

Andeavor
I-40 Exit 39
Jamestown, NM 87347

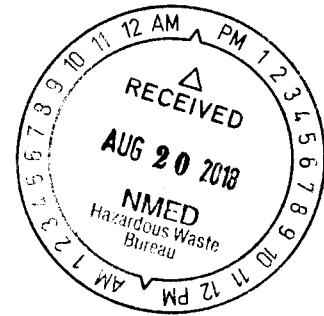
505 722 3833
andeavor.com



Sent via USPS Certified Mail: 7017 1070 0000 8701 6593

August 16, 2018

Mr. John E. Keiling
Chief, Hazardous Waste Bureau
New Mexico Environmental Department
2905 Rodeo Park Drive East, Bldg 1
Santa Fe, NM 87505-6303



RE: Notifications regarding Corporate Transaction
Western Refining Southwest, Inc. Gallup Refinery RCRA Post-Closure Permit and NMED v. San
Juan Refining Company Order
Western Refining Southwest, Inc., Gallup Refinery
EPA ID # NMD000333211
Western Refining Southwest, Inc., Bloomfield Refinery
EPA ID #NMD089416416
HWB-WRG-MISC and HWB-WRB-MISC

Dear Mr. Keiling,

On June 11, 2018, Western Refining Southwest, Inc. – Gallup Refinery (“Permittee”) received a letter indicating necessary obligations to comply with 40 CFR 270.40 (Transfer of Permits) and the RCRA Post-Closure Care Permit (Permit) Section I.J.3 (Transfer of Permit) due to previous discussion of an upcoming corporate transaction involving Marathon Petroleum Corp. and Andeavor. I am writing in connection with (1) the Western Refining Southwest Gallup Refinery RCRA Post-Closure Permit (Oct. 2013) No. NM000333211 (“Gallup Refinery Permit”) and (2) the NMED v. San Juan Refining Company Order, No. HWB 07-34 (July 27, 2007) (“Bloomfield Refinery Order”). This letter is to provide notice of an upcoming transaction.

The Gallup Refinery Permit was issued to Western Refining Southwest, Inc., which is now an indirect subsidiary of Andeavor. Andeavor was formerly known as Tesoro Corporation prior to changing its name on August 1, 2017. The Bloomfield Refinery Order was issued to San Juan Refining Company and Giant Industries Arizona, Inc., which subsequently became Western Refining Southwest, Inc., both of which are now indirect subsidiaries of Andeavor.

Andeavor has entered into an agreement with Marathon Petroleum Corporation (“MPC”) that, upon closing, will result in a series of mergers involving Andeavor and certain indirect subsidiaries of MPC. As a result, Andeavor will become an indirect subsidiary of MPC and convert to an LLC. All of Andeavor’s current subsidiaries will remain in place as subsidiaries of Andeavor LLC and indirect subsidiaries of MPC. These merger-related transactions involve only Andeavor, and no changes to Western Refining Southwest, Inc., San Juan Refining Company or facility operations are anticipated.

While regulatory approvals for the pending merger have been obtained, the merger has not been completed, and is not expected to be completed until October 1, 2018. This closing is subject to approval of the Andeavor and Marathon shareholders, and other customary closing conditions. If the closing does not occur on October 1, Andeavor will provide a follow-up letter with the actual date of closing promptly after it occurs.

As evidence of this planned timeline, the joint definitive proxy statement sent to Marathon and Andeavor shareholders regarding the upcoming vote to approve the merger, are available on the U.S. Securities and Exchange Commission’s website: www.sec.gov.

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Please note that Andeavor is the guarantor for the financial assurance obligations of the permittees for both the Gallup Refinery Permit and the Bloomfield Refinery Order. New Mexico regulations allow an affiliated company to provide a guarantee without becoming a permittee. 40 CFR 264.143(f)(10) and 264.145(f)(11), incorporated by reference by NMAC 20.4.1.500.

No Impact from the Merger on the Permit and Order

The permit holders will remain the same before and after the transaction, their names will not change as a result of this transaction, and no changes to the facilities are expected as a result of this transaction, at the time that Andeavor and Marathon's merger closes. For these reasons, no transfer of the permit is required by the Marathon and Andeavor merger.

Gallup Refinery Permit Part A Application update

Also discussed in the letter were necessary updates to Gallup Refinery Permit Part A application, specifically contact person and legal owner. Please accept the updated RCRA Subtitle C Site Identification Form being provided as an attachment, as well as the below contact information:

Environmental Supervisor	Jessica O'Brien Office: (505) 722-0287 Mobile: (409) 454-3777 E-mail: Jessica.L.Obrien@andeavor.com
Environmental Waste Engineer	Janelle Vestal Office: (505) 726-9721 Mobile: (505) 285-8193 E-Mail: Janelle.Vestal@andeavor.com
Remediation Project Manager	Brian Moore Office: (505) 726-9745 Mobile: (281) 734-1572 E-Mail: Brian.Moore@andeavor.com


Please confirm this notice of the proposed merger between Andeavor and Marathon Petroleum Company LP is sufficient. Please do not hesitate to contact me with any questions. If a follow-up conference call or meeting can help clarify any remaining questions NMED may have, please let me know, and we will schedule.

Sincerely,

Jessica L. O'Brien
Acting Environmental Supervisor
Western Refining Southwest, Inc. – Gallup Refinery

Enclosure

cc: Kristen VanHorn, NMED HWB (via e-mail: Kristen.VanHorn@state.nm.us)
Carl Chavez, OCD (via e-mail: CarlJ.Chavez@state.nm.us)

<p>United States Environmental Protection Agency RCRA SUBTITLE C SITE IDENTIFICATION FORM</p>	
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1. Reason for Submittal (Select only one.)

<input type="checkbox"/>	Obtaining or updating an EPA ID number for an on-going regulated activity that will continue for a period of time. (Includes HSM activity)
<input type="checkbox"/>	Submitting as a component of the Hazardous Waste Report for _____ (Reporting Year)
<input type="checkbox"/>	Site was a TSD facility and/or generator of > 1,000 kg of hazardous waste, > 1 kg of acute hazardous waste, or > 100 kg of acute hazardous waste spill cleanup in one or more months of the reporting year (or State equivalent LQG regulations)
<input type="checkbox"/>	Notifying that regulated activity is no longer occurring at this Site
<input type="checkbox"/>	Obtaining or updating an EPA ID number for conducting Electronic Manifest Broker activities
<input checked="" type="checkbox"/>	Submitting a new or revised Part A Form

2. Site EPA ID Number

N	M	D	0	0	0	3	3	3	2	1	1
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3. Site Name

Western Refining Southwest, Inc. - Gallup Refinery
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4. Site Location Address

Street Address I-40 Exit 39		
City, Town, or Village Jamestown	County McKinley	
State New Mexico	Country USA	Zip Code 87347

5. Site Mailing Address

Same as Location Address

Street Address 92 Giant Crossing Road		
City, Town, or Village Gallup		
State New Mexico	Country USA	Zip Code 87301

6. Site Land Type

<input checked="" type="checkbox"/> Private	<input type="checkbox"/> County	<input type="checkbox"/> District	<input type="checkbox"/> Federal	<input type="checkbox"/> Tribal	<input type="checkbox"/> Municipal	<input type="checkbox"/> State	<input type="checkbox"/> Other
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7. North American Industry Classification System (NAICS) Code(s) for the Site (at least 5-digit codes)

A. (Primary) 324410	C.
B.	D.

8. Site Contact Information Same as Location Address

First Name	Daniel	MI	J.	Last Name	Statile
Title Vice President & Refinery Manager					
Street Address					
City, Town, or Village					
State		Country		Zip Code	
Email Daniel.J.Statile@andeavor.com					
Phone (505) 722-0202		Ext		Fax	

9. Legal Owner and Operator of the Site**A. Name of Site's Legal Owner** Same as Location Address

Full Name Western Refining Southwest, Inc.				Date Became Owner (mm/dd/yyyy) 11/15/2007	
Owner Type <input checked="" type="checkbox"/> Private <input type="checkbox"/> County <input type="checkbox"/> District <input type="checkbox"/> Federal <input type="checkbox"/> Tribal <input type="checkbox"/> Municipal <input type="checkbox"/> State <input type="checkbox"/> Other					
Street Address					
City, Town, or Village					
State		Country		Zip Code	
Email Daniel.J.Statile@andeavor.com					
Phone (505) 722-0202		Ext		Fax	
Comments					

B. Name of Site's Legal Operator Same as Location Address

Full Name Western Southwest Refining, Inc.				Date Became Operator (mm/dd/yyyy) 11/15/2007	
Operator Type <input checked="" type="checkbox"/> Private <input type="checkbox"/> County <input type="checkbox"/> District <input type="checkbox"/> Federal <input type="checkbox"/> Tribal <input type="checkbox"/> Municipal <input type="checkbox"/> State <input type="checkbox"/> Other					
Street Address					
City, Town, or Village					
State		Country		Zip Code	
Email Daniel.J.Statile@andeavor.com					
Phone (505) 722-0202		Ext		Fax	
Comments					

10. Type of Regulated Waste Activity (at your site)

Mark "Yes" or "No" for all current activities (as of the date submitting the form); complete any additional boxes as instructed.

A. Hazardous Waste Activities

<input checked="" type="checkbox"/> Y <input type="checkbox"/> N	1. Generator of Hazardous Waste—If "Yes", mark only one of the following—a, b, c	
<input checked="" type="checkbox"/>	a. LQG	-Generates, in any calendar month (includes quantities imported by importer site) 1,000 kg/mo (2,200 lb/mo) or more of non-acute hazardous waste; or - Generates, in any calendar month, or accumulates at any time, more than 1 kg/mo (2.2 lb/mo) of acute hazardous waste; or - Generates, in any calendar month or accumulates at any time, more than 100 kg/mo (220 lb/mo) of acute hazardous spill cleanup material.
<input type="checkbox"/>	b. SQG	100 to 1,000 kg/mo (220-2,200 lb/mo) of non-acute hazardous waste and no more than 1 kg (2.2 lb) of acute hazardous waste and no more than 100 kg (220 lb) of any acute hazardous spill cleanup material.
<input type="checkbox"/>	c. VSQG	Less than or equal to 100 kg/mo (220 lb/mo) of non-acute hazardous waste.
If "Yes" above, indicate other generator activities in 2 and 3, as applicable.		
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	2. Short-Term Generator (generates from a short-term or one-time event and not from on-going processes). If "Yes", provide an explanation in the Comments section.	
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	3. Mixed Waste (hazardous and radioactive) Generator	
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	4. Treater, Storer or Disposer of Hazardous Waste—Note: A hazardous waste Part B permit is required for these activities.	
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	5. Receives Hazardous Waste from Off-site	
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	6. Recycler of Hazardous Waste	
<input type="checkbox"/>	a. Recycler who stores prior to recycling	
<input type="checkbox"/>	b. Recycler who does not store prior to recycling	
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	7. Exempt Boiler and/or Industrial Furnace—If "Yes", mark all that apply.	
<input type="checkbox"/>	a. Small Quantity On-site Burner Exemption	
<input type="checkbox"/>	b. Smelting, Melting, and Refining Furnace Exemption	

B. Waste Codes for Federally Regulated Hazardous Wastes. Please list the waste codes of the Federal hazardous wastes handled at your site. List them in the order they are presented in the regulations (e.g. D001, D003, F007, U112). Use an additional page if more spaces are needed.

D001						
K049						
K050						
K051						

C. Waste Codes for State Regulated (non-Federal) Hazardous Wastes. Please list the waste codes of the State hazardous wastes handled at your site. List them in the order they are presented in the regulations. Use an additional page if more spaces are needed.

11. Additional Regulated Waste Activities (NOTE: Refer to your State regulations to determine if a separate permit is required.)

A. Other Waste Activities

<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	1. Transporter of Hazardous Waste—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Transporter
<input type="checkbox"/>	b. Transfer Facility (at your site)
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	2. Underground Injection Control
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	3. United States Importer of Hazardous Waste
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	4. Recognized Trader—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Importer
<input type="checkbox"/>	b. Exporter
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	5. Importer/Exporter of Spent Lead-Acid Batteries (SLABs) under 40 CFR 266 Subpart G—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Importer
<input type="checkbox"/>	b. Exporter

B. Universal Waste Activities

<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	1. Large Quantity Handler of Universal Waste (you accumulate 5,000 kg or more) - If “Yes” mark all that apply. Note: Refer to your State regulations to determine what is regulated.
<input type="checkbox"/>	a. Batteries
<input type="checkbox"/>	b. Pesticides
<input type="checkbox"/>	c. Mercury containing equipment
<input type="checkbox"/>	d. Lamps
<input type="checkbox"/>	e. Other (specify) _____
<input type="checkbox"/>	f. Other (specify) _____
<input type="checkbox"/>	g. Other (specify) _____
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	2. Destination Facility for Universal Waste Note: A hazardous waste permit may be required for this activity.

C. Used Oil Activities

<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	1. Used Oil Transporter—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Transporter
<input type="checkbox"/>	b. Transfer Facility (at your site)
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	2. Used Oil Processor and/or Re-refiner—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Processor
<input type="checkbox"/>	b. Re-refiner
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	3. Off-Specification Used Oil Burner
<input type="checkbox"/> Y <input checked="" type="checkbox"/> N	4. Used Oil Fuel Marketer—If “Yes”, mark all that apply.
<input type="checkbox"/>	a. Marketer Who Directs Shipment of Off-Specification Used Oil to Off-Specification Used Oil Burner
<input type="checkbox"/>	b. Marketer Who First Claims the Used Oil Meets the Specifications

12. Eligible Academic Entities with Laboratories—Notification for opting into or withdrawing from managing laboratory hazardous wastes pursuant to 40 CFR 262 Subpart K.

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	A. Opting into or currently operating under 40 CFR 262 Subpart K for the management of hazardous wastes in laboratories—If “Yes”, mark all that apply. Note: See the item-by-item instructions for definitions of types of eligible academic entities.
		<input type="checkbox"/> 1. College or University
		<input type="checkbox"/> 2. Teaching Hospital that is owned by or has a formal written affiliation with a college or university
		<input type="checkbox"/> 3. Non-profit Institute that is owned by or has a formal written affiliation with a college or univer-
<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	B. Withdrawing from 40 CFR 262 Subpart K for the management of hazardous wastes in laboratories.

13. Episodic Generation

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	Are you an SQG or VSQG generating hazardous waste from a planned or unplanned episodic event, lasting no more than 60 days, that moves you to a higher generator category. If “Yes”, you must fill out the Addendum for Episodic Generator.
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14. LQG Consolidation of VSQG Hazardous Waste

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	Are you an LQG notifying of consolidating VSQG Hazardous Waste Under the Control of the Same Person pursuant to 40 CFR 262.17(f)? If “Yes”, you must fill out the Addendum for LQG Consolidation of VSQGs hazardous waste.
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15. Notification of LQG Site Closure for a Central Accumulation Area (CAA) (optional) OR Entire Facility (required)

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	LQG Site Closure of a Central Accumulation Area (CAA) or Entire Facility.
		A. <input type="checkbox"/> Central Accumulation Area (CAA) <input type="checkbox"/> Entire Facility
		B. Expected closure date: _____ mm/dd/yyyy
		C. Requesting new closure date: _____ mm/dd/yyyy
		D. Date closed : _____ mm/dd/yyyy
		<input type="checkbox"/> 1. In compliance with the closure performance standards 40 CFR 262.17(a)(8)
		<input type="checkbox"/> 2. Not in compliance with the closure performance standards 40 CFR 262.17(a)(8)

16. Notification of Hazardous Secondary Material (HSM) Activity

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	A. Are you notifying under 40 CFR 260.42 that you will begin managing, are managing, or will stop managing hazardous secondary material under 40 CFR 260.30, 40 CFR 261.4(a)(23), (24), or (27)? If “Yes”, you must fill out the Addendum to the Site Identification Form for Managing Hazardous Secondary Material.
<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	B. Are you notifying under 40 CFR 260.43(a)(4)(iii) that the product of your recycling process has levels of hazardous constituents that are not comparable to or unable to be compared to a legitimate product or intermediate but that the recycling is still legitimate? If “Yes”, you may provide explanation in Comments section. You must also document that your recycling is still legitimate and maintain that documentation on site.

17. Electronic Manifest Broker

<input type="checkbox"/> Y	<input checked="" type="checkbox"/> N	Are you notifying as a person, as defined in 40 CFR 260.10, electing to use the EPA electronic manifest system to obtain, complete, and transmit an electronic manifest under a contractual relationship with a hazardous waste generator?
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