

There is a Proposed Settlement worth more than \$53 million in the Noble Energy/Patina Oil & Gas Class Action.

You may be able to obtain benefits

A court authorized this notice. This is NOT a solicitation from a lawyer.

- A Proposed Settlement has been reached in a class action lawsuit against Noble Energy Production, Inc. (formerly known as Patina Oil & Gas Corporation), Noble Energy, Inc. and SOCO Wattenberg Corporation (collectively referred to here as “Noble”). The lawsuit is about the alleged underpayment of royalty payments made by Noble or by Duke Energy Field Services (“Duke”) on behalf of Noble.
- A Notice concerning the certification of the *Holman* lawsuit as a class action may have been previously sent to you. At that time, you had the choice to remain in the Class Action or exclude yourself. Even if you excluded yourself then, you can still participate in the Proposed Settlement now. If you participate in the Proposed Settlement, you may be able to obtain money damages.
- You are a member of the Settlement Class if:
 - **You received a royalty payment from Noble (either directly or indirectly through Duke) on gas produced since January 1, 1997, from wells in the Greater Wattenberg Area, which includes Adams, Boulder, Broomfield, Larimer and Weld Counties in Colorado; and**
 - **You are not excluded from the Settlement Class for one or more of the reasons set out under Question 3 below.**

A Summary of Your Rights and Choices:

You May:		Due Date:
Exclude yourself from the Proposed Settlement	You can exclude yourself from (opt out of) the Proposed Settlement and not be bound by the Court’s rulings. You will also not share in the distribution of monetary relief. You may bring your own lawsuit. See Question 5.	<u>Postmarked On or before May 21, 2007</u>
Object or comment on the Proposed Settlement	You can appear and object to or comment on the Proposed Settlement in the lawsuit on your own or through your own lawyer. See Question 11.	<u>Postmarked On or before May 21, 2007</u>
Get money damages	You may be able to get money from the Proposed Settlement as outlined in Question 7.	<u>Automatic Distribution</u>

1. Why did I get this notice?

Records show that you (or someone in your family) may have received a gas royalty payment from Noble (either directly from Noble or from Duke) on gas produced since January 1, 1997, from wells in the Greater Wattenberg Area (located in Adams, Boulder, Broomfield, Larimer and Weld Counties).

A previous notice was sent in connection with the certification for trial of the class in *Holman v. Patina Oil & Gas Corp. and SOCO Wattenberg Corp.*, Case No. 03 CV 9. Because Patina recently merged with Noble Energy Production, Inc., the *Holman* case is now known as *Holman v. Noble Energy Production, Inc.*

The Court sent you this notice to inform you of a Proposed Settlement of this class action which includes the *Holman* case and also the case of *Wardell Family Partnership v. Noble Energy, Inc., Noble Energy Production, Inc. and SOCO Wattenberg Corp.* Case No. 06 CV 734, Div. 4., which has been consolidated with the *Holman* case. This notice outlines the terms of the proposed Settlement, who is a Settlement Class Member, how Settlement monies will be paid, and how to comment on or object to the Proposed Settlement.

Judge Daniel S. Maus of the Weld County District Court, Colorado, is overseeing this class action.

The people who sued are called the "Plaintiffs," and the companies they sued are called the "Defendants."

2. What is this lawsuit about?

The Plaintiffs claim that Noble has underpaid royalties relating to gas produced by Noble from wells in the Greater Wattenberg Area in Colorado. The lawsuit claims that Noble inappropriately deducted from royalties certain costs Noble incurred to place the gas in a marketable condition and location. This includes certain post-wellhead expenses such as gathering and processing costs. The Plaintiffs asked Noble to pay money damages and to change its royalty deduction practices. Noble denies the Plaintiffs' claims but has agreed to settle the class action because of the time and expense of continuing the lawsuit.

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

Receiving this notice does not guarantee that you are a Settlement Class Member and can get money from the proposed Settlement. The Settlement Class includes:

All individuals and entities, private or public, to whom Noble has paid or currently is paying Royalties (either directly or indirectly through Duke and either on its own behalf or on behalf of Other Working Interest Owners) under Leases on Natural Gas and Liquids produced since January 1, 1997, from wells located in Adams, Boulder, Broomfield, Larimer, and Weld Counties, Colorado, according to the business records maintained by Noble.

Excluded from the Settlement Class are:

- (a) The federal government;
- (b) Legally recognized Indian tribes;
- (c) Persons and entities who are plaintiffs or parties to settlements in *Ace Royalties, LLC, et al. v. Noble Energy, Inc. and Noble Energy Production, Inc.*, Case No. 05-CV-5633 on the docket of the District Court for the City and County of Denver, Colorado, or are plaintiffs in *Robert A. Davis, et al. v. Patina Oil & Gas Corporation*, Case No. 05-CV-3377 on the docket of the District Court for the City and County of Denver, Colorado;
- (d) Persons and entities who own a working interest in any well in the Subject Counties operated by Noble; and
- (e) Any person who currently serves as a judge in the *Holman* case, and their spouse.

Some persons included in the Settlement Class definition may be deceased ("Deceased Class Members"). In order to assist the Settlement Administrator in the allocation and distribution of monies attributable to the interests of Deceased Class Members, this Notice is accompanied by an Heirship/Beneficiary Information Form ("Heirship Form"). If a Settlement Class Member believes that he or she is entitled to receive all, or some portion of the Settlement monies allocable to a

Deceased Class Member, then the Settlement Class Member is requested, but not required, to mail to the Settlement Administrator a completed Heirship Form.

Some corporations, partnerships, or other entities included in the Settlement Class definition may now be dissolved. If you have succeeded to the interest of such a dissolved corporation, partnership, or other entity, you should immediately contact the Settlement Administrator at the following address and/or phone number:

Noble/Patina Gas Royalties Settlement Administrator
P.O. Box 131
Minneapolis, MN 55440-0131
1-800-804-1830

If you are a Settlement Class Member and the Judge approves the Proposed Settlement, you will be bound by all orders and judgments of the Court and by the Court's final resolution of the Settlement Class claims in the Action. See Question 12 for your right to comment on or object to the proposed Settlement.

4. How do I know if my well or lease is included in the Proposed Settlement?

If you have any questions about whether you are part of the Settlement Class please call (toll-free) 1-800-804-1830, visit www.noblepatinasettlement.com, or contact the following Class Counsel: Larry Moffett, (662) 232-8979, lmoffett@danielcoker.com or David Stellings, (212) 355-9500, dstellings@lchb.com.

Please do not contact the Court.

5. Can I get out of the Settlement Class?

If you don't want to be in the Settlement Class and you want to keep the right to sue Noble about the same claims on your own, you must take steps to get out of the Settlement Class. This is called excluding yourself from or "opting out of" the Settlement Class. By excluding yourself, you keep the right to file your own lawsuit. If you exclude yourself from the Class, you will not receive any monetary benefits in the Proposed Settlement.

If you previously opted-out of the *Holman* Class when you received the *Holman* certification notice and you still wish to exclude yourself from the Settlement Class you must send a letter requesting exclusion to the Court as outlined in Question 6.

6. How do I get out of the Settlement Class?

To exclude yourself from the Settlement Class, you must send a letter personally signed by you that includes all of the following:

- Your name, address, and telephone number;
- The name and number of the consolidated lawsuit: *Holman v. Noble Energy Production, Inc.*, Case No. 03 CV 9, Div 4, Weld County, District Court, Colorado.
- A statement that you want to be excluded from the Settlement Class.

Your request for exclusion letter must be mailed first class, postage pre-paid, **postmarked on or before May 21, 2007**, to:

Noble/Patina Gas Royalties Settlement Administrator
P.O. Box 131
Minneapolis, MN 55440-0131

You cannot exclude yourself from only part of the Settlement or Settlement Class. You must either remain a Settlement Class Member or exclude yourself from the entire Settlement. Also, please remember that you can't exclude yourself by phone or by sending an email.

7. What does the Proposed Settlement provide?

The Proposed Settlement provides for monetary relief for post-wellhead expense deductions on production through December 31, 2007. All eligible Settlement Class Members who have not opted out of the Settlement Class will receive a pro-rata distribution of the Settlement Fund (based on royalty payments received), valued at approximately \$53 million before the deduction of attorneys' fees and expenses.

In addition, the Proposed Settlement provides for an increase of Settlement Class members' future royalty payments. Defendants currently calculate Class Members' royalty payments by deducting 100% of post-wellhead expenses. Under the proposed Settlement, Defendants will, beginning with the production month of January 2008, calculate royalty payments to Settlement Class Members by deducting only 50% of post-wellhead expenses as specified in the Settlement Agreement instead of the 100% deductions taken by Defendants in the past.

In exchange for the benefits received by the Settlement Class, Noble and the Other Working Interest Owners will be released from any and all claims the Settlement Class Members may have against Noble and the Other Working Interest Owners based on Noble's calculation, payment and reporting of royalties on gas produced by Noble from the Subject Counties.

8. Do I have lawyers representing my interests in this case?

The Court has appointed the following law firms to represent the Settlement Class:

- Witwer, Oldenburg, Barry & Johnson, LLP, Greeley, CO
- Lieff, Cabraser, Heimann & Bernstein, LLP, New York, NY
- Daniel Coker Horton & Bell, P.A., Oxford, MS
- Barrett Law Office, P.A., Lexington, MS
- M. Stephen Dampier, P.C., Fairhope, AL
- Taylor Martino Kuykendall, Mobile, AL

These lawyers are called "Class Counsel." You do not have to pay Class Counsel. If you want your own lawyer, and to have that lawyer appear in court, you may hire one at your own expense.

9. How will the lawyers be compensated?

Class Counsel will request that the Court award attorneys' fees and reimbursement of expenses of approximately one-third of the Settlement Fund. The Court, at its own discretion, may award less than these requested amounts without further notice to the Settlement Class Members. Again, if you choose to hire your own attorney, you will be responsible for that attorney's fees and expenses.

10. Should I get my own lawyer?

You don't need to hire your own lawyer. If you want your own lawyer to speak for you or to appear in Court, you must file a Notice of Appearance. (See Question 15 to find out how to submit a Notice of Appearance). If you hire a lawyer to appear for you in the lawsuit, you will have to pay that lawyer on your own.

11. Who are the Class Representatives and how will they be compensated?

The Court has appointed four Settlement Class Members (the Estate of Jack Holman (William L. Crosier, Special Administrator), Dorothy Holman, the Wardell Family Partnership, and Glen Droegemueller) as Class Representatives. The Class Representatives work with the Class Counsel on behalf of all Settlement Class Members to present the views of typical Settlement Class Members to Class Counsel and the Court.

The Court may award payments to the Class Representatives in this case. Class Counsel will request the Court to award a total amount not to exceed \$150,000 as payments to the Class Representatives in this Proposed Settlement. The amount awarded by the Court will be paid by Defendants and will not reduce the Settlement Fund.

12. Can I object to or comment on the Proposed Settlement?

If you have comments about, or disagree with, any aspect of the Proposed Settlement, including the requested attorneys' fees, you may express your views to the Court through a written response to the Proposed Settlement. Only Settlement Class Members who have not opted out can object or comment. The written response should include your name, address, telephone number and a brief explanation of your reasons for objection. The document must be signed to ensure the Court's review. The response must be postmarked on or before May 21, 2007, and mailed to:

Clerk of Court
District Court, Weld County, Colorado
P.O. Box 2038
Greeley, CO 80632-2038

The response must also be mailed to the following attorneys:

Larry D. Moffett
Daniel Coker Horton & Bell, P.A.
P.O. Box 1396
Oxford, MS 38655-1396

David Stellings
Lieff, Cabraser, Heimann & Bernstein, L.L.P.
780 Third Avenue, 48th Floor
New York, NY 10017-2024

Michael J. Gallagher
Davis Graham & Stubbs LLP
1550 Seventeenth Street, Suite 500
Denver, Colorado 80202

In addition, your document must clearly state that it relates to the following Civil Action Number: **03 CV 9, Div 4.**

13. Will there be a Hearing on the Proposed Settlement?

The Court will hold a Final Approval Hearing on June 11, 2007, to consider whether the Proposed Settlement is fair, reasonable, and adequate. The Hearing will be at Weld County District Court, 901 9th Avenue, Greeley, Colorado 80631 at 8:30 a.m. At the Hearing, the Court will decide whether to approve the Proposed Settlement and the motion for attorneys' fees and expenses. If comments or objections have been received, the Court will consider them at this time.

Note: The Hearing may be postponed to a different date without additional notice. Updated information will be posted on the Proposed Settlement Web site at www.noblepatinasettlement.com.

14. Must I attend the Hearing?

Attendance is not required, even if you properly mailed a written objection or comment. Class Counsel is prepared to answer the Court's questions on your behalf. If you or your lawyer still want to attend the Hearing, you are more than welcome to come at your expense. However, it is not necessary that either of you attend. If you filed an objection to the Settlement, as long as the objection was postmarked before the deadline, the Court will consider it.

15. May I speak at the Hearing?

If you want your own lawyer instead of Class Counsel to speak at the Final Approval Hearing, you must give the Court a paper that is called a "Notice of Appearance." The Notice of Appearance refer to "*Holman v. Noble Energy Production, Inc.*," Case No. 03 CV 9, and state that you wish to enter an appearance at the Fairness Hearing. It also must include your name, address, telephone number, and signature. Your "Notice of Appearance" must be postmarked no later than May 21, 2007. You cannot speak at the Hearing if you asked to be excluded from the Proposed Settlement Class.

The Notice of Appearance must be filed with the Court at the following address:

Clerk of Court
District Court, Weld County Colorado
P.O. Box 2038
Greeley, CO 80632-2038

The Notice of Appearance also must be mailed to the following attorneys:

Larry D. Moffett
Daniel Coker Horton & Bell, P.A.
P.O. Box 1396
Oxford, MS 38655-1396

David Stellings
Lieff, Cabraser, Heimann & Bernstein, L.L.P.
780 Third Avenue, 48th Floor
New York, NY 10017-2024

Michael J. Gallagher
Davis Graham & Stubbs LLP
1550 Seventeenth Street, Suite 500
Denver, Colorado 80202

The Notice of Appearance must be filed using the following Civil Action Number: **03 CV 9, Div 4.**

16. How do I get more information about the Proposed Settlement?

This notice summarizes the Proposed Settlement and your rights and options as a Settlement Class Member. To find out more information, visit the Web site at www.noblepatinasettlement.com, call 1-800-804-1830, or write to:

Noble/Patina Gas Royalties Settlement Administrator
P.O. Box 131
Minneapolis, MN 55440-0131

The website contains many court documents including: the Settlement Agreement, the Complaint, the Defendants' Answer, and the Order preliminarily approving the Settlement and provisionally certifying the Settlement Class. The website also includes a list of frequently asked questions and answers and other information or messages about the proposed Settlement.

If you have a question about whether or not you are in the Settlement Class, or about your rights and options as a Settlement Class Member, you may contact the Class Counsel at:

Larry Moffett, (662) 232-8979, lmoffett@danielcoker.com or David Stellings, (212) 355-9500, dstellings@lchb.com.

All court records may be examined in person and copied at the Clerk's Office, Weld County District Court, 901 9th Avenue, Greeley, Colorado 80631.

PLEASE DO NOT TELEPHONE THE COURT.

NOBLE/PATINA CLASS ACTION SETTLEMENT - HEIRSHIP/BENEFICIARY INFORMATION FORM

The information in this form is solicited in order to assist the Settlement Administrator in the allocation and distribution of monies attributable to the interests of persons included in the Settlement Class definition who are now deceased ("Deceased Class Members"). If you are an heir or beneficiary of a Deceased Class Member and thereby believe you are entitled to receive all, or some portion, of the Initial Settlement Payment allocable to a Deceased Class Member under the Settlement Agreement's Plan of Allocation, then you are requested to provide the information set forth below and mail the completed form in a postage-prepaid envelope, to the Settlement Administrator listed below, postmarked no later than May 21, 2007.

You should send your completed form to:

**Noble/Patina Gas Royalties Settlement Administrator
P. O. Box 131
Minneapolis, MN 55440-0131**

If you have any questions about this form, please write the Settlement Administrator at the address above, or call the Settlement Administrator at 1-800-804-1830.

The provision of an Heirship Form is requested as an aid to the Settlement Administrator in the distribution of the Initial Settlement Payment, but shall not constitute a required proof of claim form. In the absence of an Heirship Form, the Settlement Administrator may review records in Noble's possession, including division orders, transfer orders, probate records, payment records, and like documents, and reasonably attempt to allocate and distribute Initial Settlement Payment monies attributable to a Deceased Class Member's interests, to the person, or persons, who received Royalty payments from Noble as a successor-in-interest to the Deceased Class Member in the ordinary course of business. The Settlement Administrator may also allocate and distribute Initial Settlement Payment monies attributable to a Deceased Class Member's interests to the estate of the Deceased Class Member, with any such payment to be made payable to the estate of the Deceased Class Member and sent to such mailing address for the estate as may be readily ascertainable by the Settlement Administrator.

Requested Information

A. Provide the following information about the person submitting this form:

1. Current Name: _____
2. Any different name under which you may have received gas royalty payments from Noble: _____
3. Current Address: _____
4. Current Telephone Number: (_____) _____ - _____
5. Social Security Number: _____ - _____ - _____

B. Provide the following information about the Deceased Class Member to whom this Heirship Form pertains:

1. Name: _____
2. Social Security Number (if known): _____ - _____ - _____
3. The approximate date of the Deceased Class Member's death: ____ / ____ / _____
4. If known by you, the name of each well operated by Noble and in which the Deceased Class Member owned a mineral or royalty interest.

5. Identify each oil and gas lease under which the Deceased Class Member received royalty payments on gas produced by Noble (if you know).

C. List the name and address of each person and/or entity who is an heir or beneficiary of the Deceased Class Member and succeeded to the Deceased Class Member's mineral or royalty interests and specify the fractional share (e.g., 1/2, 1/3, etc.) of the Deceased Class Member's interests to which each such person or entity succeeded:

D. Attach copies of documentation, such as probate documents, transfer orders, division orders, and like documents, which evidence that the undersigned and the persons identified in paragraph C, above, succeeded to the Deceased Class Member's interests.

Your signature on this Heirship Form constitutes a representation that the information contained in this form and the documents provided with the form, are true and correct, to the best of your knowledge, information, or belief.

Date

Signature