

**UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

CHIEFTAIN ROYALTY COMPANY)
and JACK LANCET)
Plaintiffs)
))
v.)
))
QEP ENERGY COMPANY)
Defendant)
))

Civil Action No. CIV-11-212-R

ORDER

This matter comes before the Court upon the parties’ Joint Motion for Approval of Final Allocation Report and Plan of Distribution (Doc No. 211). Having reviewed said Motion, the Court finds that the Motion should be and is hereby GRANTED in its entirety.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that:

1. The parties have acted with reasonable diligence and in good faith to conform to the Stipulation and Agreement of Settlement (“Settlement Agreement”) and/or Plan of Allocation and Distribution.
2. The Case Contribution Award, fees, costs, and gross production taxes, to the extent not already disbursed, shall be paid out of the QEP Settlement Account in the amounts specified in the Motion in compliance with the Settlement Agreement.
3. No further gross production taxes and/or other deductions shall be taken at this time or without this Court’s further approval.

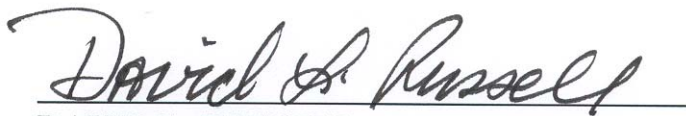
4. The Net Settlement Amount shall be distributed to the Plaintiff Class according to the Final Allocation Report (filed UNDER SEAL) and as otherwise proposed by the parties. The distribution process shall commence no later than thirty (30) days from the date of this Order and shall continue apace, as additional information (if any) becomes necessary and/or available.

5. The claims administrator, Rust Consulting, Inc., may continue to update the class members' addresses and tax identification numbers set forth in the schedules attached to the Final Report as necessary.

6. Pursuant to the Court's continuing jurisdiction to administer the Settlement distribution process (*see* Order Granting Final Approval of the Settlement, Form and Manner of Notice, and Plan of Allocation ("Final Approval Order"), Dkt. 183, ¶27), the Court, *nunc pro tunc*, makes minor clarifications to the list of opt outs and exclusions attached as Exhibit A to the Final Approval Order for the limited purpose of correcting spellings, removing duplicate names, and providing full and complete identifications of the opt outs and exclusions. The corrected final list of opt outs and exclusions is attached hereto as Exhibit 1.

7. This case shall remain open for the limited purposes of administration of the class settlement in this cause, and through the completion of such administration.

Dated this 17th day of December, 2013.



DAVID L. RUSSELL
UNITED STATES DISTRICT JUDGE