

EXHIBIT D
to
NOTICE ORDER

IN THE TWENTY-SIXTH JUDICIAL DISTRICT
DISTRICT COURT, STEVENS COUNTY, KANSAS
CIVIL DEPARTMENT

JOHN STEPHEN ALFORD and)
JOE LARRABEE, individually and on)
behalf of Plaintiff Class as more fully)
described in the First Amended Petition,)

Plaintiffs,)

vs.)

Case No. 93 CV 37

PIONEER NATURAL RESOURCES)
USA., INC.,)

Defendant.)
)

PUBLISHED NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION

**THIS NOTICE MAY AFFECT YOUR RIGHTS.
PLEASE READ CAREFULLY.**

FROM THE HONORABLE TOM R. SMITH, PRESIDING JUDGE, TO:

Each owner of a mineral interest burdened by an oil and gas lease owned in whole or in part by defendant Pioneer Natural Resources USA, Inc., the production from whose wells passes or has passed through defendant's Satanta Plant located in Grant County, Kansas. Plaintiffs exclude from the plaintiff class the United States of America insofar as its mineral interests are managed by the Minerals Management Service but otherwise include the instrumentalities of the United States of America and federally chartered corporations, including, but not limited to, the Farm Credit Bank of Wichita and the Federal Land Bank.¹

¹ The "Class" does not include individuals or entities who own only (1) working interests, (2) net profits interests, (3) overriding royalty interests, or (4) unleased mineral interests, nor does it include the Mesa Royalty Trust or Pioneer Natural Resources USA, Inc., its subsidiaries, affiliates and predecessors, including Mesa Inc.

The above-described persons are called the "Plaintiff Class."

A lawsuit was begun in 1993 and is pending in the District Court, Hugoton, KS, Case No. 93 CV 37, involving claims by John Stephen Alford and others ("Representative Plaintiffs") against Pioneer Natural Resources, Inc. ("PNR"), as defendant. The Representative Plaintiffs and PNR have reached a proposed settlement in the lawsuit. The proposed settlement would inure to the benefit of and bind each member of the Plaintiff Class who does not elect to exclude himself or herself from the proposed settlement. The Court has scheduled a hearing on _____ 2006, at 9:30 a.m. at the courthouse at 200 E. 6th Street in Hugoton, Kansas, to consider the approval of the proposed settlement, the payment of attorneys fees and expenses, the manner in which the proceeds from the proposed settlement should be allocated among the members of the Plaintiff Class, and certain other matters related to the proposed settlement.

A more comprehensive notice has been sent to those members of the Plaintiff Class whose addresses are known. If you fit within the definition of the Plaintiff Class but have not received a mailed notice, contact either of the following **immediately**,

Gregory J. Stucky, Esq.
FLEESON, GOOING, COULSON, & KITCH, L.L.C.
P.O. Box 997
125 N. Market
Wichita, Kansas 67201-0997
Telephone: (316) 267-7361
Fax: (316) 267-1754

Erick E. Nordling, Esq.
KRAMER, NORDLING, & NORDLING, LLC
209 East Sixth Street
Hugoton, Kansas 67951
Telephone: (620) 544-4333
Fax: (620) 544-2230

and be prepared to supply (1) the legal description of the property in which you own(ed) your royalty interest; (2) any previous name under which you owned or by which acquired that royalty interest; and (3) your PNR "Owner Number"; and (4) any previous address to which your royalty payments were sent by PNR.

**DO NOT CONTACT THE JUDGE OR THE CLERK
ASKING FOR INFORMATION.**

Dated _____, 2006

BY THE COURT:

District Court Judge

/s/ Tom R. Smith