

EXHIBIT D

UNITED STATES OF AMERICA BEFORE THE FEDERAL TRADE COMMISSION
WASHINGTON D.C.

In the Matter of

UNION OIL COMPANY OF CALIFORNIA,
a corporation.

Docket No. 9305

RESPONDENT'S PROPOSED FINAL WITNESS LIST

Pursuant to the Court's Scheduling Order, Respondent Union Oil Company of California ("Unocal") designates those persons who Unocal currently contemplates calling to testify as witnesses, by deposition or orally by live witness, at the hearing in this matter. Unocal reserves the right to present testimony from any other person who has been or may be identified by Complaint Counsel as a potential witness in this matter. Unocal also reserves the right to call any witness designated herein in its sur-rebuttal case, if any, and/or to supplement this list to identify witnesses to rebut unanticipated testimony offered during Complaint Counsel's case. Unocal further reserves the right to call the custodian of records of any non-party from whom documents or records have been obtained – specifically including, but not limited to, those non-parties listed below – to the extent necessary to authenticate documents. Additionally, Unocal reserves the right to supplement this witness list as circumstances may warrant, particularly given that documents are still being produced by third parties. Finally, Unocal reserves the right not to call any of the persons listed herein to testify at the hearing, as circumstances may warrant.

Subject to these reservations of rights, Unocal's list of witnesses is as follows:

Peter Jessup: Dr. Jessup is a scientist for Unocal and is a co-inventor of the inventions claimed by the various patents at issue in this matter. He may testify regarding matters relating to

Unocal's inventions and patents and his work at Unocal, including without limitation: his responsibilities as a scientist at Unocal; the nature of his inventions and patents; how and why he tried to bring recognition to his department for its research activities; Unocal's policies and industry practice on disclosure of pending applications; his communications with others within Unocal, industry and regulators about proposed research, research and research findings; the nature of a performance regulation or predictive model with emissions targets (a pure predictive model) as opposed to prescriptive regulations; the difference between data, equations and presentations slides, and the transmission and communication regarding such matters to industry and regulators; the nature of repeatability and reproducibility measurements; the ASTM standards for measurement; his lack of intent to defraud or mislead regulators or industry; Unocal's attempts to persuade CARB staff and industry to use a pure predictive model; the uncertainties associated with attempts to obtain patents; his lack of a role in business strategies within Unocal; his understanding of publishing information into the public domain following the filing of a patent application and the confidentiality afforded a patent applicant during patent prosecution; the meaning of the terms "non-proprietary" and "data" as used in context; and the refiners' previous attempts to invalidate or find unenforceable the '393 patent in previous litigation and in current reexamination proceedings. He is also expected to testify regarding matters raised or implicated in his previous trial testimony, depositions and investigational hearing.

Michael Croudace: Dr. Croudace was a scientist for Unocal and is a co-inventor of the inventions claimed by the various patents at issue in this matter. He is now employed at an independent company engaged in marketing instrumentation related to measurements used by the refining industry. He may testify regarding matters relating to Unocal's inventions and patents and

his work at Unocal, including without limitation: his responsibilities as a scientist at Unocal; the nature of his inventions and patents; how and why he tried to bring recognition to his department for its research activities; Unocal's policies and industry practice on disclosure of pending applications; his disclosure to CARB staff in 1989 of a pending application on a detergent additive and CARB staff's indifference to such disclosure; his communications with others within Unocal, industry and regulators about proposed research, research and research findings from the invention in March of 1990 and confirmatory research; the nature of a performance regulation or predictive model with emissions targets (a pure predictive model) as opposed to prescriptive regulations; the difference between data, equations and presentations slides; the nature of repeatability and reproducibility measurements; the ASTM standards for measurement; his lack of intent to defraud or mislead regulators or industry; the uncertainties associated with attempts to obtain patents; his lack of a role in business strategies within Unocal; his understanding of publishing information into the public domain following the filing of a patent application and the confidentiality afforded a patent applicant during patent prosecution; the meaning of the terms "non-proprietary" and "data" as used in context and refiners' previous attempts to invalidate or find unenforceable the '393 patent in previous litigation. He is also expected to testify regarding matters raised or implicated in his previous trial testimony, depositions and investigational hearing.

Gregory Wirzbicki: Mr. Wirzbicki is Chief Patent Counsel for Unocal and prosecuted the patents at issue in this matter. He may testify regarding matters relating to the patent prosecution process and the history of Unocal's prosecution of its patents, including without limitation: the autonomy he was and is given in prosecuting the patents; how the prosecution of the patents was dependent upon the disclosed and claimed invention in view of alleged prior art; the nature of

prosecution in view of alleged prior art; the nature of confidentiality of patent prosecution; the reasons for amendments; the manner in which a prosecuting attorney is allowed to amend claims in view and in light of existing products; the nature and uncertainty of patent prosecution and patentability of matters during and after prosecution; the reasons for IDS disclosures and the express nature of duties of disclosure to the patent office; the nature of post issuance-prelitigation searches and analysis; the nature of disclaimers and continuing applications; the nature of reexamination proceedings and refiners' attempts to invalidate or find unenforceable certain patents in such proceedings and in previous litigation; his lack of knowledge, role or input into regulatory affairs or business strategy or decision making involving refinery operations; the nature of Unocal's historical approach to use of intellectual property; the meaning of the terms "non-proprietary" and "data" as used in context; Unocal policies on disclosure of patent applications; and, the prosecution outcome of a patent application filed by Dr. Croudace on a gasoline detergent additive in 1989. He is also expected to testify regarding matters raised or implicated in his previous trial testimony, depositions and investigational hearing.

Charles Strathman: Mr. Strathman is the Chief Legal Officer for Unocal. He may testify regarding matters relating to the licensing of Unocal's patents and Unocal's patent litigation, including without limitation: the nature of Unocal's licenses; communications with potential and actual licensees; the effect created by those who would wrongfully infringe patents without taking a license; and, previous litigation or proceedings brought against Unocal on Unocal's patents. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Dennis Lamb: Mr. Lamb is a former Unocal employee engaged in regulatory issues who has remained as an expert consultant to Unocal's outside legal counsel on regulatory issues given continuing litigation since his retirement. He may testify regarding matters relating to Unocal's lobbying strategy with respect to gasoline regulations and its communications with regulators and industry members, including without limitation: how he came to be in charge of communications with regulators; Unocal's focus on its refining operations; his communications with those within Unocal and outside of Unocal regarding potential, proposed and adopted regulations; the publication by CARB staff of proposed regulations prior to any lifting of confidentiality by Unocal of its data; his lack of knowledge, motivation or focus upon any pending patent applications; his lack of intent to defraud or mislead regulators or industry members; Unocal's lack of intent to defraud or mislead regulators or industry members; Unocal's petitioning of CARB in opposition to the regulations proposed and ultimately promulgated by CARB in 1991; the company's petitioning of CARB to delay the implementation of the regulations following their promulgation; and its attempts to persuade CARB staff and industry to use a pure predictive model. He is further expected to testify regarding communications with regulators on cost-effectiveness and the regulators' apparent lack of concern for costs of production as an impediment to regulation-making; the absence of any guidance by CARB and its staff on cost-effectiveness; the absence of any expression of interest by CARB in the disclosure of companies' patents or patent applications; communications with CARB and CARB staff members and other government officials following issuance of the '393 patent; and CARB and its staffs' lack of consideration of Unocal patents following the jury verdict. He is also expected to testify regarding the nature of a predictive model and the flexibility afforded by such an approach in contrast to prescriptive, rigid fuel specifications. He is further expected to testify regarding the

importance of the CARB regulations to California's State Implementation plan; the effects of a Federal Implementation Plan; the EPA negotiated regulation committee meetings and communications with those attending such meetings; and the lobbying efforts undertaken by those communicating with CARB staff and CARB on Phase 2 and Phase 3 regulations. He is expected to testify regarding the antitrust guidelines followed by Unocal and industry groups. He is also expected to testify regarding refiners' previous attempts to invalidate or find unenforceable Unocal's patents. He is further expected to testify regarding matters raised or implicated in his previous depositions and investigational hearing.

J. Wayne Miller: Dr. Miller was formerly the supervisor of Drs. Croudace and Jessup at Unocal. He then became employed by another refiner, Sunoco, during the time he was deposed in the previous litigation involving the '393 patent. He now works for a university in California where he has been hired to perform contract work with CARB and various refiners in the industry. Dr. Miller may testify regarding matters relating to Unocal's research and inventions, and Unocal's communications to regulators and industry members, including without limitation: communications within Unocal about research in his group; communications with regulators and industry members about such research; his lack of intent to defraud or mislead regulators or industry members; the existence of antitrust policies in the industry and at Unocal; the policy of nondisclosure of patent applications at Unocal; the absence of any expression of interest by CARB in the disclosure of companies' patents or patent applications; the process of determining whether an invention is held as a trade secret or pursued as a potential patent; and Unocal's petitioning of CARB in opposition to the regulations proposed and ultimately promulgated by CARB in 1991. He is also expected to testify regarding matters raised or implicated in his previous depositions and investigational hearing.

J. Michael Kulakowski: Mr. Kulakowski is a former Unocal employee who interacted with CARB staff, informing staff by letter that Unocal's equations were to be kept confidential. Later Mr. Kulakowski took a position with Texaco where he continued to interact with CARB staff. He may testify regarding matters related to Unocal's '393 patent, communications within Unocal, communications between Unocal, regulators, and industry members and communications within Texaco, including without limitation: Unocal's advocacy of a predictive model with members of WSPA and with CARB and its staff prior to, during and after the 1991 regulations were adopted; Unocal's advocacy of an EPA version of the predictive model prior to the 1994 amendment to the regulations; his lack of intent to defraud or mislead regulators or industry; the absence of any guidance by CARB and its staff on cost-effectiveness; the absence of any expression of interest by CARB in the disclosure of companies' patents or patent applications; and the antitrust guidelines provided by WSPA counsel to members. He is further expected to testify that when he was at Unocal the question of whether to disclose a pending patent application to CARB or its staff was not even raised or discussed to his recollection and that it never occurred to him to disclose the existence of the patent application to CARB or its staff or to other refiners. He is further expected to testify that he found out about the '393 patent issuing when he was a Texaco employee months before CARB adopted its predictive model amendment, that he immediately informed Texaco management about the patent, but that Texaco did not inform CARB or its staff of the existence of the Unocal patent before the adoption of the predictive model. He is further expected to testify as to the nature of what he advocated to regulators on behalf of other companies once he left Unocal, the savings incurred by Texaco as a result of the predictive model, Texaco's view of the predictive model and the fact that the

statements as to flexibility and cost-effectiveness of the predictive model were true in his opinion when made and remain true even today. He is also expected to testify regarding matters raised or implicated in his previous depositions and investigational hearing.

Richard Stegemeier: Mr. Stegemeier is the former CEO of Unocal. He may testify regarding matters related to Unocal's research, inventions and patents, communications within Unocal, and Unocal's communications with regulators and industry members, including without limitation: Unocal's petitioning of CARB in opposition to the regulations proposed and ultimately promulgated by CARB in 1991; Unocal's advocacy of performance regulations as opposed to prescriptive, rigid fuel specifications; his view that the CARB regulations were not cost-effective; Unocal's petitioning of CARB to delay the implementation of the regulations following their promulgation; and, Unocal's attempts to persuade CARB staff and industry to use a pure predictive model. He is further expected to testify as to his lack of intent to defraud or mislead regulators or industry members, Unocal's lack of intent to defraud or mislead regulators or industry members including the company's focus on refining operations; communications within Unocal as to research conducted by Unocal; the historical use and view of the company as to its research and patents; and other companies' actions in obtaining patents and asking for license fees from fuels meeting regulations. He is further expected to testify regarding matters raised or implicated in his previous investigational hearing.

Roger Beach: Mr. Beach is a former CEO of Unocal and president of refining operations. He may testify regarding matters related to Unocal's refining operations, communications within Unocal, and Unocal's communications with regulators and industry members, including without limitation: his participation in legislative study groups looking at the issues of fuels and emissions; his creation of a fuels issues group at Unocal and the direction given to that group; his lack of intent to defraud or

mislead regulators or industry members; Unocal's lack of intent to defraud or mislead regulators or industry members; Unocal's focus on its refining operations; Unocal's petitioning of CARB in opposition to the regulations proposed and ultimately promulgated by CARB in 1991, the company's petitioning of CARB to delay the implementation of the regulations following their promulgation, and Unocal's attempts to persuade CARB staff and industry to use a pure predictive model. He may also testify regarding matters raised or implicated in his previous depositions and investigational hearing.

Gavin McHugh: Gavin McHugh is a registered lobbyist in the State of California who, as a lobbyist, represented Texaco from 1991 through 1997. Mr. McHugh may testify regarding matters relating to his lobbying activities before CARB, the California Governor's staff and state legislators on behalf of Texaco in connection with the development/enactment of the CARB Phase 2 regulations. He may also testify regarding matters raised or implicated in his previous deposition.

Mark Boone: Mark Boone was an operations planner for Texaco during the early 1990s and is currently the manager of Shell's Bakersfield refinery. He may testify regarding matters relating to Texaco's refinery operations and the Unocal patents, including without limitation: the Bakersfield refinery's ability to blend around the claims of the '393 patent; modifications made by or to the Bakersfield refinery which enabled the refinery to avoid the claims of the '393 patent; his analysis of the Bakersfield refinery's ability to blend around the other four Unocal patents related to reformulated gasoline and the fact that he is not aware of any efforts by these refineries to blend around the claims of the other four Unocal RFG patents. He may also testify regarding matters raised or implicated in his previous deposition.

Robert Millar: Robert Millar is the Manager for Planning, Finance and Systems at Shell's (formerly Texaco's) Wilmington, California refinery. He has held that position since 1996, before

which he worked at Texaco's refinery headquarters in Universal City Plaza. Mr. Millar may testify regarding matters relating to Shell's and Texaco's refining operations and the Unocal patents, including without limitation: the Wilmington Refinery's abilities to blend around the '393 patent; the steps taken by the refinery to avoid the claims of the '393 patent and Unocal's other patents; and the costs of such efforts, as well as blending operations and processes in place at various Shell refineries, generally. He may also testify regarding matters raised or implicated in his previous deposition.

Bruce Irion: Mr. Irion is a manager with Shell. Mr. Irion may testify regarding matters relating to Shell's refining operations and the Unocal patents, including without limitation: modifications to the refineries for CARB Phase 2 and Phase 3 gasoline, the ability of Shell's refineries to blend around the '393 patent and the refineries' efforts and lack of efforts to do so. He may also testify regarding matters relating to his analysis of the refineries' abilities to blend around the other four Unocal patents related to reformulated gasoline. Further, he may testify regarding matters relating to the CARB RFG regulations, CARB RFG regulatory processes and WSPA. He may also testify regarding matters raised or implicated in his previous deposition.

Charles Lieder: Mr. Lieder is a Shell employee, currently providing Fuels Blending – Tech Support, Fuels Technology for refineries owned by Shell and formerly providing similar services to the refineries owned by the Equilon joint venture between Shell and Texaco. Mr. Lieder may testify regarding Shell and Equilon's involvement in the CARB regulatory processes related to reformulated gasoline, including but not limited to the efforts by those companies to influence CARB's actions in the processes, communications between Shell/Equilon and CARB relating to potential changes in the regulations, proposals made by Shell/Equilon to CARB regarding such changes and communications between Shell/Equilon and CARB regarding the Unocal patents. Mr. Lieder may testify regarding any

decisions, instructions or efforts by Shell or Equilon to avoid the claims of the Unocal patents. He may also testify regarding WSPA, including but not limited to WSPA's activities, agreements, rules, understandings and policies. He may also testify regarding other matters raised or implicated in his deposition.

Ronald Banducci. Mr. Banducci is a former Shell employee, now retired. He may testify regarding matters relating to Shell's refining operations and the Unocal patents, including without limitation: modifications to the refineries for CARB Phase 2 and Phase 3 gasoline; Shell's analysis regarding gasolines that fall within the numerical property limitations of the patents; Shell's analysis regarding blending around the patents; and the refineries' efforts and lack of efforts regarding blending around. Further, he may testify regarding what Shell would have done had it known of Unocal's pending patent rights before it actually knew of those rights. He may also testify regarding matters raised or implicated in his previous deposition.

Harvey Klein. Mr. Klein is a former Shell employee. He is expected to testify about the origins and structure of the Auto/Oil program, the functioning of the Research Program Committee, and Unocal's September 26, 1991 presentation to Auto/Oil. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Neal Moyer. Mr. Moyer is a senior environmental specialist for Shell Oil Co. Mr. Moyer may testify regarding the CARB regulations related to reformulated gasoline, including but not limited to the regulatory processes, Shell's involvement in the processes, Shell's efforts to influence CARB's actions, proposals which Shell made to CARB or considered making to CARB to change the regulations that were adopted by CARB in November 1991 and communications between Shell and

CARB regarding the Unocal patents. Mr. Moyer may also testify regarding any other matters raised or implicated in his deposition.

Dave Jacober. Mr. Jacober is expected to testify with respect to Shell's decisions with respect to avoiding the numerical property limitations set forth in the claims of Unocal's gasoline patents including the move from 92 to 91 Octane. He is also expected to testify with respect to the date when Shell first learned of the Unocal patents, Shell's policies and procedures with respect to disclosure of its patent applications, Shell's procedures with respect to the investigation of the existence of patents, that Shell has not disclosed patent applications to the California Air Resources Board, and Shell's consideration of entering into reciprocal non-assertion agreements with BP and Chevron. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Steve Hancock: Mr. Hancock is a former Shell and Texaco employee who, until his retirement in December 2001, provided technical services not only to the Shell and Texaco refineries but also to refineries owned by their joint ventures. Mr. Hancock may testify regarding matters relating to Shell's and Texaco's refining operations and Unocal's patents, including without limitation: various refineries' operations and processes; modifications to the refineries for CARB Phase 2 gasoline; the ability of Shell's and Texaco's refineries to blend around the '393 patent; the refineries' efforts and lack of efforts to do so; his analysis of the refineries' abilities to blend around the other four Unocal patents related to reformulated gasoline; and efforts by these refineries to blend around the claims of the other four Unocal RFG patents. Mr. Hancock may also testify regarding any changes made to Texaco's refineries to meet the CARB regulations for reformulated gasoline, including but not limited to CARB specifications for T-50. Regarding CARB, Mr. Hancock may

testify regarding CARB regulations related to reformulated gasoline, including but not limited to the regulatory process, Texaco's communications with CARB on the subject and Texaco's efforts to influence CARB actions related to RFG regulations. He may also testify regarding when Texaco first learned of the '393 patent and what action it took once it had that information. Mr. Hancock may testify regarding Texaco policies and procedures regarding the disclosure of patent applications; and Texaco policies and procedures with respect to the investigation of the existence of patents. Mr. Hancock may also testify regarding matters raised or implicated in his previous depositions.

William Engibous: Mr. Engibous is a manager in business and operations planning for ChevronTexaco's Richmond and El Segundo, California refineries. He may testify regarding matters relating to Chevron's and Texaco's refining operations and the Unocal patents, including without limitation: modifications to the refineries for CARB Phase 2 and Phase 3 gasoline, including any changes it made to meet the CARB specifications for T-50; ChevronTexaco's analysis regarding gasolines that fall within the numerical property limitations of the patents; ChevronTexaco's analysis regarding blending around the patents; and, the refineries' efforts and lack of efforts regarding blending around. Mr. Engibous may testify regarding matters relating to Chevron's efforts to generate private and governmental support for a change in octane requirements and Chevron's activities in petitioning CARB to change its Phase 2 regulations. He may also testify regarding matters raised or implicated in his previous depositions.

Don Bea. Mr. Bea was an issues manager with Chevron's Strategic Planning and Business Evaluation Group responsible for California regulatory issues during the early 1990s. Mr. Bea may testify regarding the CARB regulations for reformulated gasoline, the regulatory processes and the Unocal patents, including but not limited to: Chevron's attempts to influence CARB's actions in the

processes, and Chevron's communications with CARB about the '393 patent. Mr. Bea may also testify regarding WSPA, including but not limited to WSPA's activities related to reformulated gasoline and agreements, rules and understandings related to WSPA's work vs. the independent work of WSPA members. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Lance Gyorfi. Mr. Gyorfi served as refinery manager of Chevron's Salt Lake City and Port Arthur refineries during the late 1980s and early 1990s. From the 1995 to 2002, Mr. Gyorfi was the Vice President of Refining for Chevron and then ChevronTexaco. Mr. Gyorfi may testify about modifications to the Chevron/ChevronTexaco refineries to meet CARB regulations related to reformulated gasoline. He may also testify to changes that Chevron would have made to its reconfiguration plans if it had known about the Unocal patents earlier. Mr. Gyorfi may testify when Chevron first learned of the '393 patent, the actions it took when it obtained that information and the reasons for its decisions. He may testify regarding Chevron's efforts to avoid the Unocal patents. He may also testify regarding Chevron's own patent licensing or consideration of such licensing and communications regarding the same, as well as other matters raised or implicated in his deposition.

Jeff Toman. Mr. Toman is an intellectual property manager with ChevronTexaco. Mr. Toman may testify regarding Chevron's intellectual property policies and procedures, including but not limited to its policies and procedure with regarding to the disclosure of its own patent applications and its policies and procedures related to the investigation of the existence of patents owned by others. He may also testify regarding other matters raised or implicated in his deposition.

Mike Ingham: Mr. Ingham is expected to testify about proposals that Chevron made to CARB to change the reformulated gasoline regulations to make it easier for Chevron to avoid the

numerical property ranges set forth in the claims of Unocal's gasoline patents including Chevron's proposal to specifically raise the olefin cap limit. He is also expected to testify about Chevron's communications with CARB related to Unocal's gasoline patents including communications regarding Chevron's advocacy of lowering the minimum octane from 87 to 86 and its inability to convince the auto manufacturers to go along with such a proposal. He is also expected to testify about Chevron's communications with CARB about what CARB could do to assist in the '393 lawsuit filed by refiners against Unocal. Mr. Ingham is expected to testify about disclosures Chevron made to CARB regarding certain patent applications. He is also expected to testify about Chevron's driveability index research, the patent application that was filed on the invention and the disclosure or non-disclosure of the application to CARB. Finally, Mr. Ingham is expected to testify about the Research Program Committee of Auto/Oil and Unocal's September 26, 1991 presentation to that committee. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Steven Welstand: Mr. Welstand is an engineer with Chevron. He may testify regarding matters relating to Chevron's driveability index research and other emissions research and Chevron's communications with regulators, including without limitation: Chevron's communications with CARB in 1990 regarding the results of its research and the confidentiality of those results; CARB's request that Chevron lift the confidentiality of its research so that CARB could share the results with the public; Chevron's compliance with that request; Chevron's 1991 publication of the results of its research; Chevron's May 1991 filing of a patent application relating to its drivability index research; Chevron's attempts to influence CARB to adopt regulations that Chevron believed would best serve its refining operations; and Chevron's failure to tell CARB of its pending patent application. He is

also expected to testify regarding matters raised or implicated in his previous deposition and trial testimony.

Douglas Youngblood: Formerly of Texaco, Mr. Youngblood is expected to testify regarding the development of CARB's gasoline regulations, his involvement in such development and Texaco's communications to regulators and industry members. Mr. Youngblood is expected to testify to his representation to others within Texaco and other industry members that he believed T50 may have an independent and significant influence on emissions reductions. He also is expected to testify as to how he learned of the Unocal '393 patent in early 1994 and why he did not discuss that patent with CARB in the context of CARB's ongoing rulemaking. Mr. Youngblood is further expected to testify regarding his understanding of the word "proprietary" as used in his industry. He is also expected to testify regarding Auto/Oil's findings as to the relative cost of producing M85 as a motor fuel and that Unocal and other oil industry members testified at the November 1991 hearings before CARB on the Phase 2 regulations and that only ARCO supported CARB's proposed regulations. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Thomas Eizember: Mr. Eizember is in business planning for ExxonMobil. Mr. Eizember may testify regarding matters relating to ExxonMobil's California refining operations and the Unocal patents, including without limitation: the ability of ExxonMobil's California refineries to blend around the numerical property ranges of the Unocal patents; refinery modifications, operations, processes and controls; and the refineries' efforts/lack of efforts to blend around. Further, he may testify regarding matters relating to CARB RFG regulations, including but not limited to the regulatory process, efforts by ExxonMobil to influence the regulations, any disclosure to CARB

regarding patent applications, and specific communications between Exxon/ExxonMobil and CARB regarding the Unocal patents. Mr. Eizember may testify regarding Exxon/ExxonMobil's business planning for RFG, including but not limited to matters relating to any changes made to ExxonMobil's refineries to comply with CARB regulations and specifically to meet the CARB specifications for T-50; the date when Exxon and Mobil first learned of the '393 patent and what action, if any, ExxonMobil took in response; any decisions, instructions or efforts by Exxon/ExxonMobil to avoid the numerical property ranges of the Unocal patents; and the changes ExxonMobil would have made in its refinery reconfiguration decisions to avoid and/or minimize potential infringement of Unocal's patents, had it known of Unocal's pending patent rights before it actually learned of them. Mr. Eizember may also testify regarding other matters raised or implicated in his previous depositions.

Albert Hochhauser: Formerly an Exxon employee and now with ExxonMobil, Mr. Hochhauser is expected to testify regarding the development of CARB's gasoline regulations, his involvement in such development and Exxon/ExxonMobil's communications with regulators and industry members. He is also expected to testify regarding the Unocal patents and Exxon/ExxonMobil's communications with others about the Unocal patents. Mr. Hochhauser may also testify regarding WSPA, including but not limited to its activities and the relationships, agreements and understandings among WSPA members. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Charlie Martinez: Mr. Martinez is expected to testify with respect to Exxon's, Mobil's, and ExxonMobil's policies and procedures regarding the disclosure of its patent applications, their procedures with respect to the investigation of the existence of patents, and their consideration of

entering into reciprocal non-assertion agreements with BP and Chevron. He may also testify regarding matters raised or implicated in his previous deposition.

Jack Wise: Mr. Wise was the vice president of refining and products research for Mobil. Mr. Wise may testify about Auto/Oil including but not limited to the "work of the [Auto-Oil] program," and the agreements, understandings and rules of Auto/Oil. He may also testify regarding other matters raised or implicated in his previous deposition.

Timothy Clossey: Mr. Clossey was the manager of ARCO's clean fuels team during the early 1990s. He has worked for BP since the merger of BP and ARCO in 2000. Mr. Clossey may testify regarding matters relating to ARCO's EC reformulated gasolines and efforts by both ARCO, BP and Amoco (also acquired by BP) to influence CARB regulatory processes related to reformulated gasoline regulations. He may also testify regarding BP/Amoco/ARCO's refining operations and the Unocal patents, including but not limited to the decisions made by BP and/or the "heritage companies" (BP, Amoco and Arco) with respect to whether the company should attempt to avoid the numerical property limitations set forth in the claims of any of Unocal's gasoline patents. He may also testify regarding other matters raised or implicated in his previous depositions.

Ken Riley: Mr. Riley is a former ARCO employee, now retired. Mr. Riley may testify regarding modifications to ARCO's refineries and/or refinery operations in connection with CARB regulations for reformulated gasoline. He may also testify regarding CARB regulations related to reformulated gasoline, including but not limited to: ARCO's participation in the regulatory processes; the predicted and actual costs of CARB Phase II gasoline; what ARCO would have done had it learned of Unocal's pending patent application before the patent issued and was announced in

1995; and what ARCO's actually did in response to the Unocal '393 patent when it issued. Mr. Riley may also testify regarding other matters raised or implicated in his deposition.

Jack Segal: Mr. Segal is a former Arco employee, now retired. Mr. Segal was one of the named inventors on Arco's "EC-X" program, which Arco touted as the model for the CARB Phase 2 regulations. He may testify regarding Arco's EC-X or its EC-fuels; Arco's participation in the CARB regulatory process; Arco's own patent application for reformulated gasoline; and the activities, agreements, understandings and rules of Auto/Oil and the Western States Petroleum Association. He may also testify regarding the Unocal patents, including but not limited to when Arco first knew of the '393 patent in 1994.

Jim Uihlein: Mr. Uihlein is a Senior Principal Engineer with BPAmoco Oil, who has also been active in WSPA activities over the years, on behalf of ARCO. Mr. Uihlein may testify regarding CARB regulations related to reformulated gasoline, including but not limited to: BP and ARCO's involvement in the CARB regulatory processes; BP/ARCO's efforts to influence the process; proposals that BP/ARCO made or considered making to CARB to change the regulations that were adopted by CARB in November 1991; and communications between BP/ARCO and CARB regarding the Unocal patents. Mr. Uihlein may also testify regarding his work with WSPA, including but not limited to WSPA's involvement and efforts in the CARB regulatory process for RFG, BP/ARCO's involvement through WSPA, and the positions taken by BP/ARCO to WSPA related to RFG. Mr. Uihlein may also testify regarding the decision by BP, ARCO and/or the oil industry from 92 to 91 octane premium gasoline, as well as other matters raised or implicated in his deposition.

John Wood: Mr. Wood is a former ARCO attorney, now a senior attorney for BP America. Mr. Wood may testify regarding the policies and procedures of BP and its heritage companies (BP, Amoco and ARCO) regarding its own patents and patent applications, including but not limited to licensing considerations and communications, disclosures or non-disclosure of its own patents and patent applications and the investigation of the existence of patents of others. He may also testify about patent applications that have been filed by BP/Amoco/ARCO, and whether they have been disclosed to CARB. Mr. Wood may also testify about other matters raised or implicated in his deposition.

Gary Youngman: Mr. Youngman is a Lead Engineer at BP's (formerly ARCO's) Carson refinery. Mr. Youngman may testify regarding matters relating to BP/ARCO's refining operations and the Unocal patents, including without limitation: BP/ARCO's abilities or inabilities to blend around the Unocal patents (including potential refinery/operations changes that have not been implemented), its efforts or lack of efforts to do so and the costs of any actual efforts. Mr. Youngman may also testify regarding changes BP and/or its heritage companies made to its refineries to meet the CARB specifications for T-50 and other matters raised or implicated in his previous depositions.

Victor Ibergs: Mr. Ibergs is an employee of Valero Energy Corporation with Valero's Wilmington, California refinery. Mr. Ibergs may testify regarding matters relating to the refining operations at Wilmington and the Unocal patents, including without limitation: modifications to the refinery for CARB Phase 2 and Phase 3 gasoline; gasolines that fall within the numerical property limitations of the patents; blending around the patents; the refinery's efforts and lack of efforts regarding blending around; and what Ultramar, the former owner of the refinery, would have done

had it known of Unocal's pending patent rights earlier than it actually learned of those rights. He may also testify regarding matters raised or implicated in his previous deposition.

Robert Simonson: Mr. Simonson is a former ExxonMobil employee from the Benicia refinery, now employed by Valero Energy Corporation at that location. He may testify regarding matters relating to Valero's refining operations and the Unocal patents, including without limitation: modifications to the Benicia refinery for CARB regulations; gasolines that fall within the numerical property limitations of the patents; blending around the patents; and the refinery's efforts and lack of efforts regarding blending around the patents. He may also testify regarding matters raised or implicated in his previous deposition.

Diane Sinclair: Ms. Sinclair is an in-house attorney with Valero Energy Corporation. Ms. Sinclair may testify regarding CARB regulations related to reformulated gasoline, including Valero's involvement in the regulatory process and Valero's communications with CARB. She may testify regarding Valero's patent policies and disclosure/non-disclosure policies; a patent application filed by Valero which was not disclosed to CARB, any member of the refining industry or any research organization, trade association or other entity other than the Patent and Trademark Office; and the date when Valero first learned of the Unocal patents. Ms. Sinclair may also testify regarding WSPA's activities related to reformulated gasoline. She may also testify to the agreements, understandings and rules of the Western States Petroleum Association, as well as other matters raised or implicated in her deposition.

Peter Venturini: Mr. Venturini is Chief of the Stationary Source Division of CARB. He may testify regarding matters relating to his role in the development of CARB RFG regulations and

his communications internally at CARB and with others outside of CARB regarding the regulations and Unocal's patent, including without limitation: the fact that neither CARB nor its staff asked anyone about patents or patent applications in the development of the Phase 2 regulations, even though Unocal had disclosed that it had a pending patent during the development of the Phase 1 regulations, even though the ASTM standards adopted by CARB as part of Phase 2 expressly advise users of the standard that they are responsible for their own determination of patents and infringement and even though CARB staff had reviewed S.E.C. filings indicating that various refiners were engaged in research and patenting of products or processes across all phases of refining; that CARB did not consider the Unocal patents as part of Phase 3 regulations because the patents were in flux in terms of litigation and validity issues, even though the '393 patent had been upheld by the jury and courts and a royalty determination made; that it would be speculative to try and state what CARB staff or CARB would have done had it been made aware of the existence of a pending patent application; that CARB staff determined that adding six cents to the costs of production of gasoline would still have resulted in a cost-effective regulation and that CARB and its staff would have done nothing different had Unocal used the words "not confidential" instead of "nonproprietary." He may also testify regarding matters relating to CARB's duties, processes and procedures in promulgating reformulated gasoline regulations, including without limitation the need for the Phase 2 regulations to discharge CARB's obligations under California law; the state's obligations under federal law; petitioning by various companies and organizations to influence the outcome of CARB's rulemakings; CARB's failure to evaluate the extent to which refiners could gain added flexibility in avoiding Unocal's patents from regulatory amendments. He may also testify regarding matters relating to his belief that Unocal's patent is invalid and his meeting with refiners

and their counsel in preparation for the trial at which he testified against the patent. He is also expected to testify regarding matters raised or implicated in his previous depositions.

Michael Kenny: Mr. Kenny is the former General Counsel of CARB and Executive Officer. He may testify regarding matters relating to CARB RFG regulations and the Unocal RFG patents, including without limitation: that CARB's regulations are quasi-legislative and that lawyers on his staff have publicly stated that to be the case; the Governor of California's decision not to allow CARB to join in a lawsuit brought by other refiners against Unocal in 1996; and that California's State Implementation Plan filed in 1994 included the Phase 2 regulations as part of California's commitment to try and meet federal requirements for cleaner air. He may also testify regarding matters relating to the process and procedures used by CARB to promulgate reformulated gasoline regulations and petitioning by various companies and organizations to influence the outcome of CARB's rulemakings, including the applications of political pressure. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Dean Simeroth: Mr. Simeroth is the Chief of the Criteria Pollutants Branch of CARB and was so during Phases 1, 2 and 3 of the CARB RFG regulations. He may testify regarding matters relating to his role in the development of the regulations and his communications internally at CARB and with others outside of CARB regarding the regulations and Unocal's patent, including without limitation: that in 1996 after learning of the patent he did not feel deceived or misled by Unocal and was not personally concerned about the patent; that whether to disclose any particular information to CARB is a matter for decision by individual companies; that, in connection with CARB rulemakings to promulgate Phase 2 RFG regulations, neither CARB nor anyone acting on its behalf ever asked anyone to disclose ownership of patents or pending patent applications; that CARB staff relied upon

information from many different companies other than Unocal in determining to regulate T50 levels in its RFG regulations; that CARB staff publicly announced its intention to propose a T50 limitation of 200 degrees before Unocal permitted CARB to make public disclosure of its data and that the agency is not authorized to rely on confidential information in support of a regulation; that the Unocal patent was not considered by CARB as part of the Phase 3 rulemaking despite lobbying by others to change the regulations because of the patents; that CARB staff negotiated a deal between the auto companies and refining companies in Phase 3 as to allow T50 to remain at or about its current level; that the T50 parameter is the single largest driver of hydrocarbon emissions in the Phase 2 predictive model which can be varied; that the methodology for cost-effectiveness announced by CARB is not the one that it followed; that the cost-effective guidance document CARB staff was given was not strictly followed; and that this document shows that cost is not the sole nor dominant factor to be considered in regulations on clean air but that cleaning up the air is the primary mandate. He may also testify about the speculative nature of what CARB or its staff would have done had it known of the patent application. Moreover, he may testify regarding matters relating to CARB's failure to evaluate the extent to which refiners could gain added flexibility in avoiding Unocal's patents from regulatory amendments; regarding the process and procedures used by CARB to promulgate reformulated gasoline regulations; and regarding petitioning by various companies and organizations to influence the outcome of CARB's rulemakings, including the application of political pressure. He is further expected to testify regarding the need for the Phase 2 regulations to discharge CARB's obligations under California law and the state's obligations under federal law. He is also expected to testify regarding matters raised or implicated in his previous depositions.

Robert Fletcher: Mr. Fletcher is the former fuels manager for CARB staff and reported to Dean Simeroth. He may testify regarding matters relating to his role in the development of the regulations and his communications internally at CARB and with others outside of CARB regarding the regulations and Unocal's patent, including without limitation: the development of the regulations for Phase 2, internal communications at CARB regarding the development of the regulations, communications with refiners, including Unocal and the manner in which cost-effectiveness was done by CARB staff. He may also testify regarding the need for the Phase 2 regulations to discharge CARB's obligations under California law and the state's obligations under federal law. Moreover, he may testify regarding matters relating to CARB's failure to evaluate the extent to which refiners could gain added flexibility in avoiding Unocal's patents from regulatory amendments. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Kevin Cleary: Mr. Cleary is and was a member of CARB's staff involved in developing regulations on reformulated gasoline. He is expected to testify regarding his communications with Unocal and industry and within CARB during the development of those regulations and what and when certain information was received from Unocal and the use made of such information. Mr. Cleary is expected to testify as to the matters raised or implicated in his previous deposition including, but not limited to, the fact that he was not provided with Unocal's one car data or one car equations but simply reviewed them from a published SAE paper and patent. He is expected to further testify that he made no use of any Unocal equations during the development of regulations, that in 2001 he ran a statistical analysis at the request of the FTC lawyers using CARB's database with Unocal data pulled out to see if any effect was created therein and that, to his recollection there was not much of a change, if any but that these documents have not been provided to Unocal. He is

further expected to testify as to the reasons for the differences between CARB's predictive models and the EPA complex model. He is further expected to testify as to the development of regulations for the predictive model and Phase 3 regulations and communications within CARB and industry regarding the development of those regulations. He is further expected to testify regarding what data Unocal sent to CARB, when it was received and what use, if any, was made of such data, and the importance of CARB's regulations to reductions in air pollution.

James Boyd: Mr. Boyd is the former Executive Officer of CARB and is expected to testify regarding his role in the development of the regulations and his communications internally at CARB and with others outside of CARB regarding the regulations and Unocal's patent. More specifically, he is expected to testify that he was the recipient of the letter of August 27, 1991 from Dennis Lamb of Unocal and that Mr. Boyd understands that people use the term "proprietary" as a synonym for the word "confidential" but that he is unaware of anyone who followed up with Unocal to clarify the meaning of the letter. Mr. Boyd is further expected to testify that the California Energy Commission has been investigating price spikes in California this year and has not attributed the Unocal patents as a cause in any of those reports as of the time of his deposition and will further testify as to the contents of those reports. He is further expected to testify regarding his communications with Unocal in 1995 with regard to a testing program for CARB RFG gasoline and any other matters raised or implicated in his deposition.

Jananne Sharpless: Ms. Sharpless is the former chair of CARB and is expected to testify regarding her role in the development of the regulations and communications internally at CARB and with others outside of CARB regarding the regulations and Unocal's patent. Ms. Sharpless is expected to testify regarding matters raised or implicated in her previous deposition including, but

not limited to, CARB's use of ARCO gasolines for Phase 1 and Phase 2 regulations, including the T-50 specification, the nature of policy decisions within CARB, her expectations as chair of CARB during Phase 2 that refiners would not provide any or all information but only the information they chose to provide in their best interest, Unocal's opposition to the regulations and her lack of knowledge regarding what CARB staff actually conducted for a cost effectiveness analysis and the importance of California's regulations to reductions in air pollution.

James Aguila: As a CARB staff member, Mr. Aguila is expected to testify regarding his work in development of the regulations, internal communications at CARB and communications with industry concerning the regulations. Mr. Aguila is expected to testify regarding matters raised or implicated in his previous deposition including, but not limited to, his role as the developer of the cost effectiveness calculations used by staff for Phase 2 regulations, including the fact that staff had anticipated using a linear program methodology and publically stated that it would use this methodology at the only public workshops that occurred but that such methodology was not used. Mr. Aguila is further expected to testify that instead of using the linear program methodology for cost effectiveness, he relied on voluntary submissions of cost information which only six out of thirty refineries provided. Of those six refineries, Mr. Aguila is expected to testify that he only used two or three to compute his cost effectiveness analysis and projected the remaining cost to the rest of the industry. Mr. Aguila is further expected to testify that this cost information was not information received from Unocal, that a patent does not represent a cost to the patent holder but rather revenue and that revenue was not requested of refiners. Mr. Aguila is further expected to testify that staff represented that refinery operations were typically between 25% and 40% of capital costs and that he used a 50% figure for a safety factor. Mr. Aguila is further expected to testify that the 25% to 40%

range was in fact based upon only two refineries information. Mr. Aguila is further expected to testify that the only document provided to him by Bob Fletcher of CARB in connection with the cost effectiveness work was the cost effectiveness guidelines written by Catherine Witherspoon. Mr. Aguila is expected to testify regarding the content of that document. Mr. Aguila is expected to testify regarding the importance of CARB's regulations to reductions in air pollution.

Nelson Chan: As a CARB staff member, Mr. Chan is expected to testify regarding his work in development of the regulations, internal communications at CARB and communications with industry concerning the regulations. Mr. Chan is also expected to testify regarding the placement of Unocal's ten car data in a database at the Teale Data Center.

Reza Mahdavi: As a CARB staff member, Mr. Mahdavi is expected to testify regarding his work in development of the regulations, internal communications at CARB and communications with industry concerning the regulations. Mr. Mahdavi is expected to testify regarding the matters raised or implicated in his previous deposition including his work on the cost effectiveness guidelines, the lack of contact by others seeking his advice during development of regulations on cost effectiveness, the content of the cost effectiveness guidelines, the economic studies conducted regarding the devastating economic effects of a federal implementation plan as opposed to a state implementation plan by California.

John Courtis: As a former CARB staff member, Mr. Courtis is expected to testify regarding his work in development of the regulations, internal communications at CARB and communications with industry concerning the regulations. More specifically, he is expected to testify that in his previous deposition taken many years ago he testified that he thought Unocal had been sent a letter requesting that confidentiality be lifted for its data but now asserts that he remembers a telephone

call with Dennis Lamb from 12 years ago wherein he requested a release of all information previously provided by Unocal, including data, equations and presentations slides, for use in the 1991 regulations. That following that call, Unocal sent a letter dated August 27, 1991 that referenced only data for use in the development of a predictive model and that no one contacted Unocal to clarify the meaning of the letter. He is further expected to testify that if 2 cents per gallon is added to all summer gasoline in California for purposes of the cost-effectiveness analysis staff performed that the resulting range would still be less than the upper cost bound of previously adopted regulations which under the Guidance document cited by CARB staff is deemed cost effective. He is further expected to testify regarding other matters raised or implicated in his previous deposition.

Catherine Witherspoon: Now the current Executive Officer of CARB, Ms. Witherspoon authored the cost effectiveness guidance document about which she is expected to testify. She is also expected to testify regarding work in development of the regulations, internal communications at CARB and communications with industry concerning the regulations. Ms. Witherspoon is also expected to testify regarding her role in developing the cost effectiveness guideline document, the policy issues considered by the California Air Resource Board during development of regulations, and her knowledge of and participation in development of Phase 2 regulations. Ms. Witherspoon is expected to testify regarding the importance of CARB's regulations to reductions in air pollution. She is also expected to testify regarding matters raised or implicated in her previous deposition.

David Meyer: Mr. Meyer is an attorney who, from 1989 through mid-1996, served as antitrust counsel to the "oil side" of the collaborative research effort between 3 auto manufacturers and 14 oil companies known as the Auto/Oil Air Quality Improvement Research Program ("Auto/Oil"). Mr. Meyer may testify to matters relating to the Agreement that governed Auto/Oil

members, including without limitation: that there was no extrinsic evidence to the Agreement that would alter its terms regarding independent research conducted by Auto/Oil members or the “work of the [Auto/Oil] Program.” Mr. Meyer may also testify to matters relating to restrictions on disclosures between Auto/Oil participants, including without limitation, that members understood as one of their main principles that they were not to share cost information, pricing information, marketing information or their companies’ commercial plans with other Auto/Oil members. He may also testify regarding matters raised or implicated in his previous deposition.

Edwin Zimmerman: Mr. Zimmerman is an attorney who, from 1989 through mid-1996, served as antitrust counsel to the “oil side” of the collaborative research effort between 3 auto manufacturers and 14 oil companies known as the Auto/Oil Air Quality Improvement Research Program (“Auto/Oil”). Mr. Zimmerman is expected to testify regarding the negotiations leading to the Agreement that governed Auto/Oil members and the drafting of that Agreement. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Gina Grey (formerly Gina Nelhams): Ms. Grey is the Manager Fuels, Manager Southwest Region, for WSPA. She may testify regarding WSPA including but not limited to communications between WSPA and CARB regarding regulations for reformulated gasoline; WSPA's efforts to influence CARB in the regulatory process for reformulated gasoline; communications between WSPA and its members regarding proposed regulations and their positions; communications between WSPA and its members or WSPA and CARB regarding a request from CARB to lower T-50; WSPA's work on and communications related to a predictive model; and WSPA's position regarding the cost-effectiveness and flexibility of the predictive model adopted by CARB in Phase 2. Ms. Grey may testify regarding WSPA communications with its members, including Unocal, about

matters including but not limited to patents and patent applications, and the WSPA policies that would have affected such communications. She may also testify regarding other matters raised or implicated in her previous deposition.

Michael Wang: Mr. Wang is the Manager Southwest Region, Legal, Tax and Pipeline for WSPA. He may testify regarding his work with WSPA, including but not limited to: WSPA's antitrust policies and procedures, specifically including strong prohibitions against communicating business or marketing plans, pricing and cost information, strategies for complying with regulations, etc.; WSPA's communications between CARB about its antitrust policies; and WSPA's understanding regarding lobbying activities under Noerr Pennington in the legislative and regulatory processes including but not limited to processes related to the Leonard Bill. Mr. Wang may testify regarding WSPA's communications with its members, including Unocal, related to reformulated gasoline, patents, patent applications, patent rights, potential patent rights, royalties or potential royalties and licensing fees. He may also testify regarding fiduciary relationships between WSPA members and between WSPA and its members. He may also testify regarding WSPA policies or procedures. Mr. Wang may also testify regarding other matters raised or implicated in his previous deposition.

Robert Cunningham: Mr. Cunningham is with Turner Mason, a consulting firm to the oil industry. He is expected to testify regarding his role in attempting to influence CARB's gasoline regulations and his involvement with the Unocal patent litigation and proceedings. More specifically he is expected to testify regarding the basis for what was included in the Turner Mason report to CARB, his remarks to the CARB Board and to his previously expressed opinions of

noninfringement and invalidity of the Unocal patents. He is also expected to testify regarding matters raised or implicated in his previous deposition.

David Balto: Mr. Balto is the former Policy Director at the Federal Trade Commission and is expected to testify regarding communications with refiners and/or their counsel and others on their unsuccessful attempts to lobby the FTC to commence action against Unocal in 1996. He is also expected to testify regarding matters raised or implicated in his previous deposition.

Ernest Gellhorn: We expect Mr. Gellhorn to testify as to the matter raised in his expert report or rebuttal report, to be provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

James M. Griffin, LECG, LLC: We expect Dr. Griffin to testify as to the matter raised in his expert report or rebuttal report, to be provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

Nancy J. Linck, Guilford Pharmaceuticals Inc.: We expect Dr. Linck to testify as to the matter raised in her expert report or rebuttal report, to be provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

William F. Pedersen, William F. Pedersen, P.L.L.C.: We expect Mr. Pedersen to testify as to the matter raised in his expert report or rebuttal report, to be provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

Richard G. Stellman, Independent Consultant Oil Refining & Petrochemicals: We expect Mr. Stellman to testify as to the matter raised in his expert report or rebuttal report, to be


provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

David J. Teece, LECC, LLC: We expect Dr. Teece to testify as to the matter raised in his expert report or rebuttal report, to be provided in accordance with the Scheduling Order in this matter, and/or to testify as to any matter raised by Complaint Counsel or its experts.

Dated: September 24, 2003.

Respectfully submitted,

GIBSON, DUNN & CRUTCHER, LLP

By: 

Joseph Kattan, P.C.
Chris Wood

1050 Connecticut Avenue, N.W.
Washington, D.C. 20036-5306
Phone: 202-955-8500
Fax: 202-530-9558

and

ROBINS, KAPLAN, MILLER & CIRESI L.L.P.

Martin R. Lueck
David W. Beehler
Sara A. Poulos
Diane L. Simerson
Steven E. Uhr
Bethany D. Krueger

2800 LaSalle Plaza
800 LaSalle Avenue
Minneapolis, Minnesota 55402-2015
Phone: 612-349-8500
Fax: 612-339-4181

ATTORNEYS FOR UNION OIL COMPANY OF
CALIFORNIA

CERTIFICATE OF SERVICE

I hereby certify that on September 24, 2003, I caused one paper copy of Respondent's Revised Witness List to be served upon each person listed below via Hand Delivery:

J. Robert Robertson, Esq. Senior Litigation Counsel Federal Trade Commission 600 Pennsylvania Avenue NW, Drop 374 Washington, DC 20580	Richard B. Dagen, Esq. through service upon Chong S. Park, Esq. Bureau of Competition Federal Trade Commission 601 New Jersey Avenue NW, Drop 6264 Washington, DC 20001
--	--



Susan M. Dale