

Suttles Douglas James
Form 4
March 14, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Suttles Douglas James

(Last) (First) (Middle)

C/O 500 CENTRE STREET SE

(Street)

CALGARY, A0 T2P2S5

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ENCANA CORP [ECA]

3. Date of Earliest Transaction
(Month/Day/Year)
03/13/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Shares	03/13/2018		M	146,694	A \$ 10.87 (2)	227,906	D
Common Shares	03/13/2018		D	146,694	D \$ 10.87 (2)	81,212	D
Common Shares	03/13/2018		M	356,171 (5)	A \$ 10.66 (4)	437,383	D
Common Shares	03/13/2018		D	356,171 (5)	D \$ 10.66	81,212	D

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(4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount
Rights (Restricted Share Unit)	(1)	03/13/2018		M	146,694	03/13/2018 03/13/2018	Common Shares 14
Rights (Performance Share Unit)	(3)	03/13/2018		M	291,360	03/13/2018 03/13/2018	Common Shares 29

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Suttles Douglas James C/O 500 CENTRE STREET SE CALGARY, A0 T2P2S5	X President and CEO

Signatures

Dawna Gibb, by Power of Attorney 03/14/2018

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Each Restricted Share Unit (each, "RSU") is the economic equivalent of one common share of Encana Corporation and attracts dividend equivalent RSUs.
- (2) The RSUs settled in Canadian dollars at a price of CAD\$14.04 per RSU. The price has been converted to U.S. dollars using the Bank of Canada exchange rate on the transaction date.

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- (3) Each Performance Share Unit (each, "PSU") is settled based on the achievement of certain performance criteria, is valued based on the economic equivalent of one common share of Encana Corporation, and attracts dividend equivalent PSUs.

- The PSU is settled in Canadian dollars at a price of CAD\$13.76 per share and is determined based on the volume-weighted average price of a common share of Encana Corporation on the Toronto Stock Exchange for the five trading days following approval of the
- (4) performance criteria multiplier. The price has been converted to U.S. dollars using the Bank of Canada exchange rate on the transaction date.

- (5) Settlement of the PSUs was based on a performance criteria multiplier of 121.4 percent.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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