

**IN THE SUPERIOR COURT OF THE DISTRICT OF COLUMBIA**  
**Civil Division**

<b>THE DISTRICT OF COLUMBIA,</b>	)	
<b>Plaintiff,</b>	)	
	)	<b>No.: 2020 CA 002445 B</b>
<b>v.</b>	)	
	)	<b>Judge: Hon. Kelly A. Higashi</b>
<b>MONSANTO CO., SOLUTIA, INC.,</b>	)	
<b>and PHARMACIA LLC,</b>	)	
<b>Defendants.</b>	)	
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**CONSENT JUDGMENT**

**WHEREAS**, Plaintiff, the District of Columbia, by its Attorney General Karl A. Racine (“Plaintiff” or “D.C.” or the “District”), filed its Complaint on May 7, 2020, in which it asserted various claims against Defendant (as defined herein) for alleged environmental impairments related to polychlorinated biphenyls (“PCBs”), including alleged impairments to water bodies, natural resources, and stormwater systems, as alleged in the Complaint;

**WHEREAS**, the parties have agreed to resolve their claims without the need for further litigation;

**WHEREAS**, Defendant, by its attorneys, has consented to entry of this Consent Judgment without trial or adjudication of any issue of fact or law and to waive any appeal if the Consent Judgment is entered as submitted by the parties;

**WHEREAS**, Defendant, by entering into this Consent Judgment, does not admit any allegations in the Complaint or to any wrongdoing, fault, violation of law, or liability of any kind on the part of any Defendant but stipulates to the jurisdiction of this Court for purposes of this Consent Judgment;

**AND WHEREAS**, the intention of the District in effecting this settlement is to fully and finally resolve the District's claims against Defendant;

**NOW, THEREFORE**, without trial or adjudication of issues of fact or law, without this Consent Judgment constituting evidence against Defendant, and upon consent of Defendant, the Court finds that there is good and sufficient cause to enter this Consent Judgment, and that it is therefore ORDERED, ADJUDGED, AND DECREED:

### **I. JURISDICTION**

1. This Court has jurisdiction over the subject matter of this action pursuant to D.C. Code Ann. §§ 11-921 and 1-301-81(a)(1).

2. This Court has personal jurisdiction over Monsanto Company, Solutia Inc., and Pharmacia LLC pursuant to D.C. Code Ann. § 13-423(a).

### **II. DEFINITIONS**

3. As used in this Consent Judgment, the following terms shall have the defined meanings set forth below.

4. "Defendant" means Monsanto Company, Solutia, Inc., and Pharmacia LLC (the former Monsanto Company), including each and all, direct or indirect, predecessors, successors (including but not limited to successors by merger or acquisition), parents (including intermediate parents and ultimate parents, including Bayer AG, Pfizer Inc., and Eastman Chemical Company), subsidiaries, affiliated or related companies, divisions, partnerships, and joint ventures; and any officer, director, member, shareholder, employee, partner, trustee, representative, agent, servant, insurer, attorney, predecessor, successor, or assignee of any of the above.

5. "The District" constitutes the District of Columbia Government.

### **III. FINANCIAL TERMS**

6. Monsanto, on behalf of the entities described in Paragraph 4, shall pay or cause to be paid to the District the sum of fifty-two million dollars (\$52,000,000), which shall be known as the "Settlement Amount."

7. Monsanto's payment of the Settlement Amount shall be made by electronic funds transfer within ninety (90) days of the Effective Date of this Consent Judgment.

8. The Settlement Amount shall be paid into an interest-bearing escrow account as specified by the District. After Monsanto has made the required payment, Defendant shall no longer have any property right, title, interest, or other legal claim in any funds held in escrow.

### **IV. RELEASES**

9. In exchange for the payment of the Settlement Amount, the District fully and finally releases and discharges the Defendant, and each of them, from all claims, demands, rights, damages, obligations, suits, debts, liens, contracts, agreements, and causes of action of every nature and description whatsoever, existing now or arising in the future, alleged or which could be alleged by the District, known or unknown, suspected or unsuspected, both at law and at equity, including any claim for attorneys' fees, expenses, and costs under local, state or federal law, related to the manufacture, sale, testing, disposal, release, marketing or management of PCBs, regardless of the legal theory or type or nature of damages claimed ("Released Claims"). Additionally, the District hereby covenants not to sue or take any other civil or administrative action against any Defendant for any Released Claim. Notwithstanding the foregoing releases, or any other term of this Agreement, consistent with its authority, the District does not release the following claims: 1) any claims arising under the District's revenue code; or 2) any criminal liability. Defendant is entitled to protection from contribution and/or indemnity actions or claims asserted against Defendant by any person or persons who are not parties to this Consent Judgment to the fullest

extent provided under any provision of applicable federal, state, or local law, including but not limited to CERCLA § 113(f)(2), 42 U.S.C. § 9613(f)(2), and the Brownfield Revitalization Act § 8-634.09, for the matters addressed in this Consent Judgment and for all Released Claims.

## **V. OTHER TERMS**

10. If the Court does not enter this Consent Judgment, the Consent Judgment and any negotiations, statements, communications, proceedings, and pleadings relating thereto, and the fact that the parties agreed to the Consent Judgment, shall be without prejudice to the rights of the District or Defendant, shall not be used for any purpose whatsoever in any subsequent proceeding in this action or in any other action in any court or tribunal, and shall not be construed as an admission or concession by any party of any fact, matter, or allegation. Upon entry, this Consent Judgment constitutes a final judgment and fully and finally resolves all claims between the parties in this action.

11. This Court retains jurisdiction of this Consent Judgment to enforce its terms. The parties may jointly seek to modify the terms of this Consent Judgment, subject to the approval of the Court. This Consent Judgment may be modified only by order of this Court.

12. The Effective Date of this Consent Judgment shall be the date on which the Consent Judgment has been entered by the Court and has become final and non-appealable. An order entering the Consent Judgment shall be deemed final and non-appealable for this purpose if there is no party with a right to appeal the order on the day it is entered.

13. Each party to this litigation will bear its own costs and attorneys' fees associated with this litigation.

14. For purposes of the identification requirement of Section 162(f)(2)(A)(ii) of the Internal Revenue Code, 26 U.S.C. § 162(f)(2)(A)(ii), payment of the Settlement Amount pursuant

to Section III above is restitution.

15. The complete sum and substance of the parties' agreement and of this Consent Judgment are reflected herein.

SO ORDERED this \_\_\_ day of \_\_\_\_\_, 2020.

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Honorable Kelly A. Higashi  
District of Columbia Superior Court

**For the District of Columbia:**

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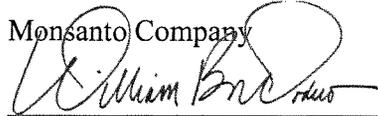
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