

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Plaintiffs' Response to Attorney Ad Litem's Request for Disclosure has been served on Attorney Ad Litem Glenn M. Karisch on April 19, 2016, and on the other interested parties in this case in accordance with the Court's Order Directing the Method of Service of Documents dated September 28, 2015, and Order Directing Method of Service dated January 21, 2016.

/s/ Georgia L. Lucier

Georgia L. Lucier

RESPONSE TO REQUESTS FOR DISCLOSURE

- (a) The correct names of the parties to this lawsuit;

RESPONSE:

The Bank of New York Mellon Trust Company, N.A., as Corporate Trustee, and Gary C. Evans, Jeffrey S. Swanson, and Thomas H. Owen, Jr., as Individual Trustees of the TEL Offshore Trust.

- (b) The name, address and telephone number of any potential parties

RESPONSE:

Plaintiffs are unaware of any potential parties at this time.

- (c) The legal theories and, in general, the factual basis of the Responding Party's claims or defenses;

RESPONSE:

The TEL Offshore Trust ("Trust") was created by Tenneco Offshore Company, Inc. ("Tenneco Offshore") effective January 1, 1983, pursuant to a Plan of Dissolution ("Plan") approved by Tenneco Offshore's stockholders on December 22, 1982. In accordance with the Plan, the TEL Offshore Trust Partnership ("Partnership") was formed by agreement (the "Partnership Agreement"), in which the Trust owns a 99.99% interest and Tenneco Oil Company, as managing general partner of the Partnership, owned a .01% interest. Chevron USA, Inc. ("Chevron") as the successor-in-interest to Tenneco Oil Company, currently serves as the managing general partner of the Partnership and holds a .01% interest in the Partnership.

The Plan was effected by transferring an overriding royalty interest ("Overriding Royalty Interest") equivalent to a 25% net profits interest in certain oil and gas properties ("Royalty Properties") of Tenneco Exploration, Ltd. located offshore of Louisiana and Texas to the Partnership and by ultimately issuing units of beneficial interest in the Trust ("Units") to the holders of Tenneco Offshore's common stock in liquidation and cancellation of Tenneco Offshore's common stock. The holders of the Units ("Unit Holders") are beneficiaries of the Trust.

Section 2.02 of the TEL Offshore Trust Agreement ("Trust Agreement") states that, "[t]he purposes of the Trust are: (a) to protect and conserve, for the benefit of the owners of the Units, the Overriding Royalty Interest, the Trust Partnership Interest, the Tenneco Offshore II Stock and any other assets held in the Trust Estate; (b) to receive cash attributable to the Trust Partnership Interest and the

Tenneco Offshore II Stock and any other assets held in the Trust Estate; and (3) to pay or provide for the payment of any liabilities incurred in carrying out the purposes of the Trust, and thereafter to distribute the remaining amounts received by the Trust pro rata to the owners of the Units.”

Due to damages inflicted to the Royalty Properties by Hurricane Ike in September 2008, the resulting interruption in production and the costs incurred relating to such damage, the Trust has not been able to make a distribution to Unit Holders since January 2009. Costs continue to be paid and royalty receipts are insufficient to pay them.

These circumstances—which were not in existence at the time of the drafting of the Trust Agreement and could not have been known or anticipated by the parties—have negatively impacted the Trust to such an extent that the best way to further the purposes of the Trust is to cause the Partnership to sell all of the Overriding Royalty Interest as soon as reasonably possible, as has been ordered by the Court. Upon the sale of the Overriding Royalty Interest, Plaintiffs ask that the Court permit the Trust to terminate.

Plaintiffs deny all allegations in the Attorney Ad Litem’s First Amended Answer and Counterclaim. Further, the Trustees have acted in accordance with the Trust Agreement and have fulfilled all of their fiduciary duties.

- (d) the amount and any method of calculating economic damages;

RESPONSE:

Plaintiffs are not seeking economic damages.

- (e) The name, address, and telephone number of persons having knowledge of relevant facts, and a brief statement of each identified person’s connection with the case;

RESPONSE:

Gary C. Evans
c/o Georgia L. Lucier
Andrews Kurth LLP
600 Travis Street, Suite 4200
Houston, Texas 77002
(713) 220-4177

Mr. Evans is an individual trustee of the Trust and has knowledge concerning the Trust.

Jeffrey S. Swanson
c/o Georgia L. Lucier
Andrews Kurth LLP
600 Travis Street, Suite 4200
Houston, Texas 77002
(713) 220-4177

Mr. Swanson is an individual trustee of the Trust and has knowledge concerning the Trust.

Thomas H. Owen, Jr.
c/o Georgia L. Lucier
Andrews Kurth LLP
600 Travis Street, Suite 4200
Houston, Texas 77002
(713) 220-4177

Mr. Owen is an individual trustee of the Trust and has knowledge concerning the Trust.

Daniel Conwill
601 Poydras Street, Suite 2525
New Orleans, Louisiana 70130
(504) 527-0333

Mr. Conwill is a former individual trustee for the Trust and has knowledge concerning the Trust.

Michael Ulrich
c/o Georgia L. Lucier
Andrews Kurth LLP
600 Travis Street, Suite 4200
Houston, Texas 77002
(713) 220-4177

Mr. Ulrich is a representative of Bank of New York Mellon Trust Company and has knowledge concerning the Trust.

Sarah Newell
c/o Georgia L. Lucier
Andrews Kurth LLP
600 Travis Street, Suite 4200
Houston, Texas 77002
(713) 220-4177

Ms. Newell is a Vice President of The Bank of New York Mellon Trust Company and has knowledge concerning the Trust.

George Wilson
Robert K. Hempel
DeGolyer and MacNaughton
5001 Spring Valley Road
Suite 800 East
Dallas, Texas 75244
(214) 368-6391

Mr. Wilson and Mr. Hempel have knowledge concerning the Trust's assets.

Robert W. Poindexter
Alex Kuiper
Chevron
6001 Bollinger Canyon Road, D2062
San Ramon, California 94583-2324
(925) 842-0752

Mr. Poindexter and Mr. Kuiper work with Chevron and may have knowledge concerning the Trust.

Plaintiffs incorporate by reference all of those persons identified in any other parties' Responses to Request for Disclosure and reserve the right to call as a witness at trial any person listed by any other party in response to requests for disclosure under Tex. R. Civ P. 194.

Plaintiffs further state that their investigation continues and they reserve their right to supplement their responses to these disclosures as further information becomes available.

- (f) For any testifying expert;
- (1) the expert's name, address and telephone number;
 - (2) The subject matter on which the expert will testify;
 - (3) The general substance of the expert's mental impressions and opinions and a brief summary of the basis for them, or if the expert is not retained by, employed by, or otherwise subject to the control of the responding party, documents reflecting such information;
 - (4) If the expert is retained by, employed by, or otherwise subject to the control of the responding party:
 - (A) all documents, tangible things, reports, models, or data compilations that have been provided to, reviewed by, or prepared by or for the expert in anticipation of the expert's testimony; and
 - (B) the expert's current resume and bibliography;

RESPONSE:

Please refer to Petitioners' Designation of Expert Witnesses filed on November 16, 2015.

- (g) Any indemnity and insuring agreements described in Rule 192.3(f);

RESPONSE:

Responsive documents will be produced.

- (h) Any settlement agreements described in Rule 192.3(g);

RESPONSE:

None.

- (i) Any witness statements described in Rule 192.3(h);

RESPONSE:

None.

- (1) The name, address and telephone number of any person who may be designated as a responsible third party.

RESPONSE:

None.

Plaintiffs reserve the right to supplement or amend these responses at any time as appropriate or necessary.