

IN THE DISTRICT COURT OF GARVIN COUNTY
STATE OF OKLAHOMA

Wake Energy, LLC, on behalf of itself and all)
others similarly situated,)

Plaintiff,)

v.)

Devon Energy Production Company, L.P.,)

Defendant.)

Case No. CJ-2024-267

STATE OF OKLAHOMA
GARVIN COUNTY
FILED
FEB 7 2025
AT 1:00 P.M.
LAUREN LEE, Court Clerk
DEPUTY

**ORDER AWARDING REIMBURSEMENT OF LITIGATION EXPENSES AND
ADMINISTRATION, NOTICE, AND DISTRIBUTION COSTS**

Before the Court are Class Counsel's¹ December 17, 2024 Motion for Approval of Reimbursement of Litigation Expenses and Administration, Notice, and Distribution Costs (the "Motion") and Memorandum of Law in Support thereof (the "Memorandum"), wherein Class Counsel seeks entry of an Order approving Class Counsel's request for Reimbursement of Litigation Costs, which were incurred in successfully prosecuting and resolving the Litigation, in an amount not to exceed \$39,000.00—the amount set forth in the Notice. Class Counsel also seeks approval of Administration, Notice, and Distribution Costs in an amount not to exceed \$130,000.00, which was set forth in Class Counsel's request. The Court has considered the Motion and the Memorandum, all matters and evidence submitted in connection therewith, and the proceedings on the Final Fairness Hearing held February 7, 2025. As set forth more fully below, the Court finds the Motion should be **GRANTED**. It is therefore **ORDERED** as follows:

¹ All capitalized terms not otherwise defined herein shall have the meaning given to them in the September 30, 2024 Settlement Agreement, a copy of which is attached as Exhibit 1 to the *Memorandum of Law in Support of Plaintiff's Unopposed Motion to Certify the Settlement Class for Settlement Purposes, Preliminary Approval of Class Action Settlement, Approving Form and Manner of Notice and Set Date for Final Approval Hearing* that was filed on October 17, 2024.

1. The Court, for purposes of this Order, incorporates herein its findings of fact and conclusions of law from its Order and Judgment Granting Final Approval of Class Action Settlement as if fully set forth herein.

2. The Court has jurisdiction to enter this Order and over the subject matter of the Litigation and all parties to the Litigation, including all Settlement Class Members.

3. The Notices stated that Class Counsel would seek reimbursement of Litigation Expenses, which were incurred in successfully prosecuting and resolving this Litigation, in an amount not to exceed \$39,000.00 to be paid from the Gross Settlement Fund. *See* Declaration of Settlement Administrator, attached as Exhibit 3 to Class Representative's Memorandum of Law in Support of Motion for Final Approval ("Settlement Administrator Declaration"). The Notice also stated that Class Counsel would request approval of Administration, Notice, and Distribution Costs associated with effectuating the Settlement. *See id.* Notice of Class Counsel's request for reimbursement of Litigation Expenses and approval of Administration, Notice, and Distribution Costs was given to all Settlement Class Members who could be identified with reasonable effort. The form and method of notifying the Settlement Class of the request for reimbursement of Litigation Expenses and approval of Administration, Notice, and Distribution Costs is hereby determined to have been the best notice practicable under the circumstances, constitutes due and sufficient notice to all persons and entities entitled to receive such notice, and fully satisfies the requirements of 12 O.S. § 2023, Oklahoma law governing civil procedure, and due process.

4. Class Counsel provided the Court with sufficient evidence in support of their request for reimbursement of Litigation Expenses and approval of Administration, Notice, and Distribution Costs, including, but not limited to: (1) the Motion and Memorandum; (2) the Declaration of Class Counsel, attached as Exhibit 2 to Class Representative's Memorandum of

Law in Support of Motion for Final Approval (“Class Counsel Declaration”); (3) the Declaration of Class Representative, attached as Exhibit 1 to Class Representative’s Memorandum of Law in Support of Motion for Final Approval (“Class Representative Declaration”); and (4) the applicable law, and all pleadings, declarations, and records on file in this matter. This evidence was submitted to the Court well before the objection and opt-out deadline, and none of the evidence was objected to or otherwise refuted by any Settlement Class Member.

5. Class Counsel are hereby awarded reimbursement of Litigation Expenses in an amount not to exceed \$39,000.00 to be paid from the Gross Settlement Fund. In making this award, the Court makes the following findings of fact and conclusions of law:

a. The Settlement has created a fund of \$2,000,000.00 in cash for immediate payment to the Settlement Class. Settlement Class Members will benefit from the Settlement that occurred because of the substantial efforts of Class Representative and Class Counsel;

b. On December 16, 2024, JND caused the Postcard Notice to be mailed to 6,376 potential Class Members in the initial Class Member Mailing List. *See* Settlement Administrator Declaration, at ¶ 5. The Notice expressly stated that Class Counsel would seek reimbursement of Litigation Expenses in an amount not to exceed \$39,000.00 and approval of Administration, Notice, and Distribution Costs. *See id.*, at Exhibit “A”. The Postcard Notice also directed class members to a website for further information, including the Long Notice, and provided the option of requesting the Long Notice to be sent via U.S. Mail. *See id.*;

c. Class Counsel timely filed their Motion prior to the deadline for Settlement Class Members to object. No Class Member filed an objection to Class Counsel’s request

for reimbursement of Litigation Expenses or otherwise appeared before the Court to assert an objection to Class Counsel's request;

d. Oklahoma's class action statute provides "the court may award . . . nontaxable costs that are authorized by law or by the parties' agreement." *See* 12 O.S. § 2023(G)(1).

e. The Settlement Agreement authorizes Class Counsel to apply for reimbursement of Litigation Expenses. *See* Settlement Agreement, at ¶ 7.1.

f. Class Counsel request reimbursement of Litigation Expenses that have been and may be advanced or incurred by Class Counsel in prosecuting and resolving this Litigation. *See* Class Counsel Declaration at ¶¶ 63-64.

g. To date, Class Counsel's out-of-pocket expenses are \$24,705.51. *See* Class Counsel Declaration at ¶ 64. Class Counsel's request is consistent with other litigation expense awards in Oklahoma state and federal courts. *See, e.g., Farrar Oil Company v. Conoco Inc., et al.*, CJ 2000-356, Garfield County, Oklahoma (approving Class Counsel's request for reimbursement of \$170,780.59 in litigation expenses); *Sacket v. Great Plains Pipeline Co.*, CJ-2002-70, Woods County, Oklahoma (approving reimbursement of \$350,000 in litigation expenses); *Drummond v. Range Resources Corp.*, CJ-2010-510, Grady County, Oklahoma (approving reimbursement of \$641,852.06 in litigation expenses); *Fitzgerald Farms, LLC v. Chesapeake Operating, LLC*, CJ- 2010-38, Beaver County, Oklahoma (approving reimbursement of \$310,000 in litigation expenses); *DDL Oil & Gas, LLC v. Diversified Production, LLC*, CJ-2019-17, Blaine County, Oklahoma (approving \$100,000 in litigation expenses).

h. The Court finds that the Litigation Expenses were reasonably and necessarily incurred by Class Counsel and are directly related to their prosecution and resolution of this Litigation. The costs include routine expenses related to copying, court fees, postage and shipping, phone charges, legal research, and travel and transportation, as well as expenses for experts, and document production and review, which are typical of large, complex class actions such as this. *See* Class Counsel Declaration at ¶¶ 63-65.

i. Therefore, Class Counsel are awarded \$24,705.51 in past Litigation Expenses and may request any additional amount Class Counsel may incur after the entry of this Order not to exceed \$39,000.00, upon fourteen (14) days' written notice to the Court.

6. The Notice also stated that Class Counsel would request approval of Administration, Notice, and Distribution Costs associated with effectuating the Settlement.

7. Class Counsel's request for approval of Administration, Notice, and Distribution Costs is well-supported by Class Counsel's Motion and Memorandum and evidence in the record.

8. The Administration, Notice, and Distribution Costs will include, but not necessarily be limited to, those of the Settlement Administrator, accounting expert George N Keeney, III. As with the Litigation Expenses, Class Counsel will only seek approval of payment of Administration, Notice, and Distribution Costs actually incurred, and in no event will their request exceed the approved amount of \$130,000.00. Such costs for the necessary administration, notice, and distribution costs have frequently been approved in analogous cases. *See, e.g. DDL Oil & Gas, LLC v. Diversified Production, LLC*, CJ-2019-17, Blaine County, Oklahoma (Sept. 18, 2023 Order awarding costs up to \$250,000.00); *White Family Minerals, LLC v. EOG Resources, Inc.*, Case No. 19-cv-409-RA W (E.D. Okla. November 12, 2021) (awarding costs up to \$150,000.00) (Dkt. No. 60); *Donald D. Miller Revocable Family Trust v. DCP Operating Co., LP, et al.*, No. CIV-18-

0199-JH (E.D. Okla. June 29, 2021) (awarding costs up to \$300,000.00) (Dkt. No. 97); *McClintock v. Enterprise Crude Oil, LLC*, No. CIV-16-136-KEW (E.D. Okla. March 26, 2021) (awarding costs up to \$225,000.00) (Dkt. No. 121); *Reirdon v. Cimarex Energy Co.*, No. 6:16-cv-113-KEW (E.D. Okla. Dec. 18, 2018) (awarding costs up to \$250,000.00) (Dkt. No. 104); *Reirdon v. XTO Energy Inc.*, No. 6:16-00087-KEW (E.D. Okla. Jan. 29, 2018) (awarding costs up to \$300,000.00) (Dkt. No. 125).

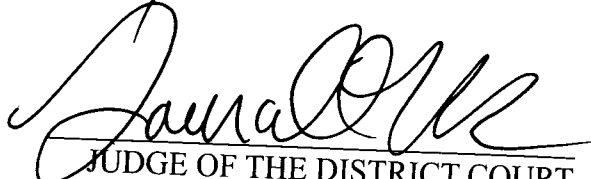
9. Therefore, the Court hereby approves Class Counsel's request for approval of Administration, Notice, and Distribution Costs associated with effectuating the Settlement in an amount not to exceed \$130,000.00 to be paid from the Gross Settlement Fund.

10. Any appeal or any challenge affecting this Order Awarding Reimbursement of Litigation Expenses and Administration, Notice, and Distribution Costs shall in no way disturb or affect the finality of the Order and Judgment Granting Final Approval of Class Action Settlement, the Settlement Agreement, or the Settlement contained therein.

11. Exclusive jurisdiction is hereby retained over the parties and the Settlement Class Members for all matters relating to this Litigation, including the administration, interpretation, effectuation, or enforcement of the Settlement Agreement and this Order.

12. There is no reason for delay in the entry of this Order and immediate entry by the Clerk of the Court is expressly directed pursuant to Oklahoma law.

IT IS SO ORDERED this 7 day of February 2025.


JUDGE OF THE DISTRICT COURT