IN THE CIRCUIT COURT FOR
BALTIMORE CITY

MAYOR AND CITY COUNCIL OF BALTIMORE, *Plaintiff*, vs. BP P.L.C., *et al.*, *Defendants*.	Civil Action No. 24-C-18-004219

SHELL PLC AND SHELL USA, INC.'S INDIVIDUAL
MOTION TO DISMISS FOR FAILURE TO STATE A CLAIM

COMES NOW Defendants Shell plc (f/k/a Royal Dutch Shell plc) and Shell USA, Inc., (f/k/a Shell Oil Company)[1] who respectfully request that the Court dismiss all of the claims filed against them in this matter with prejudice for failure to state a claim upon which relief can be granted. A memorandum in support of this motion and a proposed order are filed herewith.

Dated: October 16, 2023

Respectfully submitted,

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[1] Shell plc and Shell USA, Inc. are parties to motions to dismiss for lack of personal jurisdiction and failure to state a claim filed jointly with other defendants in this matter. Shell plc and Shell USA, Inc. do not consent to personal jurisdiction by filing this motion, which advances separate grounds for why the complaint fails to state a claim against them.

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and Shell USA, Inc. (f/k/a Shell Oil Company)

REQUEST FOR HEARING

Pursuant to Maryland Rule 2-311(f), Shell respectfully requests a hearing on all issues raised in this Motion and the accompanying memorandum.

William N. Sinclair

SILVERMAN THOMPSON
SLUTKIN & WHITE, LLC

CERTIFICATE OF REDACTION

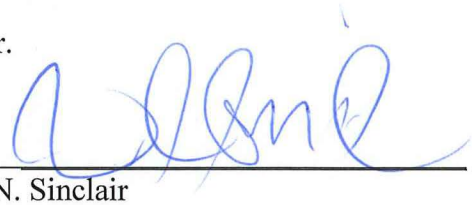
I HEREBY CERTIFY that this submission does not contain any restricted information OR if it does, I have stated the reason and legal basis for including it and I have redacted and unredacted copies marked appropriately as required by Md. Rule 20-201.

William N. Sinclair

SILVERMAN THOMPSON
SLUTKIN & WHITE, LLC

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 16th day of October, 2023, a copy of the foregoing Motion was e-mailed to all counsel of record in this matter.



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IN THE CIRCUIT COURT FOR BALTIMORE CITY

MAYOR AND CITY COUNCIL OF BALTIMORE, *Plaintiff*, vs. BP P.L.C., *et al.*, *Defendants*.	Civil Action No. 24-C-18-004219

INDIVIDUAL MEMORANDUM OF LAW IN SUPPORT OF SHELL DEFENDANTS' MOTION TO DISMISS

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INTRODUCTION

This Court should dismiss Baltimore's Complaint for the reasons set forth in the Joint Motion To Dismiss. The Shell Defendants[1] here address two additional grounds for dismissal. *First*, although Plaintiff bases its claims on the allegation that Shell "engaged in massive campaigns to promote" fossil-fuel use while "conceal[ing] the dangers," Compl. ¶ 6, Plaintiff does not identify a single false or misleading statement or omission by Shell. Instead, the Complaint pleads that Shell *did warn* the public about climate risks and encouraged action as far back as 1991, *id.* ¶ 136, and the Complaint acknowledges there was public debate about climate change throughout the relevant time, *see*, *e.g.*, *id.* ¶¶ 103, 143. *Second*, Plaintiff's claims fail because, even accepting all allegations as true, Plaintiff does not adequately allege that Shell's conduct caused the alleged injuries. Nor is Plaintiff's theory legally cognizable: a causal chain that starts with words, relies on emissions of CO_2 molecules that Plaintiff admits cannot be traced to any particular source, and ends with effects like "vector borne illnesses" fails under basic principles of proximate cause. *See*, *e.g.*, *id.* ¶ 210. Thus, the Court should dismiss all of the claims against Shell with prejudice.

I. BACKGROUND

Plaintiff's liability theory rests on an alleged "coordinated, multi-front effort to conceal and deny" the risks of fossil-fuel use. Compl. ¶ 1; *see*, *e.g.*, *id.* ¶¶ 6, 147.[2] But Plaintiff does not identify a single false or misleading statement by Shell. The allegations fall into two groups:

> ***1. Knowledge of climate risks.*** Plaintiff alleges that Shell produced a 1991 film called "Climate of Concern," which issued "a stark admonition" about the risks of climate change and urged "[a]ction now." *Id.* ¶ 136. Plaintiff also alleges that

[1] The Complaint erroneously conflates activities of Shell plc, Shell USA, Inc., and separate predecessors, subsidiaries, and affiliates. Defendants reserve the right to challenge this error. This brief refers to Shell plc and Shell USA, Inc. as "Shell" collectively solely for convenience.

[2] Plaintiff says "the tortious conduct is [the] alleged concealment and misrepresentation of [fossil-fuel] products' known dangers." Br. in Opp. at 15, *BP plc v. Mayor & City Council of Baltimore*, No. 22-361 (U.S. Dec. 19, 2022).

Shell prepared internal reports, *id.* ¶¶ 24(c), 133-134, 137; obtained patents, *id.* ¶¶ 175, 183; collected ocean data, *id.* ¶ 109; and redesigned assets, *id.* ¶¶ 138, 176, all of which it says showed knowledge of climate risks. Plaintiff further alleges a 1994 report, which it does not claim was publicly available, "recognized the IPCC conclusions as the mainstream view," and allegedly "emphasized scientific uncertainty" about climate risk and discussed potential "economic effects" of responses to that risk. *Id.* ¶ 149.

2. Trade Associations. Plaintiff alleges that Shell belonged to trade associations, *see id.* ¶ 31, and knew about climate risks as a result, *see id.* ¶¶ 111, 115. Plaintiff alleges a Shell executive was the secretary of a committee at the American Petroleum Institute ("API") that published a research review that included a project analyzing "the amount of carbon of fossil origin" in gases. *Id.* ¶ 106.[3]

To get from these alleged statements to "vector borne illnesses," Plaintiff alleges a lengthy causal chain: that deception increased demand for fossil fuels, which increased production and sale, which increased combustion, which increased emissions, which accelerated global climate change, which caused environmental harms. *Id.* ¶¶ 1-6. In a related climate case, Plaintiff's counsel described this seven-link causal chain as "exactly correct." Mot. To Dismiss Hr'g Tr. 123:4-5, *City & Cnty. of Honolulu v. Sunoco LP*, No. 1CCV-20-0000380 (Haw. 1st Cir. Ct. Aug. 27, 2021). In reality, Plaintiff's causal chain is far longer.[4]

Figure 1: Baltimore's Causal Theory

II. LEGAL STANDARD

On a motion to dismiss for failure to state a claim, dismissal is required "if the allegations and permissible inferences, if true, . . . do not state a cause of action for which relief may be

[3] The Complaint also contains generic allegations about Shell's corporate structure and business activities, *see* Compl. ¶ 24, and an allegation that Shell had a "public relations campaign around energy transitions," while saying that it had "no immediate plans to move to a net-zero emissions portfolio," *id.* ¶ 186.

[4] For example, Plaintiff adds links to the end by claiming "cascading social and economic impacts," such as "population dislocation" and "public health impacts." Compl. ¶¶ 17, 89. The start of the chain is also missing links because Plaintiff alleges Defendants' deception caused the failure of "international and national regulation." *Id.* ¶ 169. Plaintiff also admits that CO_2 molecules cannot be traced, *id.* ¶ 235, and because "the land and global biosphere . . . absorb CO_2," not all emissions accumulate as atmospheric CO_2 to allegedly caused harm, *id.* ¶ 43.

granted." *Wireless One, Inc. v. Mayor & City Council of Baltimore*, 465 Md. 588, 604 (2019). Facts "must be pleaded with sufficient specificity," *id.*, and "conclusory charges that are not factual allegations may not be considered," *Barclay v. Castruccio*, 469 Md. 368, 373 (2020). A plaintiff cannot simply "dump" all defendants "into the same pot" but must allege "acts or omissions committed by [each defendant] that would serve as a basis for an imposition of liability." *Heritage Harbour, L.L.C. v. John J. Reynolds, Inc.*, 143 Md. App. 698, 711 (2002).

III. ARGUMENT

A. Plaintiff Fails To Allege That Shell Made A Deceptive Statement Or Omission

Dismissal is proper because Plaintiff does not allege that Shell engaged in deception.

1. Plaintiff's allegations about Shell's *knowledge of climate risks* do not identify a misrepresentation. Some of the allegations are internal statements that could not have misled the public. Compl. ¶¶ 24(c), 133-134, 137 (internal reports). Plaintiff alleges that Shell's 1994 report—which it does not allege was public—rightly "recognized the IPCC conclusions as the mainstream view." *Id.* ¶ 149. Nevertheless, Plaintiff faults this report for discussing "scientific uncertainty" and potential "economic effects" of countering climate change, *id.*, but does not allege that uncertainty did not exist in 1994, and an opinion on "an issue debated in . . . scientific[] or technical literature" is not actionable. *Hogan v. Maryland State Dental Ass'n*, 155 Md. App. 556, 567 (2004). Plaintiff also does not—and cannot—allege that countermeasures lack potential adverse economic effects. *See, e.g., Am. Elec. Power Co. v. Connecticut*, 564 U.S. 410, 427 (2011) ("Along with the environmental benefit potentially achievable, . . . the possibility of economic disruption must weigh in the balance."). Potential effects also cannot support a claim because they express an "opinion." *Appel v. Hupfield*, 198 Md. 374, 379 (1951).

Nor does Plaintiff allege that Shell deceived the public by omitting climate risks. *First*, it says that Shell's 1991 film recognized that every projection has "prompted the same serious

warning" about climate risks and concluded by calling for "[a]ction now." Compl. ¶ 136.[5] Plaintiff's failure-to-warn theory fails because its only specific allegation is that Shell warned. *See, e.g.*, *Stanley v. Cent. Garden & Pet Corp.*, 891 F. Supp. 2d 757, 764 (D. Md. 2012) (Blake, J.) (addressing failure-to-warn claims under Maryland law). *Second*, Plaintiff cannot allege an actionable omission based on an alleged failure to disclose climate risks to "the public," Compl. ¶ 1. *See Hogan*, 155 Md. App. at 566-67 (requiring "special duty to disclose" for omission). Maryland law does not recognize any duty to warn the public. A defendant cannot "owe a duty to the world, an indeterminate class of people," which "would expand traditional tort concepts beyond manageable bounds." *Gourdine v. Crews*, 405 Md. 722, 750 (2008). *Finally*, Plaintiff does not allege that Shell omitted any information that was not generally known. *See, e.g.*, *Mazda Motor of Am., Inc. v. Rogowski*, 105 Md. App. 318, 327 (1995) (holding no duty to warn about commonly known danger). Plaintiff admits that, since at least 1965, the public was aware of climate risks. *See, e.g.*, Compl. ¶¶ 103, 143. It does not—and cannot—allege that Shell's "internal reports" summarizing other research about "global warming's anthropogenic nature" and considering possible responses, *id.* ¶¶ 133, 137, showed any unique knowledge.

2. The *trade association* allegations also do not plead wrongful conduct by Shell. Courts refuse to impose liability where the plaintiff's sole contention (as is the case here) is that a defendant belonged to an industry association, contributed to it financially, and attended its meetings. In *In re Asbestos School Litigation*, the Third Circuit (with then-Judge Alito writing) granted a writ of mandamus—an "'extraordinary' remedy"—to reject a claim that a defendant participated in a conspiracy to "disseminate[] misleading information" by being a "member" of an industry association. 46 F.3d 1284, 1287 (3d Cir. 1994). The court explained these activities

[5] Plaintiff's other allegations concern patents, data projects, and redesigned assets that Plaintiff's citations show were public. *See* Compl. ¶¶ 109, 138, 175 n.199, 176, 183.

"enjoy substantial First Amendment protection" and "[a] member of a trade group . . . does not necessarily endorse everything done by that organization or its members." *Id.* at 1289-90, 1294. Pleading mere participation in a trade association as Plaintiff has here is legally insufficient.[6]

B. Plaintiff Fails To Allege Causation

The Complaint also fails because it does not adequately allege proximate causation. Plaintiff does not allege a link between Shell's mere words and "vector borne illnesses" or the other environmental harms about which it complains. Even if it did, it is far too attenuated and speculative to support legal liability. Courts dismiss claims that are far less remote; besides *Wankel v. A&B Contractors, Inc.*, 127 Md. App. 128, 154, 168 (1999), *every case* cited below arose from motions to dismiss, and twelve out of fourteen were granted.

Plaintiff must adequately allege that Shell's conduct (1) was a "but for" cause or "substantial factor" in the alleged harm *and* (2) "a legally cognizable cause." *State v. Exxon Mobil Corp.*, 406 F. Supp. 3d 420, 452-53 (D. Md. 2019) (Hollander, J.). "[P]roximate cause—both cause-in-fact and legal cause—. . . becomes a question of law in cases where reasoning minds cannot differ." *Pittway Corp. v. Collins*, 409 Md. 218, 253 (2009) (cleaned up); *see also Keller-Bee v. State*, 448 Md. 300, 310 (2016) ("[A] motion to dismiss a negligence claim should be granted if the plaintiff cannot establish that the injury alleged was proximately caused by the negligent act."). Plaintiff's highly attenuated claims warrant dismissal under these standards.

First, the Complaint fails to plead "but for" or "substantial factor" causation. Under the "but for" test, "the injury would not have occurred but for the defendant's conduct." *Exxon Mobil*, 406 F. Supp. 3d at 453. The "substantial factor" test "is used when two or more independent acts

[6] Regarding the allegation that Shell had a media "campaign around energy transitions" but stated publicly that in 2016 it had "no immediate plans to move to a net-zero emissions portfolio," Compl. ¶ 186, Plaintiff again alleges that Shell *disclosed* not concealed. To the extent Plaintiff is arguing that Shell should have moved to a net-zero emissions portfolio, that is not a deception claim.

bring about a single injury," but "a cause must be sufficient before it can be substantial"—that is, it requires "either cause, standing alone, would have wrought the identical harm." *Id.* at 455.

The Complaint fails both tests because it does not plead facts to support the causal chain linking Shell's conduct to Plaintiff's harms. For example, Plaintiff's deception theory requires that consumers changed their behavior because of the alleged misstatement. The Complaint has no such allegation. It asserts that Defendants "*inten[ded]* that consumers would rely" but not that any consumer (much less Plaintiff) actually did so. Compl. ¶ 295; *see Tyler v. Stone*, 2015 WL 5821630, at *5 (Md. Ct. Spec. App. July 9, 2015). Nor does it allege that governments would have forced reductions in fossil-fuel use absent the alleged campaign. Plaintiff's causal chain breaks at the first link; it starts—and ends—with deception. *See Wankel*, 127 Md. App. at 166 ("[E]ach link in the causal chain must be connected to the one that came before.").

The Complaint also fails the substantial-factor test because it does not adequately plead that Shell's statements or omissions alone were "sufficient" to produce the alleged environmental harms. *Exxon Mobil*, 406 F. Supp. 3d at 455.[7] To be sure, the Complaint asserts that, "[b]ut for Defendants' conduct, Plaintiff would have suffered no or far less serious injuries." Compl. ¶ 216. But Plaintiff alleges no facts to support that conclusory assertion about Defendants collectively—which would still be insufficient, *see Heritage Harbour*, 143 Md. App. at 711—or Shell specifically, as required. Moreover, any such assertion would have no basis.

Indeed, far from pleading that Shell's statements in Baltimore—or even around the globe—sufficed to cause environmental harms above what they otherwise would have been,

[7] The "commingled product" liability theory from *Exxon Mobil* does not apply. There, "all or substantially all" of the suppliers of MTBE gasoline alleged to have caused groundwater contamination were before the court. 406 F. Supp. 3d at 462. The court denied the motions to dismiss because "(1) the product of each defendant [wa]s present in the commingled product, and; (2) the commingled product caused the plaintiff's harm." *Id.* at 458. By contrast, Plaintiff does not allege that substantially all contributors to climate change are before the Court, it acknowledges that many alternate causes for its environmental harms exist, and it premises liability on speech, not the product.

Plaintiff fails to allege facts suggesting that the statements had any effect. Plaintiff acknowledges that its injuries are "all due to anthropogenic global warming." Compl. ¶ 8. Plaintiff thus seeks to recover "for the cumulative impact of conduct occurring simultaneously across just about every jurisdiction on the planet." *City of New York v. Chevron Corp.*, 993 F.3d 81, 92 (2d Cir. 2021). Plaintiff does not even plead that Shell's statements affected consumers' conduct within *its own* jurisdiction. No reasoning mind would conclude that those statements in or outside Baltimore were sufficient to cause *global* climate change. *See also Native Vill. of Kivalina v. ExxonMobil Corp.*, 663 F. Supp. 2d 863, 880 (N.D. Cal. 2009) (dismissing because "the pleadings make[] clear that there is no realistic possibility of tracing any particular alleged effect of global warming to any particular emissions by any specific person, entity, [or] group at any particular point in time"), *aff'd*, 696 F.3d 849 (9th Cir. 2012); *Wankel*, 127 Md. App. at 154 (affirming summary judgment because "natural forces of weather" caused alleged harm).

Nor does the Complaint allege, for example, that, absent Shell's statements or omissions, the Senate would have ratified the Kyoto Protocol, that China would have opened fewer coal-fired power plants, or that the hockey-stick graphs at pages 31-32 of the Complaint showing a planetary increase in atmospheric emissions since the Industrial Revolution would have changed. Because government policies, national security demands, the hydrocarbon usage of consumers worldwide, and so many other factors self-evidently contribute to emissions of greenhouse gases, Plaintiff does not—and cannot—plead sufficient facts to establish that any Shell statement or omission would have made any difference—much less have been a "substantial factor"—in the *global* consumption that allegedly caused effects in Maryland.

Second, Plaintiff's causal chain is not legally cognizable because it is too attenuated and speculative. This State's highest court long has held that the challenged conduct must be "the direct and continuing cause of an injury." *Bloom v. Good Humor Ice Cream Co. of Baltimore*,

179 Md. 384, 387 (1941) (affirming dismissal). "The negligen[t] acts must continue through every event and occurrence, and itself be the natural and logical cause of the injury." *Id.* By contrast, if there are "intermediate causes, self operating, which cause[] the injury sustained by the [plaintiff]," then dismissal is proper. *Id.* at 389; *see also, e.g.*, *Valentine v. On Target, Inc.*, 112 Md. App. 679, 692-93 (1996) (affirming dismissal; although it was "certainly arguable" that a gun retailer could foresee stolen guns would be used violently, holding retailer liable for a homicide would be "a significant extension of liability in this State"), *aff'd*, 353 Md. 544 (1999).

Because "intermediate causes" negate proximate cause, the more links there are in a plaintiff's causal chain, the more susceptible the plaintiff's claims are to dismissal. For example, in *Stone v. Chicago Title Insurance Co. of Maryland*, an investor (Stone) bought a house and engaged an attorney (Savitz) to release any liens on it. *See* 330 Md. 329, 332 (1993). Ten months later, Stone needed money to pay off a different loan. Because Savitz had failed to release the liens, Stone could not get a second mortgage on the house and instead "was forced to sell stock at a substantial loss" to make the loan payment. *Id.* at 332-33. The Maryland Supreme Court affirmed dismissal with prejudice of Stone's claims. It rejected his causal theory, holding "there was no acceptable nexus between Savitz's negligent conduct and the stock market losses" and, thus, "Savitz's negligence was not the proximate cause of the ensuing harm." *Id.* at 341.

Plaintiff's claims fail for a similar lack of nexus. The *at least* seven-link causal chain underlying Plaintiff's claims is even longer than the one the Maryland Supreme Court rejected on a motion-to-dismiss in *Stone*. *See id.* at 340-41. As a result, the alleged relationship between Shell's alleged deception and the climate impacts that Baltimore claims is anything but "direct and continuing" or "natural and logical." *Bloom*, 179 Md. at 387. Instead, countless "intermediate causes" render each link in the chain speculative and the entire chain attenuated. *Id.* at 389. Those causes include forces of nature, like the "extreme and volatile weather" about

which Baltimore complains. Compl. ¶ 1; *see also Wankel*, 127 Md. App. at 154. Others include humanity's knowing and voluntary choices, including: billions of people across the world who, over centuries, have used hydrocarbons or otherwise contributed to climate change, *see*, *e.g.*, Compl. ¶ 3 n.4 (referencing emissions from "coal" and "cement"); ¶ 43 ("land-use change"); the choices of governments to prioritize national defense and energy security instead of enacting policies combatting climate change, *see id.* ¶ 143; and Plaintiff's own choices to prioritize the benefits of fossil fuels over "exercis[ing] . . . its police power . . . to prevent and abate hazards to . . . the environment," *id.* ¶ 13. Even if Shell made deceptive statements or omissions about climate change (it did not), there is "no acceptable nexus" between those mere words and Baltimore's alleged injuries. *Stone*, 330 Md. at 341. Dismissal therefore is proper.

Sound considerations of policy support this conclusion. Proximate cause "depends essentially on whether the policy of the law will extend the responsibility for the conduct to the consequences." *Est. of Saylor v. Regal Cinemas, Inc.*, 54 F. Supp. 3d 409, 433 (D. Md. 2014) (Nickerson, J.) (cleaned up). In *Saylor*, the court refused to impose liability on a theater when its manager called security on a developmentally disabled moviegoer, leading to his death. *See id.* The court reasoned that the plaintiffs' theory implied that, if "a citizen makes a request of a law enforcement officer to intervene in a situation, that citizen should be held liable for the officer's use of excessive or deadly force." *Id.* Similarly, Plaintiff's theory would impose liability for environmental harms in Baltimore on any speaker who failed to warn the world about climate risks—including companies that fail to disclose that creating their products requires emitting greenhouse-gas emissions. To say that Plaintiff's theory would represent a "significant extension of liability in this State" is an understatement. *Valentine*, 112 Md. App. at 692-93.

Federal courts already have dismissed similar climate-change complaints for lack of causation under state law. In *Comer v. Murphy Oil USA, Inc.*, the court held: "The assertion that

the defendants' emissions combined over a period of decades or centuries with other natural and man-made gases to cause or strengthen a hurricane and damage personal property is precisely the type of remote, improbable, and extraordinary occurrence that is excluded from liability." 839 F. Supp. 2d 849, 868 (S.D. Miss. 2012), *aff'd on other grounds*, 718 F.3d 460 (5th Cir. 2013).[8]

Finally, Plaintiff's allegation that Defendants foresaw climate change does not satisfy the obligation to plead proximate cause. *See generally* Compl. ¶¶ 103-140. In addition to "whether the injuries were a foreseeable result of the negligent conduct," "[o]ther public policy considerations," including the remoteness of the harm, "play a role" and support dismissal. *Saylor*, 54 F. Supp. 3d at 432. Regardless, Plaintiff does not allege foreseeability within its legal meaning. Plaintiff does not and cannot allege, as it must, that Defendants foresaw that climate-related environmental harms in Baltimore would result primarily or solely from any false statements or omissions they made in Baltimore—or even around the globe—many decades ago. *That* is the relevant inquiry, and Plaintiff makes no such allegations because it cannot. *See id.* ("[L]egal causation . . . involves a determination of whether the injuries were a foreseeable result *of the negligent conduct*.") (emphasis added). Because Plaintiff does not adequately allege that any deception by Shell proximately caused its injuries, the Court should dismiss as to Shell.

CONCLUSION

The Court should dismiss the entire Complaint against Shell with prejudice.

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[8] Other federal courts have dismissed for lack of standing or personal jurisdiction because the causal chain was too attenuated. *See Kivalina*, 663 F. Supp. 2d at 881 (dismissing claims "dependent on a series of events far removed both in space and time from the Defendants' alleged discharge of greenhouse gases"); *City of Oakland v. BP p.l.c.*, 2018 WL 3609055, at *3 (July 27, 2018) (dismissing because actions "in California were causally insignificant in the context of the worldwide conduct leading to the international problem of global warming"), *vacated*, 2022 WL 14151421, at *8 (N.D. Cal. Oct. 24, 2022) (emphasizing that vacatur on other grounds "[i]n no way" changed the court's view); *cf. Anza v. Ideal Steel Supply Corp.*, 547 U.S. 451, 457 (2006) ("the proximate-cause requirement" includes the "demand for some direct relation between the injury asserted and the injurious conduct alleged").

Dated: October 16, 2023

Respectfully submitted,

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IN THE CIRCUIT COURT FOR BALTIMORE CITY

MAYOR AND CITY COUNCIL OF BALTIMORE, *Plaintiff,* vs. BP P.L.C., *et al.*, *Defendants.*	Civil Action No. 24-C-18-004219

ORDER GRANTING SHELL DEFENDANTS' MOTION TO DISMISS

UPON CONSIDERATION of Defendants Shell plc (f/k/a Royal Dutch Shell plc) and Shell USA, Inc.'s (f/k/a Shell Oil Company) (collectively, "Shell Defendants") Motion to Dismiss for Failure to State a Claim ("Motion"), any opposition thereto, any reply, and oral argument having been held or deemed unnecessary, it is this _____ day of _____, 202_, **HEREBY**

ORDERED that Shell Defendants' Motion is **GRANTED**, and it is further

ORDERED that Plaintiff's claims against Shell Defendants are **DISMISSED WITH PREJUDICE**.

The clerk is directed to close this case.

_____

Judge Videtta A. Brown