

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

BLAINE COUNTY, OKLAHOMA

F I L E D

SEP 18 2023

CHRISTY MATLI, CT. CLERK

BY _____
DEPUTY

DDL OIL & GAS, LLC)
and DUSTIN M. FREEMAN,)
)
Plaintiffs,)
)
v.)
)
DIVERSIFIED PRODUCTION, LLC)
successor by merger with)
TAPSTONE ENERGY, LLC,)
)
Defendant.)

Case No. CJ-2019-17

ORDER AWARDING ATTORNEYS' FEES

Before the Court are Class Counsel's August 18, 2023 Motion for Approval of Attorneys' Fees (the "Motion") and Memorandum of Law in Support thereof (the "Memorandum"), wherein Class Counsel seek entry of an Order approving Class Counsel's request for Attorneys' Fees in the amount of \$740,000.00. The Court has considered the Motion and Memorandum, all matters and evidence submitted in connection therewith, and the proceedings on the Final Fairness Hearing held September 18, 2023. As set forth more fully below, the Court finds the Motion should be **GRANTED**. It is therefore **ORDERED** as follows:

1. This Order incorporates by reference the definitions in the June 8, 2023 Stipulation and Agreement of Settlement ("Settlement Agreement") and all terms not otherwise defined herein shall have the same meanings as set forth in the Settlement Agreement.¹
2. The Court, for purposes of this Order, incorporates herein its findings of fact and

¹ A copy of the Settlement Agreement is attached as Exhibit 1 to Plaintiffs' June 23, 2023 Memorandum of Law in Support of Plaintiffs' Unopposed Motion to Certify Class for Settlement Purposes, Preliminarily Approve Class Action Settlement, Approve Form and Manner of Notice, and Set Date for Final Approval Hearing.

conclusions of law from its Order and Judgment Granting Final Approval of Class Action Settlement as if fully set forth herein.

3. 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.

4. The Notice stated that Class Counsel would seek attorneys' fees up to \$740,000.00 to be paid from the Gross Settlement Fund. *See* Declaration of Jennifer M. Keough on Behalf of Settlement Administrator JND Legal Administration LLC, Regarding Notice Mailing and Administration of Settlement ("JND Decl."). Notice of Class Counsel's request for attorneys' fees 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 attorneys' fees 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.

5. Class Counsel provided the Court with abundant evidence in support of their request for attorneys' fees, including but not limited to: (1) the Motion and Memorandum; (2) the Declaration of Drew Pate on Behalf of Nix Patterson, LLP ("NP Decl."); (3) the Declaration of Patrick M. Ryan on Behalf of Ryan Whaley Coldiron Jantzen Peters & Webber PLLC ("RW Decl."); (4) the Declaration of Dustin M. Freeman ("Freeman Decl."); (5) the JND Decl.; (6) the Affidavit of Robert E. Gonce, on behalf of absent class member Castlerock Resources, Inc.; (7) the Affidavit of Robert Abernathy, on behalf of absent class member chieftain Royalty Company, LLC; (8) the Affidavit of Dan Little, on behalf of absent class member Sagacity, Inc.; and (9) the applicable law, and all pleadings, declarations, and records on file in this matter.

6. Class Counsel are hereby awarded Attorneys' Fees of \$740,000.00, 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 \$1,850,000.00 in cash for immediate payment to the Settlement Class. The Settlement is not a "claims-made settlement," meaning that Settlement Class Members who do not opt out will automatically receive individual distribution payments. Settlement Class Members will benefit from the Settlement that occurred because of the substantial efforts of Class Representatives and Class Counsel;

(b) On July 28, 2023, JND caused the Short Form Notice of Settlement to be mailed to the 11,418 potential Class Members in the initial Class Member Mailing List. *See* JND Decl. at ¶6, attached as Exh. 4 to Class Representatives' August 18, 2023 Memorandum of Law in Support of Motion for Final Approval. The Notice expressly stated that Class Counsel would seek attorneys' fees up to \$740,000.00. The Short Form Notice also directed class members to a website for further information, including the Long Form Notice, and provided the option of requesting a Long Form Notice be sent via U.S. Mail;

(c) Class Counsel seek an award of attorneys' fees in the amount of \$740,000.00 (the "Fee Request") to be paid out of the \$1,850,000.00 Gross Settlement Fund that Class Counsel obtained for the Settlement Class.

(d) Class Counsel filed their Motion approximately fifteen (15) days prior to the deadline for Settlement Class Members to object. No Class Member filed an objection

to Class Counsel's Fee Request or otherwise appeared before the Court to assert an objection to Class Counsel's Fee Request;

(e) Class Counsel's right to an attorney fee comes from the equitable "common fund doctrine." *Strack v. Continental Resources, Inc.*, 2021 OK 21, ¶ 14, 507 P.3d 609, 614. Oklahoma has a long history of recognizing the common fund doctrine and applying its equitable principles to award attorney fees. As explained by the Oklahoma Supreme Court:

When an individual's efforts succeed in creating or preserving a fund which benefits similarly situated non-litigants, equity powers may be invoked to charge that fund with attorney's fees for legal services rendered in its creation or preservation. The doctrine is rooted in historic equity jurisdiction, but owes its sudden appearance in this country to U.S. Supreme Court jurisprudence of the last century. Oklahoma law has long recognized the doctrine.

Oklahoma Tax Commission v. Ricks, 1994 OK 115, ¶ 6, 885 P.2d 1336, 1339.

(f) "Historically, Oklahoma courts have used two primary methods for calculating attorney's fees: the lodestar method and the percentage method, *e.g.*, a contingency fee arrangement." *Strack*, 2021 OK 21, ¶ 13. "Oklahoma's class action attorney fee statute gives courts flexibility and discretion in calculating fee awards under the lodestar method or the percentage-of-common-fund method (percentage method)." *Id.* at ¶ 2. However, under either method, Oklahoma law mandates that the court analyze thirteen (13) factors. *See Strack*, 507 P.3d at 615-16; *see also* 12 O.S. § 2023(G)(4)(e).

(g) When considering an attorney fee request in a class action settlement, the Court must consider the following factors: (1) time and labor required, (2) the novelty and difficulty of the questions presented by the litigation, (3) the skill required to perform the legal service properly, (4) the preclusion of other employment by the attorney due to acceptance of the case, (5) the customary fee, (6) whether the fee is fixed or contingent,

(7) time limitations imposed by the client or the circumstances, (8) the amount in controversy and the results obtained, (9) the experience, reputation, and ability of the attorney, (10) whether or not the case is an undesirable case, (11) the nature and length of the professional relationship with the client, (12) awards in similar causes, and (13) the risk of recovery in the litigation. *See* 12 O.S. § 2023(G)(4)(e). Although the court is required to consider each of these thirteen (13) factors, no single factor is determinative and the Court has discretion to weigh the factors as it determines appropriate. *Strack*, at ¶10. As more fully set forth below, the Court finds that Class Counsel’s Fee Request is supported by this multi-factor analysis, and is otherwise fair and reasonable and should be approved.²

(h) **The Fee Request is supported by statutory factor 1: the time and labor required of Class Counsel to prosecute this Litigation and to negotiate the terms of the Settlement.** *See* 12 O.S. § 2023(G)(2)(e)(1). Class Representatives filed this Litigation more than four (4) years ago and, during that time, Class Counsel: conducted discovery; worked with accounting experts to analyze Defendant’s voluminous payment data and to develop support for the Class’s asserted damages; conducted legal research to support the Class claims and to refute Defendant’s affirmative defenses; drafted motions, briefs, and memoranda in support of the Class’s Litigation, mediation, and settlement activities; and worked with Class Representatives to pursue their best interests, as well as the members of the Class. Through these efforts on behalf of the Class, Plaintiffs’ Counsel have dedicated over 750 hours of attorney and professional time to this Litigation and reasonably anticipate

² *See generally* Declarations of Drew Pate; Patrick M. Ryan; Robert Barnes, Patranell Lewis, and Emily Kitch; and Michael Burrage, attached as Exhibits 1-4 to Class Counsel’s Motion for Approval of Attorneys’ Fees.

spending 110 more hours preparing for the Final Fairness Hearing and administering the Settlement Fund. *See* RW Decl. at ¶ 21; NP Decl. at ¶ 8; BL Decl. at ¶ 13; and WB Decl. at ¶ 18. Therefore, the Court finds this statutory factor supports the Fee Request.

(i) **The Fee Request is supported by statutory factor 2: the novelty and difficulty of the questions presented in this case.** *See* 12 O.S. § 2023(G)(2)(e)(2). Class actions are known to be complex and vigorously contested. The legal and factual issues litigated in this case involved complex and highly technical issues. The claims involved difficult and highly contested issues of Oklahoma oil and gas law that are currently being litigated in multiple forums. The successful prosecution and resolution of the Settlement Class’s claims required Class Counsel to work with experts to analyze complex data to support their legal theories and evaluate the amount of alleged damages. Moreover, Defendant asserted a number of significant defenses to the Settlement Class’s claims that would have to be overcome if the Litigation continued to trial. Thus, the immediacy and certainty of this recovery, when considered against the risks of continuing to trial and possible appeal, support the Fee Request.

(j) **The Fee Request is supported by statutory factors 3 and 9: the skill required to perform the legal services and the experience, reputation, and ability of the attorneys support the Fee Request.** *See* 12 O.S. § 2023(G)(2)(e)(3),(9). This Litigation required considerable skill and experience in oil and gas and complex class action litigation. Specifically, it required investigation and mastery of complex facts and highly technical issues regarding the payment of oil and gas proceeds, development of effective legal theories, and the skill to respond to a host of legal defenses. *See* Joint Class Counsel Decl. at ¶54. Class Counsel and Local Liaison Counsel (collectively, “Plaintiffs’

Counsel”) have years of experience litigating royalty underpayment class actions and statutory interest class actions in Oklahoma state and federal courts. *See generally* Declarations of Drew Pate; Patrick M. Ryan; Robert Barnes, Patranell Lewis, and Emily Kitch; and Michael Burrage attached as Exhibits 1-4 to Class Counsel’s Motion for Approval of Attorneys’ Fees. Defendant is represented by experienced class action defense attorneys who vigorously defended their client. *See, e.g., In re King Res. Co. Sec. Litig.*, 420 F. Supp. 610, 634 (D. Colo. 1976) (competence of defense counsel was significant factor in awarding attorney’s fee). Therefore, statutory factors 3 and 9 strongly support the Fee Request.

(k) **The Fee Request is supported by statutory factors 4 and 7: the preclusion of other employment by Class Counsel and time limitations imposed by the client or circumstances.** *See* 12 O.S. § 2023(G)(2)(e)(4), (7). The firm declarations provided in support of the Fee Request show that because the law firms comprising Class Counsel are relatively small, Class Counsel were limited in their ability to work on other cases and pursue otherwise available opportunities due to their dedication of time and effort to the prosecution of this Litigation. *See* Joint Class Counsel Decl. at ¶63; NP Decl. at ¶ 5; RW Decl. at ¶ 5. This case was filed in June 2019, and it has required significant time, manpower, and resources from Class Counsel over that period. *Id.* Class Counsel have also spent substantial time and effort in negotiating and preparing the necessary paperwork related to the Settlement. *Id.* Therefore, statutory factors 4 and 7 support the Fee Request.

(l) **The Fee Request is supported by statutory factors 5 and 12: the customary fee and awards in similar cases.** *See* 12 O.S. § 2023(G)(2)(e)(5), (12). Class Counsel and Class Representatives negotiated and agreed to prosecute this case based on a

40% contingent fee. *See* Freeman Decl. at ¶ 7; Joint Class Counsel Decl. at ¶43. This fee represents the market rate and is in the range of the customary fee in oil and gas class actions in Oklahoma state courts. *See* Joint Class Counsel Decl. at ¶¶ 44, 64; *Chieftain Royalty Co. v. SM Energy Co.*, No. CIV-18-1225-J (W.D. Okla.) (Dkt. No. 102 at ¶45) (Gensler Decl.) (collecting cases); *Reirdon v. Cimarex Energy Co.*, No. CIV-16-113-KEW (E.D. Okla.) (Dkt. No. 63 at ¶51) (same); *see also, e.g., Fitzgerald Farms, LLC v. Chesapeake Operating, L.L.C.*, No. CJ-2010-38, 2015 WL 5794008, at *3 (Okla. Dist. Ct. Beaver Cty. July 2, 2015) (collecting Oklahoma cases to find in “the royalty underpayment class action context, the customary fee is a 40% contingency fee” and awarding 40% fee of \$119 million common fund). Federal and state courts in Oklahoma have repeatedly approved similar fee awards in other oil and gas class actions, including statutory interest cases such as this. *See* Table of Cases in Class Counsel’s Memorandum at 15-17; *see also Chieftain Royalty Co. v. BP America Production Co.*, Case No. CIV-18-54-JFH-JFJ (N.D. Okla. March 2, 2022) (Dkt. No. 180); *Hay Creek Royalties, LLC v. Roan Resources LLC*, Case No. CIV-19-177-CVE-JFJ (N.D. Okla. April 28, 2021) (Dkt. No. 74); *Chieftain Royalty Co. v. Marathon Oil Co.*, No. CIV-17-334-SPS (E.D. Okla. Mar. 8, 2019) (Dkt. No. 120); *Reirdon v. Cimarex Energy Co.*, No. CIV-16-113-KEW (E.D. Okla. Dec. 18, 2018) (Dkt. No. 105); *Reirdon v. XTO Energy Inc.*, No. CIV-16-00087-KEW (E.D. Okla. Jan. 29, 2018) (Dkt. No. 124); *White Family Minerals, LLC v. EOG Resources, Inc.*, Case No. CIV-19-409-RAW (E.D. Okla. November 12, 2021) (Dkt. No. 59); *Chieftain Royalty Co. v. SM Energy Co.*, No. CIV-18-1225-J (W.D. Okla. Apr. 27, 2021) (Dkt. No. 115 at 13-14); *McClintock v. Enterprise Crude Oil, LLC*, No. CIV-16-136-KEW (E.D. Okla. March 26, 2021) (Dkt. No. 120); *McClintock v. Continuum Producer Services, LLC*, No.

CIV-17-259-JAG (E.D. Okla. June 4, 2020) (Dkt. No. 61); *Chieftain Royalty Co. v. XTO Energy Inc.*, No. CIV-11-29-KEW (E.D. Okla. Mar. 27, 2018) (Dkt. No. 231); *Chieftain Royalty Co. v. Laredo Petroleum, Inc.*, No. CIV-12-1319-D, 2015 WL 2254606, at *4 (W.D. Okla. May 13, 2015); *Chieftain Royalty Co. v. QEP Energy Co.*, No. CIV-11-212-R (W.D. Okla. May 31, 2013) (Dkt. No. 182).³ The Court finds the Fee Request reflects the typical market rate for high quality legal services in royalty underpayment class actions like this, and further finds the Fee Request is in line with typical fee awards granted in similar cases. Therefore, these factors support the Fee Request.

(m) **The Fee Request is supported by statutory factors 6 and 13: the contingent nature of the fee and the risk of recovery.** *See* 12 O.S. § 2023(G)(2)(e)(6), (13). Class Counsel undertook this Litigation on a purely contingent fee basis (with the amount of any fee being subject to Court approval), assuming a substantial risk that the Litigation would yield no recovery and leave them uncompensated. *See* Joint Class Counsel Decl. at ¶40. Courts consistently recognize that the risk of receiving little or no recovery is a major factor in considering an award of attorneys' fees. *See, e.g., Reirdon v. Cimarex Energy Co.*, No. CIV-16-113-KEW (E.D. Okla.) (Dkt. No. 64 at ¶55); *Chieftain Royalty Co. v. SM Energy Co.*, No. CIV-18-1225-J (W.D. Okla.) (Dkt. No. 115 at ¶60); *see also* Joint Class Counsel Decl. at ¶40. Class Counsel and Class Representatives negotiated and agreed to prosecute this case on a 40% contingent fee. Mr. Freeman, in his capacity as an individual and as the representative of DDL, negotiated this fee and he believes that 40% was and is the market rate. *See* Freeman Decl. at ¶ 7. Absent Class Members agree and

³ The Court finds these federal cases to be persuasive because, like this case, they arose under the PRSA. *See, e.g., State ex rel. Burk v. City of Oklahoma City*, 1979 OK 115, ¶ 5, 598 P.2d 659, 660.

have filed declarations in support of Class Counsel's requested fee. *See* Exhibits 5-7 to Class Representatives' Memorandum in Support of Motion for Final Approval. All of them agree that 40% is the market rate for an oil-and-gas class action like this. Moreover, as demonstrated by the cases identified in the tables included in Class Counsel's Memorandum, numerous Oklahoma state and federal courts have held that a 40% fee represents the market rate and is customary in oil-and-gas class actions. Based upon this evidence, the Court finds that a fee award equal to 40% of the common fund is fair, reasonable, and supported by the record. Class Counsel agreed to represent Class Representatives and the putative Class without any guarantee they would achieve a successful result for the Class. Therefore, Class Counsel's Fee Request is supported by statutory factors 6 and 13 because the Fee Request reflects the contingent nature of their ability to recover any fee and the risks associated with this case.

(n) **The Fee Request is supported by statutory factor 8: the amount in controversy and the results obtained.** *See* 12 O.S. § 2023(G)(2)(e)(8). This factor is the "most critical factor" in deciding the reasonableness of a fee award. *Tibbetts v. Sight'n Sound Appliance Centers, Inc.*, 2003 OK 72, ¶ 13, 77 P.3d 1042, 1050. Here, the results obtained support the Fee Request. The Gross Settlement Fund of \$1,850,000.00 represents a significant recovery for the Class and bestows a substantial economic benefit under the circumstances presented here. Indeed, under the preliminary allocation prepared by Plaintiffs' expert accountant, Barbara Ley, allocation of the \$1,850,000.00 Gross Settlement Fund obtained in this case yields a gross recovery of approximately 80% of the Settlement Class's alleged unpaid statutory interest claim asserted for late payments made during the Claim Period. *See* Ley Decl. at ¶ 4. Moreover, the Settlement represents

significant, concrete monetary benefits to the Settlement Class, unlike cases in which absent class members' recovery depends upon their completion of additional process requirements. Therefore, Class Counsel's Fee Request is supported by statutory factor 8.

(o) **The Fee Request is supported by statutory factor 10: the undesirability of the case.** *See* 12 O.S. § 2023(G)(2)(e)(10). The Court finds this case satisfies the "undesirable" test. Few law firms would be willing to risk investing the time, trouble, and expenses necessary to prosecute this Litigation for multiple years. *See* Joint Class Counsel Decl. at ¶¶67. The investment by Class Counsel of their time, money, and effort, coupled with the attendant potential of no recovery and loss of all the time and expenses advanced by Class Counsel, rendered the case sufficiently undesirable. Further, this Litigation involved a number of uncertain legal and factual issues. *Id.* at ¶¶13, 40, and 59. Class Counsel, in conjunction with their forensic accounting expert, Barbara A. Ley, reviewed large amounts of electronically produced data, organizational documents, well data, and historical proceeds payments for Oklahoma owners. *See* Joint Class Counsel Decl. at ¶48. Class Counsel also advanced \$85,574.30 in litigation expenses to date. *See* Decl. of Drew Pate on Behalf of Nix Patterson, LLP at ¶11; Decl. of Patrick Ryan on Behalf of Ryan Whaley Coldiron Jantzen Peters & Webber at ¶24 (attached as Exhibits 1-2 to Class Counsel's Motion for Approval of Attorneys' Fees). And, Class Counsel expended substantial hours of time over the length of this action. *See* Joint Class Counsel Decl. at ¶62. Therefore, Class Counsel's Fee Request is supported by statutory factor 10.

(p) **The Fee Request is supported by statutory factor 11: the nature and length of the professional relationship with the client.** *See* 12 O.S. § 2023(G)(2)(e)(11). Mr. Freeman, both in his individual capacity and as representative of DDL Oil & Gas,

LLC, has been and remains very active in this Litigation. *See* Freeman Decl. at ¶ 9. Mr. Freeman has worked with Class Counsel for more than four years to advance this case on behalf of Class Representatives and members of the Class. *See id.* at ¶ 8. Class Representatives and Class Counsel negotiated a 40% fee when they agreed to represent other similarly situated persons in this litigation. *See* Freeman Decl. at ¶ 7; Joint Class Counsel Decl. at ¶ 45. Class Representatives support the Fee Request, as do other members of the settlement Class. *See* Freeman Decl. at ¶¶16-17; Absent Class Member Declarations from Chieftain Royalty Company, Castlerock Resources, Inc., and Sagacity, Inc., attached to Class Representatives' Memorandum in Support of Motion for Final Approval as Exs. 5, 6, and 7, respectively. Therefore, Class Counsel's Fee Request is supported by statutory factor 11.

(q) The Court finds a lodestar cross-check confirms the reasonableness of Class Counsel's Fee Request. *Strack*, 2021 OK at ¶18 (when considering a fee request based on a percentage analysis, "courts should ensure the reasonableness of the fee award involving a common fund by comparing the fee based on a percentage calculation to what the lodestar approach would produce."). The lodestar method has two steps: (1) determine counsel's base "lodestar" by multiplying the number of hours spent by the applicable hourly rate(s), and (2) determine an appropriate multiplier through consideration of the § 2023 factors. *See Strack*, 507 P.3d at 614.

(r) As described in further detail above, and as more fully set forth in the materials filed in support of Class Counsel's Fee Request, the record demonstrates that the Fee Request appropriately reflects the degree of time and effort expended by Class Counsel. Class Counsel and Liaison Local Counsel have collectively spent over 750

hours of attorney and paraprofessional time prosecuting this Litigation behalf of the Class. *See* RW Decl. at ¶ 21; NP Decl. at ¶ 8; BL Decl. at ¶ 13; and WB Decl. at ¶ 18. Moreover, Class Counsel and Liaison Local Counsel anticipate spending approximately 110 additional hours to assist with the distribution of the Net Settlement Fund to Class members. Class Counsel’s hourly rates range from \$250 per hour for paralegals to \$1,075 per hour for the most senior attorneys. *See* RW Decl. at ¶ 21; NP Decl. at ¶ 8; BL Decl. at ¶ 13; and WB Decl. at ¶ 18. These rates are in line with those approved by the Oklahoma Supreme Court in *Strack* as commensurate with the “highly specialized legal services” required in oil-and-gas class actions like this. *See Strack*, 507 P.3d at 617, n.10. Class Counsel’s rates are also in line with those approved in similar, complex litigation across the country. *See, e.g., Cline v. Sunoco*, Case No. CIV-17-313-JAG (E.D. Okla.), Dkt. 613-7 at ¶¶93-99 and at Ex. C (approving NP rates ranging from \$600–\$1000/hr); *see also Reirdon v. XTO Energy Inc.*, No. CIV-16-00087-KEW (Dkt. No. 124 at ¶6) (E.D. Okla. Jan. 29, 2018).

(s) As part of the Court’s cross-check to assess the reasonableness of the lodestar compared to the percentage requested, the Court considered the same statutory factors discussed in detail above in its percentage-of-the-fund analysis *See* 12 O.S. § 2023(G)(4)(e)); *Strack*, 2021 OK 21, ¶ 17. Based on the total combined time and the applicable hourly rates, Class Counsel’s total combined lodestar (including past and anticipated future hours) is \$636,779.00. *See* RW Decl. at ¶ 21; NP Decl. at ¶ 8; BL Decl. at ¶ 13; and WB Decl. at ¶ 18. Class Counsel’s Fee Request of \$740,000.00 represents a multiplier of 1.16, which is well within the range of general class action multipliers discussed in *Strack*, and well below the range of multipliers frequently granted

in oil-and-gas class action settlements. *See* B&L Decl. Moreover, the multiplier is well deserved based on Class Counsel's work in this case, the contingent nature of the contract and case, and the results obtained.

(t) The goal of a cross-check is to compare the results of one method to the results of the other in order to arrive at a reasonable fee. The Court has performed this dual analysis and determined the enhancement required under the lodestar cross-check here yields a result in line with the percentage-of-the-fund method. Therefore, the Court's lodestar cross-check confirms the reasonableness of Class Counsel's Fee Request of \$740,000.00, calculated as 40% of the common fund.

7. For the reasons set forth above, the Court finds the factors outlined in 12 O.S. § 2023(G)(4)(e) support the reasonableness of Class Counsel's Fee Request under both the percentage method and the lodestar cross-check.

8. In conformance with the Court's July 7, 2023 *Preliminary Approval Order*, notice of Class Counsel's intent to seek attorney fees of up to 40% of the Gross Settlement Fund of \$1,850,000.00 was sent to members of the Settlement Class and otherwise made available to the Settlement Class by means of publication in newspapers and through an Internet website dedicated to providing information about this Litigation. *See* JND Decl. at ¶¶ 6-11; Joint Class Counsel Decl. at ¶¶ 15-21. This notice campaign provided the Settlement Class with reasonable notice of the Final Fairness Hearing and Class Counsel's Motion for an award of attorneys' fees. *See* 12 O.S. § 2023(B)(2).

9. Class Counsel filed evidence in support of their Fee Request well before the objection and opt-out deadline. No Class Member filed an objection to Class Counsel's Fee

Request or otherwise appeared before the Court to assert an objection to Class Counsel's Fee Request.

10. Any appeal or any challenge affecting this Order Awarding Attorneys' Fees 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 18th day of September 2023.

/S/ ALLISON M. LAFFERTY
ALLISON M. LAFFERTY
ASSOCIATE DISTRICT JUDGE