

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ANTHONY ROSIAN, Individually and on	:	
Behalf of All Others Similarly Situated,	:	
	:	
<i>Plaintiff,</i>	:	
	:	CIVIL ACTION NO. 13-2668 (KBF)
-against-	:	
	:	
MAGNUM HUNTER RESOURCES	:	
CORPORATION, <i>et al.</i> ,	:	
	:	
<i>Defendants.</i>	X	

**DEFENDANTS' MEMORANDUM IN SUPPORT OF MOTION TO TRANSFER VENUE
TO THE SOUTHERN DISTRICT OF TEXAS PURSUANT TO 28 U.S.C. § 1404(A)**

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Attorney for Defendants

Defendants Magnum Hunter Resources Corporation (“Magnum Hunter” or “MHR”), Gary C. Evans, Ronald D. Ormand, and Fred J. Smith, Jr., (“Defendants”), by their undersigned counsel, hereby submit this Memorandum of Law in Support of their Motion to Transfer this Action to the Southern District of Texas Pursuant to 28 U.S.C. § 1404(a).

PRELIMINARY STATEMENT

This is a putative federal securities class action against Magnum Hunter, an energy company headquartered in Houston, Texas, with no offices, business operations, or properties in New York. The vast majority of the events at issue in this litigation occurred at the company’s Houston headquarters and at its accounting offices in Grapevine, Texas, which is part of the Dallas metropolitan area. The vast majority of relevant documents, evidence, and witnesses are located in Texas. Further, the claims arise exclusively under uniform federal law and involve no New York-specific state law issues. The center of gravity for this case is Texas.

Defendants thus move to transfer the consolidated class actions filed in this court to the Southern District of Texas. The § 1404(a) factors overwhelmingly favor transfer. Rosian and the other individual New York plaintiffs (collectively referred to herein as “Plaintiffs”) purport to represent a nationwide class of investors in Magnum Hunter. It is well-settled that a plaintiff’s choice of forum is entitled to reduced deference when he or she purports to represent a nationwide class. The Southern District of Texas has significant experience handling federal securities class actions involving the energy industry and is a logical and appropriate venue.¹

Indeed, two other plaintiffs have filed suit there on behalf of the same putative class over the

¹ See, e.g., *In re BP p.l.c. Secs. Litig.*, 843 F. Supp. 2d 712, 799 (S.D. Tex. 2012) (Rule 10b-5 action against energy company); *Stockman v. Flotek Indus., Inc.*, 2010 WL 3785586, at *1 (S.D. Tex. Sept. 29, 2010) (Rule 10b-5 action against oilfield service provider); *SEC v. Hopper*, No. Civ. H-04-1054, 2006 WL 778640, *11 (S.D. Tex. Mar. 24, 2006) (Werlein, J.) (Rule 10b-5 action against energy trader); see also *In re Paracelsus Corp. Sec. Litig.*, 61 F. Supp. 2d 591, 199–600 (S.D. Tex. 1998) (Werlein, J.) (Rule 10b-5 securities class action against healthcare company).

same issues against the same defendants, with one of these suits still pending before U.S. District Judge Ewing Werlein.²

The Court should thus transfer this consolidated case to the Southern District of Texas. Defendants further request that the venue motion be resolved before lead plaintiffs are appointed. *See Laborers Local 100 and 397 Pension Fund v. Bausch & Lomb Inc.*, No. 06 Civ. 1942 (HB), 2006 WL 1524590, at *1 (S.D.N.Y. June 5, 2006) (staying lead counsel appointment pending resolution of venue); 15 U.S.C. § 78u-4(3)(B)(ii) (consolidation of related actions should occur before lead plaintiffs are selected).

STATEMENT OF FACTS

Magnum Hunter is an independent oil and gas company that engages in the acquisition, exploration, development, and production of crude oil, natural gas, and natural gas liquids primarily in Texas, North Dakota, Kentucky, West Virginia, Ohio, and Saskatchewan. (*See* Dkt. No. 1 (“Rosian Complaint”) ¶ 2.) Magnum Hunter’s headquarters and accounting office are located in Houston and Grapevine, Texas, respectively. (*See* Declaration of David Lipp, dated June 11, 2013 (“Lipp Decl.”) ¶¶ 2-3.) Grapevine is in the Dallas-Fort Worth metropolitan area, which is in the Northern District of Texas. (*Id.* ¶ 3.) Magnum Hunter’s non-Texas offices are located in Denver, Colorado; Lexington, Kentucky; Marietta, Ohio; and Calgary, Alberta. (*Id.* ¶ 4.) Magnum Hunter has no offices, facilities, property, or operations in the State of New York or in any state adjacent to New York. (*Id.* ¶ 4.) It has no employees in New York. (*Id.* ¶ 4.)

The centerpiece of Plaintiff’s claims is the decision by Magnum Hunter to dismiss its outside auditors, PricewaterhouseCoopers LLP (“PwC”) in April 2013, and to retain BDO USA,

² *See infra* footnote 3. The plaintiff in the first Texas case, Horace Carvalho, filed a notice of dismissal on June 12. The other Texas case, which was filed by plaintiff David Maingot, remains pending and was consolidated with Carvalho’s suit. Notice of this motion is being furnished to the Texas Court.

LLP, as its new outside auditors, and the delay of Magnum Hunter's Form 10-K filing for fiscal year 2012. (*See* Rosian Complaint ¶ 3.) Plaintiff alleges that Magnum Hunter made misleading statements and/or failed to disclose that: (i) Magnum Hunter had material weaknesses in its valuation of oil and gas properties, calculation of oil and gas reserves, certain tax matters, the accounting treatment of its acquisition of NGAS Resources, Inc., and compliance with debt covenants; (ii) Magnum Hunter lacked sufficient internal controls; and (iii) Magnum Hunter's financial statements were misstated as a result of these issues. (*Id.* ¶ 5.) The other consolidated New York and Texas complaints contain similar allegations.

The center of gravity for these issues is Texas. The preparation of the financial statements at issue in this litigation occurred at Magnum Hunter's offices in Houston and Dallas. (Lipp Decl. ¶ 5.) PwC's audit team, as well as the new audit team at BDO, are likewise located in the Dallas area. (*Id.* ¶ 5.) The SEC filings and press releases forming the basis for Plaintiff's claims were issued from Magnum Hunter's headquarters in Houston. (*Id.* ¶ 5.) The vast majority of likely witnesses with knowledge of material facts raised in the complaints are located in Houston and Dallas. (*Id.* ¶ 5.) The vast majority of the events referenced in the complaints took place in Houston and Dallas. (*Id.* ¶ 5.) The overwhelming majority of relevant documents are likewise located at Magnum Hunter's offices in Houston and Dallas. (*Id.* ¶ 5.) The vast majority of likely witnesses are located in Texas. (*Id.* ¶ 6.)

Related Texas Litigation

In addition, a substantially similar federal securities class action was filed in the Southern District of Texas one day after Rosian filed the first complaint in New York.³ A second Texas

³ *See* Declaration of Peter A. Stokes, dated June 11, 2013, ("Stokes Decl.") (Ex. A (the first Texas complaint); Ex. B (the second Texas complaint); Ex. C (the order consolidating the two actions in the Southern District of Texas); and Ex. D (the notice of dismissal filed in Texas case).

complaint was later consolidated into the first Texas action.⁴ Those cases assert claims under the same federal statute, arise out of the same transactions and events, and purport to be brought on behalf of the same class of investors. On June 12, 2013, the plaintiff in the first Texas suit, Horace Carvalho, filed a notice of dismissal.⁵ The plaintiff in the second case, David Maingot, has not moved to dismiss his action, which remains pending in the Southern District of Texas.

ARGUMENT

Section 1404 permits district courts to transfer cases for “the convenience of parties and witnesses” if it serves “the interests of justice.” 28 U.S.C. § 1404(a). Securities fraud cases are frequently transferred under § 1404(a) to the jurisdiction where the defendant company is located because the core issue of whether the company made false statements with fraudulent intent typically depends on witnesses and proof located at the company’s offices.⁶ Indeed, this Court has acknowledged that while § 1404(a) does not impose a *per se* rule, it is “routine ‘as a practical

⁴ *Id.* Ex. C.

⁵ *Id.* Ex. D.

⁶ *E.g., In re McDermott Int'l, Inc., Sec. Litig.*, 08 CIV. 9943 (DC), 2009 WL 1010039, at *3-5 (S.D.N.Y. Apr. 13, 2009) (transferring securities fraud case to Southern District of Texas where defendant company had its offices, where likely material witnesses reside, and where the allegedly fraudulent statements would have been made); *Twinde v. Threshold Pharms., Inc.*, 07 CIV. 6227 JSR, 2007 WL 2746814, at *2 (S.D.N.Y. Sept. 17, 2007) (transferring securities fraud case to district where company and witnesses were located); *Blass v. Capital Int'l Security Group*, No. 99-CV-5738, 2001 WL 301137, at *5-6 (E.D.N.Y. March 23, 2001) (transferring securities case and holding that “the purchase of shares in New York does not make this district a forum which has significant contact with the operative facts”); *In re Nematron Corp. Sec. Litig.*, 30 F. Supp. 2d 397, 404 (S.D.N.Y. 1998) (transferring securities action to location where alleged misrepresentations were made); *Rentea v. Janes*, No. A-11-CV-031-LY, 2011 WL 3022568, at *3-4 (W.D. Tex. July 22, 2011) (transferring securities case to district where issuer was located because that district “has more of an interest in this particular case since ‘it has a substantial interest in policing the conduct of businesses that operate within its jurisdiction’”) (citation omitted; magistrate recommendation approved by U.S. District Judge and case transferred to Central District of California); *SEC v. Rizvi*, No. 04:09-CV-371, 2010 WL 3949311, at *7-12 (E.D. Tex. July 2, 2010) (transferring securities case to Central District of California where defendant was located and where preponderance of evidence and witnesses were located); *Culp v. Gainsco, Inc.*, No. 0320854CIV, 2004 WL 2300426, at *4-6 (S.D. Fla. Oct. 1, 2004) (transferring securities fraud case to Northern District of Texas because witnesses and documents relating to scienter were located at defendant’s physical headquarters); *Plotkin v. IP Axess, Inc.*, 168 F. Supp. 2d 899, 903 (N.D. Ill. 2001) (transferring securities fraud case to forum where defendant was located and observing that “[t]he material events in this case are not the actual purchases of stock or the receipt of the press releases. Rather, the material events are the creation and dissemination of the press releases, all of which occurred in Plano, Texas”).

matter” to transfer securities cases to the jurisdiction where the company is located. *In re AtheroGenics Sec. Litig.*, No. 05-00061, 2006 WL 851708, at *3 (S.D.N.Y. Mar. 31, 2006) (quoting *In re Hanger Orthopedic Group, Inc. Sec. Litig.*, 418 F. Supp. 2d 164, 168 (E.D.N.Y. 2006)). As set forth below, the § 1404 factors overwhelmingly support transfer.

A. The Southern District of Texas Is a Proper Venue

The first step in a § 1404 venue analysis is to determine “if the matter could have been brought in the [proposed transferee district].” *Truk Int’l Fund L.P. v. Wehlmann*, No. 08-8462, 2009 WL 1456650, at *2 (S.D.N.Y. May 20, 2009) (quoting *Fuji Photo Film Co. v. Lexar Media, Inc.*, 415 F. Supp. 2d 370, 373 (S.D.N.Y. 2006)). That test is easily satisfied here. The Southern District of Texas is a proper venue given that Magnum Hunter is headquartered there, numerous witnesses reside there, and numerous events occurred in that district. (See Lipp Decl. ¶¶ 2-6.) Indeed, two other shareholders filed suit there. (Stokes Decl. Ex. A & Ex. B)

B. The Relevant Public and Private Factors Strongly Support Transfer

The second step is to determine whether the convenience of the parties and the interests of justice support a transfer. See *Truk Int’l Fund*, 2009 WL 1456650, at *2. A district court may consider factors such as “(1) the convenience of the witnesses, (2) the convenience of the parties, (3) the location of relevant documents and the relative ease of access to sources of proof, (4) the locus of operative facts, (5) the availability of process to compel the attendance of unwilling witnesses, (6) the relative means of the parties, (7) the forum’s familiarity with governing law, (8) the weight accorded to plaintiff’s choice of forum, and (9) trial efficiency.” *Id.* (quoting *Fuji Film*, 415 F. Supp. 2d at 373).

In addition to the traditional convenience factors, the United States Supreme Court has endorsed Section 1404 as an appropriate procedural vehicle for consolidating related cases in

different federal courts.⁷ Numerous courts have recognized that reducing parallel litigation is a strong reason for transfer.⁸ While the first Texas plaintiff (Horace Carvalho) has filed a notice of dismissal, the second Texas case (filed by David Maingot) remains pending as part of the consolidated Texas action.⁹ The presence of virtually identical litigation in the Southern District of Texas is a “strong factor to be weighed” in determining whether to transfer venue and “may be determinative.” *Indian Harbor*, 2013 WL 1144800, at *10 (quoting *Williams*, 2006 WL 399456, at *3).

The balance of factors here weighs heavily in favor of transfer. A “fundamental principle” of § 1404 practice is that “litigation should proceed ‘in that place where the case finds its center of gravity.’” *N. Am. Demolition Co. v. FMC Corp.*, No. 5:05CV0104, 2005 WL 1126747, at *3 (N.D. Ohio Apr. 28, 2005) (citation omitted). The “center of gravity” for this case and the others filed in this Court is Texas. Magnum Hunter’s headquarters and accounting offices are located in Texas. (*See* Lipp Decl. ¶¶ 2-3.) The vast majority of the events in this case occurred in Texas. (*Id.* ¶ 5.) The vast majority of documents and witnesses, including third party witnesses, are located in Texas. (*Id.* ¶¶ 5-6.) The individual defendants reside in the Houston or Dallas areas. (*Id.* ¶ 6.) It would be far more convenient for Defendants and the

⁷ *See Spring Communs. Co., L.P. v. APCC Servs., Inc.*, 554 U.S. 269, 291 (2008) (stating that Section 1404 “mak[es] it possible for related cases pending in different federal courts to be transferred and consolidated in one district court”).

⁸ *See Indian Harbor Ins. Co. v. NL Environmental Mgmt. Servs., Inc.*, No. 12-civ-2045, 2013 WL 1144800, at *10 (S.D.N.Y. Mar. 19, 2013) (“[C]ourts consistently recognize that the existence of a related action in the transferee district is a strong factor to be weighed with regard to judicial economy, and may be determinative”) (quoting *Williams v. City of New York*, 2006 WL 399456, at *3 (S.D.N.Y. Feb. 21, 2006)); *Fanning v. Capco Contractors, Inc.*, 711 F. Supp. 2d 65, 71 (D.D.C. 2010) (“The pendency of a related action in the transferee forum weighs in favor of a transfer”); *Frank’s Tong Service, Inc. v. Grey Wolf Drilling Co., L.P.*, 2007 WL 5186798, at *4 (S.D. Tex. Sept. 11, 2007) (transfer favored where it would “eliminate parallel litigation”); *Lethbridge v. British Aerospace PLC*, 1991 WL 233206, at *5 (S.D.N.Y. Oct. 30, 1991) (transferring case to Southern District of Ohio because “litigating parallel cases in more than one forum would be an inefficient use of resources”); *c.f. Van Dusen v. Barrack*, 376 U.S. 612, 616 (1964) (explaining that avoidance of wasted time, energy, and money are prime considerations in motion to transfer); *Reese v. CHN America LLC*, 574 F.3d 315, 320 (6th Cir. 2009) (affirming retention of case before Michigan court that had parallel suit).

⁹ Stokes Decl. Ex. B & Ex. C.

Texas witnesses to travel to Houston than to New York for trial. (*Id.* ¶ 3.) Transferring this case to Houston would also facilitate consolidation of the New York actions with David Maingot’s pending Southern District of Texas complaint and would thus eliminate the prospect of duplicative class action proceedings in Texas and New York. (*See Stokes Decl. Ex. A, B, & C.*)

For these types of reasons, securities cases are commonly transferred to the district where the issuer of the securities is located. (*See note 6, supra.*) “It is well known that trials in securities class actions focus almost entirely on the defendants’ conduct.” *In re Nematron Corp. Secs. Litig.*, 30 F. Supp. 2d 397, 402 (S.D.N.Y. 1998). The “key witnesses” in securities class actions “are frequently officers and employees . . . who participated in drafting or distributing allegedly false or misleading statements.” *In re Connetics Secs. Litig.*, No. 06 Civ. 11496 (SWK), 2007 WL 1522614, at *3 (S.D.N.Y. May 3, 2007). Alleged misstatements and omissions in a securities case are deemed to occur in the district where they were made, not where they were received. *See In re Collins & Aikman Corp. Secs. Litig.*, 438 F. Supp. 2d 392, 397 (S.D.N.Y. 2006). The district where the defendant is located also has a strong interest in policing the conduct of companies located there. *Rentea*, 2011 WL 3022568, at *3-4 (district where defendant resides “has more of an interest in this particular case since ‘it has a substantial interest in policing the conduct of businesses that operate within its jurisdiction’”).

The following chart demonstrates that the likely key witnesses in this litigation predominantly reside in Texas.

	Name	Location	Job Title	Anticipated Subjects of Testimony
1.	Gary C. Evans	Dallas, TX	Chairman and CEO	SEC filings; Sarbanes Oxley certifications relating to SEC

				filings; financial performance; internal controls; relationship with auditors; decision to terminate PwC
2.	Ronald D. Ormand	Houston, TX	Executive VP and CFO	SEC filings; Sarbanes Oxley certifications relating to SEC filings; preparation of financial statements; financial performance; internal controls; relationship with auditors; decision to terminate PwC
3.	Fred J. Smith, Jr.	Dallas, TX	Senior VP and CAO	Preparation of financial statements; internal controls; relationship with auditors; decision to terminate PwC
4.	David S. Krueger	Dallas, TX	Former Senior VP and CAO	Preparation of financial statements; internal controls; relationship with auditors
5.	Paul Johnston	Houston, TX	Senior VP and General Counsel	Preparation and review of information for SEC filings; communications with auditors
6.	H.C. "Kip" Ferguson, III	Houston, TX	Executive VP, Exploration	Supplying of information for

				SEC filings and audit; communications with auditors
7.	Brian Burgher	Houston, TX	Senior VP, Land	Supplying of information for SEC filings and audit; communications with auditors
8.	Donald Kirkendall	Houston, TX	Eureka Hunter Pipeline Senior VP	Supplying of information for SEC filings and audit; communications with auditors
9.	Mark Wolf	Houston, TX	VP, Finance and Treasurer	Supplying of information for SEC filings; internal controls; relationship with auditors
10.	David Lipp	Houston, TX	VP, Legal and Business Development	Preparation and review of information for SEC filings and audit; communications with auditors
11.	Melinda Marks	Dallas, TX	Controller	Preparation of financial statements ; internal controls; relationship with auditors
12.	Sana Hines	Dallas, TX	Internal Audit Manager	Internal controls; relationship with auditors
13.	Donna Vincent	Dallas, TX	Financial Reporting	Preparation and review of

			Manager	information for SEC filings; internal controls; relationship with auditors
14.	Scott Studdard	Dallas, TX	Tax Manager	Supplying of information for SEC filings; internal controls; relationship with auditors
15.	Jeff Sanders	Dallas, TX	Assistant Controller	Preparation of financial statements; internal controls; relationship with auditors
16.	James W. Denny, III	Reno, OH	Executive VP, Operations and Appalachian Basin Division President	Supplying of information for SEC filings and audit; communications with auditors
17.	Richard Farrell	Reno, OH	Triad Hunter Senior VP, Land and Business Development	Supplying of information for SEC filings and audit; communications with auditors
18.	Glenn Dawson	Calgary, Alberta	Executive VP and Williston Basin Division President	Supplying of information for SEC filings and audit; communications with auditors
19.	Terry Schneider	Calgary, Alberta	Williston Basin Division VP Engineering	Supplying of information for SEC filings and audit; communications

				with auditors
20.	Bill Irwin	Calgary, Alberta	Williston Basin Division VP Operations	Supplying of information for SEC filings and audit; communications with auditors
21.	Dan McCormick	Dallas, TX	Eureka Hunter Pipeline Senior VP, Operations	Supplying of information for SEC filings and audit; communications with auditors
22.	Susan Ellis	Ft. Worth, TX	Former Controller	Preparation of financial statements; internal controls; relationship with auditors
23.	Derek Smith	Dallas, TX	Former Controller	Preparation of financial statements; internal controls; relationship with auditors
24.	Richard Burnett	Dallas, TX	Partner at KPMG	Provided advisory/consulting services to assist MHR in facilitating the 2012 audit
25.	Edward Juckniess	Dallas, TX	Director at KPMG	Provided advisory/consulting services to assist MHR in facilitating the 2012 audit
26.	David Scott	Dallas, TX	Partner at KPMG	Provided advisory/consulting services to assist MHR in facilitating

				the 2012 audit
27.	Jeffrey Hoffman	Dallas, TX	Managing Director at KPMG	Provided advisory/consulting services to assist MHR in facilitating the 2012 audit
28.	Jody Allred	Dallas, TX	Partner at Weaver	Provided advisory/consulting services for MHR Sarbanes Oxley compliance
29.	Wayne Gray	Dallas, TX	Partner at Hein	Predecessor auditor of MHR from 2009 through 2012
30.	Pedro Gonzalez	Dallas, TX	Audit Associate at Hein	Predecessor auditor of MHR from 2009 through 2012

Accordingly, the § 1404 factors and the pendency of virtually identical class action litigation in the Southern District of Texas weigh heavily in favor of transfer.

C. The Pro-Transfer Factors Greatly Outweigh Any Factors Opposing Transfer

By contrast, the factors that could arguably support retaining the case in the Southern District of New York are either neutral, nonexistent, or not strong enough to outweigh the factors that weigh in favor of transfer. It is well-settled that a nationwide class action plaintiff's choice of forum is entitled to "substantially less deference" given the lack of unique ties to the forum state. *See In re Global Cash Access Holdings, Inc. Secs. Litig.*, No. 08 Cv. 3516(SWK), 2008 WL 4344531, at *7 (S.D.N.Y. Sept. 18, 2008) ("[named plaintiff's] choice of forum is entitled to substantially less deference in the class-action context"); *In re ArtheroGenics Secs. Litig.*, No. 05 Civ. 61(RJH), 2006 U.S. Dist. LEXIS 15786, at *9 (S.D.N.Y. Mar. 31, 2006) (adage that court should defer to plaintiff's choice of forum "has little weight in stockholder class actions"); *Jewell v. Aaron's, Inc.*, No. 1:11-cv-02314-DCN, 2012 WL 589488, at *4 (N.D. Ohio Feb. 22, 2012) ("When the plaintiff seeks to certify a

nationwide class, ‘deference afforded plaintiffs’ chosen forum is “considerably weakened” when the case has been brought as a class action.’” (quoting *Donia v. Sears Holding Corp.*, No. 1:07-cv-2627, 2008 WL 2323533, at *3 (N.D. Ohio May 30, 2008)); see also *In re Warrick*, 70 F.3d 736, 741 n.7 (2d Cir. 1995) (“[T]he plaintiff’s choice of forum is a less significant consideration in a . . . class action than in an individual action”). Plaintiffs are each represented by national securities class action firms that routinely litigate these types of cases across the country. This is not a case where one party merely seeks to transfer the inconvenience of a “home” forum to the other side.

Plaintiff Shaun Foster, who filed one of the consolidated New York complaints, asserts a series of alleged contacts in paragraph 10 of his complaint, none of which supports retaining venue in New York. (See Foster Compl. ¶ 10.) Indeed, the alleged false statements cited in Foster’s complaint appear to be predominantly contained in the same SEC filings and press releases cited by the other plaintiffs. (See *id.* ¶¶ 27-66.) The venue allegations in paragraph 10 likewise do not change the fact that the overwhelming majority of the likely witnesses, documents, and evidence are located in or near the Southern District of Texas.

No other venue factors weigh in favor of transfer. Plaintiffs’ claims are governed by federal law and raise no issues specific to New York law. The “interests of justice” and “public interest” factors also weigh heavily in favor of the Southern District of Texas, as it would be more equitable for the burdens of this litigation to fall on prospective jurors in a forum that has a stronger economic and physical connection to the parties in the case than on prospective jurors in a distant forum unconnected to the parties and events at issue.¹⁰

In sum, the “interests of justice,” and “convenience of the parties” factors strongly favor transfer due to the locus of Defendants, the interest of the Southern District of Texas in policing

¹⁰ See *Gulf Oil Corp. v. Gilbert*, 330 U.S. 501, 508 (1947) (“Jury duty is a burden that ought not to be imposed upon the people of a community which has no relation to the litigation”).

companies within its borders, and the pendency of related litigation within the Southern District of Texas. No other factor outweighs the strong public and private interests in favor of transfer. Defendants thus pray that this case be transferred to the Southern District of Texas.

CONCLUSION

For the foregoing reasons, the Court should transfer these consolidated cases to the Southern District of Texas and grant Defendants all other relief to which they are justly entitled.

Dated: June 14, 2013

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Attorney for Defendants

CERTIFICATE OF SERVICE

I hereby certify that counsel of record for Plaintiff was served through the ECF system and by email on June 14, 2013. Counsel for plaintiffs in the other consolidated actions were served by email on June 14, 2013.

/s/ Peter A. Stokes
Peter A. Stokes