Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 1 of 42

# **EXHIBIT** "A"

	Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 2 of 42
1	THE LAW OFFICE OF LYNN COYLE, P.L.L.C.
2	Christopher Benoit Texas Bar No. 24068653
3	chris@coylefirm.com
	2515 N. Stanton Street El Paso, Texas 79902
4	(915) 532-5544
5	(915) 532-5566 Facsimile
6	EARTHRIGHTS INTERNATIONAL Marco Simons
7	D.C. Bar No. 492713
8	<u>marco@earthrights.org</u> 1612 K Street N.W., Suite 401
9	Washington, DC 20006
	(202) 466-5188 (202) 466-5189 Facsimile
10	
11	Attorneys for All Applicants
12	
13	IN THE UNITED STATES DISTRICT COURT
13	IN THE UNITED STATES DISTRICT COURT DISTRICT OF ARIZONA
13 14	
13 14 15	DISTRICT OF ARIZONA Alberto Salcido-Romo, § Francisco Ramón Miranda, §
13 14	DISTRICT OF ARIZONA Alberto Salcido-Romo, § Francisco Ramón Miranda, § Francisca Garcia-Enriquez, § CIVIL NO:
13 14 15	DISTRICT OF ARIZONA Alberto Salcido-Romo, § Francisco Ramón Miranda, §
13 14 15 16	DISTRICT OF ARIZONA Alberto Salcido-Romo, § Francisco Ramón Miranda, § Francisca Garcia-Enriquez, § CIVIL NO: and Oscar Ramírez-Gamez, § Applicants, § Request for Production of
13 14 15 16 17	DISTRICT OF ARIZONA Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ Request for Production of Documents
13 14 15 16 17 18 19	DISTRICT OF ARIZONA Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ Request for Production of Documents \$ v. \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> </ol>	DISTRICT OF ARIZONA         Alberto Salcido-Romo,       \$         Francisco Ramón Miranda,       \$         Francisca Garcia-Enriquez,       \$         and Oscar Ramírez-Gamez,       \$         Applicants,       \$         Request for Production of Documents         \$         V.       \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> </ol>	DISTRICT OF ARIZONA Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ Request for Production of Documents \$ v. \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> </ol>	DISTRICT OF ARIZONA         Alberto Salcido-Romo,       \$         Francisco Ramón Miranda,       \$         Francisca Garcia-Enriquez,       \$         and Oscar Ramírez-Gamez,       \$         Applicants,       \$         Request for Production of Documents         \$         v.       \$         Southern Copper Corporation       \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> </ol>	DISTRICT OF ARIZONA         Alberto Salcido-Romo,       \$         Francisco Ramón Miranda,       \$         Francisca Garcia-Enriquez,       \$         and Oscar Ramírez-Gamez,       \$         Applicants,       \$         Request for Production of Documents         \$         v.       \$         Southern Copper Corporation \$         Respondent.       \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> </ol>	DISTRICT OF ARIZONA         Alberto Salcido-Romo,       \$         Francisco Ramón Miranda,       \$         Francisca Garcia-Enriquez,       \$         and Oscar Ramírez-Gamez,       \$         Applicants,       \$         Request for Production of Documents         \$         v.       \$         Southern Copper Corporation       \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> </ol>	Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ v. \$ Southern Copper Corporation \$ Respondent. \$ Subset for Production of Documents \$ Southern \$ Southe
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> <li>24</li> </ol>	DISTRICT OF ARIZONA         Alberto Salcido-Romo,       \$         Francisco Ramón Miranda,       \$         Francisca Garcia-Enriquez,       \$         and Oscar Ramírez-Gamez,       \$         Applicants,       \$         Request for Production of Documents         \$         v.       \$         Southern Copper Corporation \$         Respondent.       \$
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> <li>24</li> <li>25</li> <li>26</li> </ol>	Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ v. \$ Southern Copper Corporation \$ Respondent. \$ Subset for Production of Documents \$ Southern \$ Southe
<ol> <li>13</li> <li>14</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> <li>24</li> <li>25</li> </ol>	DISTRICT OF ARIZONA Alberto Salcido-Romo, \$ Francisco Ramón Miranda, \$ Francisca Garcia-Enriquez, \$ and Oscar Ramírez-Gamez, \$ Applicants, \$ v. \$ Southern Copper Corporation \$ Respondent. \$ PLEASE TAKE NOTICE that, pursuant to 28 U.S.C. \$ 1782,

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 3 of 42

and produce and permit Applicants to inspect and copy all 1 2 responsive documents within 30 days. SCC is advised that 3 the rules of discovery under Rules 26 and 34 of the Federal 4 Rules of Civil Procedure are applicable to requests made 5 pursuant to 28 U.S.C. § 1782, and of their obligations 6 7 under Rule 26(e) to supplement responses. All documents 8 shall be produced at the offices of The Law Office of Lynn 9 Coyle, P.L.L.C., 2515 North Stanton Street, El Paso, Texas, 10 11 79930, and shall be produced as they were maintained in the 12 ordinary course of business. 13

Please note that all words herein have their meaning in ordinary English usage. If there is any difficulty in understanding the scope or meaning of any word, please feel free to contact Applicants' attorneys for an explanation.

19 Unless a contrary meaning appears in the text, the 20 following definitions apply:

And includes the word or and vice-versa.

21

22

23

Any includes the word all and vice-versa.

Buenavista del Cobre ("BVC") Mine shall refer to the mining operations owned and operated by Buenavista del Cobre, S.A. de C.V. and Operadora de Minas e Instalaciones Mineras, S.A. de C.V. in the State of Sonora, Mexico,

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 4 of 42

1 including any related processing, leaching, storage, or 2 transportation plants or facilities.

3 **Communication(s)** as used herein shall refer to any 4 oral, written, in person, or any other form of relay, 5 transmission, or transference of information by any means 6 7 whatsoever including but not limited to by way of mail, 8 computer, telephone, cellular or mobile phone, voice mail, 9 mail, radio, video, recordings, electronic sound 10 television, telefax, telex, social media, or any other 11 12 medium.

13

' Document as used herein is a broadly inclusive term, 14 referring to any and all written or other graphic matter, 15 16 however produced, generated, or reproduced, of every kind 17 and description, and to anything upon which sounds, 18 pictures or electronic images are recorded, transferred, 19 imprinted or depicted by photography, video, typewriting, 20 21 handwriting, sound recording, or otherwise. Such terms 22 refer to originals, copies where originals are unavailable, 23 copies of originals which differ in any manner from the 24 25 originals, and all drafts prepared in connection with such 26 matter, including but not limited to the following: 27 contracts, agreements, memoranda of understanding, charts, 28

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 5 of 42

graphs, inventories, accounts, lists, transcripts, 1 2 abstracts, tape recordings, video recordings, sound 3 reproductions, summaries, files, pleadings, depositions, 4 to requests for admissions, answers answers to 5 interrogatories, file jackets, file covers, records, books, 6 7 papers, correspondence, notes, electronic mail messages, 8 agreements, statements, photographs, motion pictures, 9 objects, microfilm, telegrams, telegraphs, telexes, 10 11 facsimiles, copies, letters, memoranda, telefaxes, 12 notations, scratch paper, minutes of directors or committee 13 meetings, minutes of interviews, minutes of in-person or 14 telephonic conversations or communications, interoffice 15 16 communications, shareholder reports, press releases, 17 reports, studies, audits, reviews, assessments, statistics, 18 stenographic notebooks, calendars, appointment books, 19 diaries, time sheets, logs, computer disks, computer 20 21 programs, databases, computer printouts, data processing 22 cards, data processing tapes, or papers similar to any of 23 the foregoing however denominated by the responding party, 24 25 regardless of whether it was prepared in whole or in part 26 by SCC. 27

28

Including shall mean "including but not limited to."

### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 6 of 42

1	SCC shall include any company directly or indirectly
2	controlled by, or under common control with SCC, and shall
3	include, without limitation, any and all operating
4	companies, joint ventures, divisions and/or units,
5	controlled directly or indirectly by SCC.
6 7	
8	The <b>Spill</b> shall refer to the spill of copper sulfate
9	solution at BVC mine on August 6, 2014, which is described,
10	among other places, in SCC's SEC Form 10-K for the fiscal
11	year ended December 31, 2014.
12	<b>Mexican Governmen</b> t shall refer to any ministry,
13	
14	department, agency, and/or official of the Government of
15	Mexico or any local subdivision thereof.
16	<b>Ejido</b> shall refer to the community property
17	classification of property ownership recognized in Article
18 19	27 of the Mexican Political Constitution.
20	<b>Person</b> shall include any individual, corporate entity,
21	
22	or business.
23	<b>Policy</b> shall refer to any written or unwritten, formal
24	or informal, policies, procedures, rules, regulations,
25	guidelines and contracts.
26	Possession, Custody or Control shall include those
27	
28	documents in the possession, custody or control of SCC as

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 7 of 42

1	
_	

well as all of its subsidiaries.

2	Related to and Relating to shall mean in relation to,
3	related to, consisting of, referring to, reflecting,
4	
5	concerning, discussing, describing, evidencing, commenting
6	on, supporting, contradicting or having any logical or
7	factual connection with the matter identified, in whole or
8	in nort
9	in part.
10	<b>SX-EW III Plant</b> shall mean the facility of that name in
11	the BVC Mine referred to, inter alia, in SCC's SEC Form 10-
12	K disclosure for the fiscal year ended December 31, 2014.
13	
14	<b>Tinajas 1 and Tinajas 2</b> shall refer to the leaching
15	ponds for the SX-EW III Plant that were the originating
16	point of the Spill.
17	REQUEST FOR PRODUCTION OF DOCUMENTS
18	
19	Please produce the following documents, in your
20	possession, custody or control, for the period from August
21	6, 2010 to the present. This includes all policies,
22	procedures, rules, guidelines, suggestions, contracts,
23	
24	agreements or standards that were operative on August 6,
25	2014, irrespective of when they were drafted:
26	1. All documents relating to a Dangerous Waste Management Plan
27	(Plan de Manejo de Residuos de la Industria Minero-
28	I l'itan de nancjo de nebrados de ra indaserra minero

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 8 of 42

.

1	Metalúrgica) for BVC, including any communications with the
2	Mexican Government or any Person regarding such a Plan.
3	This request includes, but is not limited to, any studies
4	connected to a Dangerous Waste Management Plan, and all
5	drafts of any Dangerous Waste Management Plan.
6	draits of any Dangerous waste Management Fian.
7	2. All documents relating to an Environmental Remediation Plan
8	(Programa de Remediación Ambiental) to address the effects
9	of the Spill, including any communications with the Mexican
10	Government or any Person regarding such a Plan.
11	<b>3.</b> All documents relating to water quality testing in areas
12	
13	affected by the Spill, including any communications with
14	the Mexican Government or any Person regarding such
15	testing.
16	4. All documents relating to consultation that SCC had with
17	communities or municipal leaders within 200 kilometers of
18	the BVC Mine regarding its plans to construct the SX-EW III
19	the BVC Mine regarding its plans to construct the SX Hw it
20	Plant.
21	5. Any documents related to a trust fund (fideicomiso)
22	established with the purpose of supporting remedial action
23	and providing compensation to those adversely affected by
24	the Spill. <sup>1</sup> This Request includes, but is not limited to,
25	
26	information regarding: (1) any distribution of funds from
27	
28	$^1$ The trust fund is described, among other places, in SCC's SEC Form 10-K for the fiscal year ended December 31, 2014.

the fiscal year ended December 31, 2014.

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 9 of 42

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

24

the trust fund; (2) communications with the Mexican Government or any Person regarding the trust fund; (3) communications with communities in the Sonora River basin or civil society groups; (4) the medical unit located in Ures, Sonora; (5) remediation plans created as a part of the trust fund; (6) measurements of water, sediments and soil that were used as part of the creation of the trust fund; and (7) decisions regarding which communities or political entities should receive fund distributions and the reasons underlying these decisions.

6. Any documents relating to permits, authorizations, or approvals for activities at the BVC Mine sought from the Mexican Government, whether or not ultimately received, including any communications with the Mexican Government or any Person regarding such permits, authorizations, or approvals. This Request is limited to the period beginning in 2011 to the present.

7. Any documents relating to contracts, licenses, easements,
or other authorizations obtained from any local ejido for
the benefit of the operation of the BVC Mine.

8. Any documents relating to environmental or ecological
testing, evaluations, assessments, or analyses of the BVC
Mine or any area within a 200 kilometer radius of the BVC
Mine, including any communications with the Mexican

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 10 of 42

1

2

3

4

5

6

7

8

9

10

11

12

13

14

Government or any Person regarding such evaluations or assessments.

9. Any documents relating to investigations, evaluations, assessments, or analyses of the cause or causes of the Spill, including any communications with the Mexican Government or any Person regarding such investigations, evaluations, or analyses.

10. Any documents relating to investigations, evaluations, assessments, or analyses of environmental or ecological damage caused by the Spill, including any communications with the Mexican Government or any Person regarding such investigations, evaluations, or analyses.

including but not limited 15 documents, to, 11. Any 16 SCC, regarding correspondence or meeting minutes of 17 permits, construction, and operation of the Tinajas I and 18 II leaching ponds located at the SX-EW III plant in the BVC 19 mine. 20

documents, including but not limited to, 12. Any 21 22 correspondence, meeting minutes, or studies conducted by 23 SCC related to environmental or ecological testing, 24 evaluations, assessments, or analyses of the land upon 25 which Tinajas I and II leaching ponds located at the SX-EW 26 III plant in the BVC mine were constructed. This request 27 is limited to the period January 1, 2011 to August 6, 2014. 28

### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 11 of 42

1	13. Any documents, including but not limited to,
2	communication or reports relating to a risk analysis
3	conducted by SCC prior to the August 6, 2014 Spill of
4	potential risks resulting from the SX-EW III Plant
5	construction or the Tinajas I and II leaching pond. "Risk
6	analysis" for purposes of this Request means: (1) analysis
7	of liability resulting from operation of the Plant and
8	
9 10	Tinajas I and II; and (2) insurance products or contingency
10	plans for insurance related to construction and operation
12	of the Plant and Tinajas I and II.
13	<b>RESPECTFULLY SUBMITTED</b> on the day of, 2016.
14	
15	
16	Christopher Benoit, Esq.
17	THE LAW OFFICE OF LYNN COYLE, PLLC Marco Simons, Esq.
18	EARTHRIGHTS INTERNATIONAL
19	
20	CERTIFICATE OF SERVICE
21	I hereby certify that, on the day of, 2016, I obtained a summons and began the process of serving this
22	Application upon Southern Copper Corporation.
23	·
24	Christopher Benoit
25	
26 27	
27 28	
<i>4</i> 0	

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 12 of 42

# **EXHIBIT "B"**

	Case 2:16-mc-00035-DLR Document	1-1	Filed 04/11/16	Page 13 of 42
1 2 3 4 5 6 7 8 9 10 11	THE LAW OFFICE OF LYNN COYLE, P. Christopher Benoit Texas Bar No. 24068653 chris@coylefirm.com 2515 N. Stanton Street El Paso, Texas 79902 (915) 532-5544 (915) 532-5566 Facsimile EARTHRIGHTS INTERNATIONAL Marco Simons D.C. Bar No. 492713 marco@earthrights.org 1612 K Street N.W., Suite 4 Washington, DC 20006 (202) 466-5189 Facsimile		.C.	
12	Attorneys for All Applicants			
13				
14	IN THE UNITED S DISTRIC		'ES DISTRICT OF ARIZONA	COURT
14 15				COURT
		CT O		COURT
15	<b>DISTRIC</b> Alberto Salcido-Romo, Francisco Ramón Miranda,	CT O S S	F ARIZONA	COURT
15 16	DISTRIC Alberto Salcido-Romo,	S S S S		COURT
15 16 17	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez,	S S S S S S S	<b>F ARIZONA</b> CIVIL NO: _	
15 16 17 18	<b>DISTRIO</b> Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez,	S S S S S S S S S S S S S S S S S S S	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
15 16 17 18 19	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez,	<b>CT O</b>	F ARIZONA CIVIL NO: _ Notice of F	ule 30(b)(6) Pursuant to
15 16 17 18 19 20	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez,	<b>CT O</b> S S S S S S S S S S S S S S S S S S S	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
15 16 17 18 19 20 21	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez,	<b>CT O</b> S S S S S S S S S S S S S S S S S S S	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
15 16 17 18 19 20 21 22	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez,	<b>୯</b> ୫୫୫୫୫୫୫୫୫ <b>୫</b> ୫ ୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫୫	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
<ol> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> </ol>	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez, Applicants,	<b>୯</b> ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
<ol> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> <li>24</li> </ol>	DISTRIC Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez, Applicants,	<b>୯</b> ୫୫୫୫୫୫୫୫୫ <b>୫</b> ୫୫୫୫୫	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to
<ol> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>21</li> <li>22</li> <li>23</li> <li>24</li> <li>25</li> </ol>	Alberto Salcido-Romo, Francisco Ramón Miranda, Francisca Garcia-Enriquez, and Oscar Ramírez-Gamez, Applicants, Southern Copper Corporation	<b>୯</b> ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬ ୬	F ARIZONA CIVIL NO: _ Notice of F Deposition	ule 30(b)(6) Pursuant to

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 14 of 42

PLEASE TAKE NOTICE that, pursuant to 28 U.S.C. § 1782 1 2 and Rules 26 and 30(b)(6) of the Federal Rules of Civil 3 Procedure, Applicants will take the deposition of Southern 4 Copper Corporation ("SCC") beginning [DATE TBD] at 10:00 5 and continuing from day to day thereafter until a.m. 6 7 completed, at the offices of [PLACE TBD]. Pursuant to Rule 8 Civil the Federal Rules of Procedure, 30(b)(6) of 9 Applicants request that SCC designate and produce one or 10 11 more officers, directors, managing agents, or other persons 12 most knowledgeable to testify at deposition as to each of 13 The deposition shall be the matters described below. 14 before a notary public or some other officer authorized by 15 16 will recorded administer oaths and be by law to 17 stenographic means. You are invited to attend and cross-18 examine. 19

Please note that all words herein have their meaning in ordinary English usage. If there is any difficulty in understanding the scope or meaning of any word, please feel free to contact Applicants' attorneys for an explanation.

25 Unless a contrary meaning appears in the text, the 26 following definitions apply:

And includes the word or and vice-versa.

27

28

2

3

4

5

6

7

8

9

1

Any includes the word all and vice-versa.

Buenavista del Cobre ("BVC") Mine shall refer to the mining operations owned and operated by Buenavista del Cobre, S.A. de C.V. and Operadora de Minas e Instalaciones Mineras, S.A. de C.V. in the State of Sonora, Mexico, including any related processing, leaching, storage, or transportation plants or facilities.

**Communication(s)** as used herein shall refer to any 10 11 oral, written, in person, or any other form of relay, 12 transmission, or transference of information by any means 13 whatsoever including but not limited to by way of mail, 14 computer, telephone, cellular or mobile phone, voice mail, 15 16 electronic mail, radio, video, sound recordings, 17 television, telefax, telex, social media, or any other 18 medium. 19

20 **Document** as used herein is a broadly inclusive term, 21 referring to any and all written or other graphic matter, 22 however produced, generated, or reproduced, of every kind 23 and description, and to anything upon which sounds, 24 25 pictures or electronic images are recorded, transferred, 26 imprinted or depicted by photography, video, typewriting, 27 handwriting, sound recording, or otherwise. Such terms 28

refer to originals, copies where originals are unavailable, 1 2 copies of originals which differ in any manner from the 3 originals, and all drafts prepared in connection with such 4 matter, including but not limited to the following: 5 contracts, agreements, memoranda of understanding, charts, 6 7 graphs, inventories, accounts, lists, transcripts, 8 abstracts, tape recordings, video recordings, sound 9 reproductions, summaries, files, pleadings, depositions, 10 11 answers to requests for admissions, answers to 12 interrogatories, file jackets, file covers, records, books, 13 papers, correspondence, notes, electronic mail messages, 14 agreements, statements, photographs, motion pictures, 15 16 objects, microfilm, telegrams, telegraphs, telexes, 17 telefaxes, facsimiles, copies, letters, memoranda, notes, 18 notations, scratch paper, minutes of directors or committee 19 meetings, minutes of interviews, minutes of in-person or 20 21 telephonic conversations or communications, interoffice 22 communications, shareholder reports, press releases, 23 reports, studies, audits, reviews, assessments, statistics, 24 25 stenographic notebooks, calendars, appointment books, 26 diaries, time sheets, logs, computer disks, computer 27 programs, databases, computer printouts, data processing 28

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 17 of 42

1

2

3

4

5

13

18

22

cards, data processing tapes, or papers similar to any of the foregoing however denominated by the responding party, regardless of whether it was prepared in whole or in part by SCC.

Including shall mean "including but not limited to." 6 7 **SCC** shall include any company directly or indirectly 8 controlled by, or under common control with SCC and shall 9 include, without limitation, any and all operating 10 11 companies, joint ventures, divisions and/or units, 12 controlled directly or indirectly by SCC.

The **Spill** shall refer to the spill of copper sulfate solution at BVC mine in August 2014, which is described, among other places, in SCC's SEC Form 10-K for the fiscal year ended December 31, 2014.

19 Mexican Government shall refer to any ministry, 20 department, agency, and/or official of the Government of 21 Mexico or any local subdivision thereof.

23 Person shall include any individual, corporate entity, 24 or business.

25 Policy shall refer to any written or unwritten, formal 26 or informal, policies, procedures, rules, regulations, 27 guidelines and contracts.

Possession, Custody or Control shall include in the 1 2 possession, custody or control of subsidiaries.

3 Related to and Relating to shall mean in relation to, 4 related to, consisting of, referring to, reflecting, 5 concerning, discussing, describing, evidencing, commenting 6 on, supporting, contradicting or having any logical or 8 factual connection with the matter identified, in whole or in part. 10

7

9

18

19

25

11 **SX-EW III Plant** shall mean the facility of that name in 12 the BVC Mine referred to, inter alia, in SCC's SEC Form 10-13 K disclosure for the fiscal year ended December 31, 2014. 14

Tinajas 1 and Tinajas 2 shall refer to the leaching 15 16 ponds for the SX-EW III Plant that were the originating 17 point of the Spill.

MATTERS ON WHICH EXAMINATION IS REQUESTED

20 In accordance with Fed. R. Civ. P. 30(b)(6), Applicants 21 request that SCC designate and produce one or more 22 who can provide information concerning the witnesses 23 following matters for examination: 24

From August 6, 2010 to the present:

26 (This includes all policies, procedures, rules, 27 quidelines, suggestions, contracts, agreements or standards 28

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 19 of 42

1 that were operative on August 6, 2014, irrespective of when
2 they were drafted):

1. The existence and content of any Dangerous Waste Management Plan (Plan de Manejo de Residuos de la Industria Minero-Metalúrgica) for BVC, including the existence and content of any communications with the Mexican Government or any Person regarding such a Plan.

2. The existence and content of any Environmental Remediation Plan (Programa de Remediación Ambiental) to address the effects of the Spill, including the existence and content of any communications with the Mexican Government or any Person regarding such a Plan.

15 3. The existence and content of any documents relating to 16 water quality testing in areas affected by the Spill, 17 including the existence and content of any communications 18 with the Mexican Government or any Person regarding such 19 testing.

21 4. Plans to expand the BVC Mine, initiate new resource-22 exploration activities in or around the BVC Mine, or 23 construct new facilities related to the mining process in 24 or around the BVC Mine, including the existence and content 25 of any communications with the Mexican Government or any 26 27 Person regarding such plans.

28

3

4

5

6

7

8

9

10

11

12

13

14

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 20 of 42

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

24

25

26

5. The trust fund (fideicomiso) established with the purpose of supporting remedial action and providing compensation to adversely affected by the Spill,<sup>1</sup> those including any distribution of funds from the trust fund, and including the existence and content of any communications with the Mexican Government or any Person regarding the trust fund.

6. The existence and content of any documents relating to permits, authorizations, or approvals for activities at the BVC Mine sought from the Mexican Government, whether or not ultimately received, including the existence and content of communications with the Mexican Government or any any Person regarding such permits, authorizations, or approvals.

16 7. The existence, extent, contents, and results of any 17 environmental ecological testing, evaluations, or 18 assessments, or analyses of the BVC Mine or any area within 19 a 200 km radius of the BVC Mine, including the existence 20 and content of any communications with the Mexican 21 22 Government or any Person regarding such evaluations or 23 assessments.

8. The existence. extent, contents, and results of any investigations, evaluations, assessments, or analyses of

27 28

<sup>&</sup>lt;sup>1</sup> The trust fund is described, among other places, in SCC's SEC Form 10-K for the fiscal year ended December 31, 2014.

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

the cause or causes of the Spill, including the existence and content of any communications with the Mexican Government or any Person regarding such investigations, evaluations, or analyses.

9. The existence, extent, contents, and results of any investigations, evaluations, assessments, or analyses of environmental or ecological damage caused by the Spill, including the existence and content of any communications with the Mexican Government or any Person regarding such investigations, evaluations, or analyses.

10. Any consultation that SCC had with communities or municipal leaders within 200 kilometers of the BVC Mine regarding its plans to construct the SX-EW III Plant.

11. The existence, extent, and contents of contracts, licenses, easements, or other authorizations obtained from any local ejido for the benefit of the operation of the BVC Mine.

existence, extent, 12. and contents of any The 21 22 communication or reports relating to a risk analysis 23 conducted by SCC prior to the August 6, 2014 Spill of 24 resulting from the SX-EW III Plant risks potential 25 "Risk construction or the Tinajas I and II leaching pond. 26 analysis" for purposes of this Request means: (1) analysis 27 of liability resulting from operation of the Plant and 28

r	Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 22 of 42
1	Tinajas I and II; and (2) insurance products or contingency
2	plans for insurance related to construction and operation
-3	
4	of the Plant and Tinajas I and II.
5	
6	<b>RESPECTFULLY SUBMITTED</b> on the day of, 2016.
7	
8	
9	Christopher Benoit, Esq.
10	THE LAW OFFICE OF LYNN COYLE, PLLC Marco Simons, Esq.
11	EARTHRIGHTS INTERNATIONAL
12	
13	CERTIFICATE OF SERVICE
14	I hereby certify that, on the day of, 2016, I obtained a summons and began the process of serving this
15	Application upon Southern Copper Corporation.
16	
17	
18	Christopher Benoit
19	
20	
21	
22	
23	
24 25	
23 26	
20	
28	
-	

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 23 of 42

# **ЕХНІВІТ** "С"

#### DECLARATION OF LUIS MIGUEL CANO

Pursuant to 28 U.S.C. § 1746, I, Luis Miguel Cano, declare as follows:

- 1. I am a Mexican attorney specializing in human rights and environmental litigation. As part of my practice, I represent the Sonora River Basin Committees (the "Committees") in litigation arising from the August 6, 2014 spill of approximately 40,000 cubic meters, or 10 million gallons, of copper sulfate from the Buenavista del Cobre mine (the "spill") in the Mexican state of Sonora. The Committees consist of individuals and families that have been directly impacted by the spill, either through adverse impacts on crops and water supply, or through negative health consequences. Alberto Salcido Romo, Francisco Ramón Miranda, Francisca García Enriquez, and Oscar Ramírez Gamez are among the members of the Committees that I represent.
- 2. Beginning in March 2015, I filed a series of legal actions in Mexican courts on behalf of the Committees seeking remedies to address the massive damage caused by the spill. These actions are proceeding under a Mexican legal mechanism known as a writ of *amparo*, which is a type of constitutional challenge to the action of a government entity or other similar authority. An *amparo* seeks to cause a government entity, or similar authority such as a corporation, to either take or cease taking a particular action. In filing these *amparo* actions, I seek to demonstrate that the actions, omissions, or both, of Mexican government authorities and the companies that own and operate the Buenavista del Cobre mine, both before and after the spill, violated the human rights of my clients, as enshrined in the Mexican Constitution and various international treaties.

3. I am currently litigating seven such writ of *amparo* actions on behalf of the Committees in several different Mexican courts. The responding parties in these actions are Mexican government environmental authorities (Secretaría de Medio Ambiente y Recursos Naturales ("SEMARNAT"), Procuraduría Federal de Protección al Ambiente (" PROFEPA"), and others) and the companies that directly own and operate the mine where the spill occurred, Buenavista del Cobre S.A. de C.V. and Operadora de Minas e Instalaciones Mineras, S.A. de C.V. A brief description of the nature of each of these seven pending suits follows:

a. Action in the H. 9th District Court of the State of Sonora for maintaining mine operations without a required Dangerous Waste Management Plan (144/2015).

b. Action in the H. 1st District Court of the State of Sonora seeking new testing of water quality in community wells applying internationallyaccepted standards for levels of toxic chemicals (834/2015).

c. Action in the H. 9th District Court of the State of Sonora for restarting normal operations after the spill without meaningful consultation with directly impacted communities before the approval of Environmental Remediation Plan (185/2015).

d. Action in the H. 10th District Court of the State of Sonora to require meaningful consultation with directly impacted communities before granting government authorization for mining activities (1006/2015).

e. Action in the H. 2nd District Court of the State of Sonora to provide full information to impacted communities regarding how money in

the trust fund established with the purpose of supporting remedial action and providing compensation to those adversely affected by the spill will be distributed, or the criteria for that distribution (1166/2015).

f. Action in the H. 9th District Court of the State of Sonora challenging the allowance of continuing mining operations despite the mine's failure to obtain required authorizations to construct new copper leaching plant, which was the originating point of the spill, and for failure to file legally-mandated reports regarding environmental emissions (279/2015).

g. Action in the H. 9th District Court of the State of Sonora for the construction of new tailings dam without meaningful consultation with directly impacted communities (86/2016).

- 4. Mexican law also allows a private cause of action for individuals harmed by environmental damage to bring suit directly against those responsible for it. I am currently overseeing an investigation in preparation of a lawsuit in Mexican court under this provision (the "environmental lawsuit") on behalf of a group of Committee members who are also parties to the writ of *amparo* actions described above. The lawsuit will seek to require the companies that own and control the mine, Buenavista del Cobre S.A. de C.V. and Operadora de Minas e Instalaciones Mineras, S.A. de C.V., to fully repair the environmental damage that the spill caused, or else adequately compensate the victims of that damage.
- 5. The Mexican legal code that creates the environmental lawsuit requires that the individuals or entities responsible for the environmental damage restore the

affected area to its original state. Monetary compensation is only provided when the damage itself is not reparable.

- 6. This environmental lawsuit can be brought on behalf of individuals affected by environmental damage as well as governmental and non-governmental entities tasked with the protecting the environment.
- 7. In order to meet the requirements for the environmental lawsuit, I will have to provide evidence to establish each of the following elements: (1) the baseline state of the environment in the affected areas prior to the spill; (2) the nature and cause of the damage to the environment in the wake of the spill; (3) actions or omissions by the companies owning or operating the mine contributed to the cause of the spill; and (4) the companies owning or operating the mine were either objectively responsible for the spill, or the companies owning or operating the mine were either mine had knowledge that their acts or omissions could foreseeably cause the environmental damage in question.
- 8. The environmental lawsuit will complement and expand upon the pending writ of *amparo* actions. While the *amparo* actions demand that the responsible government actors and corporate entities ensure the mine's compliance with all applicable laws so that another similar spill will not occur in the future, the environmental action is focused on the owning and operating companies' obligation to make whole the victims of the spill.
- 9. I am currently in the process of completing a year-long investigation of the spill and collecting the necessary evidence to file the environmental lawsuit. I expect

to bring the environmental lawsuit before a Mexican federal tribunal within the next year based on the results of the investigation.

- 10. Under the applicable provisions of the Mexican legal code, I will have to present sufficient evidence to sustain the environmental action at the time that I file it. This means that I must complete the greater part of the investigation and collection of evidence before filing the action.
- 11. It may be possible to submit additional evidence to the court once the environmental action is pending. However, there is a greater likelihood that the court will accept the evidence at the outset of the case. For that reason, my clients are seeking the assistance of this US Federal Court in collecting evidence from Southern Copper Corporation ("SCC") prior to initiating the environmental action.
- 12. I have confirmed through examination of the company's required Securities and Exchange Commission ("SEC") disclosures that SCC wholly owns Minera Mexico S.A. de C.V., which in turn wholly owns Operadora de Minas e Instalaciones Mineras S.A. de C.V., one of the Mexican companies that operates the Buenavista del Cobre mine where the spill occurred. We have every reason to believe that as a company that owns and controls the mine, SCC is in possession of a broad array of information relating to the spill: its causes, its compliance (or lack of compliance) with applicable environmental regulations, its environmental impacts, and environmental remediation efforts.
- 13. Because SCC is a US company headquartered in the United States, however, it may be outside of the jurisdiction of Mexican courts, and thus information in the

company's possession is not obviously accessible through Mexican legal proceedings.

- 14. There is a strong likelihood that information obtained from SCC with the assistance of this US Federal Court will be highly relevant in both the seven pending *amparo* actions and the environmental action that I plan to file on behalf of Committee members.
- 15. There are procedures available within the Mexican judicial system to introduce evidence obtained from SCC in the pending *amparo* actions and in the planned environmental action. There is no bar or restriction in the Mexican judicial system that I know of that would prevent a court from receiving such evidence.
- 16. By allowing discovery of information related to the spill from SCC, this Court would be providing valuable assistance to the tribunals in Mexico in obtaining a fuller and more accurate understanding of the events surrounding the spill, and thus allowing these matters to be resolved in the fairest and most expeditious manner possible.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief.

Signed in Mexico City, Federal District, Mexico

ano Name

April 5th, 2016 Date Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 30 of 42

# **ЕХНІВІТ "D"**

Case 2:16-http://www.sec.gov/Archivec/edgar/data/1001838/000110465915015406/a14-26204 110k.htm Document 1-1 Filed 04/11/16 Page 31 of 42

10-K 1 a14-26204 110k.htm 10-K FILING Table of Contents

### **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **FORM 10-K**

#### ☑ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES **EXCHANGE ACT OF 1934**

For the fiscal year ended: December 31, 2014

OR

#### □ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES **EXCHANGE ACT OF 1934**

For the transition period from to

**Commission File Number: 1-14066** 



#### SOUTHERN COPPER CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

13-3849074 (I.R.S. Employer Identification No.)

(State or other jurisdiction of incorporation or organization)

1440 East Missouri Avenue Suite 160 Phoenix, AZ (Address of principal executive offices)

85014 (Zip code)

Registrant's telephone number, including area code: (602) 264-1375

Securities registered pursuant to Section 12(b) of the Act:

Title of each cl Common stock, par value		<u>Name of each exchange on which registered:</u> New York Stock Exchange Lima Stock Exchange		
Sec		nant to Section 12(g) of the Act: None		
Indicate by check mark if the registrant is a we Act.	ll-known seasoned iss	uer, as defined in Rule 405 of the Securities	Yes 🗵	No 🗖
Indicate by check mark if the registrant is not r Act.	equired to file reports j	oursuant to Section 13 or Section 15(d) of the	Yes 🗆	No 🗵
Indicate by check mark whether the registrant ( the Securities Exchange Act of 1934 during the was required to file such reports), and (2) has	e preceding 12 months	(or for such shorter period that the registrant	Yes 🗵	No 🗖
Indicate by check mark whether the registrant l any, every Interactive Data File required to be s 232.405 of this chapter) during the preceding 1	submitted and posted p	ursuant to Rule 405 of Regulation S-T (§		

100010			1-1	004 110k btm		
4/8/2016 to subm	Case 2:16- it and post such files).	TIC-UUU35-DLR IIVE	/edgar/data/1001838/000410465945015406/a14-26 OCUMENT 1-1 FIED 04/11/16 F	Page 32 of	<b>42</b> Yes ⊠	No 🗖
herein, a	by check mark if disclosure nd will not be contained, to II of this Form 10-K or any	the best of registrant's kn	nant to Item 405 of Regulation S-K (§ 229.40 owledge, in definitive proxy or information s 10-K.	)5 of this chap statements inco	ter) is not co prporated by	ontained y reference
Indicate company Act.	by check mark whether the y. See the definitions of "la	registrant is a large accele rge accelerated filer," "acco	rated filer, an accelerated filer, a non-accelera elerated filer" and "smaller reporting compan	ted filer, or a s y" in Rule 12b	maller repo -2 of the E	rting xchange
	Large accelerated filer Non-accelerated filer		Accelerated filer Smaller reporting company			
Indicate	by check mark whether the	registrant is a shell compa	any (as defined in Rule 12b-2 of the Act).	Ye	es 🗖	No 🗵
At Janua	ary 31, 2015, there were of	record 806,690,968 shares	s of common stock, par value \$0.01 per shar	e, outstanding.		
The agg Exchang	regate market value of the sl e - Composite Transactions	hares of common stock (b ) of Southern Copper Cor	ased upon the closing price at June 30, 2014 poration held by non-affiliates was approxin	as reported on nately \$4,425.8	h the New Y 8 million.	ork Stock
<u>PORTIC</u>	ONS OF THE FOLLOWIN	IG DOCUMENTS ARE I	NCORPORATED BY REFERENCE:			
	Part III:	Proxy statement for 20	15 Annual Meeting of Stockholders			
	Part IV:	Exhibit Index is on Pa	ge 152 through 154			
<u></u>	<u> </u>		<u></u>		ti alaa	<u> </u>
<u>Table o</u>	<u>f Contents</u>					
		Southern C	Copper Corporation ("SCC")			
		INI	DEX TO FORM 10-K			
					_	Page No.

<u>PART I.</u>		
<u>Item 1</u>	Business	3-11
Item 1A	Risk factors	12-21
Item 1B	Unresolved Staff Comments	21
<u>Item 2</u>	Properties	22-57
<u>Item 3</u>	Legal Proceedings	57
<u>Item 4</u>	Mine Safety Disclosure	57
<u>PART II.</u>		
<u>Item 5.</u>	<u>Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of</u> <u>Equity Securities</u>	58-60

<u>Item 6.</u>	Selected Financial Data	61-62
<u>Item 7.</u>	Management's Discussion and Analysis of Financial Condition and Results of Operations	63-89
Item 7A.	Quantitative and Qualitative Disclosures about Market Risk	90-91
<u>Item 8.</u>	Financial Statements and Supplementary Data	92-140

.

.

4/8/2016	Case 2:16-http://www.ss.apu/Archives/gear/are/1901&38/00121104659052/15406/216-26204g120x350 of 42		
<u>Item 9.</u>	Changes in and Disagreements with Accountant on Accounting and Financial Disclosure	141	
Item 9A.	Controls and Procedures	141-142	
Item 9B.	Other Information	143	
<u>PART III.</u>			
<u>Item 10.</u>	Directors, Executive Officers and Corporate Governance	143-145	
<u>Item 11.</u>	Executive Compensation	143	
<u>Item 12.</u>	<u>Security Ownership of Certain Beneficial Owners and Management and Related Stockholder</u> <u>Matters.</u>	143	
<u>Item 13.</u>	Certain Relationships and Related Transactions and Director Independence.	143	
<u>Item 14.</u>	Principal Accounting Fees and Services	143	
PART IV.			
<u>Item 15.</u>	Exhibits, Financial Statement Schedules	146-148	
	Signatures	149	
	Supplemental information.	150-152	
2			

#### Table of Contents

#### PART I.

#### ITEM 1. BUSINESS

#### THE COMPANY

Southern Copper Corporation ("SCC", "Southern Copper" or the "Company") is one of the largest integrated copper producers in the world. We produce copper, molybdenum, zinc and silver. All of our mining, smelting and refining facilities are located in Peru and Mexico and we conduct exploration activities in those countries and in Argentina, Chile and Ecuador. See Item 2 "Properties - Review of Operations" for maps of our principal mines, smelting facilities and refineries. Our operations make us one of the largest mining companies in Peru and Mexico. We believe we have the largest copper reserves in the world. We were incorporated in Delaware in 1952 and have conducted copper mining operations since 1960. Since 1996, our common stock has been listed on both the New York and Lima Stock Exchanges.

Our Peruvian copper operations involve mining, milling and flotation of copper ore to produce copper concentrates and molybdenum concentrates; the smelting of copper concentrates to produce anode copper; and the refining of anode copper to produce copper cathodes. As part of this production process, we also produce significant amounts of molybdenum concentrate. Our precious metals plant at the Ilo refinery produces refined silver and gold, as well as other materials. Additionally, we produce refined copper using SX-EW technology. We operate the Toquepala and Cuajone mines high in the Andes Mountains, approximately 860 kilometers southeast of the city of Lima, Peru. We also operate a smelter and refinery west of the Toquepala and Cuajone mines in the coastal city of Ilo, Peru.

Our Mexican operations are conducted through our subsidiary, Minera Mexico S.A. de C.V. ("Minera Mexico"), which we acquired in 2005. Minera Mexico engages primarily in the mining and processing of copper, molybdenum, zinc, silver, gold

4/8/2016

#### Case 2:16-https://www.ss.gov/Arehives/edgar/data/1001838/000410465915405/15406/a14-26204\_010k-btm of 42

and lead. Minera Mexico operates through subsidiaries that are grouped into three separate units. Mexicana de Cobre S.A. de C.V. (together with its subsidiaries, the "La Caridad unit") operates La Caridad, an open-pit copper mine, a copper ore concentrator, a SX-EW plant, a smelter, refinery and a rod plant. The La Caridad refinery has a precious metals plant which produces refined silver and gold and other materials. Operadora de Minas e Instalaciones Mineras S.A de C.V. (the "Buenavista unit") operates Buenavista, an open-pit copper mine, which is located at the site of one of the world's largest copper ore deposits, a copper concentrator and two SX-EW plants. Industrial Minera Mexico, S.A. de C.V. (together with its subsidiaries, the "IMMSA unit") operates five underground mines that produce zinc, lead, copper, silver and gold, a coal mine and a zinc refinery.

We utilize modern, state of the art mining and processing methods, including global positioning systems and computerized mining operations. Our operations have a high level of vertical integration that allows us to manage the entire production process, from the mining of the ore to the production of refined copper, copper rod and other products and most related transport and logistics functions, using our own facilities, employees and equipment.

The sales prices for our products are largely determined by market forces outside of our control. Our management, therefore, focuses on cost control and production enhancement to remain profitable. We endeavor to achieve these goals through capital spending programs, exploration efforts and cost reduction programs. Our focus is to remain profitable during periods of low copper prices and on maximizing results in periods of high copper prices. For additional information on the sale prices of the metals we produce, please see "Metal Prices" in this Item 1.

#### Currency Information:

Unless stated otherwise, all our financial information is presented in U.S. dollars and any reference herein to "U.S. dollars", "dollars", or "\$" are to U.S. dollars; references to "nuevo sol", "nuevos soles" or "S/.", are to Peruvian nuevos soles; and references to "peso", "pesos", or "Ps.", are to Mexican pesos.

Unit Information:

Unless otherwise noted, all tonnages are in metric tons. To convert to short tons, multiply by 1.102. All ounces are troy ounces. All distances are in kilometers. To convert to miles, multiply by 0.621. To convert hectares to acres, multiply by 2.47.

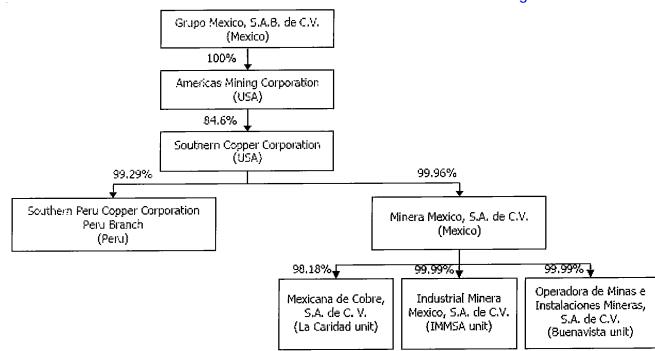
3

#### Table of Contents

#### ORGANIZATIONAL STRUCTURE

The following chart describes our organizational structure, starting with our controlling stockholders, as of December 31, 2014. For clarity of presentation, the chart identifies only our main subsidiaries and eliminates intermediate holding companies.

#### Case 2:16-https://www.sec.gev/Archives/edgar/data/1001838/000110465915015406/a14-26204\_110k.htm Document 1-1 Flied 04/11/16 Pace 35 of 42



We are a majority-owned, indirect subsidiary of Grupo Mexico S.A.B. de C.V. ("Grupo Mexico"). At December 31, 2014, Grupo Mexico through its wholly-owned subsidiary Americas Mining Corporation ("AMC") owned 84.6% of our capital stock. Grupo Mexico's principal business is to act as a holding company for shares of other corporations engaged in the mining, processing, purchase and sale of minerals and other products and railway and other related services.

We conduct our operations in Peru through a registered branch (the "SPCC Peru Branch", "Branch" or "Peruvian Branch"). The SPCC Peru Branch comprises substantially all of our assets and liabilities associated with our copper operations in Peru. The SPCC Peru Branch is not a corporation separate from us and, therefore, obligations of SPCC Peru Branch are direct obligations of SCC and vice-versa. It is, however, an establishment, registered pursuant to Peruvian law, through which we hold assets, incur liabilities and conduct operations in Peru. Although it has neither its own capital nor liability separate from us, it is deemed to have equity capital for purposes of determining the economic interests of holders of our investment shares (See Note 12 "Non-Controlling Interest" of our consolidated financial statements).

On April 1, 2005, we acquired Minera Mexico, the largest mining company in Mexico on a stand-alone basis, from Americas Mining Corporation ("AMC"), a subsidiary of Grupo Mexico, our controlling stockholder. Minera Mexico is a holding company and all of its operations are conducted through subsidiaries that are grouped into three units: (i) the La Caridad unit (ii) the Buenavista unit and (iii) the IMMSA unit. We own 99.96% of Minera Mexico.

In 2008, our Board of Directors ("BOD") authorized a \$500 million share repurchase program that has since been increased by the BOD and is currently authorized to \$3 billion. Pursuant to this program, through December 31, 2014 we have purchased 79.9 million shares of our common stock at a cost of \$1,842.3 million. These shares are available for general corporate purposes. We may purchase additional shares from time to time, based on market conditions and other factors. This repurchase program has no expiration date and may be modified or discontinued at any time.

4

Table of Contents

#### REPUBLIC OF PERU AND MEXICO

Our revenues are derived primarily from our operations in Peru and Mexico. Risks related to our operations in both countries include those associated with economic and political conditions, the effects of currency fluctuations and inflation, the effects of government regulations and the geographic concentration of our operations.

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 36 of 42

.

# **ЕХНІВІТ** "Е"

Table of Contents

## **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **FORM 10-Q**

#### ☑ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES **EXCHANGE ACT OF 1934**

For the quarterly period ended: September 30, 2015

or

#### □ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES **EXCHANGE ACT OF 1934**

to

For the transition period from

**Commission File Number: 1-14066** 

### SOUTHERN COPPER CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	13-3849074	
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)	
1440 Fast Missouri Avanua Suita 160 Phaaniy AZ	85014	

East Missouri Avenue, Suite 160, Phoenix, AZ (Address of principal executive offices)

83014 (Zip Code)

Registrant's telephone number, including area code: (602) 264-1375

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  $\boxtimes$  No  $\square$ 

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes 🗵 No 🗆

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer", "accelerated filer and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  $\boxtimes$ Non-accelerated filer  $\Box$  Accelerated filer Smaller reporting company □

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes 🗆 No 🗵

#### Case 2:16-mc/0000399//Dichixes/edgg//data/1991838/090110465915074528/11/518848P1209etr38 of 42

<u>Mexican operations</u>: The Company's operations are subject to applicable Mexican federal, state and municipal environmental laws, to Mexican official standards, and to regulations for the protection of the environment, including regulations relating to water supply, water quality, air quality, noise levels and hazardous and solid waste.

The principal legislation applicable to the Company's Mexican operations is the Federal General Law of Ecological Balance and Environmental Protection (the "General Law"), which is enforced by the Federal Bureau of Environmental Protection ("PROFEPA"). PROFEPA monitors compliance with environmental legislation and enforces Mexican environmental laws, regulations and official standards. PROFEPA may initiate administrative proceedings against companies that violate environmental laws, which in the most extreme cases may result in the temporary or permanent closing of non-complying facilities, the revocation of operating licenses and/or other sanctions or fines. Also, according to the federal criminal code, PROFEPA must inform corresponding authorities regarding environmental non-compliance.

In 2011, the General Law was amended, giving an individual or entity the ability to contest administrative acts, including environmental authorizations, permits or concessions granted, without the need to demonstrate the actual existence of harm to the

14

#### Table of Contents

environment because it will be sufficient to argue that the harm may be caused. In addition, in 2011, amendments to the Civil Federal Procedures Code ("CFPC") were enacted. These amendments establish three categories of collective actions by means of which 30 or more people claiming injury derived from environmental, consumer protection, financial services and economic competition issues will be considered to be sufficient in order to have a legitimate interest to seek through a civil procedure restitution or economic compensation or suspension of the activities from which the alleged injury derived. The amendments to the CFPC may result in more litigation, with plaintiffs seeking remedies, including suspension of the activities alleged to cause harm.

In 2013, the Environmental Liability Federal Law was enacted. The law establishes general guidelines in order to determine which environmental actions will be considered to cause environmental harm that will give rise to administrative responsibilities (remediation or compensations), criminal responsibilities as well as monetary fines.

On August 6, 2014, an accidental spill of approximately 40,000 cubic meters of copper sulfate solution occurred at a leaching pond that was under construction ten kilometers away from the mine of Buenavista del Cobre, S.A. de C.V. ("BVC") a subsidiary of the Company. The accident was caused by a rock collapse that affected the system's pumping station and by a construction defect in the seal of a pipe in the leaching system containment dam, a part of the new SX-EW III plant. This solution reached the Bacanuchi River and the Sonora River. All the immediate actions were promptly taken in order to contain the spill, and to comply with all the legal requirements.

The National Water Commission (Comision Nacional del Agua "CONAGUA"), the Federal Commission for the Protection against Sanitary Risks (Comision Federal para la Proteccion de Riesgos Sanitarios "COFEPRIS") and PROFEPA initiated administrative proceedings regarding the spill to determine possible environmental and health damages.

On August 19, 2014, PROFEPA, as part of the administrative proceeding initiated after the spill, announced the filing of a criminal complaint against BVC in order to determine, in such a case, the responsibility for the environmental damages. The criminal complaint filed by PROFEPA against BVC is in the procedural stages. The Company is vigorously defending against it. As of September 30, 2015, the case remains pending resolution without further developments.

On September 15, 2014, BVC executed an administrative agreement with PROFEPA, providing for the submission of a remediation action plan to the Mexican Ministry of Environment and Natural Resources (Secretaria de Medio Ambiente y Recursos Naturales "SEMARNAT"). The remediation program was submitted to SEMARNAT on November 27, 2014 and approved on January 6, 2015. This program will be developed in five zones along the rivers. As of September 30, 2015, the Company informed SEMARNAT of the conclusion of the clean-up and soil remediation actions in zone one, in addition, as a result of our studies of risk and environmental health it is not necessary for any remediation actions for zones 2 to 5 and we are in the process of obtaining the approval of this conclusion. Furthermore, the Company has obtained approval for the

http://www.sec.gov/Archives/edgar/data/1001838/000110465915074538/a15-17848\_110q.htm

4/8/2016

#### Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 39 of 42 monitoring programs for all the zones.

The Company also created a trust with Nacional Financiera S.N.C., a Mexican development bank, acting as a Trustee to serve as a vehicle to support environmental remedial actions in connection with the spill, to comply with the remedial action plan and to compensate for damages caused to persons adversely affected by the spill. The Company committed up to two billion Mexican pesos (approximately \$150 million) of which approximately one billion Mexican pesos have already been contributed. A technical committee of the trust was created with representatives from the federal government, the Company and specialists assisted by a team of environmental experts to ensure the proper use of the funds. Along with the administrative agreement executed with PROFEPA, the trust serves as an alternative mechanism for dispute resolution to mitigate public and private litigation risks.

Independently of the execution of the administrative agreement with PROFEPA and the creation of the above mentioned trust, since the first day of the copper solution spill, the Company has taken actions to clean the sites. On August 29, 2014, the Company hired contractors to clean the river utilizing more than 1,200 of their workers and environmental specialists.

In addition, the Company developed a service program for the residents of the Sonora River Region, considering (i) water distribution provision, and infrastructure development within the affected region, (ii) the expansion of the current Community Development program to communities further downstream that were affected and previously not within the scope of the Company's program, (iii) attention to local farmers and producers in coordination with the Federal Agriculture, Livestock, Rural Development, Fisheries, and Alimentations Ministry in order to revamp and promote the activities of local farmers and producers, (iv) the implementation of sustainable productive projects at each affected site, as well as (v) the establishment of service desks to attend specific cases.

On March 2, 2015 as a result of four administrative proceedings, PROFEPA imposed administrative fines to BVC for an aggregate amount of 23.5 million Mexican pesos (approximately \$1.7 million).

15

#### Table of Contents

During the last half of 2014 and the first half of 2015, six collective action lawsuits were filed in federal courts in Mexico City and Sonora against two subsidiaries of the Company seeking damages for alleged injuries and the repair of environmental impact caused by the spill. Two of the collective action lawsuits have been dismissed by the court. The plaintiffs in these six lawsuits are: Acciones Colectivas de Sinaloa, A.C. which established two collective actions; Filiberto Navarro Soto et al; Defensa Colectiva A.C. (dismissed on August 7, 2015); Ismael Navarro Babuca et al (dismissed on August 17, 2015); and Ana Luisa Salazar Medina et al. Similarly, during the first half of 2015, seven civil action lawsuits were filed against BVC in the state courts of Sonora seeking damages for alleged injuries and for moral damages as a consequence of the spill. The plaintiffs in the state court lawsuits are: Jose Vicente Arriola Nunez et al; Santana Ruiz Molina et al; Andres Nogales Romero et al; Teodoro Javier Robles et al; Gildardo Vasquez Carvajal et al; Rafael Noriega Souffle et al; and Grupo Banamichi Unido de Sonora El Dorado, S.C. de R.L. de C.V. Also, during the second and third quarters of 2015, three constitutional lawsuits (juicios de amparo) were filed before Federal Courts against various authorities and against a subsidiary of the Company, arguing; (i) the supposed lack of a waste management program approved by SEMARNAT; (ii) the supposed lack of a remediation plan approved by SEMARNAT with regard to the August 2014 spill and (iii) the supposed lack of community approval regarding the environmental impact authorizations granted by SEMARNAT to the subsidiary of the Company. The plaintiffs who filed those lawsuits are: Francisco Garcia Enriquez, et al which established two lawsuits and Francisco Ramon Miranda, et al. For a description of the collective actions in Mexico we refer to the 2011 amendments to the CFPC described above. It is currently not possible to determine the extent of the damages sought in these state and federal lawsuits but the Company considers that these lawsuits are without merit and the Company and its subsidiaries are vigorously defending against these actions. Nevertheless, the Company reasonably considers that none of the legal proceedings resulting from the spill, individually or in the aggregate, would have a material effect on its financial position or results of operations.

As of September 30, 2015, BVC estimated the contingent liability at \$114.8 million, of which \$39.9 million was paid with the Company's funds, and approximately one billion Mexican pesos (approximately \$74.9 million) was deposited in the trust. These funds have been available and have been used to compensate claims as they have arisen. This deposit was classified as restricted cash and was recorded as an operating expense in the Company's results.

http://www.sec.gov/Archives/edgar/data/1001838/000110465915074538/a15-17848 110q.htm

Case 2:16-mc-00035-DLR Document 1-1 Filed 04/11/16 Page 40 of 42

# 

\_\_\_\_\_

#### UNITED STATES DISTRICT COURT DISTRICT OF ARIZONA

# **Civil Cover Sheet**

MC-16-0035-PHX-DLR

This automated JS-44 conforms generally to the manual JS-44 approved by the Judicial Conference of the United States in September 1974. The data is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. The information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is authorized for use <u>only</u> in the District of Arizona.

# The completed cover sheet must be printed directly to PDF and filed as an attachment to the Complaint or Notice of Removal.

Plaintiff (s):Alberto Salcido-Romo ; Francisco Ramon Miranda ; Francisca Garcia- Enriquez ; Oscar Ramirez-Gamez	<b>Defendant</b> (s):			
County of Residence: Outside the State of Arizona	County of Residence: Maricopa			
County Where Claim For Relief Arose: Outside the State of Arizona				
Plaintiff's Atty(s):	Defendant's Atty(s):			
Christopher Charles Benoit The Law Office of Lynn Coyle, PLLC 2515 North Stanton St. El Paso, Texas 79902 915-532-5544				
Marco Simmons Earthrights International 1612 K Street N.W., Suite 401 Washington, DC 20006				
II. Basis of Jurisdiction: 3. Federal Question (U.S. not a party)				
III. Citizenship of Principal				
Parties (Diversity Cases Only)				
Plaintiff:-N/A				

Defendant:-N/A

IV. Origin :

in the

**1. Original Proceeding** 

#### V. Nature of Suit:

890 Other Statutory Actions

VI.Cause of Action:

28 U.S.C. § 1782

VII. Requested in Complaint Class Action: **No** Dollar Demand: Jury Demand: **No** 

<u>VIII. This case</u> is not related to another case.

#### Signature: Christopher Benoit

#### Date: <u>4/8/2016</u>

If any of this information is incorrect, please go back to the Civil Cover Sheet Input form using the *Back* button in your browser and change it. Once correct, save this form as a PDF and include it as an attachment to your case opening documents.

Revised: 01/2014