



APPROVED

Movant shall serve copies of this ORDER on any pro se parties, pursuant to CRCP 5, and file a certificate of service with the Court within 10 days.

**Norman D. Haglund
District Court Judge**

<p>DISTRICT COURT CITY AND COUNTY OF DENVER</p> <p>1437 Bannock Street Denver, CO 80202</p>	<p>DATE OF ORDER INDICATED ON ATTACHMENT FILED Document CO Denver County District Court 2nd JD Filing Date: Apr 11 2008 2:18PM MDT Filing ID: 19377935 Review Clerk: Rebecca Archuleta</p>
<p>Plaintiffs: RAYMOND AND SALLY MILLER, ET AL., on behalf of themselves and all others similarly situated.</p> <p>Defendant: ENCANA OIL & GAS (USA) INC.</p>	<p><u>COURT USE ONLY</u></p> <p>Case Number: 05 CV 2753</p> <p>Courtroom: 19</p>
<p align="center">ORDER PRELIMINARILY APPROVING CLASS SETTLEMENT, APPROVING NOTICE TO CLASS MEMBERS, ESTABLISHING OBJECTION PROCEDURE, AND SETTING A HEARING TO CONSIDER FINAL APPROVAL OF CLASS SETTLEMENT</p>	

This matter comes before the Court on the Plaintiffs' and Defendant's Joint Motion for Order: (1) preliminarily approving Class Settlement; (2) approving the proposed Notices to Class Members; (3) establishing procedure for any objections to the Class Settlement; (4) establishing the deadlines for submission of motions in support of final approval of the Class Settlement, for Class Counsel's request for an award of attorneys' fees and expense reimbursements, and for the Class Representatives' request for incentive awards; and (5) setting a hearing to consider final approval of the Class Settlement, an award of attorneys' fees and expense reimbursements to Class Counsel, and the requested incentive awards to the Class Representatives ("the Joint Motion").

The Court, having reviewed and considered the Joint Motion, the proposed Class Settlement Agreement, the proposed Notices of the Class Settlement, the Plaintiffs' memorandum in support of the Joint Motion, and pertinent portions of the entire record in

these proceedings to date, and after hearing the arguments of the Parties' attorneys at the hearing to consider the Joint Motion which was held on April 10, 2008 at 10:00 a.m., finds and concludes as follows:

1. On April 13, 2005, the Plaintiffs filed their class action complaint against defendant EnCana Oil and Gas (USA) Inc. ("EnCana"), asserting claims for royalty underpayments, on behalf of themselves and a defined Class of royalty owners who are paid royalties on EnCana's natural gas production in Colorado.

2. On May 30, 2006, this Court granted the Plaintiffs' motion for certification of a C.R.C.P. 23(b)(3) Class, as defined in that Order, and found that each of the requirements for certification of a Rule 23(b)(3) Class has been satisfied in this case.

3. The May 30, 2006 Order certifying a C.R.C.P 23(b)(3) Class remains in effect, and has not been modified.

4. A Notice informing the certified Class of the certification of this case as a class action was mailed to approximately 5,682 members of the Class on December 13, 2007. The Notice informed the members of the Class of their right to opt out of this class action by submitting a written request to Class Counsel by January 30, 2008. Approximately 150 persons have elected to opt out of this class action lawsuit. Such persons are not part of the Class ("the Class") on whose behalf the proposed Class Settlement has been negotiated.

5. The terms of the proposed Class Settlement are set forth in the Settlement Agreement which is attached to the Joint Motion as Exhibit 1. The definitions set forth in the Settlement Agreement are incorporated herein by reference. The Settlement Agreement resolves the claims of the Class against EnCana for natural gas royalty

underpayments through December 31, 2008, and also resolves the claims of the Class regarding the method for EnCana's calculation and payment of future royalties on EnCana's natural gas production in the state of Colorado on and after January 1, 2009. The Class consists of each member of the certified Class of royalty owners, as defined in the Court's May 30, 2006 Class Certification Order, who did not elect to opt out of the certified Class. The Class includes approximately 5,530 persons.

6. The Settlement Agreement between the Class and EnCana appears, upon preliminary review, to be fair, reasonable, and adequate, and shall be preliminarily approved.

7. In making this finding, the Court has considered the strength of the Parties' positions; the risk, expense, complexity and likely duration of further litigation; the terms of the Settlement Agreement; the extent of discovery completed; and the experience and views of the Parties' counsel.

8. The Parties have entered into the Settlement Agreement after conducting extensive discovery and fact gathering, and with full knowledge of the critical factual and legal issues. The Settlement Agreement is the product of non-collusive, arm's-length bargaining, including the input and assistance of a qualified mediator, former Judge Richard Dana of the Judicial Arbitrator Group in Denver, Colorado.

9. Counsel for the Parties are experienced in class action litigation, and strongly recommend approval of the proposed Class Settlement.

10. The Class Settlement avoids the time and expense of continuing the litigation for an indeterminate period of time, with attendant risks, costs and delay for both sides.

11. The Class further benefits from the Settlement Agreement because EnCana has agreed to pay forty million dollars to settle the royalty underpayment claims of the Class through December 31, 2008, and because EnCana has agreed to a specific royalty payment methodology for natural gas produced under the Royalty Agreements at issue on and after January 1, 2009. The specific royalty payment methodology on EnCana's production on and after January 1, 2009 provides an additional benefit to the members of the Class.

12. The benefits provided to the Class under the terms of the Settlement Agreement provide a reasonable resolution of the claims of the Class, considering the risks of litigation, the likelihood of protracted and expensive litigation in the absence of the Class Settlement, and the Parties' various claims and defenses.

13. EnCana also benefits from the Settlement Agreement through the avoidance of protracted and expensive litigation, the elimination of risk of an adverse judgment, the final resolution of disputes with the Class members, and the promotion of a mutually productive business relationship with the Class members.

ORDER

In light of the Court's findings and conclusions, and pending further consideration of the proposed Class Settlement at the final approval hearing, **IT IS HEREBY ORDERED THAT:**

14. The Settlement Agreement is preliminarily approved as being fair, adequate and reasonable.

15. The Notice of the Class Settlement to be mailed to the members of the Class which is attached to the Joint Motion as Exhibit 2, and the Notice of the Class

Settlement to be published in The Denver Post which is attached to the Joint Motion as Exhibit 3, adequately inform the Class Members of the proposed Class Settlement, and of the Class Members' rights to object to the proposed Class Settlement. The Court therefore approves the form and content of the mail Notice attached to the Joint Motion as Exhibit 2, and of the publication Notice attached to the Joint Motion as Exhibit 3.

16. On or before April 20, 2008, EnCana shall deliver to Class Counsel by hard copy and on computer disc in readily accessible electronic format, updated information regarding the names, owner numbers, and current or last known addresses of each Class Member, as reflected in EnCana's royalty accounting records.

17. On or before May 1, 2008, EnCana shall deposit the settlement payment of forty million dollars into the Escrow Account established pursuant to the Escrow Agreement, as provided for in paragraph 5 of the Settlement Agreement, and subject to the continuing jurisdiction of this Court, and subject to the conditions set forth in the Settlement Agreement and the Escrow Agreement.

18. On or before May 2, 2008, Class Counsel shall be responsible for mailing to those persons and entities appearing on the list described in paragraph 16 above, a copy of the Notice attached to the Joint Motion as Exhibit 2.

19. On or before May 16, 2008, Class Counsel shall file with the Court an affidavit identifying the names and addresses of the persons to whom the Notice has been mailed.

20. Class Counsel shall be responsible for causing the publication Notice attached to the Joint Motion as Exhibit 3 to be published in the Sunday editions of The Denver Post on May 4, 2008, May 11, 2008, and May 18, 2008.

21. The mailing of the Notice attached to the Joint Motion as Exhibit 2 to the Class Members, and the publication in The Denver Post of the Notice attached to the Joint Motion as Exhibit 3, will satisfy the notice requirements set forth in C.R.C.P 23(e), and the due process rights of the Class Members.

22. Class Counsel and EnCana shall file their respective motions and/or memoranda in support of final approval of the Class Settlement on or before June 13, 2008.

23. Class Counsel shall file their request for attorneys' fees and expense reimbursements on or before June 13, 2008.

24. The Class Representatives shall file any request for incentive awards on or before June 13, 2008.

25. Any member of the Class who wishes to make objection to, or comment on, the proposed Class Settlement, Class Counsel's request for attorneys' fees and expense reimbursements, or the Class Representatives' request for incentive awards, shall submit such objections or comments on or before June 30, 2008. In accordance with the procedures set forth in the Class Notice to be mailed to the Class Members, any such objections or comments must be mailed to Class Counsel and to EnCana's counsel.

26. Any Class Member who wishes to appear and be heard at the final approval hearing must provide notice of such intention on or before June 30, 2008. In accordance with the procedures set forth in the Class Notice to be mailed to the Class Members, any Class Members' notice of such intention must be mailed to Class Counsel and to EnCana's counsel.

27. Class Counsel and EnCana may file a response to any Class Members' objections or comments on or before July 11, 2008. A copy of any such response shall be mailed to all Class Members who have submitted timely objections or comments.

28. The Court will conduct a hearing to consider final approval of the proposed Class Settlement, Class Counsel's request for attorneys' fees and expense reimbursements, and the Class Representatives' request for incentive awards, beginning at 9:00 a.m. on August 1, 2008 in Courtroom 19 of this Court.

29. All pending discovery and case management deadlines in this action are stayed until further order of this Court.

IT IS SO ORDERED.

DATED this ____ day of April 2008.

Norman D. Haglund
District Court Judge