of §§ 877 and 877.6  
16 of the California Code of Civil Procedure.  
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18           2. The negotiations of the Settlement Agreement between OCWD and  
19 Settling Defendants were conducted fairly, in good faith, and at arm’s length.  
20 There is no evidence of bad faith, fraud, collusion, or any intent to impact unfairly  
21 or injure the rights or interests of other defendants, former defendants, prior  
22 settling defendants, or others.  
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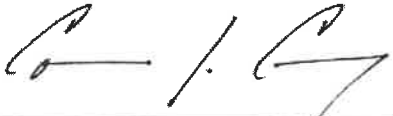
25           3. Pursuant to California Code of Civil Procedure § 877.6(c), as a result  
26 of this good faith determination, all parties who are released from claims by  
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1 OCWD under the Settlement Agreement are entitled to protection as settling  
2 tortfeasors to the extent provided by California Code of Civil Procedure § 877.6(c).

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4 4. Pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the  
5 Court determines that there is no just cause for delay and expressly DIRECTS the  
6 ENTRY OF JUDGMENT on the issue of the determination that the Settlement  
7 Agreement is a good faith settlement under California law and that all parties who  
8 are released from claims by OCWD under the Settlement Agreement are entitled to  
9 protection as settling tortfeasors to the extent provided by California Code of Civil  
10 Procedure § 877.6(c).  
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13 **IT IS SO ORDERED.**

14 DATED: December 11, 2017

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17 HON. CORMAC J. CARNEY  
18 UNITED STATES DISTRICT JUDGE  
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