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7  
8 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
9 COUNTY OF LOS ANGELES

10  
11 Coordination Proceeding  
12 Special Title (Rule 3.550)

13 **ANTELOPE VALLEY**  
14 **GROUNDWATER CASES**

15 Included Actions:

16 **Los Angeles County Waterworks District No. 40**  
17 **v. Diamond Farming Co.**  
18 Los Angeles County Superior Court  
Case No. BC 325 201

19 **Los Angeles County Waterworks District No. 40**  
20 **v. Diamond Farming Co.**  
Kern County Superior Court  
Case No. S-1500-CV-254-348

21 **Wm. Bolthouse Farms, Inc. v. City of Lancaster**  
22 **Diamond Farming Co. v. City of Lancaster**  
23 **Diamond Farming Co. v. Palmdale Water District**  
Riverside County Superior Court  
Case Nos. RIC 353 840, RIC 344 436, RIC 344 668  
24 (Consolidated Actions)

JUDICIAL COUNCIL COORDINATION  
PROCEEDING NO. 4408

Santa Clara County Superior Court  
Case No. 1-05-CV-049053  
The Hon. Jack Komar, Dept. 17

**U.S. BORAX INC.'S DISCLOSURE OF  
WITNESSES AND EXHIBITS  
REGARDING PROVE-UP OF THE  
[Proposed] STIPULATED JUDGMENT  
AND PHYSICAL SOLUTION TRIAL**

Trial Date: August 3, 2015  
Time: TBA  
Dept. No.: TBA

1 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that in accordance with the Court's Second Case Management  
3 Order dated March 27, 2015, U.S. Borax Inc. ("U.S. Borax") hereby designates the following  
4 witnesses, to the extent such are needed, regarding the prove-up of the [Proposed] Stipulated  
5 Judgment and Physical Solution trial:

- 6 1. Bruce Nelson, regarding U.S. Borax's property ownership and water usage, including water  
7 deliveries and pumping records.
- 8 2. Dennis Williams (non-retained expert), regarding the recommendation of the [Proposed]  
9 Judgment & Physical Solution.
- 10 3. Robert G. Beeby (non-retained expert), regarding the reasonable and beneficial use of water  
11 by Stipulating Parties.
- 12 4. David Peterson (non-retained expert), regarding the reasonable and beneficial use of water  
13 by Stipulating Parties (see Antelope Valley East Kern Water Agency's Disclosure of  
14 Witnesses and Exhibits Regarding Prove-Up at fn. 1).
- 15 5. Robert Wagner (non-retained expert), regarding the reasonable and beneficial use of water  
16 by Stipulating Parties (see Antelope Valley East Kern Water Agency's Disclosure of  
17 Witnesses and Exhibits Regarding Prove-Up at fn. 1).
- 18 6. Charles Binder (non-retained expert), regarding the reasonableness and implementation of  
19 the [Proposed] Judgment & Physical Solution (see Antelope Valley East Kern Water  
20 Agency's Disclosure of Witnesses and Exhibits Regarding Prove-Up at fn. 1).

21 U.S. Borax reserves the right to supplement or add to this list of witnesses if necessary,  
22 including to identify any witnesses to be called for rebuttal and impeachment. In addition to the  
23 above list of witnesses, U.S. Borax identifies the following exhibits, to the extent such are needed,  
24 regarding the [Proposed] Stipulated Judgment and Physical Solution trial:

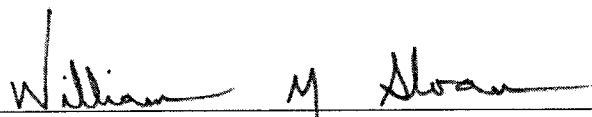
- 25 1. **BORAX-1** U.S. Borax's Response to Discovery Order For Phase 4 Trial, dated  
26 December 21, 2012
- 27 2. **BORAX-2** Land ownership map  
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- 1     **3.     BORAX-3**       Well locations map
- 2     **4.     BORAX-4**       Accounting of water usage
- 3     **5.     BORAX-5**       Declaration of Bruce N. Nelson in Lieu of Deposition For Phase 4 Trial,
- 4       dated January 31, 2013
- 5     **6.     BORAX-6**       List of Assessor Parcel Numbers owned by U.S. Borax within Antelope
- 6       Valley Area of Adjudication
- 7     **7.     BORAX-7**       Preliminary title reports for U.S. Borax owned Assessor Parcel Numbers
- 8     **8.     BORAX-8**       Deeds for U.S. Borax owned Assessor Parcel Numbers
- 9     **9.     BORAX-9**       Leases between U.S. Borax as lessor and Clean Energy Fuels Corporation
- 10       and EIF Mojave LLC as lessees regarding property in Antelope Valley
- 11       Area of Adjudication
- 12     **10.    BORAX-10**      U.S. Borax groundwater meter records
- 13     **11.    BORAX-11**      Accounting of production amounts by metered well
- 14     **12.    BORAX-12**      Invoices for delivery of State Water Project water to U.S. Borax
- 15     **13.    BORAX-13**      Accounting of water deliveries of State Water Project water to U.S. Borax
- 16     **14.    BORAX-14**      Accounting of water received from other in lieu sources
- 17     **15.    BORAX-15**      Supplemental Declaration of Bruce N. Nelson for Phase IV Trial, dated
- 18       May 24, 2013
- 19     **16.    BORAX-16**      U.S. Borax reports to and filings with Lahontan Regional Water Quality
- 20       Control Board

21       Although U.S. Borax believes the above disclosures fairly identify exhibits upon which it will  
22       rely at trial, U.S. Borax reserves the right to supplement or add to these disclosures of exhibits if  
23       necessary.  
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1 Dated: April 27, 2015

WILLIAM M. SLOAN  
MORRISON & FOERSTER LLP

2  
3 By:   
4 WILLIAM M. SLOAN  
5 Attorneys for U.S. BORAX INC.  
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**PROOF OF SERVICE**

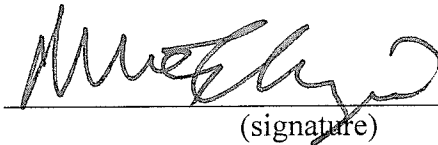
I declare that I am employed with the law firm of Morrison & Foerster LLP, whose address is 425 Market Street, San Francisco, California 94105-2482. I am not a party to the within cause, and I am over the age of eighteen years.

I further declare that on April 27, 2015, I served a copy of the attached **U.S. BORAX INC.'S DISCLOSURE OF WITNESSES AND EXHIBITS REGARDING PROVE-UP OF THE [Proposed] STIPULATED JUDGMENT AND PHYSICAL SOLUTION TRIAL** by electronically posting a true copy thereof to Santa Clara County Superior Court's electronic filing website for complex civil litigation cases with respect to Judicial Council Coordination Proceeding No. 4408, Santa Clara County Superior Court case number 1-05-CV-049053 (Antelope Valley Groundwater Cases).

I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

Executed at San Francisco, California, this 27th day of April, 2015.

Margaret McIlhargie  
(typed)



(signature)