

**IN THE DISTRICT COURT OF BLAINE COUNTY  
STATE OF OKLAHOMA**

BLAINE COUNTY, OKLAHOMA  
**F I L E D**

JUN 12 2018

CHRISTY MATLI, CT. CLERK

BY \_\_\_\_\_  
DEPUTY

MARK STEPHEN STRACK, SOLE SUCCESSOR TRUSTEE )  
OF THE PATRICIA ANN STRACK REVOCABLE TRUST DTD )  
2/15/99 AND THE BILLY JOE STRACK REVOCABLE TRUST )  
DTD 2/15/99, AND )  
DANIELA A. RENNER, SOLE SUCCESSOR TRUSTEE )  
OF THE PAUL ARIOLA LIVING TRUST AND THE )  
HAZEL ARIOLA LIVING TRUST, )  
 )  
FOR THEMSELVES AND ALL OTHERS )  
SIMILARLY SITUATED, )  
 )  
PLAINTIFFS, )  
 )  
VS. )  
 )  
CONTINENTAL RESOURCES, INC., )  
 )  
DEFENDANT. )

CASE No. CJ-10-75  
(JUDGE HLADIK)

**JUDGMENT AND ORDER APPROVING CLASS ACTION SETTLEMENT**

This matter comes on this 11<sup>th</sup> day of June, 2018, pursuant to notice for hearing to determine the fairness and appropriateness of a settlement of the above-styled litigation entered into between the Class Representatives, the Settlement Class and Continental (as those terms, as well as the other capitalized terms used herein, are defined in the Settlement Agreement). All parties were present and represented by counsel. The Court having conducted an evidentiary hearing and, after reviewing the Settlement Agreement and all related pleadings and filings, including all filings by Class Members, and being fully advised in the premises, **FINDS, ORDERS, AND ADJUDGES** as follows:

1. Notice of this hearing, and the proposed settlement, was properly mailed by Class Counsel and the Settlement Administrator to Settlement Class Members with known valid mailing

addresses and was published as required by this Court's Order on Plan of Notice (*see* Affidavits of Publication and Affidavit of Markham Sherwood concerning notice previously filed with the Court). The Court previously approved such notice and now finds, orders, and adjudges the notice to the Settlement Class of this Fairness Hearing is proper and sufficient under 12 O.S. § 2023,<sup>1</sup> the Due Process Clause of the United States Constitution, and the Due Process Clause of the Constitution of the State of Oklahoma, and the members of the Settlement Class have been afforded a reasonable opportunity to opt-out of the Class Action Litigation pursuant to 12 O.S. § 2023 or to object to the settlement. As reflected in the Affidavit of Markham Sherwood, the Notice of Proposed Class Action Settlement was mailed to 33,890 putative Class Members; there were no objections to the Settlement Agreement filed and approximately 275 putative Class Members requested exclusion from the Settlement Class. *See* Report of Putative Class Member Filings.

2. This Court gave preliminary approval to this settlement after its terms were announced to the Court by counsel and after reviewing the Settlement Agreement on file with the Court Clerk of Blaine County, *see* Order 4/3/2018.

3. The Order on Joint Motion for Certification of Settlement Class is incorporated herein and reaffirmed by this Judgment. As stated therein, this matter is certified as a class action, for settlement purposes.<sup>2</sup>

4. The settlement between the Class Representatives, the Settlement Class and Continental embodied in the Settlement Agreement is fair, reasonable and adequate to the Settlement Class within the meaning of 12 O.S. § 2023 and was entered into between the Class

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<sup>1</sup> The Court finds that said notice meets the requirements of 12 O.S. §2023(C)(4), *effective 11/1/2009 and re-codified effective 9/10/2013*.

<sup>2</sup> The Court hereby incorporates the provisions of the Settlement Agreement previously filed with the Court, as though restated herein, and finds and adopts the same for purpose of defining the Class Claims being certified herein, in compliance with 12 O.S. §2023(C)(1), *effective 11/1/2009 and re-codified effective 9/10/2013*.

Representatives, the Settlement Class and Continental in good faith and without collusion, and is hereby fully and finally approved as to all its terms, including without limitation the exhibits to the Settlement Agreement.

5. By agreeing to settle the Class Action Litigation, Continental has not admitted, and specifically continues to deny, any and all liability to the Settlement Class, the Class Representatives and Class Counsel.

6. The Class Action Litigation is hereby dismissed as to the Released Claims with prejudice to the refiling of same.

7. The Court shall retain sufficient limited jurisdiction to implement the terms of the Settlement and the prohibition of the Sub-Class 2 Members from maintaining any other litigation against the Released Parties as to the Sub-Class 2 Claims during the pendency of Claim Period 2. Accordingly, this case shall remain administratively open until the Plan of Allocation and Distribution has been completed.

8. Subject to the terms of the Settlement Agreement, the Settlement Class shall be deemed conclusively to have released the Released Claims against the Released Parties upon the Release Dates.

9. Subject to the terms of the Settlement Agreement, all Sub-Class 1 Members and all Sub-Class 2 Members are barred and permanently enjoined from prosecuting, commencing, or continuing any litigation of the Released Claims against the Released Parties.

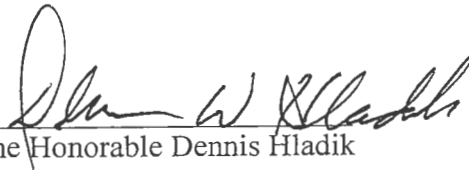
10. All documents designated as confidential pursuant to the Protective Orders by any Party, shall continue to be considered subject to said Orders. Further, all documents designated as confidential by any Party pursuant to a Protective Order in this action shall be returned to the producing party in accordance with the Protective Order, except as otherwise provided by the terms

of the Settlement Agreement.

11. The Court hereby expressly dissolves the Court's Agreed Temporary Injunction filed January 6, 2011 in its entirety, and Continental shall have the unrestricted ability and latitude to communicate with and resolve royalty owner inquiries in the ordinary course of business without notice to or input from the Court or Class Counsel.

12. The Court expressly finds and determines there is no just reason to delay the finality of this Judgment and, pursuant to 12 O.S. § 994 (A), the Court expressly directs the filing of this Judgment as a Final Judgment.

IT IS SO ORDERED this 11<sup>th</sup> day of June, 2018.

  
The Honorable Dennis Hladik

Approved as to Form:

  
Class Counsel

  
Attorney for Continental Resources, Inc.