If you are or were a royalty owner and received payments from Devon Energy Production Company from one or more wells producing natural gas processed at the Bridgeport Gas Processing Plant, you may be entitled to benefits afforded by a class action settlement.

A federal court authorized this Notice. This is <u>not</u> a solicitation from a lawyer.

- This notice ("Long-Form Notice" or "Notice") is being issued pursuant to Rule 23 of the Federal Rules of Civil Procedure and an order of the United States District Court for the Northern District of Texas ("Court"). The purpose of this Notice is to advise you of the pendency of a class action, where the Named Plaintiffs four royalty owners have sued Devon Energy Production Company ("DEPCO" or "Defendant") alleging underpayment of royalties. Named Plaintiffs and DEPCO are referred to herein as the "Parties." The class action, pending in the United State District Court for the Northern District of Texas, is entitled *Henry Seeligson, John M. Seeligson, Suzanne Seeligson Nash, and Sherri Pilcher v. Devon Energy Production Company, L.P.*, No. 3:16-cv-00082-K ("Action" or "Lawsuit").
- This Notice also advises that the Parties to the Action have agreed to settle the Action ("Settlement"). This Notice explains the Lawsuit, the Settlement, your legal rights, available benefits, who is eligible for them, and how to get them. As a Class Member, you have various options that you may exercise before the Court decides whether to approve the Settlement.
- Your legal rights are affected whether you act or don't act. This Notice includes important information about the Lawsuit and the Settlement.¹ Please read this Notice carefully.
- The Settlement with DEPCO will provide \$28,000,000 in cash to resolve the Class's claims against Defendant ("Settlement Fund"). The Settlement Fund, after certain deductions described herein, will be allocated to Class Members pursuant to the proposed plan of allocation, which can be reviewed at http://www.seeligsonsettlement.com.
- The Court in charge of this Action still has to decide whether to approve the Settlement. Payments will be made to Class Members only if the Court approves the Settlement and after appeals, if any, are resolved. The Court has scheduled a fairness hearing ("Fairness Hearing") to decide on final approval of the Settlement, the plan for allocating the Settlement Fund to Class Members, and Class Counsel's request for attorneys' fees and expenses, and service awards to the Named Plaintiffs. The Fairness Hearing is scheduled for Tuesday, June 15, 2021 before U.S. District Court Judge Honorable Ed Kinkeade at 10:00 a.m.
- Judge Kinkeade of the United States District Court for the Northern District of Texas certified this Lawsuit as a class action, and certified the following Class:

All persons or entities who, between January 1, 2008 and February 28, 2014, (i) are or were royalty owners in Texas wells producing natural gas that was processed through the Bridgeport Gas Processing Plant by Devon Gas Services, LP ("DGS"); (ii) received royalties from Devon Production Company, L.P. ("DEPCO") on such

¹ The full terms of the Settlement are set forth in Stipulation and Agreement of Settlement, dated December 30, 2020 (the "Settlement Agreement"), a copy of which can be viewed on the Settlement website, www.seeligsonsettlement.com. All capitalized terms used herein and not otherwise defined herein have the meanings set forth in the Settlement Agreement. In the event of any conflicts between the terms of this Notice and the Settlement Agreement, the Settlement Agreement shall control.

gas; (iii) had oil and gas leases that were on one of the following forms: Producers 88-198(R) Texas Paid-Up (2/93); MEC 198 (Rev. 5/77); Producers 88 (Rev. 10-70 PAS) 310; Producers 88 Revised 1-53—(With Pooling Provision); Producers 88 (2-53) With 640 Acres Pooling Provision; Producers 88 (3-54) With 640 Acres Pooling Provision; Producers 88 (4-76) Revised Paid Up with 640 Acres Pooling Provision; Producers 88 (7-69) With 640 Acres Pooling Provision; and Producers 88 (Rev. 3-42) With 40 Acres Pooling Provision (the "Class Lease Forms"); and (iv) had one or more of the oil and gas leases listed on the "Class Lease List".

Excluded from the Class are: (1) overriding royalty interest owners who derive their interest through the oil and gas lease; (2) all governmental entities, including federal, state, and local governments and their respective agencies, departments, or instrumentalities; (3) the States and territories of the United States or any foreign citizens, states, territories, or entities; (4) the United States of America; (5) publicly traded entities and their respective parents, affiliates, and related entities; (6) owners of any interests and/or leases located on or within any federally created units; (7) owners of any non-operating working interest for which DEPCO or its agents or representatives, as operator, disburses royalty; (8) DEPCO and any entity in which DEPCO has a controlling interest, and their officers, directors, legal representatives and assigns; and (9) members of the judiciary and their staff to whom this Action is assigned.

See Section 5 below for more information regarding who is a member of the Class.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:	
Do Nothing	Stay in this Lawsuit. Receive the benefits of this Settlement if it is approved. Give up certain rights.
	You do not need to take any action to remain part of the Class and, if eligible, receive a payment from the Settlement (<i>see</i> Section 9 below); however, if you owned a royalty interest in wells producing natural gas processed at the Bridgeport Gas Processing Plant, but transferred your interest, you may need to provide additional information (<i>see</i> Section 9 below). If you remain a member of the Class, you are giving up the right to sue Defendant in a different lawsuit about the same legal claims in this Lawsuit.
	You may, if you wish, comment in favor of the Settlement by sending your comment to Class Counsel: Geoffrey C. Jarvis and Melissa L. Troutner, of Kessler Topaz Meltzer & Check, LLP, 280 King of Prussia Road, Radnor, PA 19087 or by email to the email address: info@seeligsonsettlement.com.
ASK TO OPT OUT OF THE CLASS NO LATER THAN MARCH 29, 2021	Get out of this Lawsuit. Get no money or benefits from the Settlement. Keep any rights you may have to sue Defendant about the same legal claims in this Lawsuit.
	If you request to opt out of the Class, you will not be able to share in the Settlement benefits. But, you will keep any rights you may have.
	If you wish to opt out of the Class, your opt out request must include your full name, tax identification number, owner number or Bus Assoc #, mailing address, telephone number, and email address, a clear statement that you wish to opt out of the Class, and be personally signed by you (and your lawyer if you are represented by counsel).

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	Your opt out request must be sent to the Settlement Administrator at Devon Settlement Administrator, c/o Heffler Claims Group, P.O. Box 169, Warminster, PA 18974-0169 . If your opt out request is properly submitted on or before the deadline, you will not be bound by the terms of the Settlement, and you will be free, if you choose, to pursue your own lawsuit against Defendant. If you do not submit a clear and timely opt out request, you will be bound by the Settlement Agreement and relinquish any claims against Defendant about the legal claims in this Lawsuit.
OBJECT TO THE	Object to the Settlement.
SETTLEMENT NO LATER THAN MAY 11, 2021	 If you are a member of the Class, you may object to the Settlement, the Plan of Allocation, Class Counsel's request for attorneys' fees and expenses, or the request for Named Plaintiffs' service awards. You may, but need not, select an attorney to appear at the Fairness Hearing on your behalf. If you do, you will be responsible for your own attorneys' fees and costs. If you object to the proposed Settlement, or any aspect thereof, you must do so in writing on or before Tuesday, May 11, 2021. Your written objection must include: Your full name, tax identification number, owner number or Bus Assoc #, mailing address, telephone number, and email address; A copy of your oil and gas lease; A written statement of all grounds for your objection, accompanied by any legal support for the objection; Copies of any papers, briefs, or other documents upon which the objection is based; The name, address, email address, and telephone number of every attorney representing the objector; A statement indicating whether you and/or your counsel intends to appear at the Fairness Hearing and, if so, a list of all persons, if any, who will be called to testify in support of the objection; and Your signature (and your counsel's signature if you are represented by counsel). Your written objection must also be: (1) filed with the Clerk of the U.S. District Court for the Northern District of Texas, and (2) sent to: (A) Geoffrey C. Jarvis, Kessler Topaz Meltzer & Check, LLP (Class Counsel), 280 King of Prussia Road, Radnor, PA 19087; and (B) Craig A. Haynes, Thompson & Knight LLP

• Any questions? Read this notice carefully and visit www.SeeligsonSettlement.com.

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1. Why is there a Notice?

The Court directed that this Notice be issued because the Parties in this Action have agreed to settle the Action. The Court "certified" this case as a class action lawsuit. If you are or were a royalty owner of DEPCO, in one or more wells producing natural gas processed at the Bridgeport Gas Processing Plant between January 1, 2008 and February 28, 2014, you may be eligible to receive certain benefits, and have legal rights and options in this case. This notice explains all these things.

The Honorable Ed Kinkeade, Judge of the United States District Court for the Northern District of Texas, is overseeing this class action. The case is known as *Henry Seeligson, John M. Seeligson, Suzanne Seeligson Nash,* and *Sherri Pilcher, individually and on behalf of all others similarly situated, v. Devon Energy Production Company, L.P.*, Case No. 3:16-cv-00082-K. The persons who sued, Henry Seeligson, John M. Seeligson, Suzanne Seeligson, Suzanne Seeligson Nash, and Sherri Pilcher, are called the Named Plaintiffs. The company they are suing, DEPCO, is called the Defendant.

2. Why is this Lawsuit a class action?

In a class action, one or more persons called class representatives (in this case, Henry Seeligson, John M. Seeligson, Suzanne Seeligson Nash, and Sherri Pilcher) sue on behalf of people who have similar claims. All of these people who have similar claims collectively make up the "Class" and are called the "Class Members." One lawsuit before one judge resolves the issues and claims for all class members together regardless of the outcome – favorable or unfavorable.

The Court decided that this Lawsuit could proceed as a class action under the requirements of Federal Rule of Civil Procedure 23. More information about why this is a class action can be found in the Court's Class Certification Order, which is available at www.seeligsonsettlement.com.

The Court has not decided in favor of Named Plaintiffs or Defendant. Instead, both sides agreed to a Settlement with no decision or admission of who is right or wrong. That way, all Parties avoid the risks and cost of a trial, and the people affected (the Class Members) will get compensation quickly. The Named Plaintiffs and the attorneys think the Settlement is best for the Class.

The Court has authorized this Notice, but it is not an expression of an opinion by the Court as to the merits of any of the claims or defenses asserted by either side in the case.

THE CLAIMS IN THE LAWSUIT

3. What is this Lawsuit about?

Named Plaintiffs Henry Seeligson, John M. Seeligson, Suzanne Seeligson Nash, and Sherri Pilcher are DEPCO lessors and royalty owners of Barnett Shale wells located in Tarrant, Denton, and Wise Counties, Texas that produced natural gas processed through the Bridgeport Gas Processing Plant. Named Plaintiffs allege their royalties were underpaid as a result of the wrongful acts and misconduct of Defendant. Named Plaintiffs allege Defendant violated the duty to market implied in the Class Members' leases by colluding with its affiliate Devon Gas Services ("DGS") to inflate the profits of their shared parent company at the expense of royalty owners. Their Amended Complaint has the following claims for relief: (a) breach of contract; and (b) breach of implied covenant to market. Named Plaintiffs contend Defendant is liable for these claims. Defendant denies all of the claims and allegations made in the Lawsuit and asserted counterclaims that it overpaid royalties.

This Notice does not describe all claims and defenses brought by the Parties. The section entitled "Getting More Information" describes the process by which you can get more information about the Action, claims, and defenses asserted.

4. What has happened so far in the case?

This Action was filed by Named Plaintiffs in 2014. Defendant answered and filed a counterclaim for declaratory relief against Named Plaintiffs and a mandatory, counter-defendant class of royalty owners, requesting that the Court declare the respective rights of DEPCO and its royalty owners.

The Court has certified the Class described in Section 5 below.

The Parties agreed to a Settlement of the Action and informed the Court of such on October 16, 2020. By settling, Named Plaintiffs and Defendant avoid the risk of trial and the continued costs of litigation. Named Plaintiffs and Class Counsel believe that the proposed Settlement is fair, adequate, reasonable, and in the best interests of the Class.

MEMBERS OF THE CLASS

5. How do I know if I am part of the Class?

If you fit within the Class definition below and do not fall under any exclusion, you are a member of the Courtcertified Class consisting of:

All persons or entities who, between January 1, 2008 and February 28, 2014, (i) are or were royalty owners in Texas wells producing natural gas that was processed through the Bridgeport Gas Processing Plant by Devon Gas Services, LP ("DGS"); (ii) received royalties from Devon Production Company, L.P. ("DEPCO") on such gas; (iii) had oil and gas leases that were on one of the following forms: Producers 88-198(R) Texas Paid-Up (2/93); MEC 198 (Rev. 5/77); Producers 88 (Rev. 10-70 PAS) 310; Producers 88 Revised 1-53—(With Pooling Provision); Producers 88 (2-53) With 640 Acres Pooling Provision; Producers 88 (3-54) With 640 Acres Pooling Provision; Producers 88 (4-76) Revised Paid Up with 640 Acres Pooling Provision; Producers 88 (Rev. 3-42) With 40 Acres Pooling Provision (the "Class Lease Forms"); and (iv) had one or more of the oil and gas leases listed on the "Class Lease List."

The persons or entities excluded from the Class are: (a) overriding royalty interest owners who derive their interest through the oil and gas lease; (b) all governmental entities, including federal, state and local governments and their respective agencies, departments, or instrumentalities; (c) the States and territories of the United States or any foreign citizens, states, territories or entities; (d) the United States of America; (e) owners of any interests and/or leases located on or within any federally created units; (f) owners of any non-operating working interest for which DEPCO or its agents or representatives, as operator, disburses royalty; (g) DEPCO and any entity in which DEPCO has a controlling interest, and their officers, directors, legal representatives and assigns; and (h) members of the judiciary and their staff to whom this Action is assigned. Also excluded from the Class are any Class Member that requests exclusion from the Class in accordance with the instructions set forth in this Notice.

If you are still not sure whether you are included in the Class, contact the Settlement Administrator or Class Counsel, listed below or visit www.seeligsonsettlement.com to look up whether you are a Class Member. Or, you may contact your own lawyer at your own expense.

6. How do I keep my address current?

If you are a Class Member, you should have received a postcard Notice in the mail. If you did not receive a postcard Notice or if the postcard Notice you received was forwarded by the postal service, or sent to you at an address which is not current, you should immediately contact the **Devon Settlement Administrator**, c/o Heffler Claims Group, P.O. Box 169, Warminster, PA 18974-0169, call, 1-833-537-1190, email, info@seeligsonsettlement.com, or visit www.seeligsonsettlement.com and provide them with your current address.

7. What does the Settlement provide?

Defendant has agreed to pay \$28,000,000 in cash into an interest-bearing escrow account ("Settlement Fund") for the benefit of the Class. Pursuant to the Settlement, any monies allocated to volumes of opt outs (i.e., opt out requests) shall be returned to Defendant.

If approved by the Court, the Settlement Fund (including any accrued interest while in escrow), minus any deductions for funds that have been allocated to opt out requests (as noted above), Court awarded attorneys' fees and expenses to Class Counsel, the cost of settlement notice and administration, any taxes, and Court awarded service awards to the Named Plaintiffs (the "Net Settlement Fund") will be distributed to Class Members. Distributions to Class Members will be made based on the royalty payments made by DEPCO during the Class Period. Historical royalty payment data from Defendant will be used to make these calculations.

As part of the Settlement, Defendant and Class Members will be released and discharged from all claims asserted in the Lawsuit and all related claims ("Releasees" and "Released Claims" as defined in the Settlement Agreement). The full text of the agreed-upon Releases is included in the Settlement Agreement, available at www.seeligsonsettlement.com.

8. When would I get my payment and how much would it be?

Each Class Member's recovery amount will be determined using a Court-approved Plan of Allocation. The detailed Plan of Allocation can be reviewed at www.seeligsonsettlement.com. Under the proposed Plan of Allocation, distribution of the Net Settlement Fund to Class Members will be made based on the royalty payments made by DEPCO during the Class Period. Apportioning the Net Settlement Fund among Class Members based on the historical royalty payments is consistent with the effect among Plaintiffs and members of the class of the artificial price reduction of royalties over the course of the Class Period that was allegedly caused by Defendant's misconduct.

Money from the Settlement will only be distributed to Class Members if the Court grants final approval of the Settlement. Payment is conditioned on several matters, including the Court's approval of the Settlement and such approval no longer being subject to any appeals to any court or, if there is an appeal, such appeal being final and no longer subject to any further appeal.

The Settlement Agreement may be terminated if the Court does not grant approval of the Settlement or materially modifies it. If the Settlement Agreement is terminated, the Lawsuit will proceed as if the Settlement had not been reached.

9. How can I get a payment?

If the Settlement is approved by the Court, the Settlement Administrator will distribute the Settlement Fund consistent with the Plan of Allocation. Historical royalty payment data from Defendant will be used to make these calculations. You may be asked to verify the information.

If you owned royalty interest in wells producing natural gas processed at the Bridgeport Gas Processing Plant between January 1, 2008 and February 28, 2014 but no longer own such interest, you must notify the Settlement Administrator by calling toll-free 833-537-1190, or writing to **Devon Settlement Administrator, c/o Heffler Claims Group, P.O. Box 169, Warminster, PA 18974-0169**, and advise whether you retained any rights to the proceeds of this Lawsuit. If you no longer own such interest and retained rights to proceeds of this Lawsuit, but fail to notify the Settlement Administrator no later than March 29, 2021, any proceeds of this Lawsuit will be paid to the royalty owner as reflected in DEPCO's pay histories for such interest as of the February 2014 production month, or last production month in time prior thereto.

YOUR RIGHTS AND OPTIONS

10. What happens if I do nothing at all?

If you do nothing, you are choosing to stay in the Class. You will be subject to and bound by the Settlement Agreement and every order or judgment entered in the Lawsuit, and you will not be able to sue or continue to sue Defendant, in a different case, over the legal claims that are or could have been included in this Action. If the Settlement is approved, you may be entitled to share in the proceeds, less deductions for opt out requests (see Section 9 above), and such costs, expenses, and attorney's fees as the Court may allow out of such recovery. Do not request to opt out of the Class if you wish to participate in this Settlement as a Class Member.

11. What happens if I opt out of the Class?

If you opt out of the Class you will not be bound by any judgment in this Lawsuit, nor will you be entitled to share in this Settlement, but you may individually pursue any legal rights you may have against Defendant at your own expense. If you do opt out so you can start or continue your own lawsuit against Defendant, you should talk to your own lawyer, because your claims may be subject to a statute of limitations.

12. Why would I ask to opt out of the Class?

Grouping the class members into this one class action saves both time and expenses and allows the royalty owners' remedies to be quickly and efficiently decided. If you already have your own royalty underpayment lawsuit against Defendant and want to continue with it, you should opt out. If you choose to stay in the Class in this Lawsuit, you shall be subject to and bound by the Settlement Agreement and every order or judgment entered in the Lawsuit, and you will not be able to sue or continue to sue Defendant, in a different case, over the legal claims that are or could have been included in the Action.

Please Note: Defendant has the right to terminate the Settlement if valid Opt Out Requests are received from members of the Class in an amount that exceeds an amount agreed to by Named Plaintiffs and Defendant.

13. How do I ask to opt out of the Class?

To request to opt out of the Class, you must send an Opt Out Request in the form of a letter by mail, stating that you want to opt out of the Class in *Seeligson v. Devon Energy Production Company, L.P.* To be valid, your Opt Out Request must: (1) state the full name, tax identification number, owner number or Bus Assoc #, mailing address, telephone number, and email address of the person or entity requesting to opt out, (2) be signed by the individual or an officer of the entity requesting to opt out, and (3) be mailed to **Devon Settlement Administrator, c/o Heffler Claims Group, P.O. Box 169, Warminster, PA 18974-0169**, and postmarked no later than **March 29, 2021**. Your "Bus Assoc #", or owner number, can be found on your Statement of Oil & Gas Payments. If your Opt Out Request is not properly submitted on or before **March 29, 2021**, you will be considered a Class Member, and you will be bound by any final judgment in this Lawsuit.

14. How do I object to the Settlement?

If you are a member of the Class, you may object to the Settlement, the Plan of Allocation, Class Counsel's request for attorneys' fees and expenses, or the request for Named Plaintiffs' service awards. If you object to the proposed Settlement, you must do so in writing **on or before Tuesday, May 11, 2021**. Your written objection must include:

- Your full name, tax identification number, owner number or Bus Assoc #, mailing address, telephone number, and email address;
- A copy of you oil and gas lease;
- A written statement of all grounds for your objection, accompanied by any legal support for the objection;
- Copies of any papers, briefs, or other documents upon which the objection is based;
- The name, address, email address, and telephone number of every attorney representing you;

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- A statement indicating whether you and/or your counsel intends to appear at the Fairness Hearing and, if so, a list of all persons, if any, who will be called to testify in support of the objection; and
- Your signature (and your counsel's signature if you are represented by counsel).

Your written objection must also be: (1) filed with the Clerk of the U.S. District Court for the Northern District of Texas, and (2) sent to: (A) Geoffrey C. Jarvis, of Kessler Topaz Meltzer & Check, LLP (Class Counsel), 280 King of Prussia Road, Radnor, PA 19087; and (B) Craig A. Haynes, Thompson & Knight LLP (Defendant's Counsel), 1722 Routh Street, Suite 1500, Dallas, TX 75201.

You may, but need not, select an attorney to appear at the Fairness Hearing on your behalf. If you do, you will be responsible for your own attorneys' fees and costs.

THE LAWYERS APPOINTED TO REPRESENT YOU

15. Do I have a lawyer in this case?

The Court appointed the attorneys listed below to serve as Class Counsel to represent you and other Class Members. They are experienced in handling similar cases.

Geoffrey Jarvis Melissa Troutner KESSLER TOPAZ MELTZER & CHECK, LLP 280 King of Prussia Road Radnor, PA 19087 Tel: (610) 667-7706 Email: gjarvis@ktmc.com Email: mtroutner@ktmc.com

Brad Seidel SEIDEL LAW FIRM, PC 6 Hedge Lane Austin, TX 78746 Tel: (512) 537-0903 Email: brad@seidelpc.com David Drez III WICK PHILLIPS GOULD & MARTIN, LLP 100 Throckmorton Street Fort Worth, TX 76102 Tel: (817) 332-7788 Email: david.drez@wickphillips.com

Jack Mattingly, Jr. MATTINGLY & ROSELIUS, PLLC 215 East Oak Avenue Seminole, OK 74868 Tel: (405) 382-3333 Email: jackjr@mroklaw.com

16. Should I get my own lawyer?

You do not need to hire your own lawyer because Class Counsel have been appointed by the Court to represent you and all the other members of the Class. You can hire your own lawyer, at your own expense, if you want someone other than Class Counsel to speak for you.

17. How will the lawyers be paid?

The Court will be asked to approve reasonable fees and expenses for the lawyers who worked on the case of up to one-third of the Settlement Fund plus reimbursement for the litigation expenses they have advanced on behalf of the Class. Class Counsel will also ask for service awards for the Named Plaintiffs of up to \$80,000 from the Settlement Fund in the aggregate in recognition of their efforts to date on behalf of the Class. If the Court grants Class Counsel's requests, such attorneys' fees, expenses, and service awards would be deducted from the Settlement Fund. Members of the Class will not have to pay any attorneys' fees or expenses out of their own pockets.

Any application by Class Counsel for an award of attorneys' fees, reimbursement of expenses, and service awards to the Named Plaintiffs will be filed with the Court and made available for download and/or viewing on or before June 15, 2021 on www.seeligsonsettlement.com, as well as the offices of the Clerk of the Court, United States District Court for the Northern District of Texas, 1100 Commerce Street, Dallas, Texas, 75242, under Civil Action 3:16-cv-00082.

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GETTING MORE INFORMATION

18. Is more information about the Lawsuit available?

This Notice gives only a summary of the Settlement and Lawsuit. More information is available by visiting www.seeligsonsettlement.com, calling toll-free 833-537-1190, or writing to **Devon Settlement Administrator**, c/o **Heffler Claims Group**, **P.O. Box 169**, **Warminster**, **PA 18974-0169**. You may also contact Class Counsel listed above.

Complete copies of the pleadings, orders, and other documents filed in this case are available at http://www.pacer.gov or the office of the Clerk of the Court, United States District Court for the Northern District of Texas, 1100 Commerce Street, Dallas, Texas, 75242, under Civil Action 3:16-cv-00082.

DATE: February 20, 2021

BY ORDER OF THE COURT UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF TEXAS