

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

GEORGIA-PACIFIC CONSUMER PRODUCTS LP,)
FORT JAMES CORPORATION, and)
GEORGIA-PACIFIC LLC,)

Plaintiffs,)

v.)

NCR CORPORATION,)
INTERNATIONAL PAPER CO., and)
WEYERHAEUSER COMPANY,)

Defendants.)

No. 1:11-cv-00483

Judge Robert J. Jonker

**NCR CORPORATION’S INTERROGATORIES
TO THE OTHER PARTIES**

Pursuant to Federal Rule of Civil Procedure 33, NCR Corporation (“NCR”) hereby serves the following Interrogatories on all other parties, including Georgia-Pacific Consumer Products LP, Fort James Corporation, Georgia-Pacific LLC, International Paper Company, and Weyerhaeuser Company.

INTERROGATORIES

1. Please Identify, by year and Mill, the amount of CCP recycled at the Site during the Relevant Period.

2. Please Identify, by year and Mill, the amount of PCBs released at the Site during the Relevant Period as a result of Recycling Processes and as a result of Industrial Processes.

3. Please Identify each Person who provided, and from whom each Mill acquired, the CCP and PCBs identified in response to Interrogatories 1 and 2 and the amount of CCP and PCBs provided by each Person to each Mill (by year).

4. For each Person identified in response to Interrogatory No. 3, please identify the particular facility from which each Person provided the CCP and PCBs that each Mill acquired, and the transportation means (*i.e.*, train or truck) used to send the CCP and PCBs to each Mill.

5. Please Identify any transaction in which NCR provided (directly or indirectly) CCP recycled, and PCBs discharged, at the Site.

6. Please Identify all Evidence that any transaction identified in response to Interrogatory 4 was an arrangement by NCR for the disposal of hazardous substances.

7. Please Identify, by year and by source, the PCBs released into the Site other than those released as a result of Recycling Processes.

8. Please Identify any PCBs at the Site for whose cleanup NCR is responsible and explain in detail why NCR is responsible for the cleanup.

9. Please Identify, by type and amount, the paper products produced and the Furnish used by each Mill during each year of the Relevant Period.

10. Please describe in detail the Recycling Processes used at each Mill during each year of the Relevant Period.

11. Please describe in detail the Wastewater and Residuals that resulted from Recycling Processes at each Mill during the Relevant Period, including its type (*e.g.*, organic and inorganic solids), characteristics (*e.g.*, chemical and physical parameters capable of being detected through sampling), amount (*e.g.*, quantity and concentration), year of release, method of release, and location of release.

12. Please Identify the Wastewater and Residuals that each Mill sent to a Municipal Wastewater Treatment Plant, by year, amount, and by Municipal Wastewater Treatment Plant, and the ultimate locations of Wastewater and Residuals released by each Municipal Wastewater Treatment Plant.

13. Please describe any Action by geographical area (*e.g.*, by OU or Work Area) that has been taken, is being taken, or needs to be taken at the Site, including the amounts of costs and likely future costs for such Action.

14. Please identify all Evidence in support of Your response to Interrogatory No. 13, including all paid invoices; purchase orders; contracts (including with Vendors); check copies; wire receipts; remittance advices; bank statements; credit memos; cost and spending summaries; cost-sharing agreements; budgets; forecasts; master service agreements with Vendors; correspondence and communications with Vendors, Regulatory Agencies or any other Person; Documents exchanged with Regulatory Agencies (including but not limited to those in administrative records); Documents reflecting settlements and agreements with Regulatory Agencies; and Orders.

15. Please Identify each instance during the Relevant Period that each Mill exceeded or violated any legal, administrative, municipal, or other law, rule, permit or other requirement; each instance that it experienced a spill, bypass or breakdown in Recycling Processes; and any Documents evidencing, and any Persons with personal knowledge concerning, this information.

16. Please Identify all Persons with personal knowledge concerning Your responses to each of Interrogatories 1 through 15.

17. Please Identify all Documents evidencing Your responses to each of Interrogatories 1 through 15.

DEFINITIONS

1. “Action” refers to efforts undertaken in connection with alleviating the contamination of the Site, including any “Remedial Action” as defined in 42 U.S.C. § 9601(24), “Removal Action” as defined in 42 U.S.C. § 9601(23), and “Response Action” as defined in 42 U.S.C. § 4601(25), as well as particular acts undertaken in connection with such efforts, such as investigations, studies, data collections, monitoring, removals of contamination, other remedial acts, and any other related efforts.

2. “Appleton Coated Paper Company” refers to the facility located in Appleton, Wisconsin that produced CCP.

3. “Aroclor 1242” refers to the PCB Product purchased and used by NCR to make CCP emulsion between 1953 and 1971.

4. “CCP” refers to NCR’s carbonless-copy-paper product, sometimes known as “NCR Paper” or “No Carbon Required” paper, including any component thereof (*e.g.*, emulsion, capsules, Aroclor 1242, base paper, CF, CFB, and/or CB), and including all CCP Recovered Fiber.

5. “Combined Paper Mills” refers to the facility located in Combined Locks, Wisconsin that produced CCP.

6. “Documents” has the broadest possible meaning under the Federal Rule of Civil Procedure 34 and includes without limitation originals or copies thereof, regardless of origin or

location, of any kind of handwritten, typewritten, printed or recorded materials whatsoever, including for example and without limitation all drafts, communications, copies, writings, drawings, graphs, charts, maps, blueprints, calendars, indexes, logs, schedules, studies, books, pamphlets, periodicals, bulletins, instructions, minutes, contracts, memoranda of agreement, purchase agreements, security agreements, promissory notes, transcripts, statements of any Person that do not constitute Testimony, bills of sale, letters of credit, financing statements, appraisals, tax statements, orders, bills, checks, vouchers, books of account, notebooks, data sheets, data processing cards, photographs, photographic negatives, sound recordings, video recordings, phone records, electronically stored or computer generated information, and any other data compilations from which information can be obtained or translated through detection devices, if necessary, into reasonably usable or readable form.

7. “Evidence” refers to proof of any kind including Documents and Testimony.
8. “Facility” incorporates the definition provided in 42 U.S.C. § 9601(9).
9. “Furnish” refers to any Recovered Fiber, virgin fiber, or other ingredients introduced into a papermaking machine or deink plant.
10. “Identify” means:
 - (a) with respect to a Person, that You provide its name (present and any former), title (if appropriate), addresses (present and former), and contact information. If You have information that an individual is deceased, please so state;

- (b) with respect to Evidence, that You provide descriptive information about the item, including its type, content, location(s), and any other information permitting its ready identification (such as bates number);
- (c) with respect to “when” (*i.e.*, time-frame), that You identify as specifically as possible, and on no less than a per-year basis, the points at which the subject event occurred; with respect to “where” (*i.e.*, location), that You identify as specifically as possible, such as by street address, OU, or Work Area of OU5, the places where subject events occurred;
- (d) with respect to “amounts of costs”, that You identify, as precisely as possible, the dollar amounts of the costs described;
- (e) with respect to physical “amounts” (*i.e.*, weight or volume), that You identify, as precisely as possible, and on no less than a pounds-per-year or cubic-feet-per-year basis, the quantities of the subject amounts;
- (f) with respect to transactions, that You identify as specifically as possible the date of the transaction, the price or other financial terms of the transaction, the parties to the transaction, the subject-matter of the transaction, the Documents that set forth the terms of the transaction, and any other Evidence concerning the transaction;
- (g) when the term is not further defined, that you provide as precisely as possible the descriptive and quantitative information needed to make the requested subject matter clearly known, such as (but not limited to) all specific names, amounts, locations, sources, destinations, means, methods, bases, and rationales.

11. “Industrial Process(es)” refers to any mechanism or process at a Mill that involved the presence of PCBs, but does not include specifically PCBs present in Recycling Processes from CCP Recovered Fiber.

12. “Mead” refers to the facility located in Chillicothe, Ohio that produced CCP.

13. “Mill” refers to any paper mill including but not limited to the following mills: (1) Kalamazoo Paper Company Mill, (2) Hawthorne Mill, (3) National Gypsum Mill; (4) Rex Mill; (5) King Mill; (6) Monarch Mill; (7) Bryant Mill; (8) Sutherland Mill; (9) Kalamazoo Vegetable Parchment Mill; (10) Hamilton Mill; (11) Otsego Falls Paper Mill; (12) Mac Sim Bar Mill; (13) Angell Street Mill; and (14) Fountain Street Mill.

14. “Municipal Wastewater Treatment Facility” refers to any publicly owned and/or operated facility that received Wastewater and/or Residuals from a Mill.

15. “NCR” refers to NCR Corporation, including its subsidiaries, divisions, affiliates, and predecessors, their present or former partners, officers, directors, employees, or agents, and any other person acting or purporting to act on their behalf, including any Systemedia facility, (e.g., NCR’s current or former plants, which were at certain times part of NCR’s “Supply Manufacturing Division” and/or “Business Forms and Supply Division”).

16. “Order” refers to any judicial or administrative order causing any Party or other Person to conduct any Action at the Site.

17. “OU” includes all current and former Operable Units at the Site.

18. “PCBs” includes all varieties, mixtures and congeners of polychlorinated biphenyls whether manufactured by Monsanto Company or any other entity.

19. “Person” includes an individual (whether living or deceased) and a corporation, partnership, limited liability company or other legal entity.

20. “Recovered Fiber” refers to each of the following:

- paper, paperboard, and fibrous material from sources such as retail stores, office buildings and/or homes after it has experienced end-usage as a consumer item, such as used corrugated boxes, old newspapers, old magazines, mixed waste paper, tabulating cards, and used cordage;
- paper, paperboard, and fibrous material that enters and is collected from municipal solid waste;
- residual dry paper and paperboard generated after the completion of the papermaking process, such as (a) envelope cuttings, bindery trimmings, and other residual paper and paperboard resulting from printing, cutting, forming, and other converting operations; (b) bag, box, and carton manufacturing wastes; and (c) butt rolls, mill wrappers, and rejected unused stock;
- repulped finished paper and paperboard from obsolete inventories of paper and paperboard manufacturers, merchants, wholesalers, dealers, printers, converters, or others; and
- paper scrap or trim generated in a paper mill prior to completion of the papermaking process.

21. “Recycling Process(es)” refers to the process(es) used to repulp, deink, bleach, clean, and/or wash Recovered Fiber and the process(es) of using that Recovered Fiber to make new paper products, and the process(es) used to treat and dispose of Wastewater and Residuals that result from the process(es) used to repulp, deink, bleach, clean, and/or wash Recovered Fiber.

22. “Regulatory Agency” refers to the United States Environmental Protection Agency, the Michigan Department of Environmental Quality, the Michigan Department of Natural Resources, and any other agency that has, or has previously had, oversight of the Site.

23. “Relevant Period” refers to the period from 1953 forward.

24. “Residuals” refers to all solid byproducts resulting from Recycling Processes at a Mill and ultimately released into the Site and any sludge pond, lagoon, landfill, impoundment or other area not included within the Site.

25. “Release” includes direct discharges to the Site; direct discharges to any sludge pond, lagoon, landfill, impoundment, or section of the Kalamazoo River and its tributaries not included within the Site; discharges to any Municipal Wastewater Treatment Facility; and deliveries to any landfill or other treatment, storage or disposal facility.

26. “Site” refers to the Allied Paper, Inc./Portage Creek/Kalamazoo River Superfund Site.

27. “You,” and “Your” refers to the non-NCR parties, including Georgia-Pacific Consumer Products LP, Fort James Corporation, Georgia-Pacific, LLC, International Paper Company, Weyerhaeuser Company, as well as their subsidiaries, divisions, affiliates, and predecessors, present or former partners, officers, directors, employees, or agents, and any other Person acting or purporting to act on behalf of any of them.

28. “Testimony” includes all sworn statements made by any Person, including at a trial, deposition or other formal hearing.

29. “Vendor” means any contractor retained by a Party or any other Person to perform any Action at the Site.

30. “Wastewater” refers to all water used in Recycling Processes and ultimately released into the Site and any other section of the Kalamazoo River and its tributaries.

31. “Work Area” refers to each of the units of OU5 of the Site.

INSTRUCTIONS

1. Under the provisions of Federal Rule of Civil Procedure 33, NCR requests that You answer the following Interrogatories within 30 days of service.

2. Please submit your responses to:

Sidley Austin LLP
One South Dearborn Street
Chicago, IL 60603

3. Consistent with Federal Rule of Civil Procedure 33(b), please answer each Interrogatory under oath, separately and fully in writing. Additionally, please ensure that the responses are signed by the person responding.

4. For each Interrogatory, please make a reasonable inquiry and base Your response on all information that You know or have within Your possession, custody, or control. Such information includes information readily obtainable by You, as well as any information within the possession, custody, or control of all other Persons or entities acting on Your behalf or at Your direction.

5. For each Interrogatory, please provide all responsive information within Your possession, custody, or control.

6. For any Interrogatory to which You object, state specifically the reasons for the objection.

7. If You object to responding to an Interrogatory, in whole or in part, on the basis of any claim of privilege, please specify in writing:


- the basis upon which the privilege is claimed;
- the persons involved in any communication forming the basis for the privilege;
- the format of any such communication;
- the general nature of any such communication, including a summary statement regarding its subject matter in sufficient detail to permit the Court to rule on the propriety of the objection; and
- facts regarding any document from which the privileged information is drawn, including its author, addressee(s), date, and the name of each person to whom the document was shown or circulated.

8. These Interrogatories shall be deemed continuing, so if after responding, You learn of or discover additional facts and/or evidence, please provide them immediately after learning of them.

Dated: May 19, 2014

Respectfully submitted,

NCR CORPORATION



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Exhibit A

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GEORGIA-PACIFIC CONSUMER
PRODUCTS LP, FORT JAMES
CORPORATION, and GEORGIA-PACIFIC
LLC,

Plaintiffs,

vs.

NCR CORPORATION, INTERNATIONAL
PAPER CO., and WEYERHAEUSER CO.,
Defendants.

Case No. 1:11-cv-00483

Hon. Robert J. Jonker

**BRIEF IN SUPPORT OF MOTION TO ESTABLISH
THE SCOPE OF PHASE II TRIAL**

I. INTRODUCTION

As the Court noted during the November 18, 2013, status conference, the scope of the Phase II trial in this matter can take two tacks. The Phase II trial may apportion or allocate only Plaintiffs' past costs, or also may apportion or allocate some or all future costs to be expended at the site "on a rough justice basis." [ECF #438 at 23.] Defendant International Paper Company ("International Paper") moves the Court to establish that the Phase II trial will address only the apportionment and/or allocation of those "costs of response" that Plaintiffs have already expended.

International Paper brings this Motion because International Paper believes it is appropriate to limit the Phase II trial to costs already incurred, since apportioning and/or allocating future, hypothetical costs relating to remedial measures that have yet to be defined by the United States Environmental Protection Agency (the "EPA") is simply too speculative. A

ruling on this motion will also provide clarity regarding the Court's expectation for the scope of the Phase II trial.

It is apparently Plaintiffs' position that their claims against Defendants are ripe for apportionment and/or allocation as to both past and future costs, no matter how uncertain, perhaps on a geographical area by area basis. Indeed, without giving even passing consideration to the question of whether some costs may be subject to apportionment, Plaintiffs prematurely seek a declaratory judgment regarding Defendants' percentage "share" of future costs – no matter what remedy the EPA may or may not require, or where that remedy may apply. [Id. at 23-24.]¹

Given the status of the investigatory work that has been performed along the Kalamazoo River and Portage Creek, however, together with the uncertainty as to the specific locations and the nature of the remedies that the EPA may eventually require, the issue of future costs is not presently ripe for decision. Indeed, given that remedy selection is at an early stage for much of the site (notwithstanding the scope of the investigation and removal activities that have been completed to date), and the many uncertainties regarding the future, there is no principled means by which to apportion or allocate future response costs fairly and reasonably. Any effort to do so would be based upon mere speculation and guesswork – and that would not afford even "rough justice" to the parties. Accordingly, International Paper requests that the scope of the Phase II trial be limited to the approximately \$100 million in response costs that Plaintiffs claim to have already expended. Further, because discovery is progressing and disclosure of expert reports will be required in relatively short order, International Paper respectfully submits that promptly establishing the scope of the Phase II trial is critical.

¹ Defendants Weyerhaeuser Co. and NCR Corporation have indicated to International Paper that they do not have a position about the proper scope of the trial at this time.

II. STATEMENT OF FACTS.

A. Allied Paper, Inc./Portage Creek/Kalamazoo River Superfund Site.

The EPA has divided the Allied Paper, Inc./Portage Creek/Kalamazoo River Superfund Site (the “Site”) into five operable units. As the parties explained at the status conference, Operable Unit 5 (“OU5”) consists of nearly 80 miles of the Kalamazoo River and Portage Creek, which has been further divided into seven “Areas” by the EPA. [Id. at 19-20]; *see also* EPA Kalamazoo River Update dated December 4, 2013 (“EPA Update”), attached hereto as **Exhibit A**. While Plaintiffs are seeking to recover past costs related to certain other “upland” operable units, their claims related to work performed in OU5 – and the future investigative and remedial costs associated with OU5 – are at the center of their claims. Of the more than \$101 million in past costs that Plaintiffs are seeking to recover, nearly two-thirds relate to OU-5, and most future costs are expected to relate to OU-5. Even though investigatory work at the Site began in the early 1990s, the selection of remedies in the different Areas of OU5 and the implementation of those remedies is expected to continue for decades. [ECF #438 at 19-20.]

EPA’s investigation is most complete in Area 1 of OU5, but even in that area, EPA is likely several years away from selecting a final remedy. Area 1 includes Portage Creek and an approximately 20-mile stretch of the Kalamazoo River extending from the Morrow Dam to the Plainwell Dam. (EPA Update (Ex. A) at 2.) Plaintiffs acknowledged at the status conference, however, that even in Area 1, they did not expect a Record of Decision selecting a remedy to be issued for approximately two years. [ECF #438 at 20.] Even the EPA, whose time estimates for completing work related to the Site are often optimistic, stated last December that it had set a target of spring or summer of this year to approve a feasibility study to be followed by the identification of a “proposed plan” for Area 1. (EPA Update (Ex. A) at 14.)

For Area 2 (the stretch of the River from Plainwell to the Otsego City Dam), a supplemental remedial investigation (“SRI”) has been, or is currently being completed and a feasibility study to evaluate potential remedial alternatives apparently is in its nascent stages. (EPA Update (Ex. A) at 9.) Area 3 (the stretch of the River from Otsego City to the Otsego Dam) is likewise in the SRI phase, while Area 4 (the stretch of the River from the Otsego Dam to the Trowbridge Dam) has only progressed to the stage at which sampling is planned for this year and 2015. (Id. at 13, 18.) The EPA Update makes no mention of Areas 5-7, where little if any investigatory work has yet been undertaken.

B. The Complexity of the Site.

At various points in time, there were at least 12 paper mills that operated along the Kalamazoo River (the “River”) and Portage Creek (the “Creek”) within the boundaries of the Site. These mills were located in geographically diverse areas of the Site, with mills in Kalamazoo located approximately 40 miles from the farthest downriver mill. Phase I of this case was limited to whether International Paper was a “liable party” under CERCLA with respect to one of those mills, the Bryant Mill, located in Kalamazoo, and whether NCR was liable as an “arranger for disposal” with respect to the Site.²

Phase II will address the multiple means by which PCBs may have been discharged into either the Creek or the River over the course of several decades, including direct discharges in wastewater and through the creation, erosion or breaches from landfills into which paper mill sludge was deposited. Phase II will likewise address how those PCBs over time would have moved (or not moved) from the point of discharge and come to rest. It will also address the

² Plaintiffs and Defendant Weyerhaeuser Co. stipulated to liability. Plaintiffs’ liability relates to the ownership and operations of at least three of the mills, all located near the confluence of the River and the Creek – the Kalamazoo Paper Company and the Sutherland mill, both located in Kalamazoo, and the Kalamazoo Vegetable Parchment Company mill located in Parchment. Weyerhaeuser Co.’s liability arises out of its ownership and operation of the Plainwell mill, located downriver in Plainwell.

impact that the multiple man-made dams and naturally occurring obstructions along the Creek and the River would have on the fate and transport of the PCBs. It will also address the responsibility of NCR as an arranger for disposal for some or all of those discharges and the associated costs, as well as all of the equitable factors that may be relevant to the allocation of liability among the parties.

Given these multiple sources of potential discharge, the complexity of the River system, and the fact that no remedy has yet been selected, it is anticipated that arriving at a principled and defensible apportionment or allocation for even Area 1 of OU5 may be impossible at this stage. More specifically, until the EPA selects a final remedy that defines the nature of the remediation required, the complexity of the Creek and River systems will make it impossible to determine whether a particular harm is capable of apportionment. Likewise, and assuming that a harm is not capable of apportionment, it will be impossible to determine the contribution that the various parties may have had in creating the problem to be remediated, much less the equities of holding a particular party responsible until the remedy is known.

In fact, without knowing what clean-up standard may be applied, even determining the parties' relative contribution to the "problem" – as a *starting* point, but certainly not the dispositive consideration in allocating liability – may be very difficult. By way of example, if the bulk of costs ultimately incurred relate to a "hot spot" located in front of a plant dozens of miles (and multiple impoundments) away from the Bryant Mill, it would be patently unfair to obligate International Paper (and perhaps other parties) to contribute on even a "rough justice" basis, at least without providing the parties the opportunity to study, model, and litigate whether the costs can be apportioned and, if not, their relative contributions. With the investigation incomplete, it may not yet have been determined whether such a "hot spot" exists, let alone

whether it will be included in the final remedy. Similarly, the relative contribution of a party may differ depending upon whether EPA selects a “dig and haul” remedy or simply requires capping of impacted sediments.

The investigation of Area 1 will not have progressed to the point of remedy selection by the time discovery closes and expert reports are prepared, so even for that one area of OU5, any future apportionment or allocation at the July 2015 Phase II trial would involve speculation and uncertainty as to the nature of the remedial measures that may be required. International Paper submits that for the remaining six Areas of OU5 (several of which have not even progressed to the point at which sampling has been completed), deciding whether the future costs for those Areas are divisible and, if not, the equitable allocation of those would be highly speculative and inconsistent with even “rough justice.”

III. DISCUSSION

Article III of the Constitution confines the federal courts to adjudicating actual “cases” and “controversies.” U.S. Const. art. III, § 2. Accordingly, the threshold question in every federal case is whether the court has the judicial power to entertain the suit.” *Nat’l Rifle Assoc. of Am. v. Magaw*, 132 F.3d 272, 279 (6th Cir. 1997). “In an attempt to give meaning to Article III’s ‘case or controversy’ requirement, the courts have developed a series of principles termed ‘justiciability doctrines.’” *Id.* Those doctrines include both standing and ripeness.

“Article III standing requires a litigant to have suffered an injury-in-fact, fairly traceable to the defendant’s allegedly unlawful conduct, and likely to be redressed by the requested relief.” *Id.* Thus, although a declaratory judgment may be issued before an “injury-in-fact” has been completed, this is only the case where “actual controversy” exists. “The Supreme Court has explained that an actual controversy in this sense is one that is ripe for judicial determination, stating:

A justiciable controversy is . . . distinguished from a difference or dispute of a hypothetical or abstract character, from one that is academic or moot. The controversy must be definite and concrete, touching the legal relations of parties having adverse legal interests. It must be a real and substantial controversy admitting of specific relief through a decree of a conclusive character, as distinguished from an opinion advising what the law would be upon a hypothetical state of facts. Where there is such a concrete case admitting of an immediate and definitive determination of the legal rights of the parties in an adversary proceeding upon the facts alleged, the judicial function may be appropriately exercised. . . .

Id. at 280 (quoting *Aetna Life Ins. Co. v. Haworth*, 300 U.S. 227, 240–41 (1937)).

“Ripeness requires that the ‘injury in fact be certainly impending’” and “separates those matters that are premature because the injury is speculative and may never occur from those that are appropriate for the court's review.” *Id.* at 280 (citing *Abbott Labs. v. Gardner*, 387 U.S. 136, 148 (1967), overruled on other grounds, *Califano v. Sanders*, 430 U.S. 99, 105 (1977)).

Explaining this concept in the context of a declaratory judgment action brought under CERCLA section 113, the Sixth Circuit has noted that “entry of a declaratory judgment . . . cannot be fully mandatory. Under Article III of the United States Constitution, ‘Congress cannot create a right of action where no case or controversy otherwise exists.’” *GenCorp, Inc. v. Olin Corp.*, 390 F.3d 433, 451 (6th Cir. 2004) (quoting *Kelley v. E.I. DuPont de Nemours & Co.*, 17 F.3d 836, 844 (6th Cir. 1994). Moreover, “[t]he ripeness doctrine not only depends on the finding of a case and controversy and hence jurisdiction under Article III, but it also requires that the court exercise its discretion to determine if judicial resolution would be desirable under all of the circumstances.” *Brown v. Ferro Corp.*, 763 F.2d 798, 801 (6th Cir.1985), cert. denied, 474 U.S. 947 (1985). Immediate injury capable of a definitive resolution must be revealed so as to avoid the litigation of abstract or hypothetical issues. *Poe v. Ullman*, 367 U.S. 497, 503-05 (1961).

In determining whether a matter is ripe for judicial review, the Sixth Circuit requires a court to weigh several factors. *Nat’l Rifle Assoc.*, 132 F.3d at 284. First, the Court is to “pay

particular attention to the likelihood that the harm alleged by plaintiffs will ever come to pass.” *United Steelworkers of Am., Local 2116 v. Cyclops Corp.*, 860 F.2d 189, 194 (6th Cir.1988). A second factor that should be considered is “whether the factual record of this case is sufficiently developed to produce a fair and complete hearing as to the prospective claims.” *Id.* The third factor that should be considered is “the hardship that refusing to consider plaintiff’s prospective claims would impose upon the parties.” *Id.* at 195. In this case, each factor weighs in favor of limiting the scope of the Phase II trial to only those costs that have already been incurred.

First, even within Area 1 (the most administratively advanced Area in OU5), it is anticipated that at least two years will pass before a Record of Decision is reached. [ECF #438 at 20.] There is no way of knowing what remedy the EPA ultimately may require, nor what geographic portions of the River, Creek, and sediments will have to be remediated and to what clean-up standard. Under these circumstances, the Court will not be in a position to determine whether a particular harm is capable of apportionment, per the Supreme Court’s decision in *Burlington Northern & Santa Fe Railway Co. v. United States*, 129 S. Ct. 1870 (2009). Essentially, the Court will be forced to decide if a harm can be apportioned without even knowing what the harm is. Likewise, even if the Court could divine that an unknown harm was not capable of apportionment, given the complex nature of the River, Creek, related landfills and obstructions/impoundments, it would be inequitable to prospectively declare that International Paper (or any other party) is responsible for some percentage of the cleanup costs, without first permitting International Paper (and the other parties) to present evidence regarding their contribution (or lack thereof) to the specific harm that the EPA seeks to remedy.

Second, the factual record in this case is not sufficiently developed to produce a fair and complete hearing as to the parties’ claims relating to unknown future costs, particularly those

that may someday be incurred outside of Area 1. Again, as noted above, it is anticipated that investigatory and remedial work will continue on the Site for decades. It is impossible for the parties to develop a full factual record when the remedies the EPA may require are unknown and unknowable. To determine issues of divisibility or the parties' equitable share of liability for those areas of OU5 that are not even currently under investigation would be grossly unfair, and cannot possibly lead to a defensible method of apportionment or allocation, as the case may be. Essentially the parties will be forced to aim at a target that neither they nor the Court can see.

Third, the parties will not suffer any hardship if the Court limits the scope of Phase II to those costs that have already been incurred. As the Sixth Circuit has made clear, even after a declaration as to defendants' *liability* has been entered, "defendants are free to challenge the substance of any costs expended in the future." *Kelley*, 17 F.3d at 845 (citing 42 U.S.C. § 9607(a)(4)(A)). Litigation in this matter thus is already anticipated to continue well into the future, and the appropriateness and equities of allocation at any given site of remediation may more appropriately be handled when the remedial investigation with respect to that Area are fully developed.

Finally, the anticipated argument that entry of declaratory relief allocating future response costs is "mandatory" where liability for existing costs is established is without merit. As the Sixth Circuit has explained, CERCLA Section 113(g)(2) does provide that in an initial action for recovery of costs, "the court shall enter a declaratory judgment on *liability* for response costs or damages that will be binding on any subsequent action or actions to recover further response costs or damages." *Id.* at 844 (quoting 42 U.S.C.A. § 9613) (emphasis added). The policy reason behind this requirement is clear, since "given that the probability of subsequent activity in such instances is more likely than remote, it would waste State, corporate

and judicial resources, and add immensely to the already ‘elephantine carcass of ... CERCLA litigation’ to require relitigation of *liability* whenever such subsequent response action is taken.” *Id.* at 845 (quoting *United States v. R.W. Meyer, Inc.*, 932 F.2d 568, 573 (6th Cir.1991)) (emphasis added). Importantly, however, the statute requires only that the court enter a declaratory judgment as to a defendant’s *liability*. The statute is silent as to a declaration regarding the proportionate *share* of future costs that defendant will be obligated to shoulder. Moreover, CERCLA could not require the entry of a declaratory judgment where no case or controversy exists. *GenCorp*, 390 F.3d at 451 (citing *Kelley*, 17 F.3d at 844). Thus, while it may be appropriate under circumstances to enter a judgment regarding apportioning or allocating proportionate shares, there is nothing in the statute or the case law that renders such a judgment mandatory. This Court may exercise its discretion to deny the requested relief regarding future apportionment or allocation of future costs, and given the complexity of the Site, and the myriad uncertainties surrounding future investigations and remedial activities, it should do so.

IV. CONCLUSION

For the foregoing reasons, International Paper respectfully requests that this Court enter an order establishing that the scope of the Phase II trial be limited to those costs that have already been expended, leaving allocation of future costs for such time when claims for those costs become ripe for judicial review.

Dated: May 22, 2014

/s/ John D. Parker

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CERTIFICATE OF SERVICE

I hereby certify that on May 22, 2014 I electronically filed the foregoing using the ECF system, which will send notification of such filing by operation of the Court's electronic systems. Parties may access this filing via the Court's electronic system.

/s/ John D. Parker

John D. Parker

EXHIBIT B

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GEORGIA-PACIFIC CONSUMER
PRODUCTS LP, FORT JAMES
CORPORATION, and GEORGIA-PACIFIC
LLC,

Plaintiffs,

vs.

NCR CORPORATION, INTERNATIONAL
PAPER CO., and WEYERHAEUSER CO.,

Defendants.

Case No. 1:11-cv-00483-RJJ

**DEFENDANT INTERNATIONAL PAPER COMPANY'S RESPONSE TO NCR
CORPORATION'S INTERROGATORIES TO THE OTHER PARTIES**

Defendant International Paper Company ("International Paper" or "Defendant") responds to NCR Corporation's Interrogatories to the Other Parties ("NCR Interrogatories") as follows:

GENERAL OBJECTIONS

International Paper's response to each of the individual interrogatories below is subject to the limitations and objections set forth below (collectively, "General Objections"):

1. International Paper's responses to the NCR Interrogatories are based upon a good faith and reasonable effort to identify responsive information within its possession, custody or control. International Paper was only determined to be a "liable party" in Phase 1 as the successor to the owner of the Bryant Mill for a limited period of time (1956-1966). International Paper has no first-hand knowledge regarding the operational history of the mills associated with

the Site for time periods at issue in this phase of the litigation.¹ Further, any knowledge International Paper has acquired regarding the operation of any of the mills is work-product derived from the review of historical documents and/or testimony, which has been or will be produced in this matter, and, as such, the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

2. International Paper objects to the NCR Interrogatories to the extent they relate to the basis on which International Paper or its predecessors might be deemed to be a "liable party" under CERCLA with respect to the Site, as such claims were required to be raised and adjudicated in Phase 1 of this litigation. Discovery directed to International Paper's status as a "liable party" with respect to the Site on any basis other than as the successor to St. Regis and associated with ownership of the Bryant Mill after July 1, 1956, therefore, is not a proper or relevant subject of discovery in Phase 2.

3. International Paper's investigation and discovery related to this action are ongoing. International Paper reserves the right to revise, supplement, or otherwise amend these Responses to the extent permitted by the Federal Rules of Civil Procedure, the Local Civil Rules, and/or other applicable law.

4. International Paper objects to the definition of "You" or "Your" (as such terms are defined in Paragraph 27 of the Definitions). The definitions are vague and ambiguous, overbroad, unduly burdensome and as seeking information that is not relevant to the subject matter of this action or reasonably calculated to lead to the discovery of admissible evidence, to the extent the definitions require or are construed by NCR to require International Paper to

¹ International Paper also objects to the inclusion of the "Angell Street Mill" and "Fountain Street Mill" in the definition of "Mills" used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and, as such, beyond the scope of relevant discovery in this matter.

respond other than in its capacity as a successor to St. Regis and with respect to the “Bryant Mill”, which is the only basis upon which the Court found International Paper to be a “liable party” in Phase 1.

5. International Paper objects to each of the NCR Interrogatories insofar as it assumes disputed facts or legal conclusions. In responding, International Paper is not admitting or denying any such disputed fact or legal conclusion.

6. International Paper objects to the NCR Interrogatories to the extent that they seek confidential, proprietary, trade secret, or commercially sensitive business information or contain information about third parties that is protected from disclosure by virtue of such parties’ rights of privacy under applicable provisions of the United States Constitution, any state constitution or applicable statutes, laws, or regulation or under common law (collectively, “Confidential Information”).

7. International Paper objects to each of the NCR Interrogatories to the extent it is not reasonably limited in scope, rendering such request overly broad or unduly burdensome.

8. International Paper objects to each of the NCR Interrogatories to the extent that they are compound or otherwise fail to comply with the provisions of F.R.C.P. Rule 33.

9. International Paper objects to each of the NCR Interrogatories to the extent it fails to provide the necessary specificity to allow International Paper to identify the information sought. This response is based on a good faith determination as to the scope of each interrogatory.

10. The NCR Interrogatories are directed to the time period from “1953 forward” unless otherwise noted (*see* Paragraph 23 of NCR’s Definitions). That time period is overly broad, such that the NCR Interrogatories seek information that is not relevant to the subject matter of this action and are not reasonably calculated to lead to the discovery of admissible

evidence. International Paper construes the NCR Interrogatories to each be limited to a time period relevant to the subject matter of such request, irrespective of whether the response to an individual request specifically construes the request to be limited to a stated time period.

11. International Paper objects to the NCR Interrogatories to the extent they are vague, duplicative (including duplicative of discovery conducted in Phase 1), unreasonably burdensome, oppressive, or will require it to incur unnecessary expense in order to respond.

12. International Paper objects to the NCR Interrogatories to the extent that they seek information that is publicly available, already in NCR's possession, and/or information that NCR can obtain from a source other than International Paper at no greater inconvenience, burden, or expense than NCR seeks to impose on International Paper.

13. International Paper objects to the NCR Interrogatories (including the Instructions & Definitions contained in the NCR Interrogatories), to the extent that they seek to define International Paper's obligations in a manner that alters or exceeds the scope of the obligations placed on International Paper by the Federal Rules of Civil Procedure, applicable law, or orders of the Court, including, but not limited to, any obligations International Paper may have to supplement or amend its response to the NCR Interrogatories.

14. International Paper interprets the NCR Interrogatories as not seeking the disclosure of information that is protected from disclosure by the attorney-client privilege, the attorney work product doctrine, the joint defense privilege, or any other applicable privilege or protection. International Paper objects to the NCR Interrogatories to the extent that NCR construes or seeks to interpret any of the interrogatories to seek information protected from disclosure by the attorney-client privilege, the attorney-work product doctrine, or any other applicable privilege or protection.

15. International Paper objects to the NCR Interrogatories to the extent that they call

for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437].

Subject to and without waiving the foregoing General Objections, International Paper specifically objects and responds as follows:

RESPONSES TO INTERROGATORIES

INTERROGATORY NO. 1:

Please Identify, by year and Mill, the amount of CCP recycled at the Site during the Relevant Period.

RESPONSE TO INTERROGATORY NO. 1:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based

on information International Paper has been able to gather and review to date.

Further, International Paper objects to the phrase “CCP recycled at the Site” as it is vague and ambiguous. International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by the United States Environmental Protection Agency (“EPA”).

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document

productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 2:

Please Identify, by year and Mill, the amount of PCBs released at the Site during the Relevant Period as a result of Recycling Processes and as a result of Industrial Processes.

RESPONSE TO INTERROGATORY NO. 2:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

Further, International Paper objects that the phrase “released at the Site” and the terms “Recycling Process” and “Industrial Processes” as used in this interrogatory are vague and ambiguous. International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action

and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 3:

Please Identify each Person who provided, and from whom each Mill acquired, the CCP and PCBs identified in response to Interrogatories 1 and 2 and the amount of CCP and PCBs provided by each Person to each Mill (by year).

RESPONSE TO INTERROGATORY NO. 3:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 4:

For each Person identified in response to Interrogatory No. 3, please identify the particular facility from which each Person provided the CCP and PCBs that each Mill acquired, and the transportation means (*i.e.*, train or truck) used to send the CCP and PCBs to each Mill.

RESPONSE TO INTERROGATORY NO. 4:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term "Mills" as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the "Angell Street Mill" and "Fountain Street Mill" in the definition of "Mills" used

in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper's possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int'l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 5:

Please Identify any transaction in which NCR provided (directly or indirectly) CCP recycled, and PCBs discharged, at the Site.

RESPONSE TO INTERROGATORY NO. 5:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term "Mills" as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the "Angell Street Mill" and "Fountain Street Mill" in the definition of "Mills" used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Given NCR's known volume of production of CCP, NCR CCP would have been received by mills associated with the Site during the Relevant Time Period. Further, NCR is indirectly responsible for all CCP recycled at the Site and the resulting discharge of PCBs. In addition, documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper's possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int'l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 6:

Please Identify all Evidence that any transaction identified in response to Interrogatory 4 was an arrangement by NCR for the disposal of hazardous substances.

RESPONSE TO INTERROGATORY NO. 6:

International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Subject to and incorporating International Paper's response to Interrogatory 4 above, as a preliminary matter and subject to ongoing Phase 2 discovery directed to the scope of NCR's liability, evidence as to NCR's status as an arranger can be found in the evidence presented in the Phase 1 trial (including in the exhibits admitted during the Phase 1) and as set forth in the Court's Phase 1 Opinion and Order [Doc #432] ("Phase 1 Order"). Without, limitation, as the Court found in Phase 1, "NCR is liable because it planned the disposal of CCP broke at a time when it knew broke could no longer be useful to a fully informed recycler and because at least some of that broke reached the Site." Phase 1 Order, pg. 15. Further, as the Court has found, "at least by the late 1960s, NCR knew the CCP broke it was facilitating was a hazardous substance, the disposal of which created the possibility of substantial legal liability." *Id.*, at 20; *see also* generally Phase 1 Order, pgs. 15-23. Further, the Court has already determined that CCP broke reached the Site. *See, e.g.*, Phase 1 Order, pg. 21.

INTERROGATORY NO. 7:

Please Identify, by year and by source, the PCBs released into the Site other than those released as a result of Recycling Processes.

RESPONSE TO INTERROGATORY NO. 7:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control. Further, International Paper also objects that the phrase "released into the Site" and the term "Recycling Process" as used in this interrogatory are vague and ambiguous.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Responding only as to the Bryant Mill, International Paper is not currently aware of any

PCBs released into the Site other than those released as a result of Recycling Processes.

INTERROGATORY NO. 8:

Please Identify any PCBs at the Site for whose cleanup NCR is responsible and explain in detail why NCR is responsible for the cleanup.

RESPONSE TO INTERROGATORY NO. 8:

International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Subject to and incorporating International Paper's response to Interrogatory 6 above, NCR is responsible for the cleanup of all PCBs at the Site that originated from CCP as NCR arranged for the disposal of CCP at the Site—as the Court determined in Phase 1—and, therefore, is responsible for the cleanup of PCBs at the Site. Further, among other things, NCR is responsible for the cleanup of all PCBs at the Site because—as the Court found in Phase 1—NCR had superior knowledge to St. Regis regarding the presence of PCBs in CCP and the potential release of PCBs in CCP into the Site from mill operations at the Site. In addition, without limitation, *see also* Plaintiffs Georgia-Pacific Consumer Products LP, Fort James Corporation and Georgia-Pacific LLC (collectively, “Plaintiffs”) Amended Complaint and Plaintiffs’ discovery responses and disclosures in Phase 1 and Phase 2 of this action.

In addition, International Paper contends that evidence supports NCR being held responsible for the cleanup of all PCBs at the Site that originated from CCP as NCR arranged for the disposal of CCP at the Site and had superior knowledge to any paper recyclers regarding the presence of PCBs in CCP and the potential release of PCBs in CCP into the Site from mill operations at the Site.

INTERROGATORY NO. 9:

Please Identify, by type and amount, the paper products produced and the Furnish used by each Mill during each year of the Relevant Period.

RESPONSE TO INTERROGATORY NO. 9:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based

on information International Paper has been able to gather and review to date.

International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- The Lockwood and Post directories, copies of which were produced by Plaintiffs, International Paper and/or Weyerhaeuser Co. (“Weyerhaeuser”) in Phase 1;
- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document

productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 10:

Please describe in detail the Recycling Processes used at each Mill during each year of the Relevant Period.

RESPONSE TO INTERROGATORY NO. 10:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 11:

Please describe in detail the Wastewater and Residuals that resulted from Recycling Processes at each Mill during the Relevant Period, including its type (*e.g.*, organic and inorganic solids), characteristics (*e.g.*, chemical and physical parameters capable of being detected through sampling), amount (*e.g.*, quantity and concentration), year of release, method of release, and location of release.

RESPONSE TO INTERROGATORY NO. 11:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 12:

Please Identify the Wastewater and Residuals that each Mill sent to a Municipal Wastewater Treatment Plant, by year, amount, and by Municipal Wastewater Treatment Plant, and the ultimate locations of Wastewater and Residuals released by each Municipal Wastewater Treatment Plant.

RESPONSE TO INTERROGATORY NO. 12:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term "Mills" as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the

inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 13:

Please describe any Action by geographical area (*e.g.*, by OU or Work Area) that has been taken, is being taken, or needs to be taken at the Site, including the amounts of costs and likely future costs for such Action.

RESPONSE TO INTERROGATORY NO. 13:

International Paper objects to this interrogatory in that International Paper has not taken any direct Action with respect to the Site to date. As such, for all Action taken to date, the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control. In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine.

International Paper further objects to this interrogatory to the extent that it calls for information regarding any "Action" that "needs to be taken at the Site" or estimates of the costs of such actions as EPA, the lead regulatory agency for the Site, will determine with input from the PRPs and others the "Actions" that will be needed at the Site.

Further, as set forth in International Paper's pending Motion to Establish the Scope of Phase II Trial [Dkt. # 450], the Phase II trial in this matter should be limited to apportionment and/or allocation of "costs of response" that Plaintiffs have already expended in connection with the Site as future cost are unknown given that EPA has yet to define the scope of remedial measures at the Site.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the cleanup actions that have been taken and may need to be taken at the Site and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper's possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, documents produced by Plaintiffs and Weyerhaeuser in this action regarding all response costs incurred to date and anticipated responses costs relating to the Site, including, without limitation:

- Plaintiffs' Disclosure of Supplemental Information Regarding Costs, dated January 31, 2014, made pursuant to the Court's November 21, 2013 Case Management Order (ECF No. 437) and as requested by Defendants in the parties' November 12, 2013 Joint Status Report, including Plaintiffs' supplements to such disclosures, dated March 10, 2014 and June 23, 2014 and the invoices and other cost-related documents that are cited in Plaintiffs' cost disclosures (collectively, "Plaintiffs' Supplemental Phase 2 Disclosures"); and
- Plaintiffs' and Weyerhaeuser's Answers and Objections to NCR Corporation's Interrogatories to the Other Parties, dated June 23, 2014—Responses to Interrogatory No. 13, in particular.

INTERROGATORY NO. 14:

Please Identify all Evidence in support of Your response to Interrogatory No. 13, including all paid invoices; purchase orders; contracts (including with Vendors); check copies;

wire receipts; remittance advices; bank statements; credit memos; cost and spending summaries; cost-sharing agreements; budgets; forecasts; master service agreements with Vendors; correspondence and communications with Vendors, Regulatory Agencies or any other Person; Documents exchanged with Regulatory Agencies (including but not limited to those in administrative records); Documents reflecting settlements and agreements with Regulatory Agencies; and Orders.

RESPONSE TO INTERROGATORY NO. 14:

International Paper objects to this interrogatory in that International Paper has not taken any direct Action with respect to the Site to date. As such, for all Action taken to date, the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control. In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the cleanup actions that have been taken and may need to be taken at the Site and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper's possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example,

without limitation and without undertaking to provide an exhaustive list of all such documents, documents produced by Plaintiffs and Weyerhaeuser in this action regarding all response costs incurred to date and anticipated responses costs relating to the Site, including, without limitation:

- Plaintiffs' and Weyerhaeuser's Answers and Objections to NCR Corporation's Interrogatories to the Other Parties, dated June 23, 2014 – Responses to Interrogatory No. 14, in particular;
- Plaintiffs' Supplemental Phase 2 Disclosures; and
- Other documents produced in this action or to be produce in this action by Plaintiffs and/or Weyerhaeuser relating to costs they have incurred relating to the Site.

INTERROGATORY NO. 15:

Please Identify each instance during the Relevant Period that each Mill exceeded or violated any legal, administrative, municipal, or other law, rule, permit or other requirement; each instance that it experienced a spill, bypass or breakdown in Recycling Processes; and any Documents evidencing, and any Persons with personal knowledge concerning, this information.

RESPONSE TO INTERROGATORY NO. 15:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper and seeks information that is neither relevant nor likely to lead to the discovery of admissible evidence. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-

client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession, custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term "Mills" as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the "Angell Street Mill" and "Fountain Street Mill" in the definition of "Mills" used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper's possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int'l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J. Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
- The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 16:

Please Identify all Persons with personal knowledge concerning Your responses to each of Interrogatories 1 through 15.

RESPONSE TO INTERROGATORY NO. 16:

International Paper objects to this interrogatory in that it is overbroad as to time and scope as to International Paper. As set forth in the General Objections, International Paper has no first-hand knowledge regarding the relevant operational history of any of the Mills associated with the Site. Further, any knowledge International Paper has acquired regarding the operation of any of the Mills is work-product derived from review of historical documents and/or testimony which has been or will be produced in this case. As such, International Paper objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine. Further, International Paper objects to this interrogatory to the extent that the information requested is equally available to NCR through alternatives sources, public information and/or information already in NCR's possession,

custody or control.

In addition, International Paper objects to this interrogatory to the extent that it calls for expert testimony. International Paper will provide its expert disclosures pursuant to the schedule set forth in the Case Management Order [Doc. # 437]. International Paper also objects to this interrogatory in that discovery in this matter is ongoing and, as such, the below response is based on information International Paper has been able to gather and review to date.

International Paper also objects to the term “Mills” as defined in the NCR Interrogatories as it overbroad and burdensome and oppressive. Further, International Paper objects to the inclusion of the “Angell Street Mill” and “Fountain Street Mill” in the definition of “Mills” used in the NCR Interrogatories as those mills are located in Battle Creek, Michigan, some 25 miles above the Morrow Lake Dam and outside the Site, as defined by EPA.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Subject to and incorporating International Paper’s responses to Interrogatories 1 through 15 above, documents which have been or will be produced in this action contain information regarding the operations of the subject Mills and such documents may identify the requested information. As such, pursuant to F.R.C.P. Rule 33(d), the requested information, to the extent within International Paper’s possession, custody or control, has been produced in this matter or will be produced and the burden of deriving or ascertaining the answer to the interrogatory is substantially the same for NCR. For example, without limitation and without undertaking to provide an exhaustive list of all such documents, International Paper identifies the following:

- Transcripts of depositions taken in the following actions:
 - *Kalamazoo River Study Group v. Rockwell Int’l Corp.*, No. 1:95-cv-838 (W.D. Mich.);
 - *H.M. Holdings, Inc. v. Lumbermens Mut. Cas. Co.*, No. L-96187-87 (N.J.

- Sup. Ct.-Union County); and
 - *Georgia-Pacific Corporation, et al. v. Aetna Cas. & Surety Co., et al.*, No. 92-2-21950-6 (Wash. Super. Ct.-King County).
- Discovery responses in the above-listed cases; and
 - The parties written discovery responses, disclosure statements and document productions in this action, as well as transcripts of depositions taken in this action and the testimony provided and exhibits introduced in the Phase 1 trial in this action.

INTERROGATORY NO. 17:

Please Identify all Documents evidencing Your responses to each of Interrogatories 1 through 15.

RESPONSE TO INTERROGATORY NO. 17:

International Paper objects to this interrogatory in that it is overbroad as to time and scope, compound, and burdensome and oppressive. International Paper also objects to this interrogatory insofar as it seeks information protected from disclosure by the attorney-client privilege and/or the attorney-work product doctrine.

Subject to and without waiving the foregoing objections, International Paper responds as follows:

Subject to and incorporating International Paper's responses to Interrogatories 1 through 15 above, in addition to the specific documents referenced in the responses to Interrogatories 1 through 15 above, documents evidencing International Paper's responses can be found in the documents produced in this action.

Dated: July 7, 2014

/s/ Sonja A. Inglin

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Attorneys for Defendant/
Counterclaimant/Crossclaimant
International Paper Company

VERIFICATION

Elton Parker, being first duly sworn on oath, states:

That he has read the preceding Defendant International Paper Company's Response to NCR Corporation's Interrogatories to the Other Parties ("Responses"); that these Responses were prepared with the assistance and advice of counsel and persons affiliated with International Paper Company upon whose advice he has relied; that the Responses, subject to inadvertent or undiscovered errors, are based on and necessarily limited by the records and information still in existence, presently recollected and discovered as in the course of the preparation of the Responses and as of the date the Responses were served; that he and International Paper Company consequently reserve the right to make any changes in the Responses if it appears at any time that the Responses contain any omissions or errors; and that subject to the limitations set forth in this document, the Responses are true to the best of his knowledge, information and belief.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on July 7, 2014 at Memphis, Tennessee.



Elton Parker

CERTIFICATE OF SERVICE

I hereby certify that on July 7, 2014, I served Defendant International Paper Company's Response to NCR Corporation's Interrogatories on counsel of record for the parties listed below via electronic mail, per Federal Rule of Civil Procedure 5(b)(2)(E), as agreed to by the parties.

Douglas M. Garrou
George P. Sibley
David R. Marriott
Owen J.M. Roth
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/s/ Sonja A. Inglin

EXHIBIT C

**IN THE UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

GEORGIA-PACIFIC CONSUMER PRODUCTS LP,)
FORT JAMES CORPORATION, and)
GEORGIA-PACIFIC LLC,)

Plaintiffs,)

v.)

NCR CORPORATION,)
INTERNATIONAL PAPER CO., and)
WEYERHAEUSER CO.,)

Defendants.)

No. 1:11-cv-00483

Judge Robert J. Jonker

DEFENDANT NCR CORPORATION’S NOTICE OF 30(b)(6) DEPOSITION

PLEASE TAKE NOTICE that, pursuant to Rule 30(b)(6) of the Federal Rules of Civil Procedure, Defendant NCR Corporation (“NCR”) will take the oral deposition of International Paper Company (“International Paper”). The deposition will commence on July 16, at 9:30 a.m., and will continue from day to day until completed. The deposition will be held at the offices of Cravath, Swaine & Moore LLP, Worldwide Plaza, 825 Eighth Avenue, New York, NY 10019, or at such place as may be agreed upon by counsel for the parties. The deposition shall be taken before a duly authorized officer certified to administer oaths and take depositions, and shall be recorded by stenographic and audiovisual means. The deposition will be taken for the purpose of discovery, for use as evidence at any hearing or trial and for any other purposes authorized by law.

International Paper is requested to designate, pursuant to Rule 30(b)(6), person(s) to testify about information known or reasonably available to International Paper regarding the subject matters listed in Schedule A, attached hereto.

International Paper is requested to provide NCR's counsel, as soon as reasonably possible, a written designation of the name(s) and position(s) of the person(s) who will testify on behalf of International Paper and, for each person so designated, the matters set forth in the attached Schedule A as to which he or she will testify.

Date: June 19, 2014

Respectfully submitted,


David R. Marriott
Counsel for NCR Corporation

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SCHEDULE A

I. DEFINITIONS.

NCR adopts the definitions of terms as provided in its Interrogatories to the Other Parties, dated May 19, 2014.

II. DEPOSITION TOPICS.

1. The identification, by year and Mill, of the amount of CCP that underwent Recycling Processes at the Site during the Relevant Period.

2. The amount of PCBs discharged into the Site during the Relevant Period by each Mill including (a) when each Mill discharged PCBs (by year), (b) the locations where each Mill discharged PCBs, and (c) the amounts of PCBs each Mill discharged (pounds per year).

3. The amount of Aroclor 1242 discharged into the Site during the Relevant Period by each Mill, including (a) when each Mill discharged Aroclor 1242 (by year), (b) the locations where each Mill discharged Aroclor 1242, and (c) the amounts of Aroclor 1242 each Mill discharged (pounds per year).

4. The Persons (*e.g.*, particular brokers) who provided and from whom each Mill acquired CCP and PCBs during the Relevant Period and the amount of CCP and PCBs provided by each Person to each Mill (by year).

5. The sources of CCP and PCBs for those Persons, including (a) the particular facility from which each Person obtained the CCP and PCBs that each Mill acquired, (b) the amounts of PCBs that were acquired, and (c) the means used to transport the CCP and PCBs to each Mill.

6. Any transaction in which you claim that NCR provided or may have provided (directly or indirectly) CCP that underwent Recycling Processes, and PCBs discharged, at the Site.

7. All evidence demonstrating that CCP, if any, acquired by each Mill came directly or indirectly from NCR, Appleton Coated Paper Company, Combined Paper Mills, or Mead.

8. Any PCBs released into the Site other than those released as a result of Recycling Processes.

9. Any PCBs at the Site for whose cleanup you claim that NCR is responsible (in whole or in part) and the reasons why NCR is responsible for the cleanup.

10. The paper products produced and the Furnish used by each Mill during each year of the Relevant Period.

11. The Recycling Processes and Industrial Processes used at each Mill during each year of the Relevant Period.

12. The Wastewater and Residuals that resulted from Recycling Processes and Industrial Processes at each Mill during the Relevant Period, including its type (*e.g.*, organic and inorganic solids), characteristics (*e.g.*, chemical and physical parameters capable of being detected through sampling), amount (*e.g.*, quantity and concentration), year of release, method of release, and location of release.

13. The Wastewater and Residuals that each Mill sent to a Municipal Wastewater Treatment Plant, by year, amount, and by Municipal Wastewater Treatment Plant, and the ultimate locations of Wastewater and Residuals released by each Wastewater Treatment Plant.

14. The Transporters who transported CCP to each Mill, including (a) when (by year), (b) in what amounts (pounds per year) the CCP was transported, and (c) from whom the Transporter received the CCP.

15. The quantity and percentage of Aroclor 1242 that each Mill incorporated into paper products, and the quantity and percentage of Aroclor 1242 that each Mill discharged into the Site (by OU and Work Area) during each year of the Relevant Period.

16. The paper products sold by each Mill during each year of the Relevant Period, including (a) the type of paper products produced, (b) the Furnish used, (c) the amount of each paper product produced (pounds per year), and (d) the customers that purchased the paper products.

17. Any Action that has been taken, is being taken, or needs to be taken at the Site, including the amounts of costs and likely future costs for such Action, by geographical area (*e.g.*, by OU or Work Area).

18. Any evidence of any Action that has been taken, is being taken, or needs to be taken at the Site, including evidence of any costs and likely future costs for such Action, including all paid invoices; purchase orders; contracts (including with Vendors); check copies; wire receipts; remittance advices; bank statements; credit memos; cost and spending summaries; cost-sharing agreements; budgets; forecasts; master service agreements with Vendors; correspondence and communications with Vendors, Regulatory Agencies or any other Person; Documents exchanged with Regulatory Agencies (including but not limited to those in administrative records); Documents reflecting settlements and agreements with Regulatory Agencies; and Orders.

19. The past and likely future costs that International Paper may seek to recover for Remedial Actions at the Site.

20. The instances during the Relevant Period when each Mill (a) exceeded or violated any legal, administrative, municipal or other law, rule, permit or other requirement, and (b) experienced any spills, bypasses or breakdowns in the Recycling Processes.

21. The instances during the Relevant Period when any Municipal Wastewater Treatment Plant (a) exceeded or violated any legal, administrative, municipal or other law, rule, permit or other requirement, and (b) experienced any spills, bypasses or breakdowns in the Recycling Processes.

22. The instances during the Relevant Period when the Allied Paper Landfill, the Willow Boulevard/A-Site Landfill, the King Highway Landfill, or the 12th Street Landfill (a) exceeded or violated any legal, administrative, municipal or other law, rule, permit or other requirement, and (b) experienced any spills, bypasses or breakdowns in the Recycling Processes.

23. The name, address and telephone number of any Persons who have provided information to International Paper in connection with the topics described in this Notice.

24. The handling, recycling, de-inking or sale of CCP by any of the Mills.

III. DOCUMENT REQUESTS.

NCR requests that reasonably in advance of the deposition of International Paper, that International Paper produce:

1. All documents reviewed, considered or used by the deponent to determine the facts related to the deposition topics listed in Section II or otherwise to prepare for this deposition.
2. The deponent's current resume.

EXHIBIT D

BakerHostetler

Baker&Hostetler LLP

PNC Center
1900 East 9th Street, Suite 3200
Cleveland, OH 44114-3482

T 216.621.0200
F 216.696.0740
www.bakerlaw.com

John D. Parker
direct dial: 216.861.7610
JParker@bakerlaw.com

July 3, 2014

David R. Marriott
Cravath, Swaine & Moore LLP
Worldwide Plaza
825 Eight Avenue
New York, NY 10019

Re: *Georgia-Pacific v. NCR Corp.*

Dear David:

I am writing regarding Defendant NCR Corporation's Notice of 30(b)(6) Deposition to International Paper served on June 19, 2014. International Paper has a number of formal objections and practical concerns regarding the deposition that I want to raise.

First, I assume that date and location for which the deposition has been noticed—July 16, 2014 at Cravath's office in New York City—are merely placeholders. If the deposition proceeds, International Paper will need additional time to prepare and would proceed at a location convenient for the witness, possibly Memphis, Tennessee.

I am not sure, however, that it makes sense to proceed with this deposition, and I ask that you reconsider it. I view your Notice as seeking information in several categories: PCB discharges at each Mill; the sources and transporters of CCP broke to each Mill; each Mill's production processes; and, costs incurred or anticipated to be incurred by International Paper at the Site. My view may over simplify your Notice; but it helps me explain the difficulty International Paper will have in meaningfully responding to the Notice.

As you know, International Paper's predecessor, St. Regis Corporation, only "operated" the Bryant Mill until mid-1956. Judge Jonker ruled that there is no evidence that the Bryant Mill recycled any CCP while St. Regis operated the Bryant Mill. Judge Jonker also ruled that St. Regis leased the Mill from mid-1956 until St. Regis purchased the Bryant Mill in mid-1966. Consequently, St. Regis would have generated no operating records during the time it merely owned the mill property. Similarly, St. Regis, its corporate successor, Champion International; and, Champion International's corporate successor, International Paper were never participants in the KRSG or any other group

David R. Marriott
July 3, 2014
Page 2

that gathered historical Mill operational records. As a result, the only knowledge International Paper has about the topics identified in your Notice (except past and future Site costs) comes from documents produced in this or related litigation. Those same documents have been produced to NCR. Stated otherwise, at present the information sought by your Notice is not "known or reasonably available to" International Paper.

As I mentioned to you in the past, International Paper has retained experts who are in the process of analyzing the documents produced in the litigation in an effort to develop information that would fall within the scope of your Notice. I do not anticipate that those experts will have completed their work prior to the fact discovery cut-off on September 15, 2014. Obviously, during expert discovery NCR is free to depose International Paper's experts and inquire into their findings and opinions regarding how much CCP the Mills recycled, their production methods, Mill discharges, etc. But International Paper does not have a witness who could testify to those matters separate from its experts. And, the experts are still analyzing available documents.

To respond to your question about costs, International Paper has not incurred any costs at the Site. Perhaps that will change in the future, but we can offer little beyond an educated guess as to what those costs may be. As you know, the Portage Creek has been remediated. EPA has publicly said the cost of the Portage Creek TCRA was approximately \$13,000,000, not including EPA oversight fees. Who EPA will look to recover those costs is unclear to International Paper. As to OU1, the trust that owns the property and holds funds for its remediation is not a party to the lawsuit and we have never viewed OU1 to be part of this case. (That is an issue that needs to be addressed, separate and apart from the deposition notice.) Even if OU1 were considered part of the case, a final remedy has not been selected for OU1. It therefore is unknown to International Paper who EPA will direct to carry out any remediation or the cost of the remediation.

Finally, I was a little surprised to see Weyerhaeuser make a formal Objection to your Notice of 30(b)(6) Deposition. I have not seen that done before. To the extent you want a formal Objection from International Paper, please consider this to be it.

Perhaps after you have had time to consider all of this, we can talk and determine whether it makes sense to proceed with the deposition or whether you should wait to depose our experts.

Very truly yours,



John D. Parker

David R. Marriott
July 3, 2014
Page 3

cc: John F. Cermak, Jr.
Sonja A. Inglin
David F. Lisner
Owen J.M. Roth

603692904

Exhibit E

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GEORGIA-PACIFIC CONSUMER
PRODUCTS LP, FORT JAMES
CORPORATION, and GEORGIA-PACIFIC
LLC,

Plaintiffs,

vs.

NCR CORPORATION, INTERNATIONAL
PAPER CO., and WEYERHAEUSER CO.,

Defendants.

Case No. 1:11-cv-00483-RJJ

**INTERNATIONAL PAPER COMPANY'S PHASE II INTERROGATORIES,
REQUESTS FOR PRODUCTION AND REQUESTS FOR ADMISSION TO
NCR CORPORATION**

Pursuant to Federal Rule of Civil Procedure 26, 33, 34 and 36, International Paper Company ("International Paper") hereby serves the following Interrogatories, Requests for Production and Requests for Admission on NCR Corporation.

DEFINITIONS

1. "Aroclor 1242" refers to a chlorinated biphenyl mixture of varying amounts of mono- through heptachlorinated congeners or homologs with an average chlorine content of 42% by weight.
2. "Bryant Mill" refers to the paper mill located in Kalamazoo, Michigan that was previously engaged in manufacturing paper as referred to in Paragraph 96 of the First Amended Complaint (Dkt. #80).

3. “CCP” refers to NCR’s carbonless copy paper product, sometimes known as “NCR Paper” or “No Carbon Required” paper, including any component thereof (*e.g.*, emulsion, capsules, Aroclor 1242, base paper, CF, CFB, CB).

4. “Concerning” shall be construed broadly to include constituting, containing, embodying, identifying, dealing with, bearing upon, referring to, alluding to, connected with, responding to, commenting on, in reference of, relating to, about, regarding, discussing, showing, reporting, describing, mentioning, reflecting, analyzing, summarizing, modifying, constituting, pertaining to, evidencing, having any relationship to, constituting a basis for, deriving or arising from, or in any manner whatsoever pertinent to that subject.

5. “Document” shall, consistent with Federal Rule of Civil Procedure 34(a)(1)(A), be construed broadly to include:

- all papers, writings, and records of every type and description;
- all written, recorded, and graphic matter of every type and description;
- contracts, receipts, buy orders, canceled checks, drafts invoices statements, memoranda, corporate minutes, bulletins, intra- and interoffice communications, books of account, worksheets, desk diaries, appointment books, expense accounts, recordings, notes of conversations, notes of meetings and conferences, telegraphic communications, stock certificates, pamphlets, schedules, studies, books, computer printouts, reports, photographs, maps, charts, photographic records, tapes, transcriptions of tapes; and
- any other device or medium on or through which information of any type is transmitted, recorded, or preserved.

“Document” shall also encompass all matters, instruments, or other means of electronic storage or other forms of media, including emails.

6. “Identify,” “Identity,” or “Identifying” refer, with respect to items or evidence (Including documents), to descriptive information about the items or evidence Including physical descriptions of their nature, substantive descriptions of their content, their custodian(s), their location(s), their author(s) (if applicable), and their recipient(s) (if applicable).

7. “NCR,” “You,” and “Your” refers to defendant NCR Corporation, including its current and former subsidiaries, divisions, affiliates, and predecessors; their present or former partners, officers, directors, employees or agents; and any other person acting or purporting to act on their behalf.

8. “NCR Sources in Wisconsin and/or Ohio” refers to Appleton Coated Paper Company, Combined Paper Mills and Nekoosa Coated Products in Wisconsin and NCR in Ohio.

9. “OU1” refers to operable unit 1 at the Site.

10. “PCBs” refers to polychlorinated biphenyls, whether manufactured by Monsanto Company or any other entity.

11. “Portage Creek” refers to that portion of Portage Creek within the Site.

12. “Site” refers to the Allied Paper, Inc./Portage Creek/Kalamazoo River Superfund Site, listed on the National Priorities List in August 1990.

INSTRUCTIONS

1. In addition to the specific instructions enumerated below, these Interrogatories, Requests for Admission and Requests for Production (collectively, the “Requests”) incorporate by reference the instructions set forth in Rules 26, 33, 34 and 36 of the Federal Rules of Civil Procedure.

2. Under the provisions of Federal Rule of Civil Procedure 33, 34 and 36, International Paper requests that NCR respond to the following Requests within 30 days of service.

3. Please submit NCR's responses and responsive documents to:

Baker & Hostetler LLP
PNC Center
1900 East 9th Street, Suite 3200
Cleveland, Ohio 44114.

4. Consistent with Federal Rule of Civil Procedure 36(a), please respond to each Request for Admission by either (a) admitting the fact at issue; (b) specifically denying the fact at issue; or (c) stating in detail why You cannot truthfully admit or deny the fact at issue.

5. For each Request, please make a reasonable inquiry and base NCR's response on all information that NCR knows or has within its possession, custody, or control. Such information includes information readily obtainable by NCR, as well as any information within the possession, custody, or control of all other persons or entities acting on its behalf or at its direction.

6. For each Request for Production, please provide all responsive documents within NCR's possession, custody, or control.

7. If multiple, non-identical versions or copies of a document exist, produce each version or copy that is not an identical duplicate of another document produced.

8. For any Request to which you object, state specifically the reasons for the objection.

9. If you object to producing any document, or portion thereof, or to disclosing any information contained therein, in response to any Request on the basis of any claim of privilege, please specify in writing the nature of such document or information, including:

- the title of the document;
- the general nature of the document (e.g., interoffice memorandum, electronic mail);
- the author;
- the addressee;
- the date of the document;
- the name of each person to whom the document was shown or circulated;
- the basis on which the privilege is claimed; and
- a summary statement of the subject matter of the document in sufficient detail to permit the Court to rule on the propriety of the objection.

10. These Requests shall be deemed continuing, so if after responding, you learn of or discover other responsive documents, please provide them immediately after learning of them.

11. For each Request, please make a reasonable inquiry and base NCR's response on all information that it knows or has within its possession, custody, or control. Such information includes information readily obtainable by NCR, as well as any information within the possession, custody, or control of all other Persons or entities acting on its behalf or at its direction.

12. For any Request to which NCR objects, state specifically the reasons for the objection.

13. These Requests shall be deemed continuing, so if after responding, NCR learns of or discovers additional facts and/or evidence that render NCR's response no longer truthful, accurate, or complete, please supplement NCR's response immediately after learning of them.

INTERROGATORIES

INTERROGATORY NO. 1:

Please Identify (by year, location, source, and amount) all Aroclor 1242 released into or onto Portage Creek as a result of recycling of CCP.

INTERROGATORY NO. 2:

Please Identify (by year, location, source, and amount) all PCBs released into or onto Portage Creek as a result of conduct other than the recycling of CCP.

REQUESTS FOR PRODUCTION

REQUEST FOR PRODUCTION NO. 1:

Please produce all Documents Concerning releases of Aroclor 1242 into or onto Portage Creek as a result of recycling of CCP.

REQUEST FOR PRODUCTION NO. 2:

Produce all Documents Concerning releases of PCBs into or onto Portage Creek as a result of conduct other than the recycling of CCP.

REQUESTS FOR ADMISSION

REQUEST FOR ADMISSION NO. 1:

Admit that between July 1, 1956 and December 31, 1956 CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill.

REQUEST FOR ADMISSION NO. 2:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1957.

REQUEST FOR ADMISSION NO. 3:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1958.

REQUEST FOR ADMISSION NO. 4:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1959.

REQUEST FOR ADMISSION NO. 5:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1960.

REQUEST FOR ADMISSION NO. 6:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1961.

REQUEST FOR ADMISSION NO. 7:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1962.

REQUEST FOR ADMISSION NO. 8:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1963.

REQUEST FOR ADMISSION NO. 9:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1964.

REQUEST FOR ADMISSION NO. 10:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1965.

REQUEST FOR ADMISSION NO. 11:

Admit that CCP from one or more NCR Sources in Wisconsin and/or Ohio was recycled and/or deinked at the Bryant Mill in 1966.

REQUEST FOR ADMISSION NO. 12:

Admit that NCR did not notify St. Regis Paper Company that CCP produced before April 1971 was produced using an emulsion containing PCBs.

REQUEST FOR ADMISSION NO. 13:

Admit that NCR did not notify Allied Paper, Inc. that CCP produced before April 1971 was produced using an emulsion containing PCBs.

REQUEST FOR ADMISSION NO. 14:

Admit that NCR never notified St. Regis Paper Company that CCP produced before April 1971 should not be recycled.

REQUEST FOR ADMISSION NO. 15:

Admit that NCR never notified Allied Paper, Inc. that CCP produced before April 1971 should not be recycled.

REQUEST FOR ADMISSION NO. 16:

Admit that NCR never notified St. Regis Paper Company that recycling CCP produced before April 1971 would result in the discharge of PCBs.

REQUEST FOR ADMISSION NO. 17:

Admit that NCR never notified Allied Paper, Inc. that recycling CCP produced before April 1971 would result in the discharge of PCBs.

REQUEST FOR ADMISSION NO. 18:

Admit that one or more molecules of PCBs that originated from NCR Sources in Wisconsin and/or Ohio are among the material present in OU1.

REQUEST FOR ADMISSION NO. 19:

Admit that a non-de minimis amount of PCBs that originated from NCR Sources in Wisconsin and/or Ohio are present in OU1.

Dated: August 7, 2014

/s/ Sonja A. Inglin
John D. Parker
Lora M. Reece
Michael Dominic Meuti
BAKER & HOSTETLER LLP
PNC Center
1900 East 9th Street, Suite 3200
Cleveland, OH 44114

John F. Cermak, Jr.
Sonja A. Inglin
Charles E. Shelton, II
BAKER & HOSTETLER LLP
11601 Wilshire Boulevard, 14th Floor
Los Angeles, CA 90025

And by

David W. Centner
CLARK HILL PLC
200 Ottawa Avenue NW, Suite 500
Grand Rapids, MI 49503

Attorneys for International Paper Company

CERTIFICATE OF SERVICE

I hereby certify that on August 7, 2014, I served International Paper Company's Phase II Interrogatories, Requests for Production and Requests for Admission to NCR Corporation on counsel of record for the parties listed below via electronic mail, per Federal Rule of Civil Procedure 5(b)(2)(E), as agreed to by the parties.

Douglas M. Garrou	dgarrou@hunton.com
George P. Sibley	gsibley@hunton.com
M.W. Schneider	mwschneider@perkinscoie.com
J. Christopher Baird	jcbaird@perkinscoie.com
David R. Marriott	dmarriott@cravath.com
Owen J.M. Roth	oroth@cravath.com
Darin McAtee	dmcatee@cravath.com
David Lisner	dlistner@cravath.com
Katherine Rocco	krocco@cravath.com
John Heyde	jheyde@sidley.com

/s/ Sonja A. Inglin _____