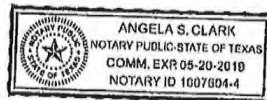


EXHIBIT A

CHARGE OF DISCRIMINATION		AGENCY	CHARGE NUMBER
This form is affected by the Privacy Act of 1974; See Privacy Act Statement before completing this form.		<input checked="" type="checkbox"/> FEPA <input checked="" type="checkbox"/> EEOC	
Texas Workforce Commission—Civil Rights Division and EEOC			
State or local Agency, if any			
NAME (Indicate Mr., Ms., Mrs.) Walled Shater	HOME TELEPHONE (Include Area Code) (973)-200-3642	DATE OF BIRTH 1/12/1968	
STREET ADDRESS CITY, STATE AND ZIP CODE 40 Highland Drive, West Caldwell, NJ 07006			
NAMED IS THE EMPLOYER, LABOR ORGANIZATION, EMPLOYMENT AGENCY, APPRENTICESHIP COMMITTEE, STATE OR LOCAL GOVERNMENT AGENCY WHO DISCRIMINATED AGAINST ME (If more than one list below.)			
NAME Shell Oil Company	No. Employees, Members 501+	Phone No. (Include Area Code) (713) 241-2475	
STREET ADDRESS CITY, STATE AND ZIP CODE 910 Louisiana St, Houston, TX 77002			
NAME Shell Expatriate Employment US Inc.	No. Employees, Members 501+	Phone No. (Include Area Code) (713) 241-2475	
STREET ADDRESS CITY, STATE AND ZIP CODE PO Box 4410, Houston, TX 77210-4410			
CAUSE OF DISCRIMINATION BASED ON (Check appropriate box(es))		DATE(S) DISCRIMINATION TOOK PLACE	
<input checked="" type="checkbox"/> RACE <input type="checkbox"/> COLOR <input type="checkbox"/> SEX <input type="checkbox"/> RELIGION <input checked="" type="checkbox"/> NATIONAL ORIGIN <input type="checkbox"/> RETALIATION <input type="checkbox"/> AGE <input type="checkbox"/> DISABILITY <input type="checkbox"/> GENETIC INFORMATION <input type="checkbox"/> OTHER (Specify)		Earliest _____ Latest 5/1/2017 <input type="checkbox"/> CONTINUING ACTION	
THE PARTICULARS ARE (If additional paper is needed, attach extra sheet(s)):			
<p>My Background In The U.S. Secret Service And At ConocoPhillips</p> <p>In 1993, I obtained a Master of Arts Degree from Rutgers University. In 1995, I went to work as a Special Agent for the U.S. Secret Service (USSS) Newark Field Office (Ex. 1). In 2000, I was assigned to the Presidential Protective Division ("PPD") as a Special Agent. Some of my duties and accomplishments as a Special Agent for the USSS were:</p> <p>(Continued on attached pages)</p>			
<div style="text-align: right;"> RECEIVED FEB 12 2018 HOUSTON DISTRICT OFFICE </div>			
I want this charge filed with both the EEOC and the State or local Agency, if any I will advise the agencies if I change my address or telephone number and I will cooperate fully with them in the processing of my charge in accordance with their procedures.		NOTARY - (When necessary for State and Local Requirements)	
I declare under penalty of perjury that the foregoing is true and correct.		I swear or affirm that I have read the above charge and that it is true to the best of my knowledge, information and belief.	
Date 2-1-2018 Charging Party (Signature) X	SIGNATURE OF COMPLAINANT X SUBSCRIBED AND SWORN TO BEFORE ME THIS DATE (Day, month, and year)		

EEOC FORM 6 (REV. 3/01)



- 5 years assigned to the White House on the elite Presidential Protective Division (less than 5% of all USSS agents serve on PPD). I provided protective detail for Presidents Bush and Clinton and the First Ladies.
- Designated supervisory lead advance agent on PPD.
 - Lead agent for more presidential visits than any agent since January 2001, including:
 - One of 6 USSS agents selected to conduct secret Thanksgiving 2003 White House presidential visit to Iraq; and
 - 2002 White House presidential visit to Daytona 500; I was the lead USSS agent for the trip, accountable for over 400 federal, state, local and military personnel.
- Served as detailee to Department of Homeland Security (DHS), including DHS Energy Infrastructure Department (main US government agency interfacing with US oil sector).
- Case agent detailee to FBI on PENTTBOMB investigation following 9/11 attacks; including undercover agent targeting suspected al-Qaeda terrorists (the largest criminal inquiry in the FBI's history).

In 2007, I left the Secret Service and accepted employment with ConocoPhillips as a Regional Security Director for Middle East and North Africa Business Unit (Ex. 1).

My Employment At Shell, And Consistently Outstanding Performance Reviews

In August 2013, I began working for Shell Expatriate Employment US Inc. and Shell Oil Company (jointly "Shell") as a Country Security Manager ("CSM"). I was hired as a Houston-based employee, to work in Dubai, UAE. The CSM (Job Group 3) position reports to the Regional Security Manager ("RSM") (Job Group 1). In my case, I reported to the RSM – Middle East & North Africa ("MENA"). Within Shell currently, of the five RSMs in the Company, four of them had been in the CSM role at Shell before becoming an RSM (the only exception is Wayne Hunt, the individual hired over me for the at-issue position in this case). In the CSM role, I was responsible for seven countries, more than any other CSM in Shell. This is unusual, as most other CSMs in Shell only have responsibility for one country. As such, my CSM role was more similar to a RSM role than a typical CSM role.

I performed extremely well in the CSM role, as reflected by my performance reviews for 2014, 2015, and 2016, and my Individual Development Plan ("IDP"), all of which are attached as Exhibits 2, 3, 4, and 5. Based on my reviews, I am considered "Top Talent," an official term used to designate top Shell personnel destined for promotion.

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My 2017 performance review, a copy of which has been sent to me by my supervisor, and to be finalized in February 2018, states: "Waliad has put in a strong performance during 2017. Within his cluster of countries he has continued to provide a high level of support to the various businesses, leadership, country chairs, regional security team and REAP. GPA targets have been met and additional support provided." In 2017 I received another 1.2 Individual Performance Factor (annual performance rating). This is the third year in a row that I received an outstanding performance rating.

My performance reviews are higher than about 95% of all Shell (94,000 staff) and the Company's approximately 75-person security skill pool. I currently maintain a Secret U.S. government (USG) clearance held by DHS, and receive more classified briefings from agencies in the US intelligence community (DHS, FBI, DIA, CIA) than anyone else in Shell Corporate Security. Before joining Shell, while still in the private sector, I served as advisor to the U.S. Senate Committee on Homeland Security and Government Affairs.

In early 2017, I was identified in my IDP by my supervisor as qualified and competitive for the RSM – Americas role if and when it opened up (Ex. 5). Specifically, my supervisor stated in writing in my IDP that, "[d]ue to experience, Waliad would be a strong contender for both RSM MENA or Americas." (*Id.*). My IDP also identifies me as having a Current Employment Potential ("CEP") of Job Group 2 or 1, meaning I am currently assessed by my supervisor, Corporate Security, and Human Resources, as having the competency to perform at these senior job group levels (Ex. 5). The RSM – Americas position is a Job Group 1. My last CEP assessment was on May 27, 2016 (Ex. 5).

James Hall's, And Shell's, Long-Standing Preference For British Employees

The head of Shell's Corporate Security is a Vice-President named James W.D. Hall. Mr. Hall is a British citizen working in the Company's Global Headquarters located in The Hague, Netherlands. Mr. Hall is a former British government employee. Mr. Hall has hired a lot of British ex-government/military members to work in the Corporate Security department at Shell. He favors British persons. Among the openings over the past five years in the Corporate Security Department for Job Grade Level 1 or 2 roles (which are the senior level roles), British persons were selected for 82% of the positions (Ex. 6). I am not British. I am an American citizen, and my national origin is Egyptian and Sudanese. I speak Arabic, and some Russian.

In July 20, 2016 I was in Houston, Texas, for several days of work, at the request of the then current RSM – Americas, Crockett Oaks. Mr. Oaks, who I barely knew, invited me to Houston to meet with him and his security staff. During that visit, he told me he saw me as his successor when he eventually moved on from his RSM – Americas position. He invited me to Houston to meet his staff, and other Shell business leaders and industry peers. Other than me, no one else was invited to visit.

During my visit to Houston, two Corporate Security employees I met (Bob Schoen and Andy Thompson), whom I had never met before, asked me "why does Corporate Security hate Americans?" Both Bob Schoen and Andy Thompson are retired veterans of the U.S. military and the Coast Guard.

On November 26, 2016, the Shell Corporate Security Global Threat Analyst, Maria Kuusisto, who was based in The Hague at the time, told me that Mr. Hunt would be selected for the RSM – Americas position whenever it was posted over the next year. Ms. Kuusisto cited Mr. Hunt's close relationship with James Hall, and the fact that "the Brit boys stick together." Ms. Kuusisto thought I was best qualified for the job.

Shell's Termination Of Crockett Oaks, The Then RSM – Americas, Allegedly For Refusing To Accede To Hall's Desire To Hire Based On Age And Sex, In Violation Of U.S. Law

In December 2016, Mr. Hall fired Crockett Oaks, the above-referenced RSM – Americas for Shell, who was a former FBI Special Agent before he joined Shell. Oaks is not British. He is an African-American. He was the only minority on the Shell Corporate Security Leadership Team ("CSLT"). Later in December 2016, through his legal counsel, Oaks asserted that Hall fired him because Oaks refused to make hiring decisions based on age and gender, in violation of U.S. laws, as Hall wanted him to do. In January 2017, Oaks filed a Charge of Discrimination with the EEOC's Houston office, making the same allegations (Ex. 7). Oaks had several e-mails from Mr. Hall to prove his allegations. See, e.g., Ex. 9-1.

The Posting For Oaks' Old Job As RSM – Americas, And The Predetermined Decision To Give The Job To A British National, Wayne Hunt

In January 2017, Shell posted the opening for Oaks' old job as RSM – Americas. A job description for that job is attached (Ex. 8). Oaks had worked out of Houston, Texas, as would his replacement. As mentioned, it is normal for RSM openings to be filled by an individual who has successfully performed the CSM role. The most recently promoted three RSMs – Asia/Pacific, RSM – Europe & Russia/Caspian, and RSM – Middle East & North Africa, had all been promoted while they were CSMs. Indeed, in 2016, Oaks had told me that he saw me as his successor whenever he moved out of the role, as indicated above. I was completely qualified for the job, and my direct supervisor, Robert Buss, the RSM – Middle East & North Africa, had told me that during performance reviews. In fact, as mentioned above, I was identified in my IDP by my supervisor as qualified and competitive for the RSM – Americas role (Ex. 5). Specifically, my supervisor had stated in writing in my IDP that, "[d]ue to experience, Walied would be a strong contender for both RSM MENA or Americas." (*Id.*). The RSM – Americas position would have been a promotion to Job Grade 1, and would have entailed a raise and better benefits. So, I applied for the job.

Also, shortly after the RSM – Americas position was posted for potential applicants to apply, in approximately mid-January, something suspicious occurred. Specifically, on November 17, 2016, the invitation for the Americas Security Team meeting to occur on February 14, 2017 was sent out. Wayne Hunt, a Security Program Manager in The Hague, Netherlands, was not originally invited because he was not part of the Americas Security Team and had never before attended this annual meeting. But, on January 30, 2017, approximately two weeks after the RSM – Americas job opening was posted, Wayne Hunt's name was added to the invitation list. Wayne Hunt accepted the invitation on February 2, 2017, and attended the meeting with James Hall in Houston, Texas, along with the rest of the Americas Security Team. In hindsight, this suggests that Mr. Hall

had preselected Hunt for the RSM – Americas job from the start and wanted him to travel to Houston to slowly introduce him to the Americas Security Team weeks before the new RSM – Americas was announced, and before any interviews for the position had even taken place. Also around this time, there was an announcement from Corporate Security that Wayne Hunt would be managing three new direct reports. This suggests an attempt to increase the number of direct reports before the RSM – Americas job posting in order for Mr. Hunt to appear he has more significant management responsibilities than he really had (and thus was more qualified for the job than he actually was).

On January 31, 2017, Mr. Hall was in Dubai, and he stopped by and talked to me. He told me that he knew that I had applied for the RSM - Americas position, and said that I should have a “Plan B.” Mr. Hall said I was so good in my current role that he did not want to lose me. Mr. Hall also said and that there was no replacement for me. This was untrue, as my supervisor, Mr. Buss, had already identified another CSM (of Saudi Arabia), Andrew Boulton, a white British national, to replace me if I was promoted to RSM – Americas. When I told Mr. Buss what Mr. Hall had told me about there not being a replacement, he said this was not true and that Mr. Hall knew Andrew Boulton had previously been identified as my replacement during succession planning sessions that Mr. Hall participated in.

Based on what Mr. Hall told me about needing a “Plan B” (which also, in hindsight, suggests that Mr. Hall had preselected Hunt for the RSM – Americas job from the start), I withdrew my application. Shortly thereafter, Mr. Hall asked me why I had done so, and I told him I had done so based on his comments, as it appeared to me he had already made a selection in his mind. He told me he had not. Despite not believing him, I knew I was clearly the most qualified for the position and then I reapplied.

On February 8, 2017, I was notified that I was going to be interviewed for the RSM – Americas position. I was interviewed over the phone by Mr. Hall, an HR Manager, and an External Relations Manager. Brian Butcher, an American and current Shell employee employed in Governmental Relations in Washington, D.C., and Wayne Hunt, also received interviews. I performed extremely well in my interview.

On March 23, 2017, the intra-Shell rumors were so strong that Mr. Hall had already preselected Wayne Hunt for the RSM – Americas position that Mr. Hall felt compelled to issue a note to all Corporate Security staff that read in relevant part, “...and I look forward to announcing a new RSM for the Americas. We are a small community in security and I know there has been speculation that a final decision has already been made. I can assure you that it has not, but will advise you as soon as we are ready to move forward.”

On March 30, 2017, Oaks filed a lawsuit in Houston (Ex. 9), and attached the e-mails in which Hall expressed a desire for him to make hiring decisions based on age and sex, in violation of U.S. law, such as saying, “[I]et’s indeed look to backfill Bob’s role with some **younger** external talent.” (Ex. 9-1) (bold added). On April 10, 2017, Oaks and Shell jointly asked the Court to dismiss Oaks’ case because it had been resolved. On April 11, 2017, the Court granted the joint motion (Ex. 10).

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Mr. Hall already had a preference for white British nationals. The Oaks situation showed him that he could not count on an American – especially a former federal agent such as Mr. Oaks and me – to blindly and without any questions carry out his wishes. And, in the case of Mr. Oaks, the whole situation had blown up into a public lawsuit. With the Oaks' case now behind him, Mr. Hall no doubt wanted someone he could trust completely, no matter what. From all the circumstances, I believe it is clear that Mr. Hall wanted a fellow British national, like Wayne Hunt, that he could send to Houston, Texas to be the RSM – Americas, despite the fact that Mr. Hunt did not meet the basic qualifications for the position, and, on the other hand, I not only satisfied the basic qualifications for the position, but far exceeded them, and had already been designated as ready to assume that exact position (Ex. 5).

Sure enough, on May 1, 2017, Mr. Hall called me on the phone and told me that I was second for the RSM – Americas role, and that another candidate was selected. At that time, he did not provide a name of the candidate, citing HR formalities until there was an official announcement. I asked why I was not selected and Mr. Hall said that the other candidate answered a question about leadership better than I did (which I dispute). I had significant leadership experience in the public and private sectors and had also successfully completed an Executive Education Leadership Program at the Kellogg School of Management at Northwestern University in March 2017 that Shell approved me to attend and paid for. I told Mr. Hall that if he went through all the listed competencies for the job from the job description, I am objectively qualified for them, and Mr. Hunt – who I suspected he had selected for the job – is not. Mr. Hall did not acknowledge Mr. Hunt was selected but said that “sometimes we can't go by competencies.” With Mr. Hunt's selection into the role, all of the current RSMs within Shell are white male non-Americans.

A comparative analysis of my current job versus Mr. Hunt's job as Security Program Manager before he was given the RSM – Americas role is attached as Exhibit 11. As it reflects, the RSM role and my CSM role are almost identical, and Mr. Hunt's job as Security Program Manager was not.

Also, the RSM – Americas role includes responsibility for several High Threat countries, such as Colombia, Trinidad & Tobago, Venezuela, Brazil and Mexico. As a CSM, I had managed a large region with multiple countries within Shell as indicated in the job posting, including many High threat countries, including Jordan, Yemen, Algeria, Syria, Lebanon and Israel. I had managed High threat countries so well since joining Shell that I was assigned Israel, Lebanon, Jordan, Algeria and Morocco, which were not part of my remit countries when I was first hired. In contrast, Mr. Hunt was based in The Hague, never managed any countries or regions, and his primary job was to write technical security specifications for Shell on armored cars, fences, alarms, CCTV, etc. He had no experience at all managing High threat countries.

I continuously engaged with multiple Shell country heads of business units, governments and internal and external stakeholders, as required on the RSM – Americas job description. I gathered and disseminated intelligence to the business, managed security incidents and gave more than three dozen security awareness briefings to hundreds of staff. I also produced a Situational Awareness video that has had more than 4,000 unique views by Shell staff, making it one of the most viewed security communications ever issued by Shell Corporate Security. In contrast, Mr. Hunt did not engage continuously, if ever, with any Shell country heads of business units, governments, public

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security, or stakeholders, as required on the RSM – Americas job description. Mr. Hunt never gathered and disseminated intelligence to the business, never managed security incidents and never provided security awareness briefings to any staff.

According to the RSM job posting, the following competencies were required at the Mastery level:

1. Manages Security Risks – Mastery
2. Manages the Intelligence Process – Mastery
3. Manages Security Incident & Crises – Mastery
4. Manages Security Compliance & Integration – Mastery
5. Carry out Health, Safety, Security and Environment & Social Performance Assurance – Mastery
6. Stakeholder Sensing, Engagement & Relationship Building - Mastery

I had all these competencies by virtue of my job as a CSM. All of them are the same competencies for a RSM position. In contrast, Mr. Hunt did not even meet the Skill level, never mind Mastery for the competencies numbered 2, 3, 5, and 6, above, because he never performed these roles in his most recent position. A detailed comparison of my qualifications for the job, and Mr. Hunt's lack of qualifications, is attached hereto (Ex. 13).

It is especially bizarre that Mr. Hunt was selected for the RSM – Americas job because over 80% of Shell assets in the U.S. are regulated by the U.S. Government ("USG"), including U.S. Coast Guard and DHS. Threat information is routinely shared by the USG with Shell and others in the extractives industry. Briefings are also held by members of the U.S. intelligence community (IC) with the private sector on threats to critical and energy infrastructure. To attend these briefings invited attendees must have an active USG security clearance. Non-Americans are not eligible for U.S. security clearances and cannot attend the briefings. This mandates the need for RSMs to be Americans and have access to classified threat reporting, as all previous RSM – Americas had. This makes it especially inexplicable that Mr. Hunt would be hired for the role. The only explanation is Mr. Hall's desire for a fellow British national he could send to America and trust to follow his desires – in contrast to the prior, American, RSM – Americas, Oaks.

Additionally, there was no requirement in the RSM – Americas job posting for the need to have, or be able to obtain, a U.S. government clearance, although such a requirement was mandated for a much junior Security Advisor position in Houston that was posted in 2016 (Ex. 12 at 3). Given the interface with the U.S. Government, as indicated in the job posting, it would be natural for the position to include a U.S. security clearance. I believe this was not included because Mr. Hall knew that Mr. Hunt, a British national, does not have a U.S. security clearance. Other positions under the RSM – Americas role such as the CSM Americas, Regional Threat Analyst Americas and Security Advisor Americas, all have a U.S. security clearance. It is illogical that all the positions under the RSM – Americas can obtain classified information but cannot disseminate or discuss

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with the RSM – Americas, their ultimate superior. Furthermore, under certain rules of the Maritime Security Act of 2002, company information about critical national infrastructure cannot be shared with non-Americans, which again renders Mr. Hunt's selection for the role unexplainable on legitimate, non-discriminatory, grounds.

Another telling fact is that Spanish was listed as a preferred qualification for the RSM – Americas position (Ex. 8). This is because Mr. Hunt speaks Spanish and Mr. Hall inserted this to make Mr. Hunt appear more qualified since he lacked so many of the Core Security Competencies listed in the RSM – Americas job posting. This further demonstrates that Mr. Hall had preselected Hunt for the RSM – Americas job from the start. There has never before been an RSM position posted in Shell in which a language requirement was listed. This includes the most recent RSM positions posted for:

- RSM Asia-Pacific; covers all Asian countries and no language listed in job posting.
- RSM Europe & Russia/Caspian; covers all Europe/Russian/Caspian and no language listed in job posting.
- RSM Middle East & North Africa; covers all Middle East and North Africa and no language listed in job posting.

Further, Crockett Oaks, the immediately prior RSM – Americas, did not speak Spanish, and neither did his predecessor, Rob Ream. And, the current most senior executive vice president for all Shell Americas does not speak Spanish, and he meets with South American senior government reps frequently. Additionally, the business language of Shell is officially English.

As I indicated on my RSM – Americas application, I had significant experience managing risks and threats in South/Latin ("S/L") America. Examples I cited on my application were as follows:

- Conducted several White House presidential advances in S/L America as a senior US Secret Service agent.
- Participated in several White House visits to S/L America as a junior US Secret Service agent.
- Conducted investigations as a US Secret Service agent into counterfeit US currency originating in S. America ("Super note" case) financial fraud case with US national security implications involving state and non-state actors).

On May 18, 2017, my immediate manager, Mr. Buss said to a coworker that Wayne Hunt "should be embarrassed for getting that position." That same day, during a meeting with me in the Dubai office, Mr. Buss told me that I was the most qualified candidate for the RSM – Americas position given a number of factors. Mr. Buss told a coworker, however, that if I was preparing an appeal, James Hall had properly documented his selection of Mr. Hunt and covered his tracks.

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Also, after I was not selected, Andrew Boulton, the previously mentioned CSM of Saudi Arabia, complained to Mr. Buss (who is also his supervisor) that selecting Mr. Hunt over me was unfair and that Mr. Hunt did not have the qualification to be an RSM, because he had never been a CSM, and lacked certain competencies needed for the RSM role. Mr. Boulton repeated these claims during a Shell People Survey Results conference call on November 2, 2017, that was heard by several others. Mr. Boulton again repeated this claim directly to Mr. Hall during a Regional Workshop in Dubai on November 26, 2017. Others from Corporate Security also complained about Mr. Hall's selection of Mr. Hunt as RSM – Americas, including Vanessa Helal, Dominic Taylor and Andrew Choong. They all cited favoritism towards British nationals and questioned Mr. Hunt's qualifications for the RSM position given that he was never a CSM, like the other individuals in RSMs roles had been, and never lived or worked in the United States.

In addition, following Mr. Hunt being appointed RSM – Americas, Maria Kuusisto was very vocal to other Shell staff that I never had a chance for the position and it was destined for Mr. Hunt all along *because of his British nationality*.

In June 2017, another member of the Corporate Security team based in The Hague, Jo Gacheru, told me that it was known Mr. Hunt would be appointed RSM – Americas as he had lobbied for the job and had a close relationship with Mr. Hall and James Lorge, deputy VP of Corporate Security, and also a British national. Marga Mulder, another member of the Corporate Security team based in The Hague had told me the same thing in April 2017.

Interestingly, in March 2017, while I was awaiting a decision on whether I would be awarded the RSM – Americas position, my supervisor, Mr. Buss, contacted me about a possible position within the Business Integrity Division ("BID") in Houston, Texas. I was not interested and despite this, Mr. Buss approached me four or five more times and told me that he and James Hall had a conference call with the head of BID to discuss my qualifications and that she was interested in me applying. All this for a job that I told Mr. Buss from the very start I was not interested in. I believe they pushed me for that position because, as stated by Ms. Kuusisto, Ms. Gacheru and Ms. Mulder, and proven by a mountain of evidence, Mr. Hall knew he would give the RSM – Americas position to Mr. Hunt from the start, and he wanted me out of the way, so that I could not make the legitimate discrimination claim I am making now.

Mr. Hall And Shell's Pattern of Discrimination, and My Complaint To Shell HR in Houston, Texas, Which Was Swept Under The Rug

1. Mr. Hall And Shell's Pattern Of Discrimination

In early 2013, before I joined Shell, Shell posted an external position for the RSM -- Middle East & North Africa. This position was posted on the Shell external website. Previously, Shell had attempted to recruit internally for the position but no candidates were deemed qualified, and the company went to the outside. I applied for the position and received confirmation my application had been received. I met or exceeded all the position qualifications. I was: (a) already living and working in Middle East for ConocoPhillips as a Regional Security Director for Middle East and North Africa Business Unit; (b) managing a region very similar or the same countries as the Shell position; (c) had the same Regional Security title and had qualifications not in the Shell RSM

posting, such as Arabic language, a college degree and a master's degree. Shortly after applying I received notice that my application had been withdrawn, and no reason was given. The position was later given to Mr. Buss, a British white male Shell staff member who had been with Shell for only 8 months, had no prior private sector experience, no previous oil and gas experience, no local language and no college degree. Mr. Buss is now my supervisor. Mr. Hall was the hiring manager.

In May 2014, while working for Shell, I applied for the RSM – Europe and Russia/Caspian. I met all the qualifications, had covered Russia/Caspian for three years with my previous employer, ConocoPhillips, traveled to multiple countries in the region more than twenty times, and spoke basic Russian. The position was given to a white British male, and ex-British government member, who had been with Shell for only 8 months, had no prior private sector experience, no previous oil and gas experience, no local language and only four to five years' experience in the UK government, in a similar UK government agency where Mr. Hall had previously worked before joining Shell. Mr. Hall was the hiring manager.

In May 2015, Corporate Security announced a position for Iraq Country Security Manager. The posting identified a "Preferred Candidate", meaning there was already a selected candidate, dissuading me and others from applying. The position was subsequently given to a British white male. A Deputy Country Security Manager position was also posted. The position was subsequently given to a British white male. Both positions had previously been held by British white males. With the exception of a white South African male, all the senior and mid-level Shell Iraq security positions are held by British white males, almost all of whom have served together in the British military.

In September 2016, while working for Shell, I applied for the RSM equivalent position of Strategy and Assurance Manager based in The Hague. I met all the qualifications. In my Individual Development Plan (attached as Ex. 5) my supervisor had noted I would be a strong candidate for the position. At the time, I had conducted more security assurance activities (conducting Security Risk Assessments, writing Country Security Plans, writing Facility Security Plans, writing Country Security Threat Assessments) than all the RSMs combined (note: Wayne Hunt has never conducted one of these assurance activities). Despite this, I was not even selected for an interview. The position was given to a British white male with less experience than me in the private sector, government sector and oil and gas industry. Mr. Hall was the hiring manager.

In September 2016, a senior security position (Job Group 1), General Manager, Nigeria was opened. The job was not posted for staff to apply. Instead, Mr. Hall selected 3 candidates, all British males, to be considered for the position. Although I had covered Nigeria previously for US oil company, ConocoPhillips, and traveled to Nigeria, including the oil capital of Nigeria, Port Harcourt, and to the dangerous Niger Delta, frequently for 3 continuous years, had worked with the Nigerian military battling local militants, and understood the security dynamic of the country very well, I was not even selected to be considered or interviewed for the position. The position was given to a British white male.

In September 2017, Shell announced it would exit the Majnoon project in Iraq. Following that announcement, a meeting was held in my office in Dubai to discuss how to handle any protests by staff in Iraq or Dubai, as all Iraq expatriate staff reside in Dubai and work in the Shell Dubai office.

Mr. Hall participated in the meeting, as well as my supervisor, Mr. Buss, a British male. Also in attendance were two managers from the Shell Iraq team, both British males. In addition, two other members of the Corporate Security team, Dan Jones, based in London, and Simon Cutler, based in The Hague, were invited. Both are British males. Mr. Jones and Mr. Cutler had been with the company less time than me. Neither Mr. Jones nor Mr. Cutler had ever been to Shell Dubai, to Shell Iraq, or to any Shell location in the Middle East. Neither speaks Arabic or has any familiarity with Dubai or Iraq based Shell staff. Although I was based in the office which would be impacted by any protest activity (Shell Iraq expatriate staff are based in Dubai in my office), I spoke Arabic, and had been to Iraq more than twenty times in my career, I was not invited to the meeting. Further, I had managed a similar asset sale in Jordan where Shell staff were let go and managed this difficult situation which included protests outside the Shell office, Jordan parliament members protesting, and media coverage including Aljazeera. Despite this, my two Europe-based British counterparts were selected to handle the Majnoon exist assignment instead of me.

In September 2017, Corporate Security created the first ever Regional Security Advisor position. The position was a job group 2, one higher than my job group 3. The position was based in London, the most stable region (Europe) with the least High Threat countries of any region. The position was given to a white male British national who had approximately 2 years with the company, and no previous oil and gas experience.

There is a Staff Announcements page kept by Corporate Security that goes back to 2012. Approximately 95% of all the promotions to job group 1 or 2 (management) have gone to white male persons, 82% of those to British nationals. The current Shell Corporate Security Leadership Team is made of up 100% white male persons, almost all British nationals. There has never been an RSM whose nationality is Asian, African, Middle Eastern, or Spanish/Latin American.

2. My Complaint To Shell HR in Houston, Texas, About James Hall Which Was Swept Under The Rug, Which Is In Telling Contrast To How Shell Treated Crockett Oaks

After I did not get the RSM – Americas job I filed a complaint with Shell's HR Department on May 1, 2017 in Houston, Texas, and sent them a lot of information. In fact, I told HR in writing that Wayne Hunt would be selected for the RSM – Americas position before his selection was formally announced on May 4, 2017.

Sonja Gonzales, HR Manager for the Global Functions Group, allegedly reviewed my complaint. She told me an investigation would be conducted which would take two weeks. Erin Lattin from HR was assigned my case. At one point, Ms. Lattin told me I had supplied a lot of evidence in support of my claim. After that, Ms. Lattin was removed from my case and replaced by Katherine Le Denmat from HR. I continued to supply evidence demonstrating discrimination towards me, including discriminatory and anti-Arab comments made by senior Corporate Security staff, as well as favoritism towards British nationals in promotions. I was informed by phone on July 7, 2017, that no further action would be taken on my complaint. In the end, although professional in their dealing with me, Ms. Gonzales and Shell did nothing. On the one hand, Shell did nothing to rectify this situation even though I supplied HR with overwhelming proof that the RSM – Americas hiring process was dishonestly rigged from the start

to hire Mr. Hunt. Yet, on the other hand, from the sworn allegations in his lawsuit (Ex. 9), and its attachments, it appears that Shell launched an international BID investigation, and then fired Crockett Oaks, after he refused to follow Mr. Hall's desires to hire using age and gender, based on no evidence that Oaks had done anything to rig the at-issue hiring process in that situation.

Mr. Hunt began working in his role in Houston, Texas, as the RSM – Americas in August 2017. In the meantime, I have stayed in my same role in Dubai.

I believe based on the overwhelming evidence that I have provided, that Shell discriminated against me based on my national origin and race, in violation of Title VII of the Civil Rights Act of 1964, 42 U.S.C. § 2000e.

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Exhibits

Exhibit 1; Walied Shater professional resume

Exhibit 2; Shater Performance Review 2014

Exhibit 3; Shater Performance Review 2015

Exhibit 4; Shater Performance Review 2016

Exhibit 5; Individual Development Plan

Exhibit 6; 2012-2017 Corporate Security Job Appointments (Senior Staff)

Exhibit 7; Crockett Oaks Charge of Discrimination with the EEOC

Exhibit 8; RSM – Americas job description posted January 2017

Exhibit 9; Crockett Oaks lawsuit against Shell for discrimination

Exhibit 10; Joint Motion and Order in Crockett Oaks v. Shell Case

Exhibit 11; Comparative Analysis of RSM – Americas role vs. Wayne Hunt role vs. Walied Shater role

Exhibit 12; US Security Advisor job description

Exhibit 13; Walied Shater functional competencies as required in RSM – Americas job description

EXHIBIT A-1

WALIED SHATER

Telephone: +971562256246 (UAE mobile)

+1 973 200 3642 (USA VOIP home phone in Dubai)

E-mail: waliel.shater@shell.com / wshater@yahoo.com

Professional Background

Diversified experience-managing functions of business, personnel, programs and structural security management; intelligence analysis of information on a global scale. Demonstrated capacity for clear thinking, strong writing and superior briefing. Ability to perform under conditions of urgency, short timelines and unexpected changes of direction. Actively participate in long-range planning, development and coordination of business-wide intelligence program operations. Recognized for professional competence and integrity by industry and government.

Linison with peer companies, embassies, and Middle East & North Africa (MENA) host governments on business security and energy intelligence initiatives.

Maintain a comprehensive understanding of business processes, and an appreciation of the interplay between security and a company's long term sustainability.

Responsible for identifying, developing, implementing and maintaining business security processes, including crises management and business continuity plans through the management and mitigation of internal and external security risks in the Middle East & North Africa region.

Previously carried out top-secret security and counter-terrorism assignments in the Middle East and Asia. Coordinated with foreign governments, intelligence and security agencies.

Served as lead advance agent in charge of security for The President of the United States. Utilized operational, investigative and analytical abilities. Protection functions for the President, First Lady and other senior government officials.

Hold Secret Clearance (S).

Languages

English
Arabic
Beginner in Russian

Career Highlights

SHELL
MIDDLE EAST SECURITY MANAGER
SHELL EXPLORATION & PRODUCTION MIDDLE EAST
DUBAI, UAE
8/2013-present



CONOCOPHLLIPS
BUSINESS SECURITY DIRECTOR
MIDDLE EAST AND NORTH AFRICA BUSINESS UNIT
DOHA, QATAR
2007-8/2013

MIDDLE EAST SECURITY MANAGER

Shell is a Fortune 5 international, energy company that operates in more than 70 countries, employs over 92,000 employees and has assets valued at more than \$357 billion.

Demonstrated senior level experience and exposure in security program development and administration across multiple business locations and demonstrated success conducting, supervising and managing security activities.

Plan, direct, and deliver security programs, crises management plans, business continuity plans, HSE programs and services under direction of regional president in order to manage/reduce security threats to personnel, operations, facilities and reputation in the MENA region.

Deliver Goal Zero – No Harm to People and No Leaks. Lead and guide the implementation of an effective Contractor Safety Management Process. Support compliance with operational HSE regulations for the State of Qatar and Shell HSE & Social Performance Control Framework

Complete familiarity with all customary security-related activities, functions and knowledge including: relevant laws, regulatory requirements, national, international, and industry infrastructure security regimes; international security concerns, including socio-political issues, criminal activities, terrorist organizations and other forces potentially impacting the security of personnel and operations; corruption and its impact on reputation and financial performance.

Extensive operational and business security management experience in the following countries: Libya, Algeria, Qatar, UAE, Saudi Arabia, Egypt, Jordan, Qatar, Iraq, Kuwait and Oman.

- Providing security leadership to Business Units located within MENA; help establish and implement each Business Unit's security business plan.
- Developing resilient, robust and dynamic security programs and systems that are capable of addressing current threats as well as adapting to ever-changing security challenges.
- Ensuring that all business activities in MENA are compliant with security-related laws, regulatory requirements, and Fortune 50 best practices.
- Partnering with Business Units and various functional groups to effectively manage complex challenges and implement continuous, cost-effective security improvement programs consistent with threats to the business.
- Anticipating, identifying and addressing security risks to the organization, especially to Business Units in region, and implementing strategies to effectively counter those risks.
- Managing security consultants and other external resources to ensure cost-effective high quality results that are achieved in accordance with standards.

- Coordinate and conduct protective intelligence advance plans for visiting company senior executives, including chairman and chief executive officer.
- Support the Sustainable Development program with the advancement of company efforts regarding Voluntary Principles on Security and Human Rights.
- Develop proactive strategies while working with Corporate Credit Card Services and Global Procurement Services in the area of investigations to identify fraud.
- Assist business by conducting pre-transaction investigation of prospective business partners such as international joint venture partners, international consultants, international product distributors, and other types of business partners as required by the FCPA policy.

**DEPARTMENT OF HOMELAND SECURITY
UNITED STATES SECRET SERVICE**

6/1995 to 2/2007

INTELLIGENCE DIVISION

12/2004-2/2007

**Assistant-To-The-Special-Agent-In-Charge
Supervisory Criminal Investigator**

Supervisory personnel management authority over Secret Service branch employees. Coordinated the collection, evaluation and analysis of extensive intelligence information gathered through a wide variety of sources. Planned, initiated and monitored progress on large-scale research studies and analyses.

- Detailed to Department of Homeland Security (DHS) Office of Intelligence & Analysis; Assisted in coordination of DHS component intelligence organizations as well as state, local, and private sector entities to ensure non-traditional streams of information were fused with traditional intelligence community sources to provide a complete assessment of threats to the nation.

PRESIDENTIAL PROTECTIVE DIVISION

1/2000-12/2004

The White House

Special Agent

Served as lead agent with management duties, directing Secret Service agents assigned to protect The President and other high-level officials. Ensured a safe environment while working directly with White House staff. Prepared comprehensive reports outlining security arrangements.

Established and maintained liaison with personnel at all levels of the US Government, military, foreign governments, domestic and foreign intelligence agencies and representatives of private industry, embassies, and various security staffs. Gathered and exchanged information; planed and coordinated activities. Built collaborative relationships with foreign countries.

Provided briefings for The President's Military Aid and other high ranking military and members of the National Security Council (NSC) to include White House National Security Advisor (NSA) and Chief of Staff (COS).

Conducted Lead Advances for presidential travel. Conducted protective and investigative assignments in over 30 countries, working with the diplomatic

corps and foreign intelligence communities, military, police and the private sector. Directly supported over 25+ White House visits to the Middle East.

Permanent protective details:

President George W. Bush (The White House)
First Lady Laura Bush (The White House)
President William Jefferson Clinton (The White House)
First Lady Hillary Rodham Clinton (The White House)

Temporary protective details:

King Hussein of Jordan
President Mubarek of Egypt
Prime Minister Hariri of Lebanon
Prime Minister Netanyahu of Israel
Prime Minister Talabani of Iraq
Premier of China
King of Malaysia
President of South Korea

Special Post-9/11 Assignments

9/2001- 1/2002
FBI Washington Field office

Investigated terrorism and terrorist related activities. Developed and used information obtained from electronic devices, informants, private citizens, and other sources. Conducted investigative assignments in Afghanistan and Iraq. Performed translation and analysis of terrorism related materials.

- Assigned to FBI-Washington Field Office Joint Terrorism Task Force (JTTF) following the attacks on the US on 9/11.
- Worked with US domestic intelligence and law enforcement agencies on counter-terrorism investigations.
- Conducted interviews of alleged terrorism suspects in Arabic & English in the United States and overseas. Cultivated informants and translated intercepted communications.
- Translated cockpit voice recorder from United Airlines flight #93 that crashed in Pennsylvania on 9/11/01.

UNITED STATES SECRET SERVICE

1995-2000
Newark Field Office

Special Agent

Planned, coordinated, and conducted sensitive investigations. Served as Team Leader and Squad Leader, directing Secret Service Special Agents in conducting dangerous undercover and surveillance assignments. Developed informants. Assisted foreign officials in cases of international scope.

Education

RUTGERS UNIVERSITY, NJ
Master of Arts (MA) Degree, 1993, International Relations

MONTCLAIR STATE UNIVERSITY, NJ
Bachelor of Arts (BA) Degree, 1991, Political Science

Honors/Awards Include

- Letter of Commendation from The President for security advance work in Iraq.
- Presented Distinguished Service Award by the Executive Office of the President for "Distinguished Service following the attacks on 9/11".
- Letter of Commendation from F.B.I. Assistant Director for assignment on FBI Joint Terrorism Task Force following attacks of 9/11.
- 2012 SPIRIT Award from ConocoPhillips Management Committee for safe and successful evacuation of company staff from Libya in 2011.

EXHIBIT A-2



Goals and Performance Appraisal Report

Shater, Walled

Printed on 29 Apr 2020

Person No: 220253

Goals and Performance Appraisal 2014: 01 Jan 2014 - 31 Dec 2014

Status: Completed
Appraiser: Buss, Bob

Created on: 06 Dec 2013





Shater, Walled

Goals and Performance Appraisal Report

Printed on 29 Apr 2020

Person No: 220253

Performance Summary

Walled has delivered a strong performance during a year of increasing tensions throughout the Middle East region. These increasing tensions have required a pragmatic and thoughtful approach to security advice and delivery in order to balance stakeholder and business aspirations, reassurance of staff and the requirement to ensure their security. Walled has managed this with ease and continues to build on his great relationships with stakeholders and staff alike.

Walled took over security responsibility for Jordan during a difficult period and has had an instant, positive effect, through closer engagement, implementation of much needed security mitigation measures at office and field locations, as well as commencing the development of the IN security advisor. Through this Walled has managed to assure US contractors that Jordan is a safe environment to work - critical to the ongoing project. The CChr and project team are full of praise for Walled's balanced behavior and credible security advice - he is an active listener who they value greatly.

Engagement in the Oman has led to an overall greater understanding of the threats and working relationship with both the ROP and PDO through regular engagement and knowledge sharing which will stand Shell in good stead going forward into 2015. This has led to the ability to have greater influence during 2015 and onwards. Knowledge sharing and support to warden training in Kuwait as also provided credible support to the new CChr of Kuwait and provided him with confidence during his early months in a new position.

Throughout the Lebanon, Israel and Syria, Walled has continued to develop and implement security measures and advice that provide a greater level of assurance to business visitors, and Shell, in order to allow business to continue, uninterrupted during periods of tension. This has included the identification and close relationship with local security companies as well as detailed JMP and travel advice for staff. This approach has provided credible and positive assurance that security is managed appropriately.

Walled continues to build on his strong network of US information providers which provide a balanced view to the general UK/European view that exists within the region. He is very active in this area and his views / contacts are extremely important to many other CSMs / CS centre in understanding threats and making assessments of incidents and trends.

During 2014, Walled was rewarded, through an SRA, for his outstanding and sensitive approach to



Goals and Performance Appraisal Report

Shater, Walied

Printed on 29 Apr 2020

Person No: 220253

Performance Summary

the management of a Kidnap incident in Syria, involving a member of staff. At times this was conducted at the edge of Shell policy but always with the security of and support to the member of staff foremost in his mind and decision making. A successful outcome ensued.

Overall, Walied is a very strong CSM who contributes greatly to the region. He is greatly appreciated by his main (CChr) stakeholders who all comment that he is very engaging and provides a pragmatic and thoughtful approach and credible advice, I too enjoy his advice which is consistent, balanced and provides great additional support to the credibility of regional level assessment.

Going forward, Walied will need to continue to engage with stakeholders as he has done during 2014. Although, he will need to balance this with finding the time to develop security support to assist him in his countries of responsibility - this is an initiative that he has already commenced. Walied will also be required to continue to develop a more rigorous approach to Security Risk Management in order to ensure that previous plans and assessments remain fit for purpose and appropriate to the threat and risk that Shell faces from it. This will require continued personal time management and competence development going forward.

EXHIBIT A-3



Shater, Walled

Goals and Performance Appraisal Report

Printed on 29 Apr 2020

Person No: 220253





Goals and Performance Appraisal Report

Shater, Walied

Printed on 29 Apr 2020

Person No: 220253

Performance Summary

Walied has had a strong 2015, performing strongly against GPA targets, providing extremely high quality security leadership to business leaders, functions, external stakeholders and the wider Shell community. Walied has also made very positive steps towards the professionalization, implementation and assurance of security risk management across his countries of responsibility throughout the ME.

Walied has further developed his strength of the provision of high quality, authentic and credible security advice and leadership to an increasing number of CCHrs and business leaders throughout his area of responsibility. During 2015 this has extended to successful engagements and collaboration with functions, staff and dependents thus encompassing the wider Shell community. Walied's authenticity and credibility continues to provide reassurance to leadership and staff alike in what has been a tense year across the region. This has been particularly so in the aftermath of security incidents and heightened threats. He has made a significant contribution towards improving security across assets and operations within Jordan. In Kuwait, Walied's active engagement with ROC will continue to strengthen security of staff whilst building relationships that will support Shell's position within the country & much appreciated and acknowledged by the leadership. Walied also invests considerable time and energy in the competency development of both Shell security staff and other joint venture partners throughout the ME & gaining further influence and strengthening the security of staff & assets. Throughout the year Walied has continued to put considerable effort into maintaining and developing his network of government and private security contacts & this has paid dividends and now extends to valuable support to countries outside his area of responsibility. The US aspect of this network adds great value and balance to the regional threat assessment. Throughout the year, Walied has also made great improvements to Risk Assessment and security planning in an effort to ensure that risk mitigation measures remain practical, relevant and fit for purpose. An SRA workshop that he hosted during the regional workshop was extremely well received and will be used as valuable input into the global SRA training plan. His stakeholders all comment that he continues to be engaging, thorough and well informed. He has managed to achieve the right balance in urging awareness whilst avoiding causing alarm. This has served the region well in keeping leadership and staff alert to the threats associated with IS or similar during the year. It is abundantly clear that his heart and mind are in the right place: protecting Shell Staff and Assets.



Goals and Performance Appraisal Report

Shater, Walied

Printed on 29 Apr 2020

Person No: 220253

Performance Summary

Latterly, Walied has been identified as a full time member of the Shell security review team & recognition of his experience and broad perspective. This is an extremely important review that will shape security within Shell during the coming years.

Going into 2016, Walied should continue to focus on this active stakeholder engagement and security leadership across business, leadership and functions as well as with joint venture partners & this will continue to provide the base from which to effectively influence the delivery of both physical security and a changing mindset regarding the business enabling impact of effective security support. Whilst focusing on outcomes Walied will need to pay attention to the processes, relationships and procedures that will support him in delivering consistently and effectively whilst providing assurance that plans and assessments continue to remain relevant, practical and in line with Shell CF.



Goals and Performance Appraisal Report

Shater, Walled

Printed on 03 Mar 2020

Person No: 220253

Goals and Performance Appraisal 2016: 01 Jan 2016 - 31 Dec 2016

Status: Completed

Created on: 21 Dec 2015

Appraiser: Buss, Bob

Goals

1. Enable operations in areas within my cluster countries with specific focus on Jordan, Oman and Kuwait, and the UAE, as well as provide security support to business travel in other high risk countries, including Lebanon and Israel, while closely monitoring raging conflicts in Yemen and Syria and the potential for spillover into Cluster countries, emanating from those conflict zones.

2. Help business anticipate and manage security risk through provision of timely threat information, advice on mitigation and support to deal with incidents.

3. Improve Group assurance by completing 100% Cluster Middle East assurance by end of year. Work closely with business to identify existing assets not yet identified on SMR.

4. Work closely with Shell partners through informal and formal engagements (training and knowledge sharing visits) to advance Shell brand reputation by being seen as close partner while building security capacity and information exchange.

5. Deliver detailed, finished product in timely manner as workstream lead in support of Shell Security Review; champions agreed actions Cluster wide and through own development.

Specific focus areas and deliverables

A. Continue VPSHR implementation in focus countries (Oman and Jordan) by delivering training pack to public/private security in both locations.

B. Manage costs more effectively; Book travel in advance; renegotiate contracts; contractor costs/travel; reduce travel budget by 20%.

C. Continue with competency development plan for HSSE security focal points in Jordan, Oman, Kuwait and UAE (Downstream). Build security capacity via online tools, workshops and mentoring, within context of cost reductions.



Goals and Performance Appraisal Report

Shater, Walled

Printed on 03 Mar 2020

Person No: 220253

Goals

D. Improve professional development through Regional Workshops, coaching, peer and cross functional support.

E. Provide support, advice and updated intelligence information to cluster CChrs and relevant business leaders/managers to ensure that they understand threat conditions in country and HSSE accountabilities.

F. Continue to build security awareness among staff by conducting security town halls and through use of online tools, including building Kidnap and Ransom awareness for staff traveling to risk areas.

G. Support cluster business crises management and emergency response capabilities by participating in exercises and building resilience through ICS training and warden training and development.

H. Engagement with US Government (USG) and wider network to maintain key interactions with USG and other key government contacts.

I. Work closely with PDO Security and Oman Security assist in security competency building and development; influence PDO on security best practices.

J. Participate in at least 1SRA outside of own cluster countries with CS peers in the region or globally to enhance SRA experience and competency.

K. Identify additional risk areas not currently identified in SMR and formulate mitigation plan to ensure ALARP.

L. Identify all project leads for projects in cluster and ensure security deliverables per Operations Realization Standard (ORS).

Performance Summary

Walled has performed very strongly in 2016, supporting the various businesses and country chairs to manage a diverse range of security challenges. He has performed strongly against GPA targets and continues to further develop security risk management across his countries of responsibility. Mandatory risk assessment and planning activity was carried out according to plan and several cost reduction initiatives were implemented. Both external and internal stakeholder engagement continues to be a major strength, supporting business, regional and global security decision making.



Goals and Performance Appraisal Report

Shater, Walied

Printed on 03 Mar 2020

Person No: 220253

Performance Summary

Walied continues to provide close support and advocacy to his key stakeholders, which is greatly appreciated by all # he is highly rated by all of his country chairs. His authentic, thoughtful and caring manner is particularly noted. Walied has continued to deliver insight to the business and security through external contacts # this is particularly true in Oman through his relationship with the Royal Office and ROP which has been a particular business enabler. Also, in Kuwait, the relationship with KOC security continues to grow and will benefit the growing ETSA footprint. This shows that the initial groundwork and effort that Walied has dedicated to the relationship will pay dividends in the future. Walied's relationship with the various US agencies continues to grow and enables him to provide deep insight in support of business activity across his countries of responsibility. This relationship also provides threat insight across countries outside his responsibility, within the region and globally # enabling relationships with US agencies to be built elsewhere. Walied has also provided support to countries outside of his remit # particularly Algeria, where his previous experience has enabled him to engage with the business and make key recommendations for improvements to office security # he continues to follow up on these issues.

Throughout the year, Walied has continued to make great improvements to Security Risk Management activity in the form of SRA and FSP implementation. Due to this, he has been selected as an SRA SME to support other CSMs across the region during 2017. Other initiatives that further support security risk management included VPSHR training with the Jordanian and Oman police. Also, Walied continues to dedicate time & effort to developing various security focal points across his countries of responsibility. This particularly includes within SMO & JOSCO, but also within G4S in Dubai and various SFPs in SDG and Abu Dhabi # in support of RE. Walied also played a key role in the Shell Security Review where he headed up the Travel Security specific review # this was a particularly important aspect of the security review and required a great deal of collaboration with various functions.

In discussion we agreed to work on greater collaboration with other functions to support delivery of outcomes. Walied is outcome focused, especially concentrating on speed and simplicity # which is great. Although, occasionally, taking time to build collaborative teams and seek expert input from other functions will deliver more effective results. We also discussed the importance of challenging the business where required and ensuring that recommendations are formerly tracked to closure #with action parties made accountable.

EXHIBIT A-4



Goals and Performance Appraisal Report

Shater, Walled

Printed on 03 Mar 2020

Person No: 220253

Goals and Performance Appraisal 2016: 01 Jan 2016 - 31 Dec 2016

Status: Completed

Created on: 21 Dec 2015

Appraiser: Buss, Bob

Goals

1. Enable operations in areas within my cluster countries with specific focus on Jordan, Oman and Kuwait, and the UAE, as well as provide security support to business travel in other high risk countries, including Lebanon and Israel, while closely monitoring raging conflicts in Yemen and Syria and the potential for spillover into Cluster countries, emanating from those conflict zones.

2. Help business anticipate and manage security risk through provision of timely threat information, advice on mitigation and support to deal with incidents.

3. Improve Group assurance by completing 100% Cluster Middle East assurance by end of year. Work closely with business to identify existing assets not yet identified on SMR.

4. Work closely with Shell partners through informal and formal engagements (training and knowledge sharing visits) to advance Shell brand reputation by being seen as close partner while building security capacity and information exchange.

5. Deliver detailed, finished product in timely manner as workstream lead in support of Shell Security Review; champions agreed actions Cluster wide and through own development.

Specific focus areas and deliverables

A. Continue VPSHR implementation in focus countries (Oman and Jordan) by delivering training pack to public/private security in both locations.

B. Manage costs more effectively; Book travel in advance; renegotiate contracts; contractor costs/travel; reduce travel budget by 20%.

C. Continue with competency development plan for HSSE security focal points in Jordan, Oman, Kuwait and UAE (Downstream). Build security capacity via online tools, workshops and mentoring, within context of cost reductions.

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Goals and Performance Appraisal Report

Shater, Walled

Printed on 03 Mar 2020

Person No: 220253

Goals

- D. Improve professional development through Regional Workshops, coaching, peer and cross functional support.
- E. Provide support, advice and updated intelligence information to cluster CChrs and relevant business leaders/managers to ensure that they understand threat conditions in country and HSSE accountabilities.
- F. Continue to build security awareness among staff by conducting security town halls and through use of online tools, including building Kidnap and Ransom awareness for staff traveling to risk areas.
- G. Support cluster business crises management and emergency response capabilities by participating in exercises and building resilience through ICS training and warden training and development.
- H. Engagement with US Government (USG) and wider network to maintain key interactions with USG and other key government contacts.
- I. Work closely with PDO Security and Oman Security assist in security competency building and development; influence PDO on security best practices.
- J. Participate in at least 1SRA outside of own cluster countries with CS peers in the region or globally to enhance SRA experience and competency.
- K. Identify additional risk areas not currently identified in SMR and formulate mitigation plan to ensure ALARP.
- L. Identify all project leads for projects in cluster and ensure security deliverables per Operations Realization Standard (ORS).

Performance Summary

Walled has performed very strongly in 2016, supporting the various businesses and country chairs to manage a diverse range of security challenges. He has performed strongly against GPA targets and continues to further develop security risk management across his countries of responsibility. Mandatory risk assessment and planning activity was carried out according to plan and several cost reduction initiatives were implemented. Both external and internal stakeholder engagement continues to be a major strength, supporting business, regional and global security decision making.



Goals and Performance Appraisal Report

Shater, Walied

Printed on 03 Mar 2020

Person No: 220253

Performance Summary

Walied continues to provide close support and advocacy to his key stakeholders, which is greatly appreciated by all # he is highly rated by all of his country chairs. His authentic, thoughtful and caring manner is particularly noted. Walied has continued to deliver insight to the business and security through external contacts # this is particularly true in Oman through his relationship with the Royal Office and ROP which has been a particular business enabler. Also, in Kuwait, the relationship with KOC security continues to grow and will benefit the growing ETSA footprint. This shows that the initial groundwork and effort that Walied has dedicated to the relationship will pay dividends in the future. Walied's relationship with the various US agencies continues to grow and enables him to provide deep insight in support of business activity across his countries of responsibility. This relationship also provides threat insight across countries outside his responsibility, within the region and globally # enabling relationships with US agencies to be built elsewhere. Walied has also provided support to countries outside of his remit # particularly Algeria, where his previous experience has enabled him to engage with the business and make key recommendations for improvements to office security # he continues to follow up on these issues.

Throughout the year, Walied has continued to make great improvements to Security Risk Management activity in the form of SRA and FSP implementation. Due to this, he has been selected as an SRA SME to support other CSRs across the region during 2017. Other initiatives that further support security risk management included VPSHR training with the Jordanian and Oman police. Also, Walied continues to dedicate time & effort to developing various security focal points across his countries of responsibility. This particularly includes within SMO & JOSCO, but also within G4S in Dubai and various SFPs in SDO and Abu Dhabi # in support of RE. Walied also played a key role in the Shell Security Review where he headed up the Travel Security specific review # this was a particularly important aspect of the security review and required a great deal of collaboration with various functions.

In discussion we agreed to work on greater collaboration with other functions to support delivery of outcomes. Walied is outcome focused, especially concentrating on speed and simplicity # which is great. Although, occasionally, taking time to build collaborative teams and seek expert input from other functions will deliver more effective results. We also discussed the importance of challenging the business where required and ensuring that recommendations are formerly tracked to closure #with action parties made accountable.



Shater, Walled

Goals and Performance Appraisal Report

Printed on 29 Apr 2020

Person No: 220253



Shater, Walied

Goals and Performance Appraisal Report

Printed on 29 Apr 2020

Person No: 220253

Performance Summary

Walied has performed very strongly in 2016, supporting the various businesses and country chairs to manage a diverse range of security challenges. He has performed strongly against GPA targets and continues to further develop security risk management across his countries of responsibility. Mandatory risk assessment and planning activity was carried out according to plan and several cost reduction initiatives were implemented. Both external and internal stakeholder engagement continues to be a major strength, supporting business, regional and global security decision making. Walied continues to provide close support and advocacy to his key stakeholders, which is greatly appreciated by all # he is highly rated by all of his country chairs. His authentic, thoughtful and caring manner is particularly noted. Walied has continued to deliver insight to the business and security through external contacts # this is particularly true in Oman through his relationship with the Royal Office and ROP which has been a particular business enabler. Also, in Kuwait, the relationship with KOC security continues to grow and will benefit the growing ETSA footprint. This shows that the initial groundwork and effort that Walied has dedicated to the relationship will pay dividends in the future. Walied's relationship with the various US agencies continues to grow and enables him to provide deep insight in support of business activity across his countries of responsibility. This relationship also provides threat insight across countries outside his responsibility, within the region and globally # enabling relationships with US agencies to be built elsewhere. Walied has also provided support to countries outside of his remit # particularly Algeria, where his previous experience has enabled him to engage with the business and make key recommendations for improvements to office security # he continues to follow up on these issues. Throughout the year, Walied has continued to make great improvements to Security Risk Management activity in the form of SRA and FSP implementation. Due to this, he has been selected as an SRA SME to support other CSMS across the region during 2017. Other initiatives that further support security risk management included VPSHR training with the Jordanian and Oman police. Also, Walied continues to dedicate time & effort to developing various security focal points across his countries of responsibility. This particularly includes within SMO & JUSCO, but also within G4S in Dubai and various SFPs in SDO and Abu Dhabi # in support of RE. Walied also played a key role in the Shell Security Review where he headed up the Travel Security specific review # this was a particularly important aspect of the security review and required a great deal of collaboration with various functions. In discussion we agreed to work on greater collaboration with other functions to support delivery of outcomes. Walied is outcome focused, especially concentrating on speed and simplicity # which is great. Although, occasionally, taking time to build collaborative teams and seek expert input from other functions will deliver more effective results. We also discussed the importance of challenging the business where required and ensuring that recommendations are formally tracked to closure #with action parties made accountable.

EXHIBIT A-5



Individual Development Plan Report

Shahar, Waleed

Person No: 220253

as at 04 May 2017

Last changed by: on 30 Jan 2017

IDP Status: Reviewed

Supervisor: Buss, Robert Allen

Current Position	Position / Organisation		SG	Dates
	Cluster Security Manager Middle East SAMENA Security AEO5 - SEPIL - Shell EP Intl Ltd		03	ongoing 08 Aug 2013
Primary Skill Pool	Security			
Current Salary Group	03	With effect from	08 Aug 2013	
CEP	CEP of JG 2-1	Date last Assessed	27 May 2018	
EE Base Country	US - United States			
Performance Record (IPF)				
2016: 1.3	2015: 1.2	2014: 1.2	2013: 1.0	
Professional Competences				
Strengths				
<p>Demonstrated capacity for clear thinking, strong writing and briefing. Ability to perform under conditions of urgency, short timelines and unexpected changes of direction.</p> <p>Recognized for professional competence and integrity by industry and government.</p> <p>Manages the Intelligence Process</p> <p>Strong global network; liaison with peer companies, embassies, and governments in the Middle East/North Africa and Russia-Caspian regions on business security and energy intelligence initiatives.</p> <p>Manages Security Risks</p> <p>Work closely with senior business leaders; enabling business consistent with Group Security standards</p> <p>Maintain positive working relationships with Country Chairs, HSE, CX and CR reps across the region in remit of countries.</p>				





Individual Development Plan Report

Shater, Walled

Person No: 220253

as at 04 May 2017

Last changed by: on 30 Jan 2017

IDP Status: Reviewed

Supervisor: Buss, Robert Allan

Maintain a comprehensive understanding of security risk assessment and assurance processes, and an appreciation of the interplay between security and a company's long term sustainability.

Manage Security Incident and Crisis

Participate in country crisis management drills. Led successful evacuation of staff from Libya in 2011.

B.A. and M.A. in International Relations/Public Policy.

Spoke English and Arabic; Russian language immersion training.

Areas for Development

Manages Security Risks

Make conscious and dedicated effort to learn Shell HSSE SP framework; develop working knowledge of framework and be able to articulate process to important stakeholders. Participate in one security audit in 2016.

Better appreciate collaborative nature of business and make more of an effort to explain security decisions to key stakeholders as opposed to engaging from position as security subject matter expert.

Help security focal points in various cluster countries to support security delivery and assurance process, including on Jordan, Oman and UAE Downstream.

Manage the Intelligence Process



Individual Development Plan Report

Shater, Walled

Person No: 220253

as at 04 May 2017

Last changed by: on 30 Jan 2017

IDP Status: Reviewed

Supervisor: Buss, Robert Allan

<p>Broaden intelligence sources with OECD nations while continuing to rely on my host nation services (US) for intelligence and analysis.</p>
<p>Actions to Address Development Needs</p>
<p>Engage in at least 1 SRA with peers to help build capacity in this area and invite peer to conduct SRA in cluster countries.</p> <p>Obtain more knowledge on use of SMR and adhere to SMR 2017 plan.</p> <p>Gain knowledge from experience of MENA assurance coordinator.</p> <p>Attend more business reviews within the region and better understand business processes.</p> <p>Attend at least 1 quality security event this year to expand network and build knowledge base.</p> <p>Participate in at least 1 business audit in 2017.</p>
<p>Leadership Attributes</p>
<p>Strengths.</p>
<p>Performance</p> <p>Maintain integrity in dealing with peers and others. Can be trusted not to veer from inner values; maintain the trust of colleagues, subordinates and management through consistent display of integrity. Honest dealings, predictable reactions, well-controlled emotions, and remain approachable to others.</p> <p>Growth</p> <p>Dedicated to spending the required time or energy necessary to</p>



Individual Development Plan Report

Shater, Walled

Person No: 220253

as at 04 May 2017

Last changed by: on 30 Jan 2017

IDP Status: Reviewed

Supervisor: Buss, Robert Allen

accomplish the task at hand. Inspire dedication by example, doing whatever it takes to complete the next step toward the vision.

Maintain magnanimity and giving credit where it is due. Ensure that credit for successes is spread as widely as possible. Also take personal responsibility for failures.

Authenticity

Deal with all levels of individuals in a consistent and just manner. Ensure the facts are checked before passing judgment.

Collaboration

Maintain assertiveness while not being aggressive. Ability to clearly state expectations to avoid misunderstandings. Assert leadership to get the desired results while carrying responsibility to clearly understand expectations from others.

Open to new ideas even if they do not conform to the usual way of thinking. Able to suspend judgment while listening to others' ideas, as well as accept new ways of doing things that someone else thought of.

Areas for development.

Focus on instilling the vision of where the security function and business are going and what is necessary to attain that goal.

Being willing to delegate important items to peers and communicating a sense of trust and confidence.

Maintain more clear and concise messaging to stakeholders; be mindful of stakeholder messaging.



Individual Development Plan Report

Shater, Walied

Person No: 220253

as at 04 May 2017

Last changed by: on 30 Jan 2017

IDP Status: Reviewed

Supervisor: Buss, Robert Allen

<p>Actions to address Development needs.</p> <p>Find a strong Shell mentor who can provide feedback and guidance on my leadership attributes and areas for improvement.</p> <p>Actively seek feedback from others and work to incorporate feedback into improvement plan.</p> <p>Attend company classes and take advantage of company resources available on leadership.</p>
<p>Next Job/Position Options</p> <p>To maintain job satisfaction and personal / professional development I would suggest that Walied should next aim for a JG2 / JG1 position.</p>
<p>Long Term Career Options</p> <p>Due to experience Walied would be a strong contender for both RSM MENA or American. Longer term aspirations outside of CS may also be considered - especially within GR.</p>
<p>Own views and wishes</p> <p>Seek to further grow within position and take on additional challenges and responsibility. Seek leadership position within CS, GR or HSE.</p>
<p>Internationally and Domestically Mobile</p> <p>Prefer movement during break in school year.</p>
<p>Availability</p> <p>Available from: Sep 2018</p>

EXHIBIT A-6

2012 to 2017 Corporate Security JG1/JG2 Management Appointments

1. Simon Cutler – Emerging Risks Manager; British male July 2017 (JG2)
2. Wayne Hunt – RSM Americas; British male May 2017 (JG1)
3. Pete Towndrow – RSM Asia Pacific; British male May 2017 (JG1)
4. Malte-Onno Duls – RSM Europe & Russia/Casplan; German male Nov 2016 (JG1)
5. John Galt – CSM Qatar; British male March 2016 (JG2)
6. Andy Alliman – Country Security Resilience Manager; British male Jan 2016 (JG2)
7. James Lorge – Strategy & Assurance Manager; British male Sept 2016 (JG1)
8. Steve Jones – GM Security Nigeria; British male Sept 2016 (JG1)
9. Mark Courtneil – Iraq Country Security Manager; British male May 2015 (JG2)
10. Lou Gillies – Iraq Country Security Manager (rotator); British male May 2015 (JG2)
11. James Lorge – RSM Europe & Russia/Casplan; British male June 2014 (JG1)
12. Crockett Oaks – RSM Americas; American male; August 2013 (JG1)
13. Mark Courtneil – New position Iraq Country Security Manager; British male June 2013 (JG2)
14. Niico den Boer – RSM Asia Pacific; Dutch male; April 2013 (JG1)
15. Steve Jones – Strategy & Assurance Manager; British male (JG1) April 2013
16. Bob Buss – RSM MENA; British male March 2013 (JG1)
17. Charles Wing-Main – RSM Europe & Russia/Casplan; British male Dec 2012 (JG1)

Nationality breakdown

British nationals filled 82% (14 positions)
US national filled 6% (1 position)
German national filled 6% (1 position)
Dutch national filled 6% (1 position)



EXHIBIT A-7

CHARGE OF DISCRIMINATION		AGENCY	CHARGE NUMBER
<small>*This form is affected by the Privacy Act of 1974; See Privacy Act Statement before completing this form.</small>		<input checked="" type="checkbox"/> FEPA <input checked="" type="checkbox"/> EEOC	
Texas Workforce Commission—Civil Rights Division			
State or local agency, if any			
NAME (Indicate Mr., Mrs., etc.)	HOME/TELEPHONE (Include Area Code)		DATE OF BIRTH
Mr. Crockett W. Oaks III	(936) 228-4397		10/9/1970
STREET ADDRESS		CITY, STATE AND ZIP CODE	
2615 Streeter Lane		Spring, Texas 77388	
NAMED IS THE EMPLOYER, LABOR ORGANIZATION, EMPLOYMENT AGENCY, APPRENTICESHIP COMMITTEE, STATE OR LOCAL GOVERNMENT AGENCY WHO DISCRIMINATED AGAINST ME (if more than one list below).			
NAME	No. Employees, Members	Phone No. (Include Area Code)	
Shell Oil Company	500+	(713) 241-1893	
STREET ADDRESS		CITY, STATE AND ZIP CODE	
One Shell Plaza		Houston, Texas 77002	
NAME	No. Employees, Members	Phone No. (Include Area Code)	
STREET ADDRESS		CITY, STATE AND ZIP CODE	
CAUSE OF DISCRIMINATION BASED ON (Check appropriate box(es))		DATE(s) DISCRIMINATION TOOK PLACE	
<input type="checkbox"/> RACE <input type="checkbox"/> COLOR <input type="checkbox"/> SEX <input type="checkbox"/> RELIGION <input type="checkbox"/> NATIONAL ORIGIN <input checked="" type="checkbox"/> RETALIATION <input type="checkbox"/> AGE <input type="checkbox"/> DISABILITY <input type="checkbox"/> GENETIC INFORMATION <input type="checkbox"/> OTHER (Specify)		Initials Date 2016 Dec. 2016	
<input type="checkbox"/> CONTINUING ACTION			
THE PARTICULARS ARE (If additional paper is needed, attach extra sheet(s)):			
<p>In 2009, I began working for Shell as a Security Generalist. I was promoted multiple times over the years. In 2013, I was promoted to the position of Regional Security Manager—Americas. My supervisor in that role was James W.D. Hall, a British citizen who worked out of Shell's Global Headquarters located in The Hague, Netherlands.</p> <p>In August 2016, an opening was posted in my organization. The opening was the result of Bob Schoon being reassigned. Around the time Mr. Schoon was reassigned, Mr. Hall sent me an e-mail stating, "You're indeed look to backfill Bob's role with some younger external talent." (Ex. A-2). Mr. Hall also wanted a female to fill the opening. In September 2016, I instead recommended that a male applicant over the age of 40 be hired, because he was best qualified applicant for the opening as determined by a group of individuals who vetted the applicants, including but not limited to me. Mr. Hall objected to my recommendation, stating in an e-mail on September 14, 2016, that (a) he had wanted someone "with the potential for a longer career in Shell"; and (b) wanted me to "look particularly at female candidates." (Ex. A-3 at p. 3).</p> <p>I refused to hire based on age and sex, and instead continued to recommend hiring the best qualified applicant for the job, who, as mentioned above, happened to be a male over 40 years old. Very shortly thereafter, in retaliation for my opposition to his desire to hire using age and sex as selection criteria, Shell falsely accused me of having a conflict of interest and ultimately fired me based on that pretextual accusation in early December 2016. Prior to my opposing Mr. Hall's discriminatory hiring decision, I had never been disciplined once during my approximately 13 years with Shell, and had uniformly positive performance evaluations.</p> <p>I was terminated because I opposed Mr. Hall's desire to hire by using age and sex as selection criteria. My retaliatory termination violated the Age Discrimination in Employment Act ("ADEA"), 29 U.S.C. § 621 et seq., Title VII of the Civil Rights Act of 1964, 42 U.S.C. 2000e et seq., and the Texas Commission on Human Rights Act ("TCHRA"), Tex. Lab. Code Ann. § 21.001 et seq. This is explained in greater detail in a letter my lawyer sent Shell on December 22, 2016, which is attached hereto as Exhibit A. The facts stated in the letter are true and correct.</p>			
I want this charge filed with both the EEOC and the State or local Agency, if any. I will advise the agencies if I change my address or telephone number and I will cooperate fully with them in the processing of my charge in accordance with their procedures.		NOTARY (When necessary for State or local requirements)	
I declare under penalty of perjury that the foregoing is true and correct.		Lawyer or other that I have read the above charge and that it is true to the best of my knowledge, information and belief. SIGNATURE OF COMPLAINANT SUBSCRIBED AND SWORN TO BEFORE ME THIS DATE (Day, month, and year) 1-26-2017	
1-26-2017	Crockett W. Oaks III		
Date	Charging Party (Signature)		

EEOC FORM 6 (REV. 3/01)

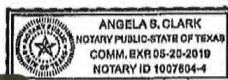


EXHIBIT A-8

44142BR
 Job Title
 Line of Business
 Job Group
 Work Location(s)
 Job Description

Regional Security Manager Americas
 CS - Corporate Security

1

Houston - One Shell Plaza

Purpose The role of the Regional Security Manager (RSM) is to work with the Business and other relevant Functions to develop and maintain a secure business environment throughout the Americas region. The RSM will be instrumental in supporting and advising Senior Regional Business Leaders, Country Chairs, Cluster and Country Security Managers (CSM), and Security Focal Points (SFP) in all security matters. Accountabilities in liaison with internal stakeholders and external sources identify and assess security threats to Shell's business footprint across the region in order to deliver proactive actionable advice on commensurate mitigation measures. Responsibility for the implementation of Shell Group Security Standards across Shell operated entities in the region. Working through Country Security Managers, ensure that appropriate risk mitigation measures are in place in order to reduce Shell's exposure to security risks to 'As Low As Reasonably Practicable' (ALARP) and that fit-for-purpose security policies, plans and procedures are implemented. Effectively manage/support Shell's response to any security-related incident. Ensure that security activities comply with international and individual country laws, Shell General Business Principles (SGBP), the Shell Group Security Standard (GSS) and the Voluntary Principles on Security and Human Rights in the Extractive Sector (VPSHR). Proven ability to build strong functional coalitions to respond to different issues affecting a wide range of businesses. Provide effective line management to CSMs and the Regional Assurance Analyst, developing talent and appropriate career progression. In addition, provide functional leadership to the wider security community, such as RE Asset Protection staff and Security Focal Points within the region. Participate in audits as/when required

Dimensions

Corporate Security is a Global Function within Shell which provides strategic advice and assurance to the Business regarding all aspects of security. The RSM will therefore be instrumental in supporting and advising a wide range of stakeholders in all security matters across the region. The region hosts a very diverse range of businesses, including in some high threat countries. The RSM America's team comprises 14 staff but the RSM acts as a leader of community for all security-related staff across the region. The RSM will report to VP Corporate Security. High calibre security professional with extensive security experience at a senior level. Has the professional and

Requirements



personal stature and credibility to interface and influence a wide variety of stakeholders, including senior Shell business leaders, CCHrs, staff, contractors and other security professionals. Proven track record of implementing and managing security initiatives in a multi-country environment and across business groups. Robust understanding of, and solid experience with, physical security principles and their impact on the mitigation of threats against people, assets and information. Strong understanding of the range of security threats and risks Shell could face across the region. Must have strong communication skills – both written and verbal – to build credibility with senior stakeholders. Education to undergraduate degree level is also highly desirable. Leadership competencies assessed against 4 leadership attributes for a Leader of Community level. **Conversational Spanish and/or Portuguese speaking candidates preferred. Functional**

Competencies: Manages Security Risks - Mastery
 Manages the Intelligence Process - Mastery
 Manages Security Incident & Crises - Mastery
 Manages Security Compliance & Integration - Mastery
 Carry out HSSE & SP Assurance - Mastery
 Stakeholder Sensing, Engagement & Relationship Building - Mastery
 Special Challenges

Additional Information

- This role spans a large and varied footprint. This requires a detailed understanding of the full range of threats present and appropriate mitigations (activism, terrorism, information security, armed conflict, etc).
- In addition, the diverse business footprint requires an appreciation of all Lines of Businesses and an understanding of specific risks they face.
- Given that many of the countries within the region are relatively stable and medium or low threat, the role requires strong advocacy and influencing skills to ensure that security remains relevant and internalised by business leaders
- The RSM is expected to have a strong external network with relevant US government agencies and fellow security professionals across the region.

Closing Date (default 10 calendar days after posting date)
 Skillpool Group
 Skillpool
 Hiring Manager
 Business

Health Safety Environment & Security
 Security
 Hall, James (CS)
 Human Resources

Present Company	SHELL OIL COMPANY
Shell Position or at Non Operated Venture/3rd Party	Shell Position
Country of Work Location	United States
No. of Positions	1
Assignment Length	4 Years
Maximum Terms & Conditions	Local
Flexible Work Options	Flexible Not Available
Flexible Work Options Available	
Flexible Work Options - additional comments	
Is there a preferred candidate already identified?	No
Expected Start Date	01/03/2017
Shell Position Number	52484643

EXHIBIT A-9

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IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

CROCKETT OAKS III,

Plaintiff,

V.

SHELL OIL COMPANY,

Defendant

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§
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§

CIVIL ACTION NO. _____

PLAINTIFF'S SWORN ORIGINAL COMPLAINT

Plaintiff Crockett Oaks III ("Mr. Oaks" or "Plaintiff"), files his Sworn Original Complaint against Shell Oil Company ("Shell," "the Company," or "Defendant"), showing as follows:

SUMMARY

1. This is a case of willful retaliation under the Age Discrimination in Employment Act ("ADEA"), 29 U.S.C. § 621, *et seq.* Mr. Oaks is a former Special Agent for the Federal Bureau of Investigation ("FBI"). In 2003, Shell hired him from the FBI. Mr. Oaks was promoted many times. In August 2013, Mr. Oaks became the Regional Security Manager – Americas for Shell, a job that paid more than \$300,000.00 per year. He reported to James W.D. Hall, a British citizen working in the Company's Global Headquarters located in The Hague, Netherlands. Mr. Oaks' disciplinary record was spotless and he had received uniformly positive reviews.

2. In August 2016, an opening was posted in Mr. Oaks' organization in Houston, Texas. The opening was the result of a subordinate named Bob Schoen being reassigned to a position of greater authority. Mr. Schoen is in his fifties. Around the time Mr. Schoen was reassigned, Mr. Hall sent Mr. Oaks an e-mail stating, "[l]et's indeed look to backfill Bob's role with some **younger** external talent." (Ex. 2) (bold added). Mr. Hall also preferred a female to fill the opening.



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3. In September 2016, Mr. Oaks instead recommended that a male applicant over the age of 50 be hired, because he was the best qualified applicant for the opening as determined by a group of individuals who vetted the applicants, including but not limited to Mr. Oaks. Mr. Hall objected to Mr. Oaks' recommendation, stating in an e-mail on September 14, 2016, that: (a) he had wanted someone "with the potential for a longer career in Shell"; and (b) wanted Mr. Oaks to "to look particularly at female candidates." (Ex. 3 at p. 3). Mr. Hall then spoke to Dana Croft, Shell Policy Team Lead Domestic – U.S. HR about Mr. Oaks' recommendation to hire an older male, and, according to an e-mail Ms. Croft's sent Mr. Oaks, Mr. Hall, "**mentioned his concerns (female talent and early career)**" . . . " (Ex. 4) (bold added).

4. Mr. Oaks refused to hire based on age and sex, and instead continued to recommend hiring the best qualified applicant for the job, who, as mentioned above, happened to be a male over 50 years old. In other words, Mr. Oaks' opposed Mr. Hall's illegal discriminatory desires for him to hire based on age and sex. Very shortly thereafter, on December 6, 2016, Shell fired Mr. Oaks in retaliation for his legally protected oppositional conduct, based on the preposterously pretextual false allegation that he had a conflict of interest that required his termination after more than thirteen years of spotless employment.

5. In sum, Shell fired Mr. Oaks in retaliation for his opposition to Mr. Hall's desire to illegally hire using age and sex as selection criteria. This violates the ADEA's anti-retaliation provision, 29 U.S.C. § 623(d). It also violates the anti-retaliation provisions of Title VII of the Civil Rights Act of 1964, 42 U.S.C. 2000e *et seq.*, and the Texas Commission on Human Rights Act ("TCHRA"), TEX. LAB. CODE ANN. § 21.001 *et seq.* Mr. Oaks has exhausted his administrative remedies under the ADEA, but not Title VII or the TCHRA. Thus, he brings this suit only under the ADEA at this time. Once he has exhausted his administrative remedies under

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Title VII and the TCHRA, he will amend this lawsuit to assert claims under the anti-retaliation provisions of those two laws.

THE PARTIES, JURISDICTION, AND VENUE

6. The Plaintiff, Mr. Oaks, is a natural person residing in Spring, Texas. He was employed by Shell located at One Shell Plaza, 910 Louisiana Street, Houston, Texas 77002. Mr. Oaks has standing to file this lawsuit under the ADEA.

7. Shell is headquartered at One Shell Plaza, 910 Louisiana Street, Houston, Texas 77002, is a citizen of Texas, and may be served with process through its registered agent, C T Corporation System, 350 N. St. Paul St., Suite 2900, Dallas, Texas 75201-4234. During both 2015 and 2016, Shell engaged in an industry affecting commerce and employed twenty or more employees for each working day in each of twenty or more calendar weeks. In fact, during both 2015 and 2016, Shell employed 500 or more employees for each working day in each of twenty or more calendar weeks.

8. The Court has personal jurisdiction over Shell based on both general and specific jurisdiction. Personal jurisdiction is proper because Shell has continuous and systematic contacts with and in the State of Texas, and the events or omissions giving rise to the Plaintiff's claims occurred in the State of Texas.

9. Subject matter jurisdiction is proper because Mr. Oaks brings a claim for retaliation under a federal law (the ADEA).

10. Venue is proper in this Court because a substantial part of the events or omissions giving rise to the Plaintiff's claims occurred in the Southern District of Texas, and the unlawful employment practices alleged in this case occurred in the Southern District of Texas.

FACTUAL BACKGROUND¹

A. Mr. Oaks Is A Former FBI Special Agent And Twenty-Seven Year Service Member Of The U.S. Army Reserve, Who Had An Impeccable Work Record At Shell

11. In 2003, Shell hired Mr. Oaks from the Federal Bureau of Investigation, where he was employed as a Special Agent. Mr. Oaks has also served in the U.S. Army Reserve for approximately twenty-seven years. This was widely known at Shell, and, consistent with Shell's Conflicts of Interest Policy in its Code of Conduct, Mr. Oaks formally reported his military status on Shell's official Conflict of Interest Disclosure Register (Ex. 1 at page 31). Mr. Oaks' current rank is Lieutenant Colonel (he was promoted to that rank in April 2012), and, as he declared in the January 2016 Shell Code of Conduct Register, he is the Deputy Emergency Preparedness Liaison Officer for Texas. Mr. Oaks earns approximately \$23,000.00 a year as a U.S. Army Reserve Officer.

12. Since 2015, Mr. Oaks has been retirement eligible, meaning that he could retire at any time and receive his full military pension starting at the age of sixty. If Mr. Oaks was promoted to full Colonel he would earn approximately \$3,000.00 more per year, and his monthly pension would likely increase by approximately \$400.00 a month. As these numbers reflect, Mr. Oaks does not serve in the U.S. Army Reserve for the money. He does it for the love of country.

B. Mr. Oaks And Michael Oliveri Were In The Same U.S. Army Reserve Unit, And That Was Made Well Known To Shell, And To Mr. Oaks' Manager In The Hague, James W.D. Hall

13. Mr. Oaks began working for Shell as a Security Generalist. He excelled in this role, and was promoted multiple times over the years. In 2013, Mr. Oaks was promoted to the position of Regional Security Manager – Americas. His supervisor in that role was James W.D. Hall, Vice

¹ Because the factual allegations set forth in this section are sworn to under oath, Plaintiff's Sworn Original Complaint is admissible evidence. See *King v. Dogan*, 31 F.3d 344, 346 (5th Cir. 1994).

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President of Corporate Security, in Royal Dutch Shell plc's Global Headquarters located in The Hague, Netherlands. Mr. Hall is a managerial agent of Shell, with the power to hire and fire employees.

14. Mr. Hall received Mr. Oaks' aforementioned January 2016 Shell Code of Conduct Register in which Mr. Oaks declared that he was the Deputy Emergency Preparedness Liaison Officer for Texas. Mr. Oaks continued to consistently perform well in the position of Regional Security Manager – Americas for Shell, as is reflected by his uniformly positive evaluations and appraisals. Shell benefited from Mr. Oaks' military connectivity because, among other reasons, Mr. Oaks had a Top Secret U.S. Government Security Clearance through the military that afforded him the opportunity to attend classified U.S. federal governmental security briefings for the private sector that he otherwise would not have been able to attend.

15. In 2013 and 2014, Michael Oliveri applied for jobs at Shell for which he was not hired for. Mr. Oliveri is a retired U.S. Probations Officer – Manager who worked at the federal courthouse located at 515 Rusk, in downtown Houston. He is also a Colonel in the U.S. Army Reserve. As such, Mr. Oaks has known Mr. Oliveri for many years due to his also being in the U.S. Army Reserve. As for the 2014 application, Mr. Oaks was the hiring decision manager, and he declined to hire Mr. Oliveri because he believed another applicant was better qualified.

16. On August 31, 2015, Michael Oliveri went to work for G4S, the world's leading international security solutions group, with more than 50,000 employees in the United States. G4S provides security services to, among other companies, Shell. Mr. Oaks referred Mr. Oliveri to the G4S role. Several emails between Mr. Oaks and the hiring manager at G4S, Mike Dixon, Director of Strategic Accounts, confirm that Mr. Oaks was interested in reviewing all of the potential applicants for this role at G4S, given that the role would be supporting Shell's Corporate Security

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function. Mr. Dixon verbally indicated to Mr. Oaks that G4S was not interested in vetting more applicants given Mr. Oliveri's excellent qualifications and performance during the face-to-face interview. On August 4, 2015, Mr. Oaks informed Dana Croft, Shell Policy Team Lead Domestic – U.S. IIR, that he was comfortable with the candidate G4S selected (Mr. Oliveri) because the two of them “served in the Army together.” Ms. Croft e-mailed Mr. Oaks back that there were “no issues from [her] perspective,” and that he was “following the standard process for contractor selection” As a result, as noted, on August 31, 2015, Mr. Oliveri was hired by G4S to provide security services for Shell executive protection and special events.

17. When Mr. Oliveri began in his role with G4S, Mr. Oaks sent out a widely distributed e-mail within Shell, and its Global Corporate Security Organization, announcing his position and expressly noting that Mr. Oliveri is a Colonel in the U.S. Army Reserve, with his current title being Emergency Preparedness Liaison Officer for the state of Texas. Over the next eleven months, Mr. Oliveri performed in an outstanding fashion for G4S, and his performance and behaviors were uniformly excellent.

18. On December 5, 2015, a Shell manager, Billy Powell, spoke as a guest at the U.S. Army Reserve Region VI Emergency Preparedness Liaison Officer Workshop. Mr. Powell's job title is Manager Shell Americas Emergency Management. Mr. Oaks and Mr. Oliveri had arranged for Mr. Powell to speak at this workshop. Mr. Oaks and Mr. Oliveri had nothing to hide regarding their military affiliation and obligations. As such, during the workshop, both Mr. Oaks and Mr. Oliveri were dressed in their Army ACUs which reflected their respective ranks (and thus indicated Mr. Oliveri outranked Mr. Oaks), and at the end of the presentation Mr. Oliveri presented Mr. Powell of Shell with a “Commander's Challenge Coin” to thank him for his outstanding presentation.

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19. The next day, December 6, 2015, both Mr. Oaks and Mr. Oliveri transparently circulated e-mails about this workshop, which, among other things, indicated that they they were both in the same U.S. Army Reserve Unit, to a wide group of individuals at Shell, specifically including Mr. Hall (Ex. 6 at pp. 5-6). Thus, Mr. Hall and others at Shell, including Mr. Smith, were made aware by both Mr. Oaks and Mr. Oliveri that the two of them were in the same U.S. Army Reserve Unit. No one at Shell registered any objection. To the contrary, Phil Smith, Shell's GM – Emergency Management & Deepwater Regulatory, who was also copied on the e-mails, responded, stating: "I do consider the military and corporate security as key partners – all one family in working to minimize impacts." (*Id.* at 6). Mr. Hall was copied on that e-mail too (*Id.*).

20. In February 2016, Mr. Oaks and Mr. Oliveri facilitated getting a written proposal to Shell management for veterans employed by Shell to receive free training and education from the Center for Brain Health. It was plain from the proposal that both Mr. Oaks and Mr. Oliveri were in the military and that Mr. Oliveri was a Colonel.

C. In September 2016, Mr. Hall Made It Clear That He Wanted Mr. Oaks To Select Someone To Fill The Open Position of Security Advisor U.S. Based On Age And Sex, And Mr. Oaks Opposed Mr. Hall's Discriminatory Desires And Refused To Do So

21. In early 2016, Shell gave Mr. Oaks a "Current Estimated Potential" rating of a letter category "A/B." This meant that Shell, and Mr. Hall, believed at the time that Mr. Oaks had the potential to one day hold a job grade of an "A/B." Mr. Hall's job was a "B" graded job and, thus, the "Current Estimated Potential" rating essentially meant that Shell and Mr. Hall believed at that time that Mr. Oaks had the potential to take Mr. Hall's role or the same equivalent role within Shell one day.

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22. In August 2016, Shell posted an opening for Security Advisor U.S., which was a role previously occupied by Bob Schoen,² before he was reassigned to Country Security Manager, U.S. Mr. Oliveri applied for the opening, along with many other individuals. At the time Mr. Oliveri applied, he and Mr. Oaks had no direct reporting relationship to one another in the U.S. Army Reserve.

23. Mr. Oaks did not improperly influence the hiring process for the Security Advisor U.S. position. Rather, three individuals, Mr. Oaks, Mr. Schoen, and Pete Lininger (Downstream Security Manager Americas), vetted the applicants and ultimately interviewed four of them. Mr. Lininger was only used for the oral presentation part of the interviews. Mr. Oaks and Mr. Schoen scored the structured interview process. Mr. Lininger and Mr. Schoen scored the oral presentation. All three men concluded that Mr. Oliveri was the best applicant for the job. Mr. Schoen and Mr. Oaks presented their reasoning and conclusion to Dana Croft, Shell Policy Team Lead Domestic – U.S. HR. Ms. Croft ratified the process that they followed and their ultimate decision that Mr. Oliveri was the best applicant for the position, and to recommend him to the ultimate decision-maker, James W.D. Hall. On September 9, 2016, Mr. Oaks sent Mr. Hall an e-mail reflecting the collective recommendation (Ex. 3 at pp. 5-6).

24. Mr. Hall resisted hiring Mr. Oliveri. Mr. Hall's problem with Mr. Oliveri was his age (Mr. Oliveri was 53 years-old) and his sex. Mr. Hall made no secret of that. On July 7, 2016, even before the position was formally posted, Mr. Hall sent Mr. Oaks an e-mail stating, "[l]et's indeed look to backfill Bob's role with some younger external talent." (Ex. 2) (bold added). Bob Schoen is in his 50s. Ms. Croft was copied on that e-mail (*Id.*). After Mr. Oaks let Mr. Hall know

² The job description for this particular role combined two other roles that were eliminated within the Corporate Security Americas - U.S. Team; Regulatory Assurance Manager and Security Manager – U.S.

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that he was recommending Mr. Oliveri for the position on September 9, 2016, Mr. Hall asked him how old Mr. Oliveri was, and Mr. Oaks told him that he was approximately 51-years old.

25. Mr. Hall was frustrated and unhappy that Mr. Oaks had recommended someone older for the job despite his clear instructions on July 7, 2016, to “look to backfill Bob’s role with some **younger** external talent.” (Ex. 2) (bold added). Consequently, Mr. Hall e-mailed Mr. Oaks on September 14, 2016, at 9:29 a.m., objected to the hiring of Mr. Oliveri, and reminded Mr. Oaks he had let him know even before the position was posted that: (a) he had wanted someone “with the **potential for a longer career** in Shell”; and (b) wanted him to “to look particularly at **female** candidates.” (Ex. 3 at page 3 (bold added)). Specifically, Mr. Hall wrote:

Crockett,

I must be honest, I still don’t feel comfortable about this decision. The principle I apply is that my direct reports should be free to chose their own staff, provided they take into account of steer I have provided in discussions about broader issues like diversity, talent management, career progression and succession planning.

In this case you consulted me about the CSM role. I agree to support Bob’s [Schoen’s] appointment so long as we took the opportunity to backfill for Bob by going to the market and **hiring someone with potential for a longer career** at Shell who could potentially move through a series of appointments and be future RSM material. **We have also discussed (in the context of other appointments) prioritizing the hiring of female staff.** The profile we discussed was ex-government agency, **still early in career** and (based on previous conversations) **you know I would want you to look particularly at female candidates.**

I have only seen the shortlist and your final recommendation. I have nothing against the individual, but I struggle to see how your proposed candidate brings fresh perspectives or diversity to your team. In short, I am concerned that we are guilty of a lack of imagination in looking for candidates and have opted for a safe option, at risk of failure to bring some fresh and different talent into Shell.

So before we go ahead, I would like to discuss our options with Dana and Klara. Can you set something up for us please? Friday is a good day for me if that works for others.

(Ex. 3 at pp. 2-3) (bold added).

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26. Mr. Oaks continued to support the recommendation to hire Mr. Oliveri, based on merit (Ex. 3 at pp. 1-2). In subsequent e-mails later that same day, September 14, 2016, Mr. Hall continued to suggest that Mr. Oliveri was too old and/or the wrong sex for the job (*Id.* at 1). For example, Mr. Hall wrote, in relevant part:

Mike may enable us to close today's gap. But we also need to consider whether we can use opportunities like this to hire and develop our future security leadership. On diversity, for different reasons, we have lost several women from our ranks over the last year or so and when we have an opportunity like this I would like to see what options we have to replace them.

(Ex. 3 at 1).

27. Given Mr. Hall's reaction to the recommendation to hire Mr. Oliveri, Mr. Oaks was concerned about potential retaliation by Mr. Hall, so that same day he forwarded Mr. Hall's 9:29 a.m. e-mail to Dana Croft at 11:05 a.m. with a note, "Confidential Do Not Forward." (Ex. 4). Apparently, Mr. Hall had also communicated with Ms. Croft separately, and then Ms. Croft sent Mr. Oaks an e-mail back at 11:15 a.m. that day in which she stated that Mr. Hall had e-mailed her and "**mentioned his concerns (female talent and early career³)** . . ." (Ex. 4) (bold added). Mr. Oaks was not copied on that e-mail from Mr. Hall to Ms. Croft. Shell, obviously, had an obligation to preserve it as evidence in this case.

28. Mr. Hall's discriminatory conduct and statements in these e-mails is not isolated. Rather, Mr. Hall said on numerous occasions that he wanted the Corporate Security Leadership Team to focus on hiring women and to think about succession – particularly focusing on younger workers -- when hiring. Mr. Hall also said on numerous occasions that he wanted his managers to "identify young talent," within the organization, meaning talent that could hold a series of jobs in

³ "Early career" was one way Mr. Hall expressed a preference for younger workers (e.g., those "early in their career" rather than later in their career). This is evident, for example, by comparing Mr. Hall's own e-mails of July 7, 2016 and September 14, 2016, which use specifically the word "younger" and the phrase "early in career" to mean the same thing, *i.e.*, find a younger worker to backfill for Bob Schoen's old position (compare Ex. 2 to Ex. 3 at 3).

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the security function over a number of years and ultimately become leaders in the department. Mr. Hall essentially admitted to these prior statements in his e-mail to Mr. Oaks of September 14, 2016, at 9:29 a.m., in which Mr. Hall references such prior discussions along those same lines and takes Mr. Oaks to task for deviating from them in his recommendation to hire Mr. Oliveri (Ex. 3 at pp. 2-3). Consistent with his statements, Mr. Hall has facilitated putting in place younger individuals in the Corporate Security organization.

29. Mr. Hall's own e-mails and statements clearly prove that he violated Section 3.4 of Shell's Code of Conduct, which states, in relevant part, that "[w]hen making employment decisions, including hiring, evaluation, promotion, training, development, discipline, compensation and termination, you must base them solely on objective factors, including merit, qualifications, performance and business considerations. . . . [Y]ou should understand the value of diversity and must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, disability, ethnic origin or nationality." (Ex. 1 at page 14).

30. Upon information and belief, Mr. Hall's discriminatory directives to Mr. Oaks were not solely products of his own mind, but rather part of a systemic pattern and practice of intended discrimination at Shell and its parent company, Royal Dutch Shell plc that is headquartered in The Hague, including Mr. Hall's immediate supervisor, Ronan Cassidy, Chief Human Resources & Corporate Officer of Royal Dutch Shell plc.

31. Mr. Oaks respected Mr. Hall as his supervisor. But, he respects American federal and Texas state law even more. When his supervisor's instructions conflicted with federal and state law, Mr. Oaks was sworn to uphold, and comply with, the law. That is his duty as a military officer, as a Shell employee, and as an American citizen residing in the State of Texas.

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32. On September 19, 2016, a teleconference was held with Mr. Oaks, Mr. Hall, Dana Croft, and Klara Smits (HR Account Manager for ER, ICNCS). During the call, Mr. Oaks told Mr. Hall that a criterion he wanted to use to screen applicants, age, could not be used in the U.S., because it was against the law. Mr. Oaks explained that a candidate's age was not even revealed on applications or resumes. Mr. Hall suggested that perhaps they could infer an applicant's age by other indicators, and then use that to screen. Ms. Croft then said that could not be done. At that point, Mr. Hall began stating that more females were needed in the Corporate Security Department, and, shortly thereafter, two external candidate females (Veronica Washington and Susan Pletz) were interviewed for the Security Advisor U.S. position.

33. On September 27, 2016, Mr. Oaks and Mr. Hall were on a business trip in Trinidad and discussed the situation concerning the hiring of someone to fill the position of Security Advisor U.S. By this point, all the individuals involved in the selection process had made it clear that in their judgment Mr. Oliveri was the best qualified applicant. It was also made clear to Mr. Hall by Mr. Oaks that he was not going to simply go along with Mr. Hall's desire to hire someone for the position based on age (younger) and/or gender (female). Accordingly, Mr. Hall publicly purported to relent from his previously announced illegal position, and sent an e-mail stating, "[A]ll, Crockett and I have discussed. Support for the decision to proceed." As a result, Shell began to move forward with the hiring process to hire Mr. Oliveri for the position. Yet, upon information and belief, Mr. Hall remained upset and unhappy with Mr. Oaks -- his subordinate had disobeyed him and called him out for his discriminatory hiring desires in front of others.

34. During their conversation that day in Trinidad, Mr. Oaks expressly reminded Mr. Hall that both he and Mr. Oliveri were in the same U.S. Army Reserve Unit, and he used this as a basis to bolster his conclusion that Mr. Oliveri had the best qualifications, *i.e.* the right behaviors,

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work ethic, competence etc. In response, Mr. Hall made an unnuendo suggesting that unidentified people thought that Mr. Oaks was just “hiring his old Army buddy,” *i.e.*, Mr. Oliveri. Mr. Hall provided no support at all for the comment, and Mr. Oaks verbally refuted it so thoroughly – including accurately pointing out that he had declined to hire Mr. Oliveri when he had applied for a Shell role before when he did not believe him to be the best qualified applicant – that Mr. Hall backed down from the contention, and agreed to approve the decision to hire Mr. Oliveri.

35. Mr. Oaks nevertheless remained troubled by Mr. Hall’s comment about just “hiring his old Army buddy.” Shell’s Code of Conduct’s “Conflicts of Interest” policy suggests filing a disclosure with the Code of Conduct Register if there is a perceived conflict, so as to “protect yourself from any suspicion of misconduct . . .” (Ex. 1 at page 31). In compliance with this provision, and to avoid even the possible appearance of impropriety, the next day, September 28, 2016, Mr. Oaks voluntarily, of his own initiative, formally filed a Conflict of Interest Disclosure with the Code of Conduct Register concerning his relationship with Mr. Oliveri, including an accurate description of their military service and military and social relationship just as he had told Mr. Hall the previous day (Ex. 5). That disclosure was routed, as a matter of course, to, among others, Mr. Hall. Mr. Hall made no mention to Mr. Oaks about it, presumably because, as noted above, he was already well aware that Mr. Oaks and Mr. Oliveri both served in the U.S. Army Reserve, and in the same Reserve Unit. Mr. Oaks spoke with Mr. Hall and told him that he had declared the matter in the Company’s Code of Conduct Register. To Mr. Oaks, it seemed that Mr. Hall was not very happy about that.

D. On December 6, 2016, In Retaliation For Refusing To Accede To Mr. Hall’s Discriminatory Desires, Shell Fired Mr. Oaks On False Charges

36. Well in the midst of the hiring process for Mr. Oliveri, and before Mr. Oliveri was actually hired on at Shell, approximately a month later, on October 28, 2016, Mr. Oaks was sent a

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meeting invitation from Jasper Smidtman for a meeting on November 3, 2016. Mr. Smidtman is employed as an Investigator in the Business Integrity Department in Royal Dutch Shell plc's Global Headquarters in The Hague, Netherlands. For the purposes of this investigation, he reported to the Head of Shell's Business Integrity Department, Allison McNeil, also in The Hague, acting as the case manager.

37. Shell's policy provides that investigations "usually involve a suitability-trained investigator from the country to which the report refers, who has local expertise." Shell has a Business Integrity Department in the United States of America. But, instead of using one of those American investigators, or an external consultant who is familiar with the workings of the Uniformed Armed Service components operate, Shell assigned Mr. Smidtman to the investigation, a non-American, who was not "suitably trained," knew nothing of the American military, and worked in the same location as Mr. Hall.

38. Paranthetically, regarding the Business Integrity Department, in early 2016, Bruce Culpepper, Shell's US Country Chairman and Shell Oil Company President, told Mr. Oaks that the department, "could not investigate their way out of a wet paper bag," "they cannot investigate worth a shit," and that he "did not want those fuckers involved," in a specific situation.

39. Mr. Smidtman flew from The Hague to America and, on November 3, 2016, Mr. Smidtman informed Mr. Oaks that he was under investigation for allegedly hiding a Conflict of Interest relative to Mr. Oliveri which impacted the hiring process. Mr. Oaks was stunned. There was no conflict, and, in any event, he had not hidden his relationship with Mr. Oliveri from Shell. *See supra*. Mr. Oaks explained all that to Mr. Smidtman. Mr. Oaks also informed Mr. Smidtman that, for several years, he had included Army Reserve training within his annual Goals, Performance, and Achievement ("GPAs") for Shell, which were signed off on by Mr. Hall. This

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— and an avalanche of other evidence — clearly illustrates Mr. Oaks' transparency concerning the relationship between Shell and the military as it related to him. If Mr. Hall wanted to know more about the military side, then he had ample opportunity to engage Mr. Oaks on the topic. Mr. Smidtman blew off this significant point, as well as all of the other substantial exculpatory information Mr. Oaks provided to him.

40. Mr. Smidtman audio recorded the interview. Erica Slain, a HR Manager sat in on the interview. Mr. Oaks asked Mr. Smidtman for a copy of the recording, but was refused. During the interview, Mr. Smidtman told Mr. Oaks, *inter alia*, that Mr. Hall had asserted that he had no knowledge that both Mr. Oaks and Mr. Oliveri were in the same U.S. Army Reserve Unit or that they had known each other for several years (Ex. 5 at page 1). This, of course, is totally false, and Mr. Oaks let him know that. *See supra*. During the interview, Mr. Oaks, feeling very uncomfortable, expressly told Mr. Smidtman that he believed Mr. Hall was retaliating against him because he had refused to accede to his desire to hire a younger and/or female applicant for the position of Security Advisor U.S. Mr. Smidtman did nothing to protect Mr. Oaks' from his well-founded and prescient concern about retaliation.

41. A few days after the face-to-face interview, Mr. Oaks provided Mr. Smidtman with a copy of U.S. Army Policy AR 600-20, which sets forth guidance to the effect that a working relationship at Shell between Mr. Oaks and Mr. Oliveri would not constitute a conflict for the U.S. Army Reserve.⁴ Mr. Oaks also sent Mr. Smidtman several e-mails demonstrating his innocence and willingness to cooperate. Mr. Oaks' e-mails to Mr. Smidtman also reflected Mr. Hall's longstanding knowledge of the military relationship between Mr. Oaks and Mr. Oliveri (Ex. 6). Specifically, Mr. Oaks sent Mr. Smidtman the aforementioned e-mail chain from December 6,

⁴ Soldiers working with and in some instances for, each other in a civilian capacity is not unique within the Army Reserves given that soldiers tend to have similar civilian professions based on skill sets obtained within the military.

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2015, that indicates that Mr. Oaks and Mr. Oliveri were in the same U.S. Army Reserve Unit – and that Mr. Hall was copied on by both Mr. Oaks and Mr. Oliveri in December 2015 (*Id.*). The context of those e-mails was that Mr. Oaks and Mr. Oliveri had arranged for Billy Powell, Manager of Shell Americas Emergency Management and former member of the U.S. Coast Guard, to come speak as a guest at the U.S. Army Reserve Region VI Emergency Preparedness Liaison Officer Workshop that took place on December 5, 2016 – something neither of them would have done if either of them was trying to hide from Shell the fact that they both were in the same U.S. Army Reserve unit, or had a reporting line. During the workshop, both Mr. Oaks and Mr. Oliveri were dressed in their Army uniforms, which reflected their respective ranks, and at the end of the presentation Mr. Oliveri presented Mr. Powell with a “Commander’s Challenge Coin” to thank him for his outstanding presentation. The day after the workshop, December 6, 2015, both Mr. Oaks and Mr. Oliveri circulated e-mails about this workshop – indicating they they were both in the same U.S. Army Reserve Unit – to a wide group of individuals, including Mr. Hall and Phil Smith, Shell’s GM, Emergency Management & Deepwater Regulatory (Ex. 6 at pp. 5-6).

42. Mr. Oaks further sent Mr. Smidtman an e-mail explaining that his predecessor in his job as Regional Security Manager – Americas, Rob Ream, was a U.S. Coast Guard Reservist who hired Bob Schoen who was a U.S. Coast Guard Reservist Commander while they served in the same reservist unit and Mr. Ream reported to Mr. Schoen and vice-versa (Ex. 6). Initially, Mr. Ream hired Mr. Schoen as a contract security consultant to Shell (and supervised him), and later he interviewed and participated in hiring him as a direct Shell employee. This all occurred while Mr. Ream reported to Mr. Hall, yet Mr. Hall apparently made no issue of it and Mr. Ream was not disciplined or discharged because of the relationship (*Id.*).⁵ Mr. Oaks never received any response

⁵ Mr. Oaks knew about this while he worked at Shell. As such, it further reasonably caused him to believe that there was no issue with the fact that both he and Mr. Oliveri were in the same U.S. Army Reserve Unit.

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or rebuttal to this point, or to his proof that, contrary to his claim, Mr. Hall was actually made well aware that both he and Mr. Oliveri were in the same U.S. Army Reserve Unit.

43. In addition, along these same lines, most if not all of the Shell Iraq security team consists of former U.K. Special Forces members from the same unit. Mr. Hall was well aware of these relationships and has encouraged such arrangements. Indeed, several of Mr. Hall's direct reports are working with or for each other, after having served together in the U.K. Military, and Mr. Hall never claimed there was any conflict.

44. In addition, it was documented that Mr. Oliveri had applied for jobs at Shell in 2013 and 2014 that he was not hired for and, as to the 2014 application, Mr. Oaks was the hiring decision manager, and he declined to hire Mr. Oliveri because he believed another applicant was better qualified. This plainly refutes any notion of favoritism. Along those same lines, even as to 2016 opening for the Security Advisor U.S. position, Mr. Oaks actually invited Justin Lamb, a colleague on the Corporate Security Team that reports to Maria Kuusisto in The Hague, to apply for the role. Mr. Oaks thought that Justin Lamb would be a great fit and the role would have represented a raise for him. However, Mr. Lamb did ask Ms. Kuusisto about his potential candidacy but was refused the opportunity to apply due to his relative newness in his current role.

45. As part of his supposed investigation, Mr. Smidman would have reviewed Mr. Oaks' e-mails and seen the e-mails reflecting that Mr. Hall wanted Mr. Oaks to hire based on age and gender, and Mr. Oaks opposed his discriminatory desires, and refused to do so (Exs. 2-4). Yet, Mr. Smidman actually defended Mr. Hall's discriminatory desires and recited Mr. Hall's position to Mr. Oaks. Specifically, according to Mr. Smidman, Mr. Hall did not want a younger person for the Security Advisor U.S. role, and could not possibly have sought such a person, because the experiential requirements of the position itself would have required someone who was

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in their forties. This retort – which Mr. Smidtman could only have gotten from Mr. Hall himself – is patently false. Mr. Hall's own e-mails demonstrate that he wanted a "younger" person for the role (Exs. 2-4). Further, the experiential requirements of the position could have been satisfied by someone on their early to mid thirties. This specific point was communicated to Mr. Smidtman by Mr. Oaks during the interview. In fact, Mr. Oaks used himself as an example – noting that he had satisfied the experiential requirements for the Security Advisor U.S. job by the time he was 32 years old.

46. On December 6, 2016, Mr. Oaks was in his office at One Shell Plaza in downtown Houston, Texas. Suddenly, he was called into a meeting with Scott Ballard, Vice President, Human Resources, U.S. Operations. At that point, Mr. Hall's face popped on a digital screen. He was in The Hague. Mr. Hall then told Mr. Oaks that he had committed an actual conflict of interest involving the military relationship between himself and Mr. Oliveri, and failed to report it. Mr. Hall went on to say that this should have prompted Mr. Oaks to recuse himself from the hiring process involving Mr. Oliveri. Mr. Hall declared that this purported violation of the Company's Code of Conduct warranted termination, but that Shell would give Mr. Oaks a chance to leave "with his head held high." Mr. Oaks refuted the false charges against him, but Mr. Hall and Shell remained resolute – that Mr. Oaks would have to leave the Company. Three days later, December 9, 2016, Mr. Hall sent a widely distributed e-mail to the security function globally announcing that Mr. Oaks was leaving the Company at the end of the month.

47. As for Mr. Oliveri, upon information and belief, Shell told him that that he was not, in fact, being hired for the Security Advisor U.S. position, and that the position would be reposted and he could reapply for the job.

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E. Shell Strategically Tried To Bury Its Retaliatory Firing Of Mr. Oaks, So That It Would Never Be Held Accountable

48. Mr. Oaks was devastated by Shell's illegal termination. His seventy-one-year-old father had a stroke the week after Thanksgiving. Now, Mr. Oaks had been terminated from his job he loved just before Christmas. Mr. Oaks was forced to clean out his office over the holidays. He was humiliated in front of his coworkers and family, and predictably suffered depression.

49. Although Shell claimed that Mr. Oaks had committed a serious violation of Company policy, it unilaterally offered him \$281,816.36 in return for a release of all claims against Shell (including claims of retaliation), and Mr. Hall repeatedly called him obviously for the purpose of nudging him into signing the release. This suggests that Shell knew that Mr. Oaks had committed no wrong to justify his termination.

50. Additionally, Mr. Hall told several of Mr. Oaks' direct reports that Mr. Oaks "had not been terminated" during one-on-one calls that Mr. Hall organized in an effort to put a false spin on the illegal decision to fire Mr. Oaks from Shell. This too suggests that Shell knew that Mr. Oaks had committed no wrong to justify his termination. If he had, Shell would not have told his direct reports that Mr. Oaks "had not been terminated," but instead would have explained to them what he had done so horribly wrong so as to deserve to be terminated after approximately thirteen years of outstanding performance at Shell.

51. Mr. Hall also told Mr. Oaks that he wanted him to work with him to create a story to tell potential employers about why he was not longer employed by Shell. Mr. Hall knew that Mr. Oaks' 71-year old father had a stroke the week after Thanksgiving 2016. Thus, Mr. Hall slyly suggested to Mr. Oaks that he tell potential employers that he decided to resign from Shell to attend to his sick father who had just suffered a stroke, and once he had done so, was seeking to get back

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into the job market. Mr. Hall offered to assist Mr. Oaks with his resume and with potential employment opportunities.

F. Ten Days After Firing Mr. Oaks, Mr. Hall Announced Shell's Continuing Commitment To Discriminate In Hiring

52. On Friday, December 16, 2016, Mr. Hall held a conference with the security function Company-wide and announced that one of his top priorities for Shell's Corporate Security Department in 2017 was hiring more women.

53. At the same time, Mr. Hall continued to call Mr. Oaks from overseas in hopes of convincing him to sign the release that Shell had offered him, and give up all his rights under the laws of America and Texas. Mr. Hall made such pressuring calls under the pretext of checking up on Mr. Oaks' welfare – as if there were any question that he was not doing well, specifically because Mr. Hall had just unlawfully fired him after well more than a decade of devoted and dedicated service to Shell.

G. Meanwhile, Many Other Employees Who, Unlike Mr. Oaks, Actually Committed Wrongdoing, Or Hired Based On A Prior Military Affiliation, Were Not Terminated⁶

54. [REDACTED]

⁶ Oaks' counsel sent a draft of this federal complaint to Shell's counsel with Section "G" in it. In response, Shell filed a state court lawsuit against Oaks on March 29, 2017, to enjoin him from including the allegations in Section "G" in his federal complaint, and to recover alleged damages for Oaks telling his lawyers and a local mediator (Susan Soussan) about said allegations. A state court judge granted Shell's requested TRO today, which is why Oaks has filed this complaint without the allegations in Section G.

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[REDACTED]

55. [REDACTED]

56. [REDACTED]

57. [REDACTED]

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[REDACTED]

58.

[REDACTED]

59.

[REDACTED]

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[REDACTED]

60. [REDACTED]

[REDACTED]

61. [REDACTED]

[REDACTED]

62. [REDACTED]

[REDACTED]

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[REDACTED]

63. [REDACTED]

64. [REDACTED]

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[REDACTED]

65. [REDACTED]

[REDACTED]

RETALIATION CLAIM UNDER THE ADEA

A. Law

66. The ADEA's anti-retaliation provision prohibits an employer from discriminating against an employee for opposing an unlawful practice or asserting a charge, testifying, assisting, or participating in an ADEA proceeding or investigation. 29 U.S.C. § 623(d). "The analytical framework for a retaliation claim is the same as that used in the employment discrimination context." *Medina v. Ramsey Steel Co.*, 238 F.3d 674, 684 (5th Cir. 2001).

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67. The well-known *McDonnell Douglas/Burdine* evidentiary framework applies to ADEA, Title VII, and TCHRA retaliation claims brought under a pretext theory. *See Septimus v. University of Houston*, 399 F.3d 601, 607 (5th Cir. 2005). Under that evidentiary framework, a plaintiff must first establish a *prima facie* case of retaliation. *See Baker v. American Airlines, Inc.*, 430 F.3d 750, 754 (5th Cir. 2005); *Haynes v. Pennzoil Co.*, 207 F.3d 296, 299 (5th Cir. 2000). To establish a *prima facie* retaliation case, a plaintiff must show that “(1) he engaged in protected activity; (2) he suffered an adverse employment decision; and (3) a causal link exists between the protected activity and the adverse employment decision.” *Id.* The same elements for a *prima facie* retaliation case apply under Title VII and the TCHRA. *See Banks v. East Baton Rouge Parish School Bd.*, 320 F.3d 570, 575 (5th Cir. 2003); *Zaffuto v. City of Hammond*, 308 F.3d 485, 492 (5th Cir. 2002).

68. If the plaintiff makes out a *prima facie* case of retaliation, then the defendant must articulate a legitimate non-retaliatory reason for the adverse employment decision. *See Baker*, 430 F.3d at 754-55. After the employer does so, “any presumption of retaliation drops from the case” and the burden shifts back to the employee to establish that the employer’s “stated reason is actually a pretext for retaliation.” *Baker*, 430 F.3d at 755 (quoting *Septimus*, 399 F.3d at 610-11); *Pineda v. United Parcel Service, Inc.*, 360 F.3d 483, 487 (5th Cir. 2004).

B. Analysis

1. Mr. Oaks Easily Makes Out A *Prima Facie* Case Of Retaliation

69. In this case, Mr. Oaks easily makes out a *prima facie* case. Regarding the first element, it is clear based on U.S. Supreme Court precedent that Mr. Oaks’ refusal to submit to, or participate in, Mr. Hall’s plan to hire a younger and/or female individual for the position of Security Advisor U.S. constitutes protected oppositional activity under the ADEA, Title VII, and the TCHRA. *See Crawford v. Metro. Gov’t of Nashville and Davidson Cnty.*, 555 U.S. 271, 277,

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129 S. Ct. 846, 871 (2009) (“And we would call it “opposition” if an employee took a stand against an employer’s discriminatory practices not by “instigating” action, but by standing pat, say, by refusing to follow a supervisor’s order to fire a junior worker for discriminatory reasons.”); *see also Patterson v. P.I.P. Healthcare Corp.*, 90 F.3d 927, 942 (5th Cir. 1996) (plaintiff’s refusal to carry out supervisor’s instructions not to hire individuals of a certain protected class was protected activity under the law that supported a retaliation claim); *Moyo v. Gomez*, 32 F.3d 1382, 1385 (9th Cir. 1994) *amended*, 40 F.3d 982, 985 (9th Cir. 1994) (an assertion that the plaintiff refused to carry out or otherwise protested the defendants’ alleged policy of discriminating against a protected class was sufficient to withstand summary judgment on a retaliation claim.).

70. Regarding the second element, Mr. Oaks was fired – which is no doubt an adverse employment action. *See Royal v. CCC & R Tres Arboles, L.L.C.*, 736 F.3d 396, 400 (5th Cir. 2013) (“It is clear that an adverse employment action occurred here—Royal was fired.”).

71. Regarding the third element, the Fifth Circuit reviews three factors to determine if a causal link exists: (1) the employee’s disciplinary record prior to their protected activity; (2) whether the employer followed its typical policy and procedures in terminating the employee; and (3) the temporal proximity between the employee’s protected activity and termination. *See Nowlin v. Resolution Trust Corp.*, 33 F.3d 498, 508 (5th Cir. 1994). All three of these factors strongly militate in Mr. Oaks’ favor. Specifically: (1) Mr. Oaks’ disciplinary record was spotless before he engaged in protected activity by opposing Mr. Hall’s illegal discrimination under the ADEA, Title VII, and the TCHRA; (2) Shell did not follow its typical policy and procedures in terminating Mr. Oaks – indeed, as noted above (and in other ways), it deviated from them in significant and telling ways; and (3) the temporal proximity between Mr. Oaks’ protected activity beginning in mid-September 2016, and his termination less than three months later, on December 6, 2016, is so

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close as to suggest causation by itself. See *Heggemeier v. Caldwell Cty.*, 826 F.3d 861, 870 (5th Cir. 2016) (“Close timing between an employee’s protected activity and an adverse action against him may provide the ‘causal connection’ required to make out a *prima facie* case of retaliation.”) (quoting *Swanson v. Gen. Servs. Admin.*, 110 F.3d 1180, 1188 (5th Cir. 1997) (emphasis omitted)); see also *Cantu v. Vitol, Inc.*, Civil Action No. H-09-0576, 2011 WL 486289, at *10 (S.D. Tex. Feb. 7, 2011) (Rosenthal, J.) (noting that “the Fifth Circuit has found temporal proximity of up to four months sufficient to show a causal link.”); *Richard v. Cingular Wireless LLC*, 233 Fed. Appx. 334, 338 (5th Cir. Apr. 13, 2007) (concluding that two-and-one-half months is short enough to support an inference of a causal link); *Evans v. City of Houston*, 246 F.3d 344, 355 (5th Cir. 2001) (observing that “a time lapse of up to four months has been found sufficient to satisfy the causal connection for summary judgment purposes”) (internal citations omitted).

2. Mr. Oaks Has Substantial Proof Of Pretext And “But For” Causation

72. Where, as here, the plaintiff makes out a *prima facie* case of retaliation, the defendant must articulate a legitimate non-retaliatory reason for the adverse employment decision. See *Baker*, 430 F.3d at 754-55. After the employer does so, “any presumption of retaliation drops from the case” and the burden shifts back to the employee to establish that the employer’s “stated reason is actually a pretext for retaliation.” *Baker*, 430 F.3d at 755 (quoting *Septimus*, 399 F.3d at 610-11).

73. In this case, Shell claimed Mr. Oaks was terminated for violating its Conflicts of Interest policy through an actual conflict of interest involving the military relationship between himself and Mr. Oliveri, and failing to report it. Mr. Oaks can demonstrate that this given reason for his termination is a pretext for retaliation.

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a) Shell's Reason For Terminating Mr. Oaks Is False

74. First, Mr. Hall's and Shell's given reason for termination is false. It is simply not true that, as Mr. Hall claimed in firing Mr. Oaks, that Mr. Oaks committed an actual conflict of interest involving the military relationship between himself and Mr. Oliveri, and failed to report it. To the contrary, there was no conflict as set forth in Shell's "Conflicts of Interest" policy (Ex. 1), and, even if one wrongly assumed there was, Mr. Oaks both informally and formally reported it in compliance with Shell policy (*see, e.g., supra* and Exs. 5, 6). Nor, as noted above, is it true that, as Mr. Hall told Mr. Smidtman, he had no knowledge that both Mr. Oaks and Mr. Oliveri were in the same U.S. Army Reserve Unit – Mr. Oaks had informed Mr. Hall of that repeatedly before Mr. Hall purported to approve the decision to hire Mr. Oliveri (*see supra* and Ex. 6 at pp. 1, 5-6). The substantial evidence of falsity in Mr. Hall's and Shell's given reason for firing Mr. Oaks amply proves pretext, and retaliation *vel non*. *See, e.g., Haire v. Board of Sup'rs of La. State Univ. Agricultural & Mech. Coll.*, 719 F.3d 356, 365 n. 10 (5th Cir. 2013) (reversing summary judgment for the employer in a discrimination case, and holding that, "[e]vidence demonstrating that the employer's explanation is false or unworthy of credence . . . is likely to support an inference of discrimination *even without further evidence of defendant's true motive.*") (italics in original).

75. Along these lines, it is significant that Shell's "Conflict of Interest" policy does not address military relationships between its employees at all – in fact, no Shell policy does – and according to U.S. Army Policy AR 600-20, a working relationship at Shell between Mr. Oaks and Mr. Oliveri would not constitute a conflict for military purposes. The absence of any such specific Shell policy even addressing – much less prohibiting – outside military relationships further demonstrates the falsity of Shell's given reason for termination, and retaliation *vel non*. *See, e.g., Rachid v. Jack In The Box, Inc.*, 376 F.3d 305, 314 (5th Cir. 2004) (fact question as to whether

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there was even a company policy prohibiting the plaintiff's alleged misconduct consequently required the reversal of summary judgment for the employer in an age discrimination case); *see also Fisher v. Lufkin Industries*, 847 F.3d 752, 757 n.5 (5th Cir. 2017) (ruling in the plaintiff's favor in a retaliation case, and implicitly observing that the fact that the employer could not identify a company policy or rule that clearly prohibited the conduct for which the plaintiff was allegedly fired suggested that the employer's given reason for termination was a pretext for retaliation).

b) Shell's "Investigation" Was A Pretextual Sham

76. Second, the Fifth Circuit has observed that when an investigation is as deeply flawed and one-sided as this one was, a reasonable jury can infer that it was not truly a search for the truth, but instead a retaliatory witch hunt designed to reach a predetermined conclusion. *See, e.g., Ion v. Chevron*, 731 F.3d 379, 395 (5th Cir. 2013) (reversing summary judgment for employer in a FMLA retaliation case where the employer's investigation was so one-sided that a reasonable jury could have concluded that it was not done in good faith, but rather was designed to conceal the employer's retaliation). This is the case here, as reflected by numerous pieces of evidence. *See supra*.

77. Shell's policy provides that investigations "usually involve a suitability-trained investigator from the country to which the report refers, who has local expertise." Shell has a Business Integrity Department in the United States of America. But, instead of using one of those American investigators, or an external consultant who is familiar with the workings of the Uniformed Armed Service components operate, Shell assigned Mr. Smidtman to the investigation, a non-American, who was not "suitably trained," knew nothing of the American military, and worked in the same location as Mr. Hall. This is suspicious.

78. During his interview of Mr. Oaks, Mr. Smidtman told Mr. Oaks, *inter alia*, that Mr. Hall had asserted that he had no knowledge that both Mr. Oaks and Mr. Oliveri were in the same

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U.S. Army Reserve Unit or that they had known each other for several years (Ex. 6 at page 1). Mr. Oaks denied that and sent Mr. Smidtman e-mails demonstrating his innocence as well as Mr. Hall's longstanding knowledge of the military relationship between Mr. Oaks and Mr. Oliveri (Ex. 6), and yet they were blown off and never responded to, and Mr. Hall simply torpedoed forward with his planned termination of Mr. Oaks.

79. In addition, it was documented that Mr. Oliveri had applied for jobs at Shell in 2013 and 2014 that he was not hired for and, as to the 2014 application, Mr. Oaks was the hiring decision manager, and he declined to hire Mr. Oliveri because he believed another applicant was better qualified. This and other evidence (e.g., Mr. Oaks' invitation to Justin Lamb to apply for the job) along the same lines plainly refutes any notion of favoritism – but, yet again, Mr. Smidtman simply ignored this powerful evidence, and all other exculpatory evidence – and proceeded with the predetermined result designed to lead to Mr. Oaks' termination.

80. Also, as noted, Mr. Oaks sent Mr. Smidtman an e-mail explaining that his predecessor in his job as Regional Security Manager – Americas, Rob Ream, was a U.S. Coast Guard Reservist who hired Bob Schoen who was a U.S. Coast Guard Reservist Commander while they served in the same reservist unit and Mr. Ream reported to Mr. Schoen and vice-versa (Ex. 6). Initially, Mr. Ream hired Mr. Schoen as a contract security consultant to Shell (and supervised him), and later he interviewed and participated in hiring him as a direct Shell employee. This all occurred while Mr. Ream reported to Mr. Hall, yet Mr. Hall apparently made no issue of it and Mr. Ream was not disciplined or discharged because of the relationship (*Id.*). Mr. Oaks never received any response or rebuttal to this point either.

81. Furthermore, as part of his supposed investigation, Mr. Smidtman would have reviewed Mr. Oaks' e-mails and seen the e-mails reflecting that Mr. Hall wanted Mr. Oaks to hire

based on age and gender, and that Mr. Oaks opposed his discriminatory desires, and refused to do so (Exs. 2-4). Mr. Oaks told Mr. Smidtman that he believed Mr. Hall was retaliating against him for this, and yet Mr. Smidtman did nothing to protect Mr. Oaks. Rather, Mr. Smidtman actually defended Mr. Hall's discriminatory desires and recited Mr. Hall's position to Mr. Oaks. Specifically, according to Mr. Smidtman, Mr. Hall did not want a younger person for the Security Advisor U.S. role, and could not possibly have sought such a person, because the experiential requirements of the position itself would have required someone who was in their forties. This retort – which Mr. Smidtman could only have gotten from Mr. Hall himself – is patently false, and Mr. Oaks told him so. Indeed, Mr. Hall's own e-mails plainly demonstrate that he wanted a "younger" person for the role (Exs. 2-4). That Mr. Smidtman vigorously defended Mr. Hall, and parroted his false defense to Mr. Oaks, proves what is obvious anyway: that Mr. Hall tainted and controlled Mr. Smidtman's "investigation," and its outcome.

82. As in *Jon*, all this proof demonstrates that the truth did not matter in the investigation. What mattered was simply creating a bogus cover for Mr. Hall and Shell to pretextually fire Mr. Oaks in retaliation for his protected activity – activity that Mr. Smidtman was well aware of because: (a) Mr. Oaks had told him about it, and about his fears of retaliation; and (b) Mr. Smidtman had reviewed Mr. Oaks' e-mails as part of his "investigation," and would have seen the very e-mails in which Mr. Hall expressed his desires for Mr. Oaks to hire based on age and gender, and Mr. Oaks opposed his discriminatory desires, and refused to do so (Exs. 2-4).

83. In addition to *Jon*, another case along these lines is *Rachid*, 376 F.3d 305. In that case, a HR manager investigated the plaintiff for altering time-cards. She found that he had done so. Therefore, "without further investigation," the plaintiff was fired. *Id.* at 308. Rachid sued for age discrimination, claiming that his time card "alterations" were merely his good faith attempts

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to correctly submit payroll by deleting incorrect and inflated time entries. In reversing a summary judgment that had been entered for the employer, the Fifth Circuit seemed to find it suspicious that the employer “did not make any investigation to determine whether those deletions [by Rachid] were accurate.” *Id.* at 314 n. 13. In other words, by failing to fully investigate, a jury could reasonably conclude that the company was just “looking for a reason” to fire Rachid, no matter how trivial it might have been. *Id.* at 315-16. This was especially the case because Rachid’s manager had been calling him “too old” in the months before his termination. Similarly, here, Mr. Smidtman’s “rush to judgment” investigation, combined with Mr. Hall’s close in time facially discriminatory e-mails and illegal instructions that Mr. Oaks refused to follow, is sufficient to permit a reasonable jury to conclude that the alleged investigation was a sham designed to lead to a predetermined decision, *i.e.*, the termination of Mr. Oaks for refusing to accede to Mr. Hall’s illegal desires to hire a younger and/or female candidate, rather than an older male like Mr. Oliveri.

c) Mr. Oaks Has Compelling Proof of Disparate Treatment

84. Third, significantly, there is proof that Mr. Hall and Shell knew of a prior situation that was the same as this one, but did not consider it a Conflict of Interest, and did not fire anyone over it (Ex. 6 at page 1). This is sufficient to establish pretext, as demonstrated by the recent Fifth Circuit case of *Wheat v. Florida Parish Juvenile Justice Comm.*, 811 F.3d 702 (5th Cir. 2016). In *Wheat*, the plaintiff was a juvenile detention officer. In 2005 she was disciplined for using excessive force on a juvenile. In 2009 Wheat took FMLA leave and was terminated for failing to return to work after her leave expired. Wheat sued and the case was settled. As part of the settlement, Wheat was returned to work in March 2011.

85. In November 2011, Wheat alleged that a twelve-year old female inmate made inappropriate sexual advances towards her. In January 2012, Wheat used excessive force on another inmate and had to be physically restrained twice from attacking the inmate. Wheat also

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threatened to “whip that bitch’s ass.” Wheat was fired after this incident. Wheat sued, and alleged retaliation for her FMLA suit and for her complaint about the twelve-year old allegedly sexually harassing her. The district court threw Wheat’s case out on summary judgment, but the Fifth Circuit reversed because there was evidence that, while some other JDS officers were terminated for excessive force, others were not. *Id.* at 711. The Court held that, “the Commission’s inconsistent treatment of Wheat raises disputed issues of material fact as to whether: but for exercising her rights she would have been discharged.” *Id.*

86. *Wheat* is directly on point here. Mr. Oaks’ predecessor in his job as Regional Security Manager – Americas, Rob Ream, was a U.S. Coast Guard Reservist who hired Bob Schoen who was a U.S. Coast Guard Reservist Commander while they served in the same reservist unit and Mr. Ream reported to Mr. Schoen and vice-versa (Ex. 6). Initially, Mr. Ream hired Mr. Schoen as a contract security consultant to Shell (and supervised him), and later he interviewed and participated in hiring him as a direct Shell employee. This all occurred while Mr. Ream reported to Mr. Hall, yet Mr. Hall apparently made no issue of it and Mr. Ream was not disciplined or discharged because of the relationship (*Id.*). As in *Wheat*, this evidence of disparate treatment demonstrates pretext and “but for” causation sufficient to find for Mr. Oaks on his retaliation claims.

87. In addition, as set forth in Section G of the “Factual Background” section of this Complaint, there are numerous other persons who, unlike Mr. Oaks, have committed actual Conflicts of Interest, or other substantially similar offenses, that they were not terminated for, thus providing further evidence of disparate treatment. *See, e.g., Ramirez v. Landry’s Seafood Inn & Oyster Bar*, 280 F.3d 576, 578 (5th Cir. 2002) (reversing a summary judgment in a Title VII

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discrimination case where employee in non-protected class allegedly committed an offense of same policy that was just as bad, if not worse, than plaintiff did, and was not fired).

88. Similarly, there is overwhelming proof – from his own e-mails – that Mr. Hall violated Section 3.4 of Shell's Code of Conduct, which states, in relevant part, that "[w]hen making employment decisions, including hiring, evaluation, promotion, training, development, discipline, compensation and termination, you must base them solely on objective factors, including merit, qualifications, performance and business considerations. . . . [Y]ou should understand the value of diversity and must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, disability, ethnic origin or nationality." (Ex. 1 at page 14). Yet, Mr. Hall was not terminated, while Mr. Oaks, an innocent man who violated no policy, was fired. This disparate treatment further supports a finding in Mr. Oaks' favor under *Wheat* and cases like it. *See also Ramirez*, 280 F.3d at 578 (reversing summary judgment because the evidence of disparate treatment was sufficient to establish a discrimination case).

d) Shell's Severance Offer And Mr. Hall's Efforts To Get Mr. Oaks to Sign It Also Point To Pretext

89. Fourth, if, as Mr. Hall claimed, Mr. Oaks committed such an egregious and obvious violation of Company policy, then why did Shell offer Mr. Oaks severance, and why did Mr. Hall call Mr. Oaks repeatedly for the obvious purpose of pushing him into signing the agreement and also offer to review Mr. Oaks' resume for potential employment assistance? A reasonable jury could conclude that the answer is because Mr. Hall knew he was acting illegally and hoped to obtain a cheap and quick release of claims, thus immunizing him, and Shell, from any liability for their illegal retaliation. *See Lloyd v. Georgia Gulf Corp.*, 961 F.2d 1190, 1195 (5th Cir. 1992) (affirming a jury verdict against the employer in an age discrimination case, and stating "[f]inally, Georgia Gulf's demand that, as part of the retirement package, Lloyd sign a waiver promising not

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to sue Georgia Gulf could also have raised some doubt in the minds of the jury about the proffered reasons for Lloyd's termination.").

e) Shell's Basis For Termination Is Not Just Factually False, But Also Entirely Illogical

90. Fifth, it is not believable that Mr. Oaks would ever do anything improper to jeopardize his \$325,000+ a year job with Shell in order to further his military career. Mr. Oaks earns approximately \$23,000.00 a year as a U.S. Army Reserve Officer. Since 2015, Mr. Oaks has been retirement eligible, meaning that he could retire at any time and receive his full military pension starting at the age of sixty. If Mr. Oaks was promoted to full Colonel – something Mr. Oliveri had no control over as of 2016 because by then the two men had no reporting relationship in the military – he would earn approximately \$3,000.00 more per year, and his monthly pension would likely increase by approximately \$400.00 a month. None of this would justify putting his \$325,000+ a year Shell job at risk by engaging in a Conflict of Interest – which is why he would not, and did not, do such a thing. Shell knows this. Shell also knows that, contrary to a true conflict of interest situation, in this case; (a) Mr. Hall neither received nor was explicitly or implicitly promised anything from Mr. Oliveri; and (b) Mr. Oliveri neither received nor was explicitly or implicitly promised anything from Mr. Oaks. Shell's supposed "conflict of interest" amounts to two honorable military men serving their country and doing their jobs. That is not a conflict. It is something to be commended.

f) Shell's Position Smacks of *Post-Hoc* Hypocrisy

91. Sixth, Mr. Hall's and Shell's position here is hypocrisy that smacks of retaliation. Mr. Hall, and Shell, benefited from Mr. Oaks' military connectivity because, among other reasons, Mr. Oaks had a Top Secret Government Security Clearance through the military that afforded him the opportunity to attend classified U.S. federal governmental security briefings, for the private

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sector, that he otherwise would not have been able to attend. Mr. Hall knew this, as Mr. Oaks provided him with insights he obtained from these briefings and told him where the perspectives came from. Mr. Hall never claimed any conflict then. Rather, he gladly benefited from the access Mr. Oaks had because of his military related security clearance. That Mr. Hall raised a supposed conflict claim only on the heels of Mr. Oaks' refusal to submit to his illegal desire to hire based on age and/or gender smacks of retaliation. *See Shirley v. Chrysler First, Inc.*, 970 F.2d 39, 43 (5th Cir. 1992) (stating, in affirming a jury verdict for the plaintiff in a retaliation case, "[w]e find it surprising that suddenly, after Shirley filed her EEOC complaint, problems with her work surfaced.").

g) Mr. Hall Purported To Approve The Hiring of Mr. Oliveri After Being Unequivocally Informed That Mr. Oaks and Mr. Oliveri Were In The Same Army Reserve Unit, Which Provides Further Evidence of Pretext

92. Seventh, it is important to remember that on September 27, 2016, Mr. Oaks expressly reminded Mr. Hall that both he and Mr. Oliveri were in the same U.S. Army Reserve Unit, and he used this as a basis to bolster his conclusion that Mr. Oliveri had the best qualifications, *i.e.* the right behaviors, work ethic, competence etc. In response, Mr. Hall publicly purported to relent from his previously announced illegal position, and sent an e-mail stating, "[A]ll, Crockett and I have discussed. Support for the decision to proceed." As such, Mr. Hall approved of Mr. Oaks' decision with full knowledge of his military relationship with Mr. Oliveri (query why then was Mr. Hall not also fired?). This demonstrates that, contrary to the Company's claim, Mr. Hall knew about the material aspects of Mr. Oaks' military relationship with Mr. Oliveri – and had the opportunity to ask any further questions about that had he wanted to – and he nevertheless gave Mr. Oaks express permission to proceed with the very course of action for which he was later fired. This too supports a finding of pretext and retaliation *vel non*. *See, e.g., Heinsohn*

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v. Carabin & Shaw, P.C., 832 F.3d 224, 239 n. 60) (5th Cir. 2016) (citing *Haire*, 719 F.3d at 365) (noting that when an employee has “complied with her superior’s directives” a genuine issue of material fact exists as to whether the employee has “committed any official wrongdoing”)); *Hospital Cristo Redentor, Inc. v. N.L.R.B.*, 488 F.3d 513, 522-23 (1st Cir. 2007) (finding evidence of pretext based on the fact that the employer alleged that the employee was terminated for leaving work without permission, but the employee’s supervisor had actually spoken to the employee and had permitted the employee to leave work in order to attend to a family emergency).

h) Shell’s Decision To Go Directly To Termination Is Further Proof of Pretext

93. Eighth, Shell’s decision to terminate Mr. Oaks in these circumstances is not consistent with its typical practices. Mr. Oaks was a long-term employee with a spotless employment record. He was considered to be someone of high potential. He did not violate any Company policy, and he did not improperly influence the decision to recommend Mr. Oliveri for hiring. For Shell to go directly to immediate termination in these circumstances is not consistent with its typical process, and further proves pretext. See *EEOC v. Chevron Phillips Chemical Co., LP*, 570 F.3d 606, 623-24 (5th Cir. 2009) (reversing summary judgment for employer in part because the fact that the employer went to immediate termination, rather than adhering to its normal progressive disciplinary policy, suggested pretext); see also *Fisher*, 847 F.3d at 756 n.4 (ruling in the plaintiff’s favor in a retaliation case and noting that the company’s deviation from its normal progressive disciplinary policy suggested pretext).

i) Shell’s Conflicting Explanations For Mr. Oaks’ Departure From The Company Also Suggest Pretext

94. Mr. Hall told several of Mr. Oaks’ direct reports that Mr. Oaks “had not been terminated” during one-on-one calls that Mr. Hall organized in an effort to put a false spin on the illegal decision to fire Mr. Oaks from Shell. This too suggests that Shell knew that Mr. Oaks had

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committed no wrong to justify his termination. If he had, Shell would not have told his direct reports that Mr. Oaks “had not been terminated,” but instead would have explained to them what he had done so horribly wrong so as to deserve to be terminated after approximately thirteen years of outstanding performance at Shell. Furthermore, the fact that Shell told Mr. Oaks one thing (he was terminated), but told others another (he was not terminated) further suggests pretext. *See, e.g., Nasti v. CIBA Specialty Chem. Corp.*, 492 F.3d 589, 594 (5th Cir. 2007) (“A court may infer pretext where a defendant has provided inconsistent or conflicting explanations for its conduct.”); *Burrell v. Dr. Pepper/Seven Up Bottling Grp, Inc.*, 482 F.3d 408 (5th Cir. 2007) (shifting explanations can be evidence of pretext); *Gee v. Principi*, 289 F.3d 342 (5th Cir. 2002) (same).

j) **The Big Picture Proves Pretext**

95. The Fifth Circuit has stated: “[j]ust as “[a] play cannot be understood on the basis of some of its scenes but only on its entire performance, . . . similarly, a discrimination analysis must concentrate not on individual incidents, but on the overall scenario.” *Donaldson v. CDB Inc.*, 335 Fed. Appx. 494, 503 (5th Cir. 2009). *See also Starnes v. Wallace*, 849 F.3d 627, 635 (5th Cir. 2017) (reversing summary judgment for the employer in a retaliation case and emphasizing the importance of looking at the “big picture” in analyzing whether there is sufficient evidence of pretext to find for the plaintiff).

96. The big picture context and scenario here speaks volumes: a long-term Plaintiff with a spotless A+ employment record who opposed his supervisor’s illegal discriminatory desires in September 2016, then was suddenly fired on the flimsiest and most illogical of grounds less than three months later, in December 2016 — in contrast to numerous employees who have committed actual wrongdoing (including Mr. Hall himself) and were not terminated. *See supra*.

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C. Damages

97. The damages under the ADEA consist of back-pay, front-pay (or reinstatement), liquidated damages, attorneys' fees, and costs. Each component is explained below.

98. Back-pay. Prevailing claimants under the ADEA may recover lost back-pay and benefits. *See Miller*, 716 F.3d at 146. The purpose of back pay is to "make whole the injured party by placing that individual in the position he or she would have been in but for the discrimination." *Sellers v. Delgado Cmty. Coll.*, 839 F.2d 1132, 1136 (5th Cir. 1988). Mr. Oaks' total annualized cash compensation at Shell was approximately \$325,000.00.

99. Mr. Oaks received annual Shell shares pursuant to a Performance Share Plan. The shares vested over a three-year schedule. The annual loss to Mr. Oaks is approximately as follows: (a) 2014 shares that would have vested in 2017 = \$57,640.00; (b) 2015 shares that would have vested in 2018 = \$40,655.00; and (c) 2016 shares that would have vested in 2019 = \$74,197.00. This totals another \$172,493.00 in monetary damages that are recoverable in this case (plus similar damages for future years). *Cf. Greene v. Safeway Stores, Inc.*, 210 F.3d 1237, 1243-44 (10th Cir. 2000) (wrongfully discharged executive entitled to damages for unrealized stock option appreciation); *Harding v. Cianbro Corp.*, 498 F. Supp. 2d 344, 360 (D. Me. 2007) (awarding plaintiff who was illegally fired based on his disability the value of unvested stock that would have vested but for his wrongful termination); *Knox v. Microsoft Corp.*, 92 Wash.App. 204, 962 P.2d 839, 841-43 (1998) (employee wrongly terminated in breach of employment contract entitled to damages for cancellation of unvested stock option), *review denied*, 137 Wash.2d 1022, 980 P.2d 1280 (1999).

100. Front-pay. "Front pay refers to future lost earnings." *Wal-Mart Stores v. Davis*, 979 S.W.2d 30, 45 (Tex. App.—Austin 1998, pet. denied). The law allows a plaintiff to recover front pay when a plaintiff shows that reinstatement is not feasible. TEX. PATTERN JURY

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INSTRUCTIONS § 110.30, Comment, Front Pay (2003 ed.) (citing federal law); *cf. Brunneemann v. Terra Int'l Inc.*, 975 F.2d 175, 180 (5th Cir. 1992) (ADEA case). Generally, reinstatement is the preferred equitable remedy for a discriminatory discharge. *Julian v. City of Houston, Tex.*, 314 F.3d 721, 729 (5th Cir. 2002). However, if reinstatement is not feasible, front-pay will be awarded if it is consistent with the remedial purposes of the law. *Brunneemann*, 975 F.2d at 180. “[R]einstatement is not preferred over front pay when there is no vacancy in the desired position.” *Mitchell v. Sisters of Charity of Incarnate Word*, 924 F. Supp. 793 (S.D. Tex. 1996) (quoting *Shore v. Federal Express Corp.*, 777 F.2d 1155 (6th Cir. 1985)). In other words, if reinstatement would require displacing or bumping an innocent employee from their job, then it is considered to be infeasible, and front-pay may be awarded instead of reinstatement. *See Ray v. Iuka Special Mun. Separate Sch. Dist.*, 51 F.3d 1246, 1254 (5th Cir. 1995).

101. In this case, front-pay, rather than reinstatement, would presumably be awarded, because Mr. Oaks’ job has already been filled. Regarding the calculation of front-pay, the Fifth Circuit has stated that “[f]ront pay is usually invoked when reinstatement is impracticable and is calculated from the date of judgment to age 70, or the normal retirement age, and should reflect earnings in mitigation of damages.” *Patterson*, 90 F.3d at 936 n. 8 (citing J. Hardin Marion, *Legal and Equitable Remedies Under the Age Discrimination in Employment Act*, 45 MD.L.REV. 298, 330–334 (1986)). *See also Blum v. Witco Chem. Corp.*, 829 F.2d 367, 374 (3d Cir. 1987) (“In calculating a front pay award, the jury must consider the expected future damages caused by defendant’s wrongful conduct from the date of judgment to retirement.”).

102. Mr. Oaks was 46-years old when Shell terminated him. He had planned to work until he was 60-years old, at which time he would fully vest in Shell’s lucrative pension plan – thus justifying a significant seven-figure front-pay award. *See, e.g., Jackson*, 2011 WL 2119644,

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at *8-9 (Fifth Circuit decision affirming five-year front-pay award in an age discrimination case); *Mota v. University of Tex. Houston Health Sci. Ctr.*, 261 F.3d 512, 527 (5th Cir. 2001) (affirming front-pay award of approximately ten years); *Donlin v. Philips Lighting North Am. Corp.*, 581 F.3d 73, 88 (3rd Cir. 2009) (holding that district court did not abuse its discretion in awarding plaintiff front-pay for ten years); *Meacham v. Knolls Atomic Power Lab.*, 381 F.3d 56, 79 (2d Cir. 2004) (affirming front-pay awards of nine to twelve and one-half years), *vacated on other grounds sub nom KAPL, Inc. v. Meacham*, 544 U.S. 957 (2005); *Gothardt v. National R.R. Passenger Corp.*, 191 F.3d 1148 (9th Cir. 1999) (affirming an eleven-year front pay award); *Pierce v. Atchison, Topeka & Santa Fe Ry. Co.*, 65 F.3d 562, 574 (7th Cir. 1995) (holding that ten-year front-pay award did not constitute an abuse of discretion); *Hukkanen v. International Union of Operating Eng'rs, Hoisting & Portable Local No. 101*, 3 F.3d 281, 286 (8th Cir. 1993) (holding that a ten year front-pay award did not constitute an abuse of discretion).

103. Along those same lines, the termination of Mr. Oaks at age 46 also prevented his pension from being as large as it would have been had he worked to age 60. Separate damages for the loss of additional pension accrual are also recoverable under the ADEA. *See Miller*, 716 F.3d at 146 (ADEA case where a jury properly awarded the plaintiff \$227,000 for an enhancement to his ultimate pension benefits that would have vested between the time of his termination in March 2008 and when his pension would have otherwise vested in 2010).

104. Similarly, along those lines, any front-pay award should take into the account the high likelihood that Mr. Oaks would have been promoted and thus received a substantial increase in his compensation. Recall that in early 2016, Shell gave Mr. Oaks a "Current Estimated Potential" rating of an "A" or "B," which essentially meant that Shell and Mr. Hall believed at that time that Mr. Oaks had the potential to take Mr. Hall's job position (a grade "B" position) one day.

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105. Liquidated Damages. Claimants under the ADEA are also entitled to liquidated damages – a doubling of the back-pay award – where a violation is determined to be willful. *See Miller*, 716 F.3d at 145. “A violation of the ADEA is willful if the employer knew or showed reckless disregard for whether its conduct was prohibited by the ADEA.” *Smith v. Berry Co.*, 165 F.3d 390, 395 (5th Cir. 1999) (citing *Trans World Airlines, Inc. v. Thurston*, 469 U.S. 111, 128 (1985)). Shell’s violation in this case was willful. *See Miller*, 716 F.3d at 145 (evidence supported jury’s finding of a willful violation of the ADEA by Raytheon even though it was “undisputed that Raytheon had to undertake a reduction in force and that it instituted facially age-neutral policies and processes according to which a nondiscriminatory basis for Miller’s termination could be justified.”); *Palasota*, 499 F.3d at 481-82 (evidence supported finding of a willful violation of the ADEA, thus justifying award of liquidated damages); *West v. Nabors Drilling USA, Inc.*, 330 F.3d 379, 391-92 (5th Cir. 2003) (same); *Tyler v. Union Oil Co.*, 304 F.3d 379, 398-99, 401 (5th Cir. 2002) (same, and stating that “[w]e hold that the plain language of the statutes requires the interpretation that liquidated damages in an amount equal to the back pay award are mandatory upon a finding of willfulness.”); *Woodhouse v. Magnolia Hosp.*, 92 F.3d 248, 256-57 (5th Cir. 1996) (same).

106. Attorneys’ fees. Attorneys’ fees are recoverable to a prevailing plaintiff under the ADEA. *See Miller*, 716 F.3d at 149 (affirming an award of attorneys’ fees of \$488,437.08 to the plaintiff in a single-plaintiff ADEA/TCRA discrimination case that arose in Dallas); *Lewallen v. City of Beaumont*, 394 Fed. Appx. 38, 46 (5th Cir. 2010) (affirming an award of attorneys’ fees of \$428,421.75 to the plaintiff in a single-plaintiff discrimination failure to promote case); *Watkins v. Input/Output, Inc.*, 531 F. Supp. 2d 777, 789 (S.D. Tex. 2007) (awarding prevailing plaintiff in a single-plaintiff ADEA case tried in Houston \$336,010.50 in attorneys’ fees).

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D. Exhaustion of Mr. Oaks' ADEA Retaliation Claim

107. On January 27, 2017, Mr. Oaks timely filed a Charge of Discrimination alleging age discrimination with the EEOC and the Texas Workforce Commission – Civil Rights Division (“TWC-CRD”). As of the filing of this lawsuit, sixty days have passed since Mr. Oaks filed that Charge of Discrimination. Accordingly, Mr. Oaks has exhausted his administrative remedies under the ADEA. This is so because, in order to comply with the exhaustion requirement under the ADEA, “[f]or cases arising in Texas, a complainant [simply] must file [an EEOC charge] within 300 days of the last act of discrimination” and “then wait sixty days before filing a civil action.” See *Julian v. City of Houston*, 314 F.3d 721, 726 (5th Cir. 2002). Under 29 U.S.C. § 626(d), “the claimant’s independent right to sue arises automatically upon the expiration of sixty days after filing of the charge with the EEOC.” *Id.* (footnote omitted). As the Fifth Circuit explained in *Julian*:

But there are preconditions to bringing suit under the ADEA. Title 29 U.S.C. § 626(d) provides: “No civil action may be commenced by an individual under this section until 60 days after a charge alleging unlawful discrimination has been filed with the Equal Employment Opportunity Commission.” Thus, a person seeking relief under the ADEA must first file an administrative charge with the EEOC. And § 626(d) establishes time limits for filing the EEOC charge. For cases arising in Texas, a complainant must file within 300 days of the last act of discrimination. After timely filing the EEOC charge, the complainant must then wait sixty days before filing a civil action. Under the plain language of § 626(d), “the claimant’s independent right to sue arises automatically upon the expiration of sixty days after filing of the charge with the EEOC.” Accordingly, a complainant who timely files the EEOC charge and then observes the sixty-day waiting period has satisfied the statutory preconditions to filing suit.

Id. at 725-26 (footnotes omitted).

JURY DEMAND

108. Mr. Oaks demands a jury trial.

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PRAYER

Mr. Oaks asks that the court issue summons for Shell to appear and answer, and that he be awarded a judgment against Shell for the following:

- a. Actual damages including but not limited to pecuniary losses, non-pecuniary losses, back-pay, and front-pay (or reinstatement);
- b. Liquidated damages;
- c. Prejudgment and post-judgment interest;
- d. Attorneys' fees and court costs; and
- e. All other relief to which Plaintiff is entitled.

Respectfully submitted,

OBERTI SULLIVAN LLP

By: s/ Mark J. Oberti
Mark J. Oberti
State Bar No. 00789951
S.D. Texas No. 17918
712 Main Street, Suite 900
Houston, TX 77002
(713) 401-3555 – Telephone
(713) 401-3547 – Facsimile
mark@osattorneys.com – Email

ATTORNEY-IN-CHARGE FOR PLAINTIFF

OF COUNSEL:

Edwin Sullivan
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ATTORNEYS FOR PLAINTIFF

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DESCRIPTION OF EXHIBITS TO ORIGINAL COMPLAINT	EXHIBIT
Shell Code of Conduct Excerpts	1
E-mails between Crockett Oaks III and James Hall of 07/06/16 and 07/07/16	2
E-mail chain between Crockett Oaks III, James Hall, and Dana Croft of 09/09/16 and 09/14/16	3
E-mail chain between Crockett Oaks III and Dana Croft of 09/14/16, and other e-mails	4
Conflict of Interest URID-000142369 submitted by Crockett Oaks	5
E-mails from Crockett Oaks to Jasper Smidtman of November 4, 7, 8, 10, 2016	6

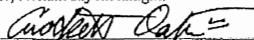
Case 4:17-cv-00979 Document 1 Filed in TXSD on 03/30/17 Page 47 of 47

AFFIDAVIT OF CROCKETT OAKS

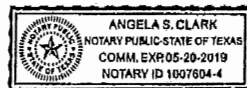
STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this day, Crockett Oaks appeared before me, the undersigned authority, who upon his oath, deposes and states:

1. I am over the age of 21, competent to make this affidavit, and have personal knowledge that everything stated herein is true and correct. I have read Plaintiff's Sworn Original Complaint in this case. Unless otherwise indicated as being on "information and belief," the statements under the heading "Factual Background" in Plaintiff's Sworn Original Complaint in Sections A through F in this case are all true and correct on my personal knowledge. I also have personal knowledge of much, but not all, of the information set forth in Section G of Plaintiff's Sworn Original Complaint.
2. The exhibits attached to Plaintiff's Sworn Original Complaint are true and correct copies of the originals. Further, Affiant sayeth naught.


CROCKETT OAKS

SUBSCRIBED AND SWORN TO before me on this the 27th day of March 2017, certify which witness my hand and seal of office.



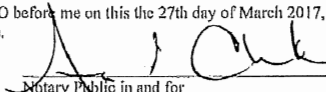
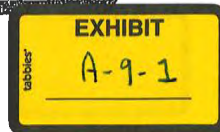
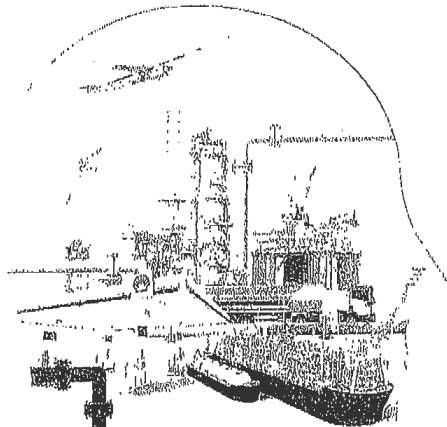

Notary Public in and for
The State of TEXAS
Printed name: Angela S. Clark

EXHIBIT A-9-1

**OUR CODE
OF CONDUCT**
MAKING THE RIGHT DECISIONS





3.4 EQUAL OPPORTUNITY

At Shell, we offer equal opportunities to everyone. This helps us ensure we always draw on the widest possible talent pool and attract the very best people. We rely on everyone at Shell to continue our record on equal opportunity.

Sometimes people can breach equal opportunity policies without even realising it – for example, if they are unconsciously biased towards recruiting people like themselves. Therefore you should always strive to be objective and ensure your personal feelings, prejudices and preferences are not influencing your employment-related decisions. You also need to be aware of local legislation that may impact employment decisions.

YOUR RESPONSIBILITIES

When making employment decisions, including hiring, evaluation, promotion, training, development, discipline, compensation and termination, you must base them solely on objective factors, including merit, qualifications, performance and business considerations.

You should understand the value of diversity and must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, citizenship, ethnic origin or nationality.

INFORMATION POINT



You can find more information on unconscious bias at <http://www.shell.com/ethicsandcompliance/bo>

Report a concern – Global Helpline (<https://shell.com/hello.eu/>)

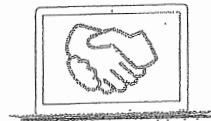
5.3 CONFLICTS OF INTEREST

Q

My uncle is the Deputy Minister of Energy in my country. Do I need to declare this in the Code of Conduct Register?

A

This could be a potential, actual or perceived conflict of interest, depending on your role, Shell's business in that country and other conditions. In all cases, you should declare it in the Code of Conduct Register. Your line manager can then discuss with you whether or not any mitigation steps are required in order to protect you, Shell and your uncle.



Conflicts of Interest (COIs) may arise when your personal relationships, participation in external activities or an interest in another venture, could influence or be perceived by others to influence your business decisions for Shell. An actual, potential or perceived COI may jeopardise your reputation as well as Shell's. You must avoid actual, potential or perceived COIs if possible.

If you have an actual, potential or perceived COI, you must protect yourself from any suspicion of misconduct by being transparent and entering the details in Shell's Code of Conduct Register. This only takes a few minutes, and could save you from a time-consuming investigation.

Provided that no actual, potential or perceived COI would result, you may acquire interests in other businesses and perform external professional activities in your own time. You are also entitled to be active in your own time in community, government, educational and

other non-profit organisations. However, in any such case, you must comply with all relevant laws, regulations and Shell policies. If there is any doubt, you must raise your concern with your line manager or the Shell Ethics & Compliance Office before you start a new activity.

YOUR RESPONSIBILITIES

- You must not let any decisions you make at Shell be influenced by personal considerations such as relationships or outside interests of yourself, family or friends.
- You must register all actual, potential or perceived COIs in the Code of Conduct Register, whether or not you think it will actually influence your decision.
- If you are not sure whether such a conflict exists, you must consult your line manager, the Shell Ethics & Compliance Office or Shell legal.
- Withdraw from decision-making that creates an actual, potential or perceived COI, or could be perceived as creating one.

INFORMATION POINT

You can find COI examples, ABC and AML Manual, Code of Conduct Register, ABC Contacts and more details about the ABC Programme at <http://www.shell.com/officesandcompliance/coi>

Report a concern - Global Helpline (<https://shell.com/helpline/>)

EXHIBIT A-9-2

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Oaks, Crockett W SHLOIL-CSA

From: Hall, James WD RDS-CS
Sent: Thursday, July 07, 2016 1:59 AM
To: Oaks, Crockett W SHLOIL-CSA
Cc: Craft, Dana B SOPUS-HRN/AG
Subject: RE: CSM - US Selection

Thanks Crockett. Let's indeed look to backfill Bob's role with some younger external talent.

James WD Hall
VP Corporate Security

Shell International S.V.
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Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Oaks, Crockett W SHLOIL-CSA
Sent: Wednesday 6 July 2016 23:11
To: Hall, James WD RDS-CS
Cc: Craft, Dana B SOPUS-HRN/AG
Subject: CSM - US Selection

Confidential

Hello James,

As agreed, I wanted to follow up with you to confirm that Dana and I had the opportunity this afternoon to discuss the captioned subject. I did share with Dana our thoughts based on the discussion this morning. This note just serves to confirm our intent to offer Bob Schoen the CSM - US role, with Dana's concurrence as well. Dana advised that there is not a specific requirement that would compel us to interview the other candidates, unless we are suggesting that there is a "close candidate" both from a technical and behavioral perspective. Based on this point, I agree that we would be best served not to conduct interviews in an effort to 1) manage time more appropriately; and 2) not create 'false hope' for any candidate. I would like to break the news to Bob tomorrow, as well to send a note of regret to the other candidates.

As it relates to a backfill for Bob's role, I will be crafting a job description which will seek to combine elements of the Regulatory Assurance Manager and Security Advisor role at a JG-4. I anticipate getting this accomplished within the next couple of days in the hopes of posting this position externally within the next week. Many thanks for the support in this effort!

Kind regards,

Crockett Oaks III
Regional Security Manager - Americas
Shell Oil Company
910 Louisiana



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Houston, Texas 77002

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Fax: +1 713-241-0078

Email: crockett.cooks@shell.com

Internet: www.shell.com

EXHIBIT A-9-3

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Oaks, Crockett W SHILOIL-CSA

From: Hall, James WD RDS-CS
Sent: Wednesday, September 14, 2016 12:02 PM
To: Oaks, Crockett W SHILOIL-CSA
Subject: Re: U.S. Security Advisor - Update

Crockett, thanks. Just two points in response:
I absolutely want you to be part of the discussion with Dana and Klara. You remain in the loop on this decision. The issue has nothing to do with my view of your judgment or integrity. It is about different (regional and global) perspectives on skillpool management and a potential compromise between immediate and long term business requirements.

Mika may enable us to close today's gap. But we also need to consider whether we can use opportunities like this one to hire and develop our future security leadership. On diversity, for different reasons we have lost several women from our ranks over the last year or so and when we have an opportunity like this I would like to see what options we have to replace them.

Suggest we hold the debate here and discuss further on Friday. But do call if the above is not clear.

Thanks and Regards.

James

Sent from my iPhone

On 14 Sep 2016, at 12:01, Oaks, Crockett W SHILOIL-CSA <Crockett.Oaks@shell.com> wrote:

Hello James,

I will be glad to set something up with Dana and Klara. Please confirm if you would like for me to be a part of the discussion or not.

I do appreciate you sharing your concerns with me, in fact based on your prolonged silence, I did sense that something was amiss. Based on your shared concerns, I do feel like a bit awkward in that I am now left feeling like I need to defend my principles; primarily my sense of judgment and to a lesser extent integrity. You entrusted me to facilitate a process to select a US Security Advisor, I then empowered Bob to proceed with the selection process, noting the core points highlighted below, i.e. diversity and experience. James, based on various discussions throughout the screening process with Bob and IIR, I am sure that we were inclusive in both diversity and requisite experience of applicants. James I know that you are well-verse in your understanding of the laws governing employment rights in the U.S. The relevant law that suggest essentially, "Individuals can choose to work for as long as they are able (physically, mentally and willing) to" is the one at play here when considering whether a candidate is "still early in career". The candidate that we have selected fits all of criteria that was previously agreed and is in keeping with the parameters set forth by matters of employment law. Mika Oliveri brings a diverse background to our CS-USA organization. We have never hired a security professional from the U.S. Courts (Federal), nor have we viewed a decorated U.S. Army Veteran - Colonel (2 tours in Afghanistan - Bronze Star Recipient) serving in the reserves, as qualifying experience for such a role - US



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Security Advisor. I do feel strongly that this candidate has the pedigree to move throughout this Global organization, caveat that he is left to be measured by his sole abilities and behaviors.

Additionally, I believe that the way in which we viewed Mike's yearlong contract assignment with the Team, was nothing short of innovative. This allowed the Team to have the first hand opportunity to vet something that we rarely have the ability to scrutinize, prior to hiring a candidate externally, their behaviors. The thing that I appreciated the most about this process is that for the first time, key players on this Team felt empowered to comment on Mike's witnessed behaviors over the last year. Moreover that, I take personal pride in the fact that I have led this Team to a point of realizing (and appreciating) that personal behaviors and conduct do matter, irrespective of how 'good' an individual may be perceived...

James I really do not want to make this issue about me per se, it is really about the Team and its dynamics. Bob was selected as the US -- CSM because he was the right person for the job at the right time in this department's history. He was already doing 50% of the role, etc. There are several things that you are not aware of when it comes to the various "value drivers" that informed my decision to support Bob in this CSM endeavor; your trust in me is best illustrated when you are empowering for these types of issues.

James it does feel a bit like my judgment and to a lesser extent, my integrity, is under siege with this decision. I support and agree with the selection, but if you cannot offer your support at this time, I will need to work to rectify the situation... Ironically, a variety of things have dramatically improved in the Americas Region. One of the most notable improvements have been the quality and caliber of staff and their trust in Leadership (PULSE 88%). I will stop here, but I do welcome your follow up discussion.

Kind regards,

Crockett Oaks III
Regional Security Manager - Americas
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Internet: www.shell.com

From: Hall, James WD RDS:CS
Sent: Wednesday, September 14, 2016 9:29 AM
To: Oaks, Crockett W SHLOIL-CSA
Subject: RE: U.S. Security Advisor - Update

Crockett,

I must be honest, I still don't feel comfortable about this decision. The principle I apply is that my direct reports should be free to choose their own staff, provided they take account of what I have provided in discussion about broader issues like diversity, talent development, career progression and succession planning.

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In this case you consulted me about the CSM role. I agreed to support Bob's appointment so long as we took the opportunity to backfill for Bob by going to the market and hiring someone with the potential for a longer career in Shell who could potentially move through a series of appointments and be future RSM material. We have also discussed (in the context of other appointments) prioritizing the hiring of female staff. The profile we discussed was ex-government agency, still early career and (based on previous conversations) you knew I would want you to look particularly at female candidates.

I have only seen the shortlist and your final recommendation. I have nothing against the individual, but I struggle to see how your proposed candidate brings fresh perspectives or diversity to your team. In short, I am concerned that we are guilty of a lack of imagination in looking for candidates and have opted for a safe option, at risk of failure to bring some fresh and different talent into Shell.

So before we go ahead, I would like to discuss our options with Dana and Klara. Can you set something up for us please? Friday is a good day for me if that works for others.

Thanks and Regards

James

James WD Hall
VP Corporate Security

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Mob: +316 298 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Oaks, Crockett W SHLOIL-CSA
Sent: Wednesday, 14 September 2016 12:29
To: Hall, James WD RDS-CS
Subject: FW: U.S. Security Advisor - Update

Hello James,

I am encouraged to proceed on the below, but given that I did not hear directly from you, I would like to have your concurrence/support. Please note that the lead times for these things can be up to 4 weeks before HR clears their screenings etc. We are trying to commence with this role on Oct. 1. Please let me know if you have any more questions.

Kind regards,
CO

From: Oaks, Crockett W SHLOIL-CSA
Sent: Tuesday, September 13, 2016 8:32 AM
To: Croft, Dana B SOPUS-HRN/AG
Cc: Hall, James WD RDS-CS; Smile, Klara M SI-HRG/C
Subject: Re: U.S. Security Advisor - Update

All - based on the various thoughts/guidance shared, I am comfortable that we have vetted this candidate, via the recognized processes, to the extent that we can. Are we clear to proceed with the hire process?

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Kind regards,
CO

Sent from my iPhone

On Sep 12, 2016, at 2:44 PM, Croft, Dana B SOPUS-HRN/AG <dana.croft@shell.com> wrote:

James,

While I can appreciate the desire to factor in longer term potential for this role I'm afraid we are beyond the point at which we can do that. The steer I am getting from Recruitment is that we shouldn't be doing a headroom assessment for a JG4 Individual contributor role as it would be a clear step out in the US.

With Michael being a contractor within the team currently, we could do a "mock" CEP assessment using the matrix based on performance/behavioral data seen to date but I wouldn't consider it a formal assessment. If we were to complete a headroom assessment on Michael, we would also need to complete on the other 3 applicants to ensure all candidates were assessed similarly.

I am sensitive to your preference here but given US employment guidelines we need to ensure candidates are vetted through the XP hire process for JG4 and the selected candidate is chosen based on job qualifications as described in the job posting.

Regards,
Dana

From: Hall, James WD RDS-CS
Sent: Monday, September 12, 2016 10:18 AM
To: Croft, Dana B SOPUS-HRN/AG
Cc: Oaks, Crockett W SHLOIL-CSA; Smits, Klara M SI-HRSE/C
Subject: RE: U.S. Security Advisor - Update

Dana,

OK, thanks. It is just that Crockett and I had talked about using this position as an opportunity to bring some talent into the organization which could, with development, be credible for senior roles including the RSM Americas. Is there some alternative means to determine his potential?

Regards

James

James WD Hall
VP Corporate Security

Shell International B.V.
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Tel: +3170377 1431
Mob: +316 296 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

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From: Croft, Dana B SOPUS-HRN/AG
Sent: Monday, 12 September 2016 16:34
To: Hall, James WD RDS-CS
Cc: Oakey, Crockett W SHLOIL-CSA
Subject: RE: U.S. Security Advisor - Update

Hi James,
The headroom assessment is an exercise that we do for roles requiring no less than LC or SEG potential for JG2 and above roles. There have been exceptions for JG3 roles/candidates who will be hired as a JG2 or promoted very soon after hire. Completing a headroom assessment for a JG4 role/candidate would be a deviation from policy. Additionally we would be asking Michael to complete an assessment that no other JG4s have been asked to complete. Regardless of the outcome, I would be concerned with treating Michael differently from others at the same job grade level and would not support a headroom assessment.

Regards,
Dana

From: Hall, James WD RDS-CS
Sent: Monday, September 12, 2016 9:12 AM
To: Oakey, Crockett W SHLOIL-CSA
Cc: Croft, Dana B SOPUS-HRN/AG
Subject: RE: U.S. Security Advisor - Update

Crockett,

Thanks for taking the time to brief me on the background to your thinking.

Dana: before we proceed, is there an opportunity to give Michael a headroom interview? I have found them to be a valuable validation of individuals and a good source of developmental feedback. Please let me know.

Thanks and Regards

James

James WD Hall
VP Corporate Security

Shell International B.V.
PO Box 162, 2501 AN The Hague, The Netherlands
Tels: +3170377 1431
Mob: +316 296 24 326
Email: james.wd.hall@shell.com
Internet: <http://www.shell.com>

From: Oakey, Crockett W SHLOIL-CSA
Sent: vrijdag 9 september 2016 18:13
To: Hall, James WD RDS-CS
Cc: Croft, Dana B SOPUS-HRN/AG
Subject: U.S. Security Advisor - Update

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Hello James,

I just wanted to send you a quick note to advise that we have aligned on a candidate for the captioned role; Michael Oliveri, currently serving as our Security Contractor, is the leading candidate. Dana, Bob and I have met this morning and are prepared to move forward in the hire process, but before proceeding I just wanted to ensure your visibility on the matter. Do let us know if you have any questions, enjoy your weekend ahead.

Kind regards,

Crockett Oaks III
Regional Security Manager - Americas
Shell Oil Company
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Internet www.shell.com

EXHIBIT A-9-4

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Oaks, Crockett W SHLOIL-CSA

From: Croft, Dana B SOPUS-HRN/AG
Sent: Wednesday, September 14, 2016 11:15 AM
To: Oaks, Crockett W SHLOIL-CSA
Subject: RE: U.S. Security Advisor - Update

Thanks for sharing Crockett -- know that I will not share or forward.

James did respond to my email and mentioned his concerns (female talent and early career) and suggested that we connect Friday. I told him I'd be happy to join a call.

I do think your note below provides additional insights into the diversity that Mike brings to the team. What might also be helpful is for James to understand the gender balance of the candidate pool. I couldn't recall the figures but shared with James the applicant pool was quite large with minimal female applicants and they didn't meet the minimum qualifications.

From: Oaks, Crockett W SHLOIL-CSA
Sent: Wednesday, September 14, 2016 11:05 AM
To: Croft, Dana B SOPUS-HRN/AG
Subject: FW: U.S. Security Advisor - Update

Confidential
Do Not Forward

Dana -- To ensure your continual visibility.

Kind regards,
CO

From: Oaks, Crockett W SHLOIL-CSA
Sent: Wednesday, September 14, 2016 11:02 AM
To: Hall, James WD RDS-CS
Subject: RE: U.S. Security Advisor - Update

Hello James,

I will be glad to set something up with Dana and Klara. Please confirm if you would like for me to be a part of the discussion or not.

I do appreciate you sharing your concerns with me. In fact based on your prolonged silence, I did sense that something was amiss. Based on your shared concerns, I do feel like a bit awkward in that I am now left feeling like I need to defend my principles; primarily my sense of judgment and to a lesser extent integrity. You entrusted me to facilitate a process to select a US Security advisor, I then empowered Bob to proceed with the selection process, noting the core points highlighted below, i.e. diversity and experience. James, based on various discussions throughout the screening process with Bob and HR, I am sure that we were inclusive in both diversity and requisite experience of applicants. James I know that you are well-verse in your understanding of the laws governing employment rights in the U.S. The relevant law that suggest essentially, "Individuals can choose to work for as long as they are able (physically, mentally and willing) to" is the one at play here when considering whether a candidate is "still early in career". The candidate that we have selected fits all of criteria that was previous agreed and is in keeping with the perimeters set forth by matters of employment law. Mike Oliveri brings a diverse background to our CS-USA organization. We have never hired a security professional from the U.S. Courts (Federal), nor have we viewed a decorated U.S. Army Veteran - Colonel (2 tours in



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Afghanistan – Bronze Star Recipient) serving in the reserves, as qualifying experience for such a role - US Security Advisor. I do feel strongly that this candidate has the pedigree to move throughout this Global organization, caveated that he is left to be measured by his sole abilities and behaviors.

Additionally, I believe that the way in which we viewed Mike's yearlong contract assignment with the Team, was nothing short of innovative. This allowed the Team to have the first hand opportunity to vet something that we rarely have the ability to scrutinize, prior to hiring a candidate externally, their behaviors. The thing that I appreciated the most about this process is that for the first time, key players on this Team felt empowered to comment on Mike's witnessed behaviors over the last year. Moreover that, I take personal pride in the fact that I have led this Team to a point of realizing (and appreciating) that personal behaviors and conduct do matter, irrespective of how 'good' an individual may be perceived...

James I really do not want to make this issue about me per se, it is really about the Team and its dynamics. Bob was selected as the US – CSM because he was the right person for the job at the right time in this department's history. He was already doing 50% of the role, etc. There are several things that you are not aware of when it comes to the various "value drivers" that informed my decision to support Bob in this CSM endeavor; your trust in me is best illustrated when you are empowering for these types of issues.

James it does feel a bit like my judgment and to a lesser extent, my integrity, is under seize with this decision. I support and agree with the selection, but if you cannot offer your support at this time, I will need to work to rectify the situation... Ironically, a variety of things have dramatically improved in the Americas Region. One of the most notable improvements have been the quality and caliber of staff and their trust in Leadership (PULSE 83%). I will stop here, but I do welcome your follow up discussion.

Kind regards,

Crockett Oaks III
Regional Security Manager - Americas
Shell Oil Company
910 Louisiana
Houston, Texas 77002

Tel: +1 713-241-1629
Mobile: +1 281-610-3521
Fax: +1 713-241-0078
Email: crockett.oaks@shell.com
Internet: www.shell.com

From: Hall, James WD RDS-CS
Sent: Wednesday, September 14, 2016 9:29 AM
To: Oaks, Crockett W SHLOIL-CSA
Subject: RE: U.S. Security Advisor - Update

Crockett,

I must be honest, I still don't feel comfortable about this decision. The principle I apply is that my direct reports should be free to choose their own staff, provided they take account of steer I have provided in discussion about broader issues like diversity, talent development, career progression and succession planning.

In this case you consulted me about the CSM role. I agreed to support Bob's appointment so long as we took the opportunity to backfill for Bob by going to the market and hiring someone with the potential for a longer career in Shell

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who could potentially move through a series of appointments and be future RSM material. We have also discussed (in the context of other appointments) prioritizing the hiring of female staff. The profile we discussed was ex-government agency, still early career and (based on previous conversations) you knew I would want you to look particularly at female candidates.

I have only seen the shortlist and your final recommendation. I have nothing against the individual, but I struggle to see how your proposed candidate brings fresh perspectives or diversity to your team. In short, I am concerned that we are guilty of a lack of imagination in looking for candidates and have opted for a safe option, at risk of failure to bring some fresh and different talent into Shell.

So before we go ahead, I would like to discuss our options with Dana and Klara. Can you set something up for us please? Friday is a good day for me if that works for others.

Thanks and Regards

James

James WD Hall
VP Corporate Security

Shell International B.V.
PO Box 162, 2501 AN The Hague, The Netherlands
Tel: +3170377 1431
Mob: +316 296 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Oaks, Crockett W SHLOIL-CSA
Sent: woensdag 14 september 2016 12:29
To: Hall, James WD RDS-CS
Subject: FW: U.S. Security Advisor - Update

Hello James,

I am encouraged to proceed on the below, but given that I did not hear directly from you, I would like to have your concurrence/support. Please note that the lead times for these things can be up to 4 weeks before HR clears their screenings etc. we are trying to commence with this role on Oct. 1... Please let me know if you have any more questions.

Kind regards,
CO

From: Oaks, Crockett W SHLOIL-CSA
Sent: Tuesday, September 13, 2016 8:32 AM
To: Croft, Dana B SOPUS-HRN/AG
Cc: Hall, James WD RDS-CS; Smits, Klara M SI-HRGF/C
Subject: Re: U.S. Security Advisor - Update

All - based on the various thoughts/guidance shared, I am comfortable that we have vetted this candidate, via the recognized processes, to the extent that we can. Are we clear to proceed with the hire process?

Kind regards,

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CO

Sent from my iPhone

On Sep 12, 2016, at 2:44 PM, Croft, Dana B SOPUS-HRN/AG <dana.croft@shell.com> wrote:

James,
While I can appreciate the desire to factor in longer term potential for this role I'm afraid we are beyond the point at which we can do that. The steer I am getting from Recruitment is that we shouldn't be doing a headroom assessment for a JG4 individual contributor role as it would be a clear step out in the US.

With Michael being a contractor within the team currently, we could do a "mock" CEP assessment using the matrix based on performance/behavioral data seen to date but I wouldn't consider it a formal assessment. If we were to complete a headroom assessment on Michael, we would also need to complete on the other 3 applicants to ensure all candidates were assessed similarly.

I am sensitive to your preference here but given US employment guidelines we need to ensure candidates are vetted through the XP hire process for JG4 and the selected candidate is chosen based on job qualifications as described in the job posting.

Regards,
Dana

From: Hall, James WD RDS-CS
Sent: Monday, September 12, 2016 10:18 AM
To: Croft, Dana B SOPUS-HRN/AG
Cc: Oaks, Crockett W SHLOIL-CSA; Smits, Klara M SI-HRGF/C
Subject: RE: U.S. Security Advisor - Update

Dana,

OK, thanks. It is just that Crockett and I had talked about using this position as an opportunity to bring some talent into the organization which could, with development, be credible for senior roles including the RSM Americas. Is there some alternative means to determine his potential?

Regards

James

James WD Hall
VP Corporate Security

Shell International B.V.
PO Box 162, 2501 AN The Hague, The Netherlands
Tel: +3170377 1431
Mob: +316 296 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Croft, Dana B SOPUS-HRN/AG
Sent: maandag 12 september 2016 16:34
To: Hall, James WD RDS-CS

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Cc: Oaks, Crockett W SHLOIL-CSA
Subject: RE: U.S. Security Advisor - Update

Hi James,

The headroom assessment is an exercise that we do for roles requiring no less than LC or SEG potential for JG2 and above roles. There have been exceptions for JG3 roles/candidates who will be hired as a JG2 or promoted very soon after hire. Completing a headroom assessment for a JG4 role/candidate would be a deviation from policy. Additionally we would be asking Michael to complete an assessment that no other JG4s have been asked to complete. Regardless of the outcome, I would be concerned with treating Michael differently from others at the same job grade level and would not support a headroom assessment.

Regards,
Dana

From: Hall, James WD RDS-CS
Sent: Monday, September 12, 2016 9:12 AM
To: Oaks, Crockett W SHLOIL-CSA
Cc: Croft, Dana B SOPUS-HRN/AG
Subject: RE: U.S. Security Advisor - Update

Crockett,

Thanks for taking the time to brief me on the background to your thinking.

Dana: before we proceed, is there an opportunity to give Michael a headroom interview? I have found them to be a valuable validation of individuals and a good source of developmental feedback. Please let me know.

Thanks and Regards

James

James WD Hall
VP Corporate Security

Shell International B.V.
PO Box 162, 2501 AN The Hague, The Netherlands
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Mob: +316 296 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Oaks, Crockett W SHLOIL-CSA
Sent: vrijdag 9 september 2016 18:13
To: Hall, James WD RDS-CS
Cc: Croft, Dana B SOPUS-HRN/AG
Subject: U.S. Security Advisor - Update

Hello James,

I just wanted to send you a quick note to advise that we have aligned on a candidate for the captioned role; Michael Oliveri, currently serving as our Security Contractor, is the leading candidate. Dana, Bob

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and I have met this morning and are prepared to move forward in the hire process, but before proceeding I just wanted to ensure your visibility on the matter. Do let us know if you have any questions, enjoy your weekend ahead.

Kind regards,

Crockett Oaks III
Regional Security Manager - Americas
Shell Oil Company
910 Louisiana
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Email: crockett.oaks@shell.com
Internet: www.shell.com

EXHIBIT A-9-5

Conflict of Interest URID-0000142369 submitted
by Crockett Oaks

Entry Details

Submitted by Crockett Oaks

Unique
Request ID URID-0000142369

Date of
Submission Sep 28, 2016

Business Human Resources & Corporate

Class of
Business Corporate Security

Type of
Conflict Family or personal interest or relationship

COI
Description

James - Based on recent discussion regarding the US Security Advisor Role, specifically potential perceptions of a conflict of interest that have been shared with you regarding the nature of my relationship with the selected candidate, Michael Oliveri, I would like to address the matter via these means, to promote a transparent and proactive approach. I have known Michael Oliveri, via the US Army Reserve (USAR), for a number of years (approximately 15). Throughout the years we have served in a number of capacities that have required us to work together. It is for this reason that I have acquired historic knowledge of Michael's personal effectiveness as a follower, leader and Team member. Michael currently maintains a more senior rank than I within the USAR, he is a Colonel (O-6) and I am a Lieutenant Colonel (O-5). There is not a reporting relationship between us, nor do we enjoy a social relationship whereby our families are encouraged to interact, i.e. we do not visit each other's home for social engagements. The extent of our historical relationship can best be summed up as "good colleagues".

Over the past year, Michael has worked within CS as the Special Events security contractor. This period of time represents the most consecutive opportunity that I have been exposed to Michael. As I explained to you, Michael has availed himself to be a consummate professional that has consistently demonstrated the ability to perform at a high level for the CS organization. The feedback which has come to my attention as well as other CS colleagues has always reflected a high degree of knowledge and professionalism in Michael's actions. He has proactively filled a needed gap within our department, primarily due to vacancies.

The hiring process has been concluded for the U.S. Security Advisor role and as you are aware, Michael was recommended and ultimately selected to fill this vacancy. We do believe that he is the right person for this role, due primarily to the yearlong opportunity that the Team had to observe Michael's behavioral attributes. His professional competencies were sufficient and will only be enhanced with each new opportunity afforded to him. I am particularly keen to address this matter, via these transparent means, as I would hope and trust that should future perceptions



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come to your attention regarding Michael Oliver's hiring and my direct or indirect involvement in the same, this will serve as a clear step in mitigating any perceptions of a conflict of interest. I sincerely do appreciate you bringing this type of issue to my attention. This type of clear dialog only serves to 1) strengthen relationships; and 2) alleviate areas of doubt, i.e. quash the old rumor mill! Do advise if more information is needed, I do want to ensure that both you and I have exactly what is needed to aggressively address such perceptions, should they continue to percolate.

Current Status	Pending Acknowledgement
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EXHIBIT A-9-6

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Oaks, Crockett W SHLOIL-CSA

From: Oaks, Crockett W SHLOIL-CSA
Sent: Thursday, November 10, 2016 11:54 AM
To: Snidman, Jasper St-FAI
Subject: RE: Military Policy (AR 600 - 20) and UMR

Hello Jasper,

I was sitting here reflecting upon my discussion with you last week and I recall the point made to you regarding the issue of *precedent*. The example that I cited for you was the fact that Bob Schoen, now a retired U.S. Coast Guard Reserve Commander and current CSM -- US, worked for Rob Ream, my predecessor and U.S. Coast Guard Reservist, first as a contractor and then eventually as staff while they both served in the same Coast Guard unit (where there was a direct reporting relationship between them). Rob hired Bob as a FTE in 2013. My question for you is as follows:

- 1) As you stated during the interview, you are of the opinion that a Col should have been registered regarding the military relationship with Oliveri. Did a Col get registered in the aforementioned matter; and
- 2) You also stated that James Hall claims that he was not aware of a military reporting relationship between Oliveri and I, was he also not aware of the aforementioned matter as well this would have been during his tenure as VP CS?

My point in highlighting this issue to you is really to ensure your awareness of the fact that this scenario is not really as unique as you may have originally thought. James certainly would have had a previous opportunity to address this exact same scenario and as I previously asserted, I find it suspicious that it is now being exploited in my instance at this time...

It is apparent to me that a Staff feels aggrieved that he was not successful in a competitive hiring process and now is trying to rationalize the matter. I do not believe that any CS staff should be made to feel bad or non-compliant in this matter as it only serves to perpetuate the whole notion of the intentional misuse of the helpline, i.e. complaints made in bad faith...

Kind regards,
Crockett

From: Oaks, Crockett W SHLOIL-CSA
Sent: Thursday, November 10, 2016 8:21 AM
To: Snidman, Jasper St-FAI
Subject: RE: Military Policy (AR 600 - 20) and UMR

Hi Jasper,

The below example is not really a good one given that this transfer was from outside of the current unit. Naturally I would have some email traffic for this, given that I would have an action to follow upon with the "looking into".

The transfer that I made a few months ago was within the current unit, i.e. just a Team Change, therefore no action for me to follow up on. Let's see what I have, but do understand that the UMR is the true verification and that is what I am pursuing...

Kind regards,



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Crockett

Sent from my iPhone

On Nov 10, 2016, at 7:18 AM, Smidtman, Jasper SE-FA/I <Jasper.Smidtman@ishell.com> wrote:

Hi Crockett,

Thanks for your email. Let's wait to see if you can get clearance to provide the documents.

Erica is not working with me, she only sat in during the interview. I'm sure we can find some kind of solution to verify things.

I was wondering if you would have emails detailing this transfer. I noticed the attached emails with respect to your previous transfer. If you would have something similar that would also be helpful.

Kind regards,

Jasper

From: Oaks, Crockett W SHLOIL-CSA
Sent: Thursday, November 10, 2016 1:12 PM
To: Smidtman, Jasper SE-FA/I
Subject: RE: Military Policy (AR 600 - 20) and UMR

Hi Jasper,

Just a quick note to acknowledge the delay in my production of the verification of the Date of Assignment to the REPLO position. The unequivocal verification will come from the Unit Manning Report (or roster). For reference as to how the UMR is used and what information is contained on the document access this link <https://www.pentagon-commander.com/unit-manning-report-tips-for-small-unit-leaders/>.

Given the classification of this document, I am delayed in getting a response regarding my need to allow for the verification of a single piece of information ONLY RELEVANT TO MY DATA. I am not able to print, forward or alter the UMR in any way, given the safeguards that are in place for the military IT system and this particular document etc... I will give it until today, if in fact, this document is not able to be provided to you in any format, I will be able to allow someone here to view the document on my military computer for verification of dates, etc. I trust that this will suffice. I assume that Erica Slah, HR is still working with you and will be the suitable person to act in your stead to verify the date of assignment within the document? Please confirm and I can make contact with her later on to agree time/location etc., if needed be.

Kind regards,
Crockett

From: Oaks, Crockett W SHLOIL-CSA
Sent: Tuesday, November 08, 2016 5:57 AM
To: Smidtman, Jasper SE-FA/I
Subject: Military Policy (AR 600 - 20) and UMR

Hello Jasper,

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I have taken the liberty to attach the relevant military policy (in excerpt) which sets forth the appropriate guidance relevant to Army Reserve personnel who are engaged in a business relationship (civilian occupation or employment). The relevant sentence that I was referred to by the Army Staff Judge Advocate (JAG), is highlighted within the attached AR 600-20 Extract. The JAG did explain that the scenario involving Army Reservist working with/for each other in a civilian, private capacity is not an unusual scenario, hence the policy which attempts to address this situation... Furthermore, JAG has provided clear advice relevant to the point regarding the existence of a Col between Mike Oliveri and I due to our business relationship... no conflict.

As it relates to the verification of the REPLO assignment, I am in the process of seeking guidance on the most suitable way to achieve this, i.e. release the document. Understand that the Unit Manning Roster (UMR) that will contain this information, is full of PII and SSN information of fellow Soldiers, that must be addressed prior to my release of information. I will be able to provide verification, however I do need to obtain guidance on the best way to provide information (redaction should be an option). At a minimum, I will be able to allow the HR person (that was present for the interview) to verify the document, with particulars, from my military PC. She can look at my screen and take notes, if necessary. Let's wait and see, I should be able to advise later on today. Thanks

Regards,
Crockett

From: Oaks, Crockett W SHLOIL-CSA
Sent: Monday, November 07, 2016 10:51 AM
To: Smidtman, Jasper SE-FA/I
Subject: RE: Congratulations and Thank You!

Hello Jasper,

I trust that your trip back to NL was uneventful. I will send you the documentation this evening (US time). My military computer is at home. Thanks

Kind regards,
Crockett

From: Smidtman, Jasper SE-FA/I
Sent: Monday, November 07, 2016 7:05 AM
To: Oaks, Crockett W SHLOIL-CSA
Subject: RE: Congratulations and Thank You!

Hi Crockett,

Hope all is well. Thank you for the email you forwarded, I will include the content in the report.

I do have an additional question: you mentioned you recently (3-4 months ago) transferred out of Mike's unit (SEPLO) into the regional unit (REPLO). How can I verify this and/or can you provide emails or letters to confirm this?

Many thanks in advance.

Kind regards,

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Jasper Smidtmail

From: Oaks, Crockett W SHILOH-CSA
Sent: Friday, November 04, 2016 12:04 AM
To: Smidtmail, Jasper ST-FA/I
Subject: FW: Congratulations and Thank You!

Hello Jasper,

As discussed, please do let me know if you have additional questions.

This email does clearly illustrate the transparency in the relationship with Mike. If James or anyone else, needed to better understand the nuances of the role and relationship that Mike and I had, this email should have perhaps triggered a discussion, if one was necessary. From a historical perspective, the details of my reserve obligation has not extended past an acknowledgement of their being an ability to affect a financial position between Shell and the Department of Defense. If I felt that the relationship that I had with Mike, in the Reservas, constituted a Col for Shell then it surely does not feel correct that I would send such an email or invite a Shell colleague to speak at a military event. I do not feel that I ever had anything to hide, hence we did not have any guilty intent on this matter.

Regards,

Crockett Oaks III
Regional Security Manager - Americas
Shell Oil Company
910 Louisiana
Houston, Texas 77002

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Mobile: +1281-610-8521
Fax: +1 713-241-0078
Email: crockett.oaks@shell.com
Internet: www.shell.com

From: Powell, Billy J SERCO-UAS/R/E
Sent: Sunday, December 06, 2015 8:26 PM
To: Newberry, Derek SERCO-UAS; Oliver, Michael SHILOH-CSA; Smith, Philip B SERCO-UAS/R
Cc: Oaks, Crockett W SHILOH-CSA; Hall, James WD RDS-CS
Subject: RE: Congratulations and Thank You!

Good evening,

I'd like to thank you all for the recognition. I truly enjoyed giving the presentation, and it was a great opportunity to meet the Emergency Preparedness Liaison Officers for FEMA Region VI. It was an excellent opportunity to share Shell's preparedness and response capabilities, and the presentation fit in well with FEMA's interest in engaging and working with the Private Sector during emergencies.

Please let us know if we can be of assistance in the future.

Best Regards,

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Billy J. Powell
Manager, Shell Americas Emergency Management (UA/DS)
160 N Dairy Ashford A0484-E
Houston, Texas 77079
Tel: (832) 337-3468
Fax: (832) 337-5632
Mobile: (281) 352-1798
E-mail: billy.powell@shell.com

From: Newberry, Derek SERC-UAS
Sent: Sunday, December 06, 2015 11:59 AM
To: Oliver, Michael SHLOIL-CSA; Smith, Philip B SERC-UAS/R
Cot Oaks, Crockett W SHLOIL-CSA; Powell, Billy J SEPCC-UAS/R/E; Hall, James WD RDS-CS
Subject: RE: Congratulations and Thank You!

Billy,

Thank You for representing Shell so excellently in an external setting.

Cheers,
Derek

From: Oliver, Michael SHLOIL-CSA
Sent: Sunday, December 06, 2015 9:40 AM
To: Smith, Philip B SERC-UAS/R
Cot Oaks, Crockett W SHLOIL-CSA; Powell, Billy J SEPCC-UAS/R/E; Hall, James WD RDS-CS; Newberry, Derek SERC-UAS
Subject: Re: Congratulations and Thank You!

Just to pile on even further, We have a military workshop every six months in a different host city. Billy has definitely set a new bar which will be difficult to replicate for the next event.

Thank you!

Michael G. Oliver
Corporate Security- Americas

Shell Oil Company
210 Louisiana Street
Houston, Texas 77002
Mobile: +1 281-216-6595
Office: +1 713-241-4327
Email: michael.oliver@shell.com

my iPhone

On Dec 6, 2015, at 9:39 AM, Smith, Philip B SERC-UAS/R <phil.b.smith@shell.com> wrote:

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Crockett, glad it went well and thank you for the invite. When emergencies occur, I do consider the military and corporate security as key partners - all one family in working to minimize impacts.

Billy, thanks for your time and carrying the message.

Regards,

Phil Smith
GM - Emergency Management & Deepwater Regulatory
Shell Energy Resources Company
O: +1 504.425.4252 | M: +1 504.606.4252

-----Original Message-----

From: Oaks, Crockett W SHLOIL-CSA
Sent: Sunday, December 06, 2015 9:23 AM
To: Powell, Billy J SERCO-UAS/R/B
Cc: Smith, Phillip B SERCO-UAS/R; Oliveri, Michael SHLOIL-CSA; Hall, James
WD RDS-CS
Subject: Congratulations and Thank You!

Hello Billy,

I just wanted to follow up with you regarding yesterday's briefing. The manner and style in which you presented Shell's process and methodology for delivering emergency management services was exceptional, to say the least. In fact, presenters that came after you continued to reference elements of your presentation as an example of "best in class" for private sector capability and response.

Billy and Phil, thank you both so much for your willingness to support me and the U.S. Military Service Members serving as Emergency Preparedness Liaison Officers (EPLOs). We really benefited from hearing about the "Shell Experience" for emergency management and I do believe that Billy's presentation has set a new standard for our workshops going forward. Thank you very, very much!

Kind regards,
Crockett Oaks III
Regional Security Manager - Americas, Shell Oil Company Office +1713-241-1629 Mobile +1281-610-3521

This message was sent from a Blackberry, please excuse any typos! Thank you
<Example transfer email.pdf>

EXHIBIT A-10

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Case 4:17-cv-00979 Document 5-1 Filed in TXSD on 04/10/17 Page 1 of 1

United States District Court
Southern District of Texas
ENTERED
April 11, 2017
David J. Bradley, Clerk

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

CROCKETT OAKS III,

Plaintiff,

v.

SHELL OIL COMPANY,

Defendant.

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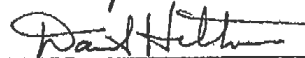
CIVIL ACTION NO. 4:17-cv-00979

JOINT ORDER

Having considered Plaintiff Crockett Oaks III and Defendant Shell Oil Company's Joint Motion for Dismissal with Prejudice, the Court is of the opinion that the motion should be GRANTED.

IT IS THEREFORE ORDERED that Plaintiff Crockett Oaks III's claims against Defendant Shell Oil Company as alleged in this lawsuit are dismissed with prejudice, with the costs and attorneys' fees taxed against the party incurring the same.

Signed this the 11 day of Apr, 2017.



THE HONORABLE DAVID HITTNER
UNITED STATES DISTRICT JUDGE



EXHIBIT A-11

Comparative Analysis of RSM Americas position vs Country Security Manager (CSM) position (my role) vs Security Program Manager (Wayne hunt position).

As you can see, the RSM and the Cluster CSM role (my role) are almost identical, while Wayne's role is more technical.

You can see below (verbatim language taken from Job postings) the many similarities between the RSM and Cluster CSM roles, as both manage threats and risks to the business, over a large footprint, with the functional competencies being verbatim. Wayne's job description does not even list the words *threat and risks*, common place and core in the job description for the RSM and Cluster CSM roles.

RSM Americas	Cluster CSM	Security Program Manager
<p><i>Accountabilities</i></p> <p>In liaison with internal stakeholders and external sources identify and assess security threats to Shell's business footprint across the region in order to deliver proactive actionable advice on commensurate mitigation measures.</p>	<p><i>Accountabilities</i></p> <p>In liaison with internal stakeholders and external sources such as government agencies, identify, quantify and assess security threats to Shell's business footprint across the region in order to deliver proactive actionable advice on commensurate mitigation measures.</p>	<p><i>Accountabilities</i></p> <p>None listed for position</p>
<p>Responsibility for the implementation of Shell Group Security Standards across Shell operated entities in the region.</p>	<p>Responsibility for the implementation of Shell Group Security Standards across Shell operated entities in the region.</p>	
<p>Working through Country Security Managers, ensure that appropriate risk mitigation measures are in place in order to reduce Shell's exposure to security risks to 'As Low As Reasonably Practicable' (ALARP) and that fit-for-purpose security policies, plans and procedures are implemented.</p>	<p>Ensure that appropriate risk mitigation measures are in place in order to reduce Shell's exposure to security risks to 'As Low As Reasonably Practicable' (ALARP) and that fit-for-purpose security policies, plans and procedures are implemented.</p>	
<p>Effectively manage/support Shell's response to any security-related incident.</p>	<p>Effectively manage/support Shell's response to any security related incident.</p>	



<p>Ensure that security activities comply with international and individual country laws, Shell General Business Principles (SGBP), the Shell Group Security Standard (GSS) and the Voluntary Principles on Security and Human Rights in the Extractive Sector (VPSHR).</p> <p>Proven ability to build strong functional coalitions to respond to different issues affecting a wide range of businesses.</p> <p>Provide effective line management to CSMs and the Regional Assurance Analyst, developing talent and appropriate career progression. In addition, provide functional leadership to the wider security community, such as RE Asset Protection staff and Security Focal Points within the region.</p> <p>Participate in audits as/when required.</p>	<p>Ensure that security activities comply with international and individual country laws, Shell General Business Principles (SGBP), the Shell Group Security Standard (GSS) and the Voluntary Principles on Security and Human Rights in the Extractive Sector (VPSHR).</p> <p>Partner with appropriate stakeholders to proactively conduct advocacy with (inter)national bodies and regulators to direct regulatory development.</p> <p>Participate in crisis full team according to the relevant Crisis Manuals.</p>	
<p><i>Dimensions</i></p> <p>Corporate Security is a Global Function within Shell which provides strategic advice and assurance to the Business regarding all aspects of security.</p> <p>The RSM will therefore be instrumental in supporting and advising a wide range</p>	<p><i>Dimensions</i></p> <p>Corporate Security is a Global Function within Shell which provides strategic advice and assurance to the Business regarding all aspects of security.</p> <p>The CSM will therefore be</p>	<p><i>Dimensions</i></p> <p>The position reports to the CS Strategy & Assurance Manager. It has a virtual team of 3 direct reports and 2 contractor staff and provides further management of specialist contractors as required.</p>

<p>of stakeholders in all security matters across the region.</p> <p>The region hosts a very diverse range of Businesses, including in some high threat countries.</p> <p>The RSM America's team comprises 14 staff but the RSM acts as a leader of community for all security-related staff across the region.</p> <p>The RSM will report to VP Corporate Security.</p>	<p>Instrumental in supporting and advising a wide range of stakeholders in all security matters across the cluster.</p> <p>The cluster hosts a diverse range of assets/activities, such as various production sites, country headquarters and a large retail footprint.</p> <p>The CSM line manages zero staff and provides dotted line support to all Security Focal Points in the cluster.</p> <p>The CSM will report to RSM MENA.</p>	<p>The role has a number of key interfaces:</p> <p>The security skillpool as the go-to person for technical physical security advice and support</p> <p>Functional partners who are key in delivering security solutions, namely IT, C&P, Real Estate and PT</p> <p>External stakeholders such as the wider industry and governmental agencies to identify innovative solutions and processes which would benefit the Group</p> <p>The role will be central to the management of security-related IT spends and will devise and maintain the functional roadmap for security systems development.</p> <p>The role involves active participation in and, in some cases, leadership of various Group forums such as the IT Security Demand Council, PDPS Steering Committee, etc.</p>
<p>Requirements</p> <p>High calibre security professional with extensive security experience at a senior level.</p>	<p>Requirements</p> <p>High calibre security professional with extensive security experience at a senior level.</p>	<p>Requirements</p> <p>A SME in security risk management, with knowledge and experience of designing and implementing technical</p>

Has the professional and personal stature and credibility to interface and influence a wide variety of stakeholders, including senior Shell business leaders, CChrs, staff, contractors and other security professionals.	Robust understanding of, and solid experience with, physical security principles and their impact on the mitigation of threats against people, assets and Information.	security solutions. Strong experience in contract management Self-motivating, displaying initiative, flexibility, efficiency, tact and diplomacy to achieve agreed targets.
Proven track record of implementing and managing security initiatives in a multi-country environment and across business groups.	An understanding of Information Security threats and how they can be countered.	Ability to network globally across Businesses, Functions and the Security Function, as well as externally across the industry.
Robust understanding of, and solid experience with, physical security principles and their impact on the mitigation of threats against people, assets and information.	Strong understanding of the range of security threats Shell would face across the region.	Strong influencing skills across organisational boundaries. Ability to identify innovations and convergence opportunities to enhance business performance.
Strong understanding of the range of security threats and risks Shell could face across the region.	Demonstrated leadership skills in complex and challenging professional environments.	Excellent communication skills, both written and verbal and an ability to set direction; build, communicate and implement a shared vision with regards to security technology.
Must have strong communication skills – both written and verbal – to build credibility with senior stakeholders.	Must have strong communication skills – both written and verbal – to build credibility with senior stakeholders and develop the existing security network.	Strong experience of project management.
Education to undergraduate degree level is also highly desirable.	Proven track record of implementing and managing security initiatives in a multi-country environment and across business groups.	Management experience advantageous.
Leadership competencies assessed against 4 leadership attributes for a Leader of Community level.	A pre-existing network of relevant external stakeholders (law enforcement agencies etc.) is desirable	Excellent English language skills.
Conversational Spanish and/or		

Portuguese speaking candidates preferred.	Education to graduate degree level is also highly desirable. The successful applicant will be subject to background screening.	
<i>Functional Competencies</i> 1. Manages Security Risks – Mastery 2. Manages the Intelligence Process – Mastery 3. Managers Security Incident & Crises – Mastery 4. Manages Security Compliance & Integration – Mastery 5. Carry out HSSE & SP Assurance – Mastery 6. Stakeholder Sensing, Engagement & Relationship Building – Mastery	<i>Functional Competencies</i> 1. Manages Security Risks – Mastery 2. Manages the Intelligence Process – Skill 3. Managers Security Incident & Crises – Skill 4. Manages Security Compliance & Integration – Skill 5. Carry out HSSE & SP Assurance – Skill 6. Stakeholder Sensing, Engagement & Relationship Building – Skill	<i>Functional Competencies</i> None listed for position
<i>Special Challenges</i> This role spans a large and varied footprint. This requires a detailed understanding of the full range of threats present and appropriate mitigations (activism, terrorism, information security, armed conflict, etc). In addition, the diverse business footprint requires an appreciation of all Lines of Businesses and an understanding of specific risks they face.	<i>Special Challenges</i> This role spans a large and varied footprint. This requires a detailed understanding of the full range of threats present and appropriate mitigations (activism, terrorism, information security etc.). In addition, the diverse business footprint requires an appreciation of all Lines of Businesses. Given that many of the countries	<i>Special Challenges</i> None listed for position

<p>Given that many of the countries within the region are relatively stable and medium or low threat, the role requires strong advocacy and influencing skills to ensure that security remains relevant and internalised by business leaders</p> <p>The RSM is expected to have a strong external network with relevant US government agencies and fellow security professionals across the region.</p>	<p>within the region are medium or high threat, the role requires strong advocacy and influencing skills to ensure that security remains relevant and internalized by business leaders.</p>	

EXHIBIT A-12

29941BR

Job Title
Country of Work Location
Work Location
Company Description

U.S. Security Advisor (Houston, TX)
United States
Houston, TX

Shell is a global group of energy and petrochemicals companies with over 90,000 employees in more than 70 countries and territories. In the US, we have operated for over a century and are a major oil and gas producer onshore and in the Gulf of Mexico, a recognized innovator in exploration and production technology, and a leading manufacturer and marketer of fuels, natural gas and petrochemicals. We deliver energy responsibly; operate safely with respect to our neighbours and work to minimize our environmental impact. We are in search of remarkable people who will thrive in a diverse and inclusive work environment to deliver exciting projects locally and globally. People who are passionate about exploring new frontiers. Innovators and pioneers. People with the drive to help shape our future. Because remarkable people achieve remarkable things.

Job Description

Shell has an exciting opportunity for a US Security Advisor in our Houston office.

Accountabilities:

1. Ability to work with all Shell business and project teams in the U.S. to develop and maintain security policies, plans, procedures, and programs consistent with the Shell Group, U.S. and foreign Government Policies and Regulations. Such policies, procedures, and programs shall include, but are not limited to, (a) Shell's Security Standards, (b) Shell's Threat Assessment and Risk Assessment Program, (c) Incident/Loss Reporting, (d) Government Regulatory Compliance, and (e) Crisis Management.
2. Conduct, or supervise the conduct of physical security surveys, HSE audits, and Security Risk Assessments (SRAs). Assist with development and updates to Security Plans required for the Businesses. Generate written reports of findings and provide security recommendations and assistance as required for mitigation.
3. Provide security project/management services to business units/facilities including, but not limited to (a) security



Requirements

architectural design/review, (b) specification, evaluation and selection of security technology, systems, and hardware, (c) evaluation and selection of security vendors and service providers, and (d) project budgeting.

4. Provide security related emergency response services and coordinate activities in the event of a crisis for Shell Oil Company. Support the Upstream and Downstream Americas Security liaison leads to the Shell Oil Company Crisis Management Team.

5. Provide Executive Protection support as required.

6. Develop and maintain liaison with local, state, and federal law enforcement and appropriate government agencies/military. Serve as the primary company interface to government agencies with regard to security related operations or regulatory actions.

Education: Bachelor's Degree required; Master's Degree preferred.

Experience:

- Minimum ten (10) years' experience in physical security, law enforcement or government/military security required.
- Experience and/or prior service with a major Oil, Gas, or Petrochemical corporation strongly desired.
- Executive Protection experience desired.
- Functional knowledge of security related issues within the Oil, Gas, or Petrochemical industry desired.
- Practical experience working in a high-threat eNGO environment preferred.
- Proven and extensive briefing experience to senior staff/management desired.
- Experience in emergency response planning and implementation, including Incident Command System (ICS) and National Incident Management System (NIMS) desired.
- Prior experience working with regulatory agencies preferred.

- Extensive experience in conducting security vulnerability/security risk assessments desired.
- Must have or be eligible to obtain TWIC card.

Skills:

- Good assessment, analytical, physical security, security systems and facility design skills desired.
- Functional knowledge of U.S. government regulations (MTSA, CFATS, TWIC, C-TPAT) and civil/criminal laws that affect security operations in the United States related to the Oil, Gas, and Petrochemical sector.
- Ability to communicate effectively with individuals at various levels within the Shell organization.
- Ability to provide both written and verbal briefings to multiple stakeholders.
- Ability to communicate with other Oil, Gas, and Petrochemical Industry company security personnel and with local, state, federal law enforcement and government agencies.
- Self-starter; ability to work independently with minimal supervision.

Security Clearance:

Must currently have, or be able to obtain a U.S. National Security Clearance at the "Secret" level, "Top Secret - SCI" preferred.

Travel Requirements:

Available to travel up to 50% of the time for periods of up to 2 weeks.

1

Please note: We occasionally amend or withdraw Shell jobs and reserve the right to do so at any time, including prior to the advertised closing date.

Before applying, you are advised to read our data protection policy. This policy

No. of Positions
Disclaimer

describes the processing that may be associated with your personal data and informs you that your personal data may be transferred to Royal Dutch/Shell Group companies around the world.

The Shell Group and its approved recruitment consultants will never ask you for a fee to process or consider your application for a career with Shell. Anyone who demands such a fee is not an authorised Shell representative and you are strongly advised to refuse any such demand.

Shell/Motiva participates in E-Verify.

All qualified applicants will receive consideration for employment without regard to race, color, sex, national origin, age, religion, disability, sexual orientation, gender identity, protected veteran status, citizenship, genetic information or other protected status under federal, state or local laws.

Removal Date

26-Aug-2016

EXHIBIT A-13

Functional Competencies

Within Shell HR, there are three levels assessed for any competency; Knowledge (K), Skill (S) and Mastery (M). Mastery is the highest skill level. This means that a successful candidate for a role that requires a Mastery level should not meet the skill level for the below competencies, but perform them at a Mastery level.

Level Proof Points

Knowledge

- Able to Interpret and evaluate information and advice from experts in an area of expertise.
- Able to use correctly the terminology (vocabulary) of the area of expertise.
- Able to hold an informed debate with experts in the area of expertise.
- Able to ask questions that test the viability of proposals in an area of expertise.
- Able to carry out some of the activities with help.

Skill

- Can do.
- Able to perform consistently and satisfactorily majority of activities of an area of expertise.
- Able to translate guidelines and standards for the area of expertise into practical actions.
- Able to solve imaginatively, common technical/operational problems in the area of expertise.
- Able to guide and advise others in technical/operational aspects of the areas of expertise.

Mastery

- Troubleshoot/adapt.
- Being able to diagnose and resolve significant complex, non-routine problems in the area of expertise.
- Able to creatively solve significant, complex, non-routine problems in the area of expertise.
- Able to adapt practices from other markets or countries for use in the area of expertise.
- Able to generate substantial improvements to local practices and procedures for the areas of expertise.



JOB COMPETENCE PROFILES

	VP CS	Security Operations			Security Assessment			Security Strategy & Assurance		
	IC	JG2+	JG3/4	JG 5-	JG3/4	JG 5-	JG2+	JG3/4	JG 5-	
Corporate Security Competencies										
Manages Security Risks				S	S	K	M	S	K	
Manages the Intelligence Process				K	M	S	M	S	K	
Manages Security Incident & Crises				K	S	K	M	S	K	
Manages Security Compliance & Integration				K	S	K	M	S	K	
Additional Competencies	IC	JG2+	JG3/4	JG 5-	JG3/4	JG 5-	JG2+	JG3/4	JG 5-	
Investigate & Learn from HSSE Incidents			S	K	K	K	K	K	K	
Carry out HSSE & SP Assurance			S	K	K	K	M	K	K	
Implement Contractor HSSE Management			S	K	K	K	K	K	K	
Manage HSSE & SP Regulatory/Legislative Interface			S	K	K	K	M	K	K	
Stakeholder Sensing, Engagement & Relationship Building			S	K	M	S	M	S	K	
Manage Contract & Performance			S	K	S	K	S	S	K	

LEGEND
K = Knowledge
S = Skill
M = Mastery

According to the RSM Americas (JG2+) Job posting, the following competencies were required at the Mastery level:

1. Manages Security Risks – Mastery
2. Manages the Intelligence Process – Mastery
3. Manages Security Incident & Crises – Mastery
4. Manages Security Compliance & Integration – Mastery
5. Carry out Health, Safety, Security and Environment & Social Performance Assurance – Mastery
6. Stakeholder Sensing, Engagement & Relationship Building - Mastery

Wayne Hunt, an otherwise competent security professional, simply did not meet at any skill level specific competencies set out in the job description, while I met or exceed all of the competencies articulated in the job description for the RSM Americas role.

In his role based in The Hague as a Security Program Manager, Wayne Hunt essentially has responsibilities for physical security standards and writing specifications for guards, alarms, armored cars, etc. Prior to this he performed a security support role for Shell Real Estate in a facilities

management and contract management role. In neither role did he ever have country or regional responsibilities.

These competencies must be assessed and are mandatory during the interview process, not optional. The Shell HR manual Professional Interview – Individual Performer Recording and Rating Form clearly states that functional competencies must be assessed for candidate interviews stating; “The Professional Interview focuses on gathering specific evidence to assess the functional competencies essential to the role applied for”.

1. Manages Security Risks

Shell competency definition

Provide specialist advice on the management of physical security, including the HSE risks associated with security breaches. Significant security risks are associated with many sites and facilities, including retail stations, depots, manufacturing sites, pipelines, offshore installations, offices, work camps, construction sites and computer centres. Security threats in this context include malicious activities, petty, serious, violent and organised crime, militant activism, sabotage, terrorism, armed conflict etc. Out of scope are IT security measures, and business integrity issues (internal fraud and/or corruption, etc.).

Both Wayne Hunt’s Security Program Manager and CSM roles require managing security risks. I manage security risks as a core function of my role on a country and regional level. Wayne does manage security risks, although more from a Group or policy perspective rather than operationally, but he meets this competency.

2. Manages the Intelligence Process

Shell competency definition

Understands the drivers of key stakeholders and is able to obtain, process and present sensitive security, political, regulatory and economical information from a variety of sources. Provides reliable and tailored input for corporate and business decision making whilst remaining legally and ethically compliant. Understands the Intelligence Cycle and knows how to deal in a diplomatic way with sensitive data and information.

Wayne Hunt’s Security Program Manager is not engaged on any level with the intelligence process and plays no role in gathering intelligence and passing intelligence to the business, including briefing the various heads of Shell businesses in different countries. Not only is this required at a Mastery level for the RSM role, but when Mr. Hall announced the RSM Americas role, he repeated that one of the 3 qualifications he was looking for was someone with strong connections with the US Government (USG).

I maintain the strongest connections of any CS member to the US Government consistently collect and disseminate intelligence to the business. I frequently collect information from high level US and foreign sources and pass to the business to help the business make informed decisions about the safety and security of staff. CS relies on me globally for this intelligence and I have received frequent accolades about this competency in my performance evaluations.

I frequently host US State Department Overseas Security Advisory Council (OSAC) meetings and sit on the executive council of the Middle East and North Africa Regional Council, an invite only committee run by the US Department of State. I am the only private sector security professional inside or outside Shell to receive an operational security briefings from the FBI. I maintain a USG clearance at the Secret level. In one email sent to James Hall by James Snyder, the US State Department OSAC Private Sector Chairman on 27 August 2016, Mr. Snyder wrote;

"Great to hear from you. I really was not blowing smoke regarding Walled's presentation... The survey results so far indicate that, overall, the conference was a huge success. All respondents to the survey agreed that "overall, this event was effective and insightful." Over 80% of the participants gave it their highest marks by checking the "highly agreed" box. So pretty lofty heights to begin with. But, Walled's session was the highest rated of the conference, which considering that other speakers included the Assistant Secretary of State for Diplomatic Security and the Special Assistant to Pres. Obama for Counterterrorism, is high praise indeed. Your government affairs folks in Washington should be very happy."

Other USG engagement highlights:

James Hall was traveling with my supervisor to India and wanted a meeting with the head of the FBI. Although I do not cover India or Asia and did not travel there, within 30 minutes from the request to me, I secured a meeting in India with the head of the FBI India.

- Although I do not cover Africa, I was invited to a US military Africa Command security briefing with other USG personnel. There was no other invitee from Shell and I was able to secure a spot for James Hall to attend.
- Shell Executive Committee member Hugh Mitchell, Mr. Hall's supervisor, visited Oman in 2015 and I was able to get him a face to face security briefing by the FBI on Oman/regional threats in the region. James Hall congratulated me via email.
- Following a Dec 2015 terrorist attack and killing of an American school teacher in Abu Dhabi, I facilitated a confidential security briefing on the attack for senior Shell management by security personnel from the US Embassy Abu Dhabi.
- I routinely obtain classified briefings by the CIA on the state of Shell assets in Syria controlled by ISIS.
- Regular briefings in Washington DC with the CIA, DIA, FBI and Department of Energy. No other member of CS has such high level USG contacts.
- Executive Committee member Andy Brown was traveling to Nigeria almost 3 years ago and CS was concerned about his safety. I contacted USG intelligence and security contacts and was able to obtain an accurate situation report that painted an accurate threat assessment. This assessment was used to approve his travel and allow him to attend a conference in Nigeria.

Wayne Hunt simply has none of this experience or contacts by virtue of his roles within Shell. Moreover, as a non-US citizen, Wayne Hunt will not have access to the same information that I do from the USG and this may harm Shell. Although a couple of CS staff in the Americas maintain a USG clearance, they are barred by US law from passing sensitive information to Wayne as he is someone with no USG clearance and cannot obtain a clearance since he is not American. This will result in the CS Americas team being in a position of having classified information in their possession that can be used to help secure Shell people and assets and not being able to share that information with the RSM Americas,

who cannot implement mitigation to safeguard staff and assets, potentially putting staff and assets at risk.

Wayne was selected for a role where he does not even meet the Knowledge level for this competency directly contradicting the core competency requirements in the RSM job announcement for this role and comments by James Hall on must have qualifications for the position.

3. Managers Security Incident & Crises – Mastery

Shell competency definition

Executes the end-to-end incident management process, i.e. to ensure reported incidents are classified correctly, investigated as needed and, upon closure, reported out on to relevant stakeholders. Demonstrates overall capability in preventing and managing security incidents and crises, both short and long term and at all levels of complexity.

In April 2014, less than one year since joining Shell, a Shell employee, a female Arab Christian, had her sibling kidnapped in a worn torn Arab country by a large, well known terrorist group. The terrorist group demanded a ransom from the Shell staff member. The kidnapping lasted 61 days and I managed the entire kidnapping with the distraught and terrified staff member, including coaching her on how to negotiate with the kidnappers and countries' military, dealing with employees friends and family in 3 different countries, briefing Shell senior management daily on kidnapping developments, working with an external government in developing the identity of the kidnappers and hiring of a kidnap and ransom consultant to support the employee. Through my government contacts I was able to identify the city where the victim was being held. This information led to the victims release after 61 days held in brutal captivity.

I sit on several team Crisis and Emergency Management teams across multiple countries and have participated in many Crisis Management team drills involving senior business leadership. I train emergency response teams via a Warden program. I am the only Corporate Security staff member that builds and trains Warden teams on managing incidents.

Wayne Hunt does not participate in country level Crisis Management teams and drills and has never managed a crisis during his time in Shell.

4. Manages Security Compliance & Integration – Mastery

Shell competency definition

Develops and maintains internal Security policies and standards as well as the HSSE control framework. Develops and enhances knowledge on policy and regulatory changes as well as compliance requirements in the external world for the purpose of enhancing Shell's position. Ensures integration of requirements across functions, across businesses and in systems as well as in security and risk assessments.

Both Wayne Hunt's Security Program Manager and CSM roles managing security compliance. I manage compliance on an operational level via conducting risk assessments and implementing recommendations to the business. This is also a core function of my role on a country and regional level.

Wayne does manage compliance issues, but more in the form of policy with minimal interface with businesses.

5. Carry out Health, Safety, Security and Environment & Social Performance Assurance – Mastery

Shell competency definition

To provide assurance that the HSSE & SP Control Framework requirements are implemented and effective. Establish, maintain and execute HSSE & SP Self-assessments and audits in support of the Business HSSE & SP Assurance Plan. Establish and maintain a risk-based HSSE & SP Assurance Plan. Monitor the follow up of actions from HSSE Audits and SP Audits until they are implemented and closed out.

During my time with Shell, I have conducted more Shell Internal Audits and HSSE & SP audits than any other member of Corporate Security. Following my last audit in Indonesia in October 2017, James Hall's deputy sent me and my supervisor a note about my last audit, saying "Walled. See below from Euryl (lead auditor). Really excellent feedback so well done for providing such valued input into the audit". In his note to James Hall's deputy, the lead auditor wrote; "Walled had drive and enthusiasm and demonstrated a high level of expertise in his audit area. He listened to stakeholder perspectives, asked probing questions as necessary, communicated effectively, and built trust with key stakeholders. During the 'independent review' session, Walled demonstrated a command of the issues and could articulate these clearly. He offered to take on extra work and perform tasks outside of his own area of responsibility to support others and the team's ability to deliver. He delivered on time without unnecessary pressure on self or others. It was a real pleasure having Walled on the team".

Each CSM maintains an Assurance Plan that requires the CSM to produce such security assurance documents as;

- Security Risk Assessments
- Country Security Threat Assessments
- Facility Security Plans
- Country Security Plans
- Voluntary Principles on Security & Human Rights assessments

Given my remit of countries, I maintain one of the most demanding and comprehensive, if not the most demanding and comprehensive assurance plan of any other member of Corporate Security. I always carry out my assurance deliverables to a high quality and on time. I have been recognized for such in my end of year reviews.

Wayne Hunt has never delivered on assurance activities, produced or participated in Security Risk Assessments, Country Security Threat Assessments, Facility Security Plans, Country Security Plans and/or Voluntary Principles on Security & Human Rights assessments.

Wayne Hunt also has no or very minimal audit experience and may not have ever participated in a Shell Internal Audit and HSSE & SP audit.

6. Stakeholder Sensing, Engagement & Relationship Building

Shell competency definition

Ability to identify and prioritise stakeholders (internal and external) that may influence or be impacted by our business. Constantly scanning and making sense of changing external dynamics, and understanding how they impact stakeholders in order to strategically respond/adapt. Develop and implement effective stakeholder engagement strategies aimed at building and improving relationships, to influence and be influenced through collaboration, trust, networks, advocates and influence to support the business goals and win-win outcomes.

In mid-2015, Executive Committee member, Hugh Mitchell, traveled to Oman to meet with Shell business leaders and external parties. Oman is one of the most important countries globally for Shell. Mr. Mitchell met with Brigadier Jameel Al-Hassani of the Royal Oman Police. The Brigadier welcomed Mr. Mitchell and told him "Shell has been in Oman for 40 years, and we have never known you until Walled arrived".

During my time with Shell I have engaged stakeholders, both internally and externally, in an unprecedented manner. This has been noted frequently in my performance reviews and by Mr. Hall himself several times. I have established relationships with various entities that have never had any relationships with Shell, including:

- Australian embassy
- Dutch embassy
- Started the British Security Forum at the UK Embassy in Oman
- Royal Oman Police
- Royal Office (Oman version of the White House)
- Dubai Ports World; signed a Memorandum of Understanding on Security and Emergency Management in 2014 between Shell and DP World
- Kuwait Oil Company Security
- Jordanian Police and General Intelligence Division
- Industrial Security Directorate in Abu Dhabi

This has been recognized by Corporate Security and the business leadership. In May 2015, CS held a Global Security Workshop. Based on my experience with stakeholders I was asked to present to the global workforce on Developing CS relations/interactions with key business stakeholders and external stakeholders. No one else presented on this subject.

In on comment from my business leadership in an end of year feedback session in November 2016, one country chair (the most senior position within any country where Shell does business) wrote to my boss stating; "He has maintained a set of good and reliable relationships at both diplomatic missions and Abu Dhabi stakeholders, which was utilized well to cross check issues and incidents".

The US State Department asked me to speak on stakeholder engagement at the US State Department MENA Regional Council Conference in Boston, Massachusetts in June 2016. Following the conference I received a note from the Raytheon Security Department from someone I had never met, stating that my presentation on stakeholder management was "I never got a chance to speak with you at the MENA conference in Boston this year, but you gave an outstanding presentation, well done".

Wayne Hunt has never engaged external stakeholders, especially none at the governmental level. He also has never had to deal with country chairs (the most senior position within a country in Shell). These country chairs are among the most important stakeholders for any RSM. I have had considerable experience dealing with the country chairs, obtaining their support, security funding from them, and advising them on security considerations in various countries.

In fact, this competency is so important that when Mr. Hall visited the US prior to advertising the RSM Americas position, and met with US stakeholders, he was told that the Shell country chairs and others preferred a candidate with experience managing various business within a region. As stated, I manage more countries than any other CSM in Shell. Wayne Hunt has never managed a region previously.

EXHIBIT A-14

Most Popular

1. Alex Bregman, wife sue resort over lost \$80K wedding deposit
2. Texas House approves bill for 'constitutional carry' of pistols
3. How Texas voting bills compare to new Georgia law
4. April 15, 1912: Initial coverage of Titanic disaster proved wildly...
5. Bob Gallarza, the 'Quincy Jones of Tejano music,' dies at 74

BUSINESS

Shell sues former head of security for threatening to reveal secrets



L.M. Sixel

April 5, 2017 | Updated: April 6, 2017 2:02 p.m.



Crockett Oaks III, a former FBI agent who led the U.S. security operations of Shell Oil Co., was part of a selection committee that last year recommended the hiring of a 53-year-old man with a military background as a security adviser. But when the company directed the committee to find a younger

<https://www.houstonchronicle.com/business/article/Shell-sues-former-head->



female candidate, Oaks objected to hiring based on age or gender and was subsequently fired.

Those allegations are contained in a lawsuit filed by Oaks that is testing the limits of employee confidentiality agreements. Shell Oil, the U.S. subsidiary of Royal Dutch Shell, last week obtained a temporary court order blocking Oaks from revealing potentially damaging information about Shell's personnel practices to support his claim.



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Shell also claims Oaks breached his duty of loyalty and good faith to Shell by threatening to disclose details of internal investigations at Shell that the company believes are confidential.

Seeking and obtaining a restraining order is unusual in cases involving confidential information, legal specialists said. Typically, both sides agree in advance to file confidential information under seal such as patents, trademarks or even Social Security numbers. The information can be used as evidence in the case, but it's not part of the public record.

The issue of confidentiality comes up most often when employees who feel wronged were former high-level executives privy to corporate secrets that they

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Shell sues former head of security for threatening to reveal secrets

promised not to reveal, Houston employment lawyer Martin Shellist said. But confidentially agreements also can't block an employee - or ex-employee - from getting legal help.

"It doesn't mean they can't talk to their lawyer about it," Shellist said.

Shell declined comment. Oaks and his attorney, Houston employment lawyer Mark Oberti, also declined to comment.

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Oaks, who began working for Shell in 2003, was responsible for investigating security threats to employees, property and the company's reputation, and was required to keep even the existence of investigations a secret.

When a job for a security adviser opened up, the selection committee, which included Oaks, chose the older man as the most qualified, according to court documents. The candidate was already working for a contractor that provided security for Shell and a colonel in the U.S. Army Reserve. The candidate served in the same reserve unit as Oaks, a lieutenant colonel.

After the committee made its choice, Oaks alleged, his boss in the Netherlands was "frustrated and unhappy" about the recommendation, which was made despite earlier instructions to look for someone who was younger and a woman.

"The profile we discussed was ex-government agency, still early in career and (based on previous conversations) you know I would want you to look particularly at female candidates," according to one email from Oaks' boss in September, which was cited in Oaks' complaint.

The committee's preferred candidate was not hired, but he was told he could

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reapply when the position was reposted, according to court records.

Oaks objected to the use of age and gender during a subsequent conference with human resource representatives and later with his boss. About three months later, on Dec. 6, Oaks was dismissed for failing to report that he and his preferred candidate were part of the same Army Reserve unit and recuse himself from the hiring process.

In his lawsuit, however, Oaks said the issue of his military relationship was a "bogus cover" to fire him. Oaks said that he did not report to the job candidate in the military and that he repeatedly disclosed their military connection to Shell officials. Oaks also said he had details of other Shell employees who were hired based on their military affiliations, but did not lose their jobs. Oaks decided to sue.

Before filing in federal court in Houston, Oaks and his lawyer notified Shell of the pending complaint, a common legal practice to launch settlement talks. About a month later, Shell filed for a temporary restraining order in state court, alleging that Oaks' plan to reveal sensitive personnel information through his lawsuit was an "effort to coerce the company" into a financial settlement.

State District Court Judge Bill Burke granted the order, which prevents Oaks from disclosing confidential details, including results of Shell's investigations.

The restraining order didn't stop Oaks from filing his lawsuit against Shell last week in federal court in Houston. The lawsuit included five pages of blacked-out allegations that would have exposed the employment history of Shell employees who committed unspecified acts of "wrongdoing," yet were not terminated, according to court documents.

Oaks, who earned more than \$325,000 a year as security chief, is seeking back pay, unrealized stock options and lost pension benefits.

A hearing on the restraining order is set for April 21 in state district court. But Burke noted in his order that the federal court should be the one that decides what is permitted in the federal pleadings.

The federal case has been assigned to U.S. District Judge David Hittner, who has scheduled the first conference for June.

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Shell sues former head of security for misreading to reveal secrets

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Written By
L.M. Sixel

Reach L.M. on 

L.M. Sixel writes about the economy and the workplace for the Houston Chronicle. She writes a weekly column called "Working" that appears each Thursday.

She started her newspaper career at the Beaumont Enterprise. Before that, she earned a Bachelor's degree in sociology from the University of Wisconsin-Madison and a Master's degree in economic history from the London School of Economics.

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EXHIBIT A-15

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“And, to cap it all, the oil and gas industry is almost universally despised, on either financial or ethical grounds...”

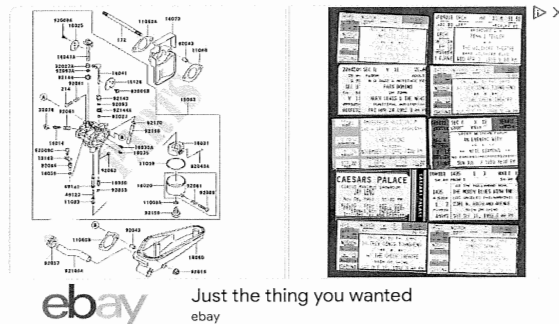


Spectacular falling out of 'Security Professionals' at the top of Shell

Apr 12th, 2017
by [John Donovan](#).

<https://royaldutchshellplc.com/2017/04/12/91354/>





...regarding the Business Integrity Department, in early 2016, Bruce Culpepper, Shell's US Country Chairman and Shell Oil Company



President, told Mr. Oaks that the department, "could not investigate their way out of a wet paper bag," "they cannot investigate worth a shit," and that he "did not want those fuckers involved," in a specific situation.

U.S. Court Case 4:17-cv-01970

By John Donovan

Former FBI Special Agent Crockett Oaks III joined Shell in 2003 and until recently was paid over \$325,000 per year as head of Shell Security in the Americas. He has a military background currently holding the rank of Lieutenant Colonel in the U.S. Army Reserve. Oaks had a Top Secret U.S. Government Security Clearance through the military connection that afforded him the opportunity to attend classified U.S. federal governmental security briefings for the private sector (his employer Shell).

Oaks was for some time involved in Shell's murky Nigerian operations as Shell Head of Business Integrity in Nigeria. A function that must have presented challenges, to say the least, in such a corrupt environment. This was during the period when Shell VP Ann Pickard boasted to the American Ambassador to Nigeria about how Shell had embedded spies throughout the Nigerian government. A little matter called OPL 245, along with other Shell sponsored corruption, was also going on at the time.

He was wrongfully dismissed on an unrelated matter. He refused to countenance a policy of illegal discrimination insisted upon by his boss James W.D. Hall, Vice President of Corporate Security, located at Royal Dutch Shell plc's Global Headquarters in the Netherlands. Mr Hall is another person with a spooky background.

Crockett Oaks III was accused of allegedly hiding a Conflict of Interest by hiring a friend, Mike Oliveri – another senior officer from the same U.S. Army Reserve Unit. Oaks supplied copious evidence proving the allegation was unfounded.

The heated dispute ended up in the U.S. courts. I have provided links to all of the court documents and have borrowed some of the text from the 80- page document which includes numerous Shell internal emails. There is some redaction by an unknown party, presumably to hide even more confidential information.

Random extracts from the 80-page legal complaint (recommended read to understand why Shell could not let the case go to trial)

Mr. Hall's own e-mails and statements clearly prove that he violated Section 3.4 of Shell's Code of Conduct, which states, in relevant part, that "[w]hen making employment decisions, including hiring, evaluation, promotion, training, development, discipline, compensation and termination, you must base them solely on objective factors, including merit, qualifications, performance and business considerations. . . . [Y]ou should understand the value of diversity and must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, disability, ethnic origin or nationality."

Upon information and belief, Mr. Hall's discriminatory directives to Mr. Oaks were not solely products of his own mind, but rather part of a systemic pattern and practice of intended discrimination at Shell and its parent company, Royal Dutch Shell plc that is headquartered in The Hague, including Mr. Hall's immediate supervisor, Ronan Cassidy, Chief Human Resources & Corporate Officer of Royal Dutch Shell plc.

Mr. Hall remained upset and unhappy with Mr. Oaks – his subordinate had disobeyed him and called him out for his discriminatory hiring desires in front of others.

Mr. Oaks was just "hiring his old Army buddy," i.e., Mr. Oliveri.

On September 19, 2016, a teleconference was held with Mr. Oaks, Mr. Hall, Dana Croft, and Klara Smits (HR Account Manager for ER, ICNCS). During the call, Mr. Oaks told Mr. Hall that a criterion he wanted to use to screen applicants, age, could not be used in the U.S., because it was against the law.

On December 6, 2016, In Retaliation For Refusing To Accede To Mr. Hall's Discriminatory Desires, Shell Fired Mr. Oaks On False Charges.

Mr. Oaks was stunned. There was no conflict, and, in any event, he had not hidden his relationship with Mr. Oliveri from Shell.

Paranetically, regarding the Business Integrity Department, in early 2016, Bruce Culpepper, Shell's US Country Chairman and Shell Oil Company President, told Mr. Oaks that the department, "could not investigate their way out of a wet paper bag," "they cannot investigate worth a shit," and that he "did not want those fuckers involved," in a specific situation.

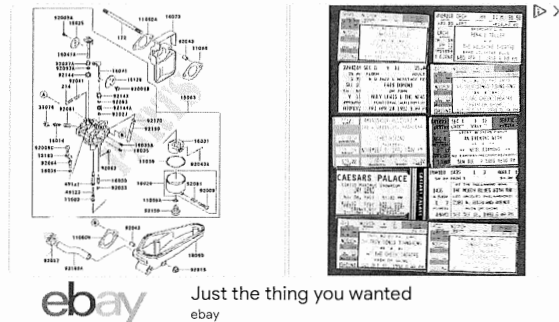
Mr. Oaks was devastated by Shell's illegal termination. His seventy-one-year-old father had a stroke the week after Thanksgiving. Now, Mr. Oaks had been terminated from his job he loved just before Christmas. Mr. Oaks was forced to clean out his office over the holidays. He was humiliated in front of his coworkers and family...

Although Shell claimed that Mr. Oaks had committed a serious violation of Company policy, it unilaterally offered him \$281,816.36 in return for a release of all claims against Shell (including claims of retaliation), and Mr. Hall repeatedly called him obviously for the purpose of nudging him into signing the release. This suggests that Shell knew that Mr. Oaks had committed no wrong to justify his termination.

Mr. Hall also told Mr. Oaks that he wanted him to work with him to create a story to tell potential employers about why he was not longer employed by Shell. Mr. Hall knew that Mr. Oaks' 71-year old father had a stroke the week after Thanksgiving 2016. Thus, Mr. Hall slyly suggested to Mr. Oaks that he tell potential employers that he decided to resign from Shell to attend to his sick father who had just suffered a stroke, and once he had done so, was seeking to get back into the jobs market.

Shell's "Investigation" Was A Pretextual Sham

Shell reached a timely agreement with Crockett Oaks III this week in the US courts. I am sure he is no longer free to comment on Nigerian or any other Shell-related highly sensitive matters. What's the betting that he has ended up with pots more of Shell shareholder money to buy his silence?



PEOPLE INVOLVED IN THE CASE

Bruce Culpepper, Shell's US Country Chairman and Shell Oil Company President

James W.D. Hall, Vice President of Corporate Security, located at Royal Dutch Shell plc's Global Headquarters in the Netherlands.

Ronan Cassidy, Chief Human Resources & Corporate Officer of Royal Dutch Shell plc.

Scott Ballard, Vice President, Human Resources, U.S. Operation

Allison McNeil, Head of Shell's Business Integrity Department

Jasper Smidtman, an Investigator in the Business Integrity Department in Royal Dutch Shell plc's Global Headquarters

Billy J Powell, Manager, Shell Americas Emergency Management

Phil Smith, Shell's GM – Emergency Management & Deepwater Regulatory

Bob Schoen, Country Security Manager

Pete Lininger (Downstream Security Manager Americas)

Dana Croft, Shell Policy Team Lead Domestic – U.S. HR.

Erica Slain, an HR Manager

Rob Ream, former Shell Regional Security Manager – Americas

COURT DOCUMENTS

[oaks1](#): 80-page PLAINTIFF'S SWORN ORIGINAL COMPLAINT

[oaks2](#): 2 pages: SUMMONS IN A CIVIL ACTION

[oaks3](#): one page: ORDER FOR CONFERENCE AND DISCLOSURE OF INTERESTED PARTIES

[oaks4](#): 2 pages: PLAINTIFF'S CERTIFICATE OF INTERESTED PARTIES

[oaks5](#): 4 pages: JOINT MOTION TO DISMISS

[oaks6](#): One page: JOINT ORDER

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Shell, Ex-Security Head Ask Court To Toss Retaliation Suit

By [Dorothy Atkins](#)

Law360, San Francisco (April 11, 2017, 1:27 PM EDT) — Shell Oil Co. and a former FBI agent who led the oil and gas giant's U.S. security operations asked a Texas federal judge Monday to toss the agent's wrongful termination suit that claimed he was fired for objecting to Shell's allegedly biased hiring practices.

Shell and former Shell regional security manager Crockett Oaks III filed a joint motion to dismiss the suit without providing details about what led to the dismissal request. The parties agreed to bear their own court costs, according to the motion....

[SOURCE](#)

Case Title

[Oaks v. Shell Oil Company](#)

Case Number

[4:17-cv-00979](#)

Court

Texas Southern

Nature of Suit

442(Civil Rights: Jobs)

Judge

[Judge David Hittner](#)

Date Filed

March 30, 2017

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Shell sues former head of security for threatening to reveal secrets

Posted by [LM Sixel](#): Date: April 06, 2017

Crockett Oaks III, a former FBI agent who led the U.S. security operations of Shell Oil Co., was part of a selection committee that last year recommended the hiring of a 53-year-old man with a military background as a security adviser. But when the company directed the committee to find a younger, female candidate, Oaks objected to hiring based on age or gender and was subsequently fired.

Those allegations are contained in a lawsuit filed by Oaks that is now testing the limits of employee confidentiality agreements. Shell Oil, the U.S. subsidiary of Royal Dutch Shell, last week obtained a temporary court order blocking Oaks from revealing potentially damaging information about Shell's personnel practices to support his claim.

As head of security, Oaks was privy to confidential personnel decisions that might show that his firing was retaliatory, according to court documents. Shell alleges that Oaks violated his employment agreement when he shared confidential information with his lawyer and a third-

party mediator brought in to settle the dispute.

Shell also claims Oaks breached his duty of loyalty and good faith to Shell by threatening to disclose details of internal investigations at Shell that the company believes are confidential.

Seeking and obtaining a restraining order is unusual in cases involving confidential information, legal specialists said. Typically, both sides agree in advance to file confidential information under seal such as patents, trademarks or even Social Security numbers of individuals. The information can be used as evidence in the case, but it's not part of the public record.

The issue of confidentiality comes up most often when employees who feel wronged were former high level executives privy to corporate secrets that they promised not to reveal, said Houston employment lawyer Martin Shellist. But confidentiality agreements also can't block an employee — or ex-employee — from getting legal help.

"It doesn't mean they can't talk to their lawyer about it," said Shellist.

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Posted in: [Africa](#), [Bribery](#), [Bruce Culpepper](#), [Business Principles](#), [Corporate Governance](#), [Corruption](#), [Crockett Oaks III](#), [GoogleNews](#), [Human Rights](#), [John Donovan](#), [Leaked Shell Emails](#), [Litigation](#), [Netherlands](#), [Oil](#), [OPL 245](#), [Royal Dutch Shell Plc](#), [Shell](#).
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EXHIBIT A-16

Field	Tips
Job title	Regional Security Manager, Americas
Job Skill Pool Group	HSSE
Job Skill Pool	Security
Purpose and Accountabilities	<p>Purpose The role of the RSM is to work with the Business and other relevant Functions to develop and maintain a secure business environment throughout the Americas region. The RSM will be instrumental in supporting and advising Senior Regional Business Leaders, Country Chairs, Cluster and Country Security Managers (CSM), and Security Focal Points (SFP) in all security matters.</p> <p>Accountabilities</p> <ul style="list-style-type: none"> • In liaison with internal stakeholders and external sources identify and assess security threats to Shell's business footprint across the region in order to deliver proactive actionable advice on commensurate mitigation measures. • Responsibility for the implementation of Shell Group Security Standards across Shell operated entities in the region. • Working through Country Security Managers, ensure that appropriate risk mitigation measures are in place in order to reduce Shell's exposure to security risks to 'As Low As Reasonably Practicable' (ALARP) and that fit-for-purpose security policies, plans and procedures are implemented. • Effectively manage/support Shell's response to any security-related incident. • Ensure that security activities comply with international and individual country laws, Shell General Business Principles (SGBP), the Shell Group Security Standard (GSS) and the Voluntary Principles on Security and Human Rights in the Extractive Sector (VPSHR). • Proven ability to build strong functional coalitions to respond to different issues affecting a wide range of businesses. • Provide effective line management to CSMs and the Regional Assurance Analyst, developing talent and appropriate career progression. In addition, provide functional leadership to the wider security community, such as RE Asset Protection staff and Security Focal Points within the region. • Participate in audits as/when required
Dimensions	<ul style="list-style-type: none"> • Corporate Security is a Global Function within Shell which provides strategic advice and assurance to the Business regarding all aspects of security. The RSM will therefore be instrumental in supporting and advising a wide range of stakeholders in all security matters across the region. • The region hosts a very diverse range of Businesses, including in some high threat countries. • The RSM America's team comprises fourteen staff but the RSM acts as a leader of community for all security-related staff across the region. • The RSM will report to VP Corporate Security.
Special challenges	<ul style="list-style-type: none"> • This role spans a large and varied footprint. This requires a detailed understanding of the full range of threats present and appropriate mitigations (activism, terrorism, Information security, armed conflict, etc). • In addition, the diverse business footprint requires an appreciation of all Lines of Businesses and an understanding of specific risks they face • Given that many of the countries within the region are relatively stable and medium or low threat, the role requires strong advocacy and influencing skills to ensure that security remains relevant and internalised by business leaders • The RSM is expected to have a strong external network with relevant US

[PAGE * MERGEFORMAT]



	government agencies and fellow security professionals across the region.
Additional comments	•
Skills & Requirements	<ul style="list-style-type: none"> • High calibre security professional with extensive security experience at a senior level. • Has the professional and personal stature and credibility to interface and influence a wide variety of stakeholders, including senior Shell business leaders, CChrs, staff, contractors and other security professionals. • Proven track record of implementing and managing security initiatives in a multi-country environment and across business groups. • Robust understanding of, and solid experience with, physical security principles and their impact on the mitigation of threats against people, assets and information. • Strong understanding of the range of security threats and risks Shell could face across the region. • Must have strong communication skills – both written and verbal – to build credibility with senior stakeholders. • Education to undergraduate degree level is also highly desirable. • Leadership competencies assessed against 4 leadership attributes for a Leader of Community level. <p>Functional Competencies:</p> <ul style="list-style-type: none"> • Manages Security Risks - Mastery • Manages the Intelligence Process - Mastery • Manages Security Incident & Crises - Mastery • Manages Security Compliance & Integration - Mastery • Carry out HSSE & SP Assurance - Mastery • Stakeholder Sensing, Engagement & Relationship Building - Mastery
Additional Information	•
Hiring Manager	James Hall
Assignment Length	4 years
Country of Work Location(s)	Houston
Work Location(s)	Houston
Business	
Line of Business	
Present Company	
Is there a preferred candidate identified	No
Maximum Terms & Conditions available	The position is posted on local terms.
Flexible Working Options	
Flexible Work Options Available	Yes
Expected start date	1 March 2016
HR Business Partner, Selection Panel etc	Klara Smits

EXHIBIT A-17

Message

From: Hall, James WD RDS-CS [/O=SHELL/OU=AG1-SHELL/CN=RECIPIENTS/CN=JAMES.J.HALL]
Sent: 2/6/2017 8:13:53 AM
To: Blakely, Barbara SEPACO-ERIG/L [barbara.blakely@shell.com]; Smits, Klara M SI-HRGF/C [klara.urzyczyn@shell.com]
Subject: RE: RSM interviews prep & shortlisting
Attachments: JD RSM Americas.docx
Sensitivity: Private

Barbara,

Here is the JD. There are seven candidates. Klara and I agreed it might be best if we talk you through them, rather than asking you to wade through a pile of pre-read about people you may not know. We would then seek your view on the logic of the thought process behind who we shortlist and who we don't.

Speak soon.

James



James WD Hall
VP Corporate Security

Shell International B.V.
PO Box 162, 2501 AN The Hague, The Netherlands
Tel: +3170377 1431
Mob: +316 296 24 326
Email: James.WD.Hall@shell.com
Internet: <http://www.shell.com>

From: Blakely, Barbara SEPACO-ERIG/L
Sent: maandag 6 februari 2017 13:38
To: Smits, Klara M SI-HRGF/C; Hall, James WD RDS-CS
Subject: RE: RSM interviews prep & shortlisting
Sensitivity: Private

Dear Klara,

Hope this message finds you well. Would you kindly share the job description and candidate's profiles with me? I don't think I have seen that.... apologies if I missed something.

Cheers

Barbara Blakely



SHELL0000017

Latin America External Relations Manager
150 North Dairy Ashford
Building C-482A
Houston TX 77079
Mobile: +1 713 557 9647
Email: Barbara.Blakely@shell.com

-----Original Appointment-----

From: Smits, Klara M SI-HRGF/C

Sent: Monday, January 23, 2017 8:44 AM

To: Smits, Klara M SI-HRGF/C; Blakely, Barbara SEPCO-ERIG/L; Hall, James WD RDS-CS

Subject: RSM interviews prep & shortlisting

When: Monday, February 06, 2017 5:00 PM-5:45 PM (UTC+01:00) Amsterdam, Berlin, Bern, Rome, Stockholm, Vienna.

Where: Online Meeting

Sensitivity: Private

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Field	Tips
Job title	Regional Security Manager, Americas
Job Skill Pool Group	HSSE
Job Skill Pool	Security
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Additional Information	•
Hiring Manager	James Hall
Assignment Length	4 years
Country of Work Location(s)	Houston
Work Location(s)	Houston
Business	
Line of Business	
Present Company	
Is there a preferred candidate identified	No
Maximum Terms & Conditions available	The position is posted on local terms.
Flexible Working Options	
Flexible Work Options Available	Yes
Expected start date	1 March 2016
HR Business Partner, Selection Panel etc	Klara Smits