

AP-111

**GENERAL
CORRESPONDENCE**

2013 - Present



WNR
LISTED
NYSE

May 2, 2017

2017

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Jim Griswold
Environmental Bureau, Bureau Chief
Oil Conservation Division
New Mexico Energy, Minerals and Natural Resources Department
1220 South St. Francis Drive
Santa Fe, NM 87505

Re: Western Refining Southwest, Inc.
Surface Waste Management Permit, No. NM-02-0010

Dear Sir/Madam:

I am writing in connection with Western Refining Southwest, Inc.'s ("Western") Surface Waste Management Permit, No. NM-02-0010, for a Centralized Surface Waste Management Landfarm. This permit was originally issued to Giant Industries Arizona, Inc., which changed its name to Western Refining Southwest, Inc. on November 9, 2007. I am writing to provide your office with courtesy notice of an upcoming transaction.

Western is an indirect subsidiary of Western Refining, Inc. Tesoro Corporation and Western Refining, Inc. have entered into a merger agreement pursuant to which one of Tesoro Corporation's wholly-owned subsidiaries, will merge with and into Western Refining, Inc., with Western Refining, Inc. surviving the merger as a wholly owned subsidiary of Tesoro Corporation. At the present time, a closing date for the merger has not been determined, however, Western Refining, Inc. anticipates that the merger will be completed in the first half of 2017, subject to customary closing conditions including regulatory approval.

Please note that Tesoro Corporation has advised Western that no operational changes to the facility are currently planned as a result of this transaction, and that Western will remain the owner and operator of the permitted facility after the transaction occurs.

This letter is being provided in connection with Western Refining, Inc.'s integration planning efforts in anticipation of the closing of the merger transaction with Tesoro Corporation. Western Refining, Inc. and its subsidiaries are separate and independent from Tesoro Corporation and will remain that way until closing of the merger transaction occurs.

Please do not hesitate to contact me with any questions.

Sincerely,

WESTERN REFINING SOUTHWEST, INC.

By: *Leslie Ann Allen*

Printed Name: Leslie Ann Allen

Title: SVP – Corporate Environmental, Health and Safety

cc: Kevin C. Boyle, Corporate Counsel, Tesoro Corporation (via e-mail)