

# **Encana Corporation**

Interim Condensed Consolidated Financial Statements (Prepared in conformity with U.S. GAAP) (unaudited)

For the period ended December 31, 2017

(Prepared in U.S. Dollars)

# Condensed Consolidated Statement of Earnings (unaudited)

			nths Ended	Twelve Months Ended			
(TIO)			iber 31,	Decem	ber 31,	2016	
(US\$ millions, except per share amounts)		2017	2016	2017		2016	
Revenues	(Note 3)						
Product revenues		\$ 887	\$ 705	\$ 2,999	\$	2,443	
Gains (losses) on risk management, net	(Note 19)	50	(164)	482		(275)	
Market optimization		249	254	863		647	
Other		24	27	99		103	
Total Revenues		1,210	822	4,443	_	2,918	
<b>Operating Expenses</b>	(Note 3)						
Production, mineral and other taxes		32	26	112		99	
Transportation and processing	(Note 19)	228	186	845		901	
Operating	(Notes 16, 17)	129	152	506		598	
Purchased product		223	237	788		586	
Depreciation, depletion and amortization		243	184	833		859	
Impairments	(Note 8)	-	-	-		1,396	
Accretion of asset retirement obligation	(Note 11)	7	13	37		51	
Administrative	(Notes 15, 16, 17)	86	78	254	<u></u>	309	
Total Operating Expenses		948	876	3,375		4,799	
Operating Income (Loss)		262	(54)	1,068		(1,881)	
Other (Income) Expenses							
Interest	(Note 5)	95	88	363		397	
Foreign exchange (gain) loss, net	(Notes 6, 19)	15	97	(279)		(210)	
(Gain) loss on divestitures, net	(Note 4)	1	3	(404)		(390)	
Other (gains) losses, net	(Notes 9, 17)	4	9	(42)	<u></u>	(58)	
Total Other (Income) Expenses		115	197	(362)		(261)	
Net Earnings (Loss) Before Income Tax		147	(251)	1,430		(1,620)	
Income tax expense (recovery)	(Note 7)	376	30	603		(676)	
Net Earnings (Loss)		\$ (229)	\$ (281)	\$ 827	\$	(944)	
Net Earnings (Loss) per Common Share							
Basic & Diluted	(Note 12)	\$ (0.24)	\$ (0.29)	\$ 0.85	\$	(1.07)	
Dividends Declared per Common Share	(Note 12)	\$ 0.015	\$ 0.015	\$ 0.06	\$	0.06	
Weighted Average Common Shares Outstanding (millions	)						
Basic & Diluted	(Note 12)	973.1	972.4	973.1		882.6	

# Condensed Consolidated Statement of Comprehensive Income (unaudited)

	Three Months Ended		nths Ended	Twelve Months Ended		
		Decem	iber 31,	December 31,		
(US\$ millions)		2017	2016	2017	2016	
Net Earnings (Loss)	\$	(229)	\$ (281)	\$ 827	\$ (944)	
Other Comprehensive Income (Loss), Net of Tax						
Foreign currency translation adjustment (Note 13)		1	37	(171)	(183)	
Pension and other post-employment benefit plans (Notes 13, 17)		5	4	3	3	
Other Comprehensive Income (Loss)		6	41	(168)	(180)	
Comprehensive Income (Loss)	\$	(223)	\$ (240)	\$ 659	\$ (1,124)	

# Condensed Consolidated Balance Sheet (unaudited)

		As at	As at
		December 31,	December 31,
(US\$ millions)		2017	2016
Assets			
Current Assets			
Cash and cash equivalents		\$ 719	\$ 834
Accounts receivable and accrued revenues		774	663
Risk management	(Notes 18, 19)	205	003
Income tax receivable	(Notes 16, 19)	573	426
income tax receivable		2,271	1,923
Property, Plant and Equipment, at cost:	(Note 8)	2,211	1,923
Oil and natural gas properties, based on full cost accounting	(11010 0)		
Proved properties		40,228	39,610
Unproved properties		4,480	5,198
Other		2,302	2,194
Property, plant and equipment		47,010	47,002
Less: Accumulated depreciation, depletion and amortization		(38,056)	(38,863)
Property, plant and equipment, net	(Note 3)	8,954	8,139
Other Assets	(1,011 1)	144	138
Risk Management	(Notes 18, 19)	246	16
Deferred Income Taxes	(	1,043	1,658
Goodwill	(Notes 3, 4)	2,609	2,779
	(Note 3)	\$ 15,267	\$ 14,653
Liabilities and Shareholders' Equity			
Current Liabilities			
Accounts payable and accrued liabilities		\$ 1,415	\$ 1,303
Income tax payable		7	5
Risk management	(Notes 18, 19)	236	254
		1,658	1,562
Long-Term Debt	(Note 9)	4,197	4,198
Other Liabilities and Provisions	(Note 10)	2,167	2,047
Risk Management	(Notes 18, 19)	13	35
Asset Retirement Obligation	(Note 11)	470	654
Deferred Income Taxes		34	31
		8,539	8,527
Commitments and Contingencies	(Note 21)		
Shareholders' Equity			
Share capital - authorized unlimited common shares			
2017 issued and outstanding: 973.1 million shares (2016: 973.0 million shares)	(Note 12)	4,757	4,756
Paid in surplus		1,358	1,358
Accumulated deficit		(429)	(1,198)
Accumulated other comprehensive income	(Note 13)	1,042	1,210
Total Shareholders' Equity		6,728	6,126
		\$ 15,267	\$ 14,653

# Condensed Consolidated Statement of Changes in Shareholders' Equity (unaudited)

						Accumulated	
						Other	Total
				Paid in	Accumulated	Comprehensive	Shareholders'
Twelve Months Ended December 31, 2017 (US\$ mi	illions)	Sha	re Capital	Surplus	Deficit	Income	Equity
Balance, December 31, 2016		\$	4,756	\$ 1,358	\$ (1,198)	\$ 1,210	\$ 6,126
Net Earnings (Loss)			-	-	827	-	827
Dividends on Common Shares	(Note 12)		-	-	(58)	-	(58)
Common Shares Issued Under							
Dividend Reinvestment Plan	(Note 12)		1	-	-	-	1
Other Comprehensive Income (Loss)	(Note 13)		-	-	-	(168)	(168)
Balance, December 31, 2017		\$	4,757	\$ 1,358	\$ (429)	\$ 1,042	\$ 6,728

Twelve Months Ended December 31, 2016 (US)	millions)	Sh	are Capital	Paid in Surplus	Accumulated Deficit	Accumulated Other Comprehensive Income	Total Shareholders' Equity
Balance, December 31, 2015		\$	3,621	\$ 1,358	\$ (202)	\$ 1,390	\$ 6,167
Net Earnings (Loss)			-	-	(944)	-	(944)
Dividends on Common Shares	(Note 12)	)	-	-	(52)	-	(52)
Common Shares Issued	(Note 12)	)	1,134	-	-	-	1,134
Common Shares Issued Under Dividend Reinvestment Plan	(Note 12)	)	1	-	-	-	1
Other Comprehensive Income (Loss)	(Note 13)	)	-	-	-	(180)	(180)
Balance, December 31, 2016		\$	4,756	\$ 1,358	\$ (1,198)	\$ 1,210	\$ 6,126

# Condensed Consolidated Statement of Cash Flows (unaudited)

			nths Ended	Twelve Mo	
(US\$ millions)		2017	2016	2017	2016
Operating Activities					
Net earnings (loss)		\$ (229)	\$ (281)	\$ 827	\$ (944)
Depreciation, depletion and amortization		243	184	833	859
Impairments	(Note 8)		_	-	1,396
Accretion of asset retirement obligation	(Note 11)	7	13	37	51
Deferred income taxes	(Note 7)	383	85	666	(598)
Unrealized (gain) loss on risk management	(Note 19)	(46)	149	(442)	614
Unrealized foreign exchange (gain) loss	(Note 6)	26	83	(291)	(140)
Foreign exchange on settlements	(Note 6)	(3)	21	24	(68)
(Gain) loss on divestitures, net	(Note 4)	1	3	(404)	(390)
Other		62	45	93	58
Net change in other assets and liabilities		(13)	(11)	(40)	(26)
Net change in non-cash working capital	(Note 20)	(62)	(92)	(253)	(187)
Cash From (Used in) Operating Activities		369	199	1,050	625
Investing Activities					
Capital expenditures	(Note 3)	(509)	(353)	(1,796)	(1,132)
Acquisitions	(Note 4)	(4)	(141)	(54)	(210)
Proceeds from divestitures	(Note 4)	26	149	736	1,262
Net change in investments and other		(16)	100	77	51
Cash From (Used in) Investing Activities		(503)	(245)	(1,037)	(29)
Financing Activities					
Net issuance (repayment) of revolving long-term debt		-	-	-	(650)
Repayment of long-term debt	(Note 9)	-	-	-	(400)
Issuance of common shares, net of offering costs	(Note 12)	-	148	-	1,129
Dividends on common shares	(Note 12)	(14)	(14)	(57)	(51)
Capital lease payments and other financing arrangements	(Note 10)	(21)	(17)	(82)	(66)
Cash From (Used in) Financing Activities		(35)	117	(139)	(38)
Foreign Exchange Gain (Loss) on Cash and Cash					
Equivalents Held in Foreign Currency		(1)	(3)	11	5
Increase (Decrease) in Cash and Cash Equivalents		(170)	68	(115)	563
Cash and Cash Equivalents, Beginning of Period		889	766	834	271
Cash and Cash Equivalents, End of Period		\$ 719	\$ 834	\$ 719	\$ 834
Cash, End of Period		\$ 51	\$ 78	\$ 51	\$ 78
Cash Equivalents, End of Period		668	756	668	756
Cash and Cash Equivalents, End of Period		\$ 719	\$ 834	\$ 719	\$ 834

(All amounts in US\$ millions, unless otherwise specified)

### 1. Basis of Presentation and Principles of Consolidation

Encana is in the business of the exploration for, the development of, and the production and marketing of oil, NGLs and natural gas.

The interim Condensed Consolidated Financial Statements include the accounts of Encana and entities in which it holds a controlling interest. All intercompany balances and transactions are eliminated on consolidation. Undivided interests in oil and natural gas exploration and production joint ventures and partnerships are consolidated on a proportionate basis. Investments in non-controlled entities over which Encana has the ability to exercise significant influence are accounted for using the equity method.

The interim Condensed Consolidated Financial Statements are prepared in conformity with U.S. GAAP and the rules and regulations of the SEC. Pursuant to these rules and regulations, certain information and disclosures normally required under U.S. GAAP have been condensed or have been disclosed on an annual basis only. Accordingly, the interim Condensed Consolidated Financial Statements should be read in conjunction with the annual audited Consolidated Financial Statements and the notes thereto for the year ended December 31, 2016, which are included in Item 8 of Encana's 2016 Annual Report on Form 10-K.

These unaudited interim Condensed Consolidated Financial Statements reflect, in the opinion of Management, all normal and recurring adjustments, with the exception of an out-of-period adjustment as described in Note 6, which are necessary to present fairly the financial position and results of the Company as at and for the periods presented.

## 2. Recent Accounting Pronouncements

#### **New Standards Issued Not Yet Adopted**

As of January 1, 2018, Encana will be required to adopt ASU 2014-09, "Revenue from Contracts with Customers" under Topic 606 and the related subsequent updates and clarifications issued, which will replace Topic 605, "Revenue Recognition", and other industry-specific guidance in the Accounting Standards Codification. The new standard is based on the principle that revenue is recognized on the transfer of promised goods or services to customers in an amount that reflects the consideration the company expects to be entitled to in exchange for those goods or services. In August 2015, the FASB issued ASU 2015-14, "Deferral of Effective Date for Revenue from Contracts with Customers", which deferred the effective date of ASU 2014-09. The standard can be applied using either the full retrospective approach or a modified retrospective approach at the date of adoption. Encana has substantially completed evaluating the impact of ASU 2014-09 and currently expects that the standard will not have a material impact on the Company's Consolidated Financial Statements other than enhanced disclosures related to the disaggregation of revenues from contracts with customers, the Company's performance obligations and any significant judgments. Encana intends to adopt the new standard using the modified retrospective approach at the date of adoption.

As of January 1, 2018, Encana will be required to adopt ASU 2017-07, "Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost". The amendment requires the service cost component to be presented with the related employee compensation costs, while the other components of net benefit costs are required to be presented separately from the service cost component and outside the subtotal of income from operations. In addition, the amendment allows only the service cost to be eligible for capitalization. The amendment will be applied retrospectively and provides certain practical expedients for the presentation of net periodic pension costs and net periodic postretirement benefit cost, while the capitalization of the service cost component will be applied prospectively, at the date of adoption. Encana does not expect the amendment to have a material impact on the Company's Consolidated Financial Statements.

(All amounts in US\$ millions, unless otherwise specified)

As of January 1, 2019, Encana will be required to adopt ASU 2016-02, "Leases" under Topic 842, which will replace Topic 840 "Leases". The new standard will require lessees to recognize right-of-use assets and related lease liabilities for all leases, including leases classified as operating leases, on the Consolidated Balance Sheet. The dual classification model was retained for the purpose of subsequent measurement and presentation of leases in the Consolidated Statement of Earnings and Consolidated Statement of Cash Flows. The new standard also expands disclosures related to the amount, timing and uncertainty of cash flows arising from leases. The standard will be applied using a modified retrospective approach, in addition Encana plans to elect certain practical expedients which will allow the Company to retain the classification of leases assessed under Topic 840 that commenced prior to adoption. Throughout 2017, Encana has been reviewing and analyzing contracts, identifying its portfolio of leased assets, and more recently has begun gathering the necessary terms and data elements that will be used to determine the impact of this standard upon adoption. The Company has also been actively identifying and evaluating the system requirements as well as processes and controls required to support the accounting for leases and related disclosures. In addition, Encana has been monitoring FASB's proposed amendments and tentative decisions for applicability and impact to the Company. Although Encana is not able to reasonably estimate the financial impact of ASU 2016-02 at this time, the Company anticipates there will be a material impact on the Company's Consolidated Financial Statements resulting from the recognition of assets and liabilities related to operating lease activities.

As of January 1, 2020, Encana will be required to adopt ASU 2017-04, "Simplifying the Test for Goodwill Impairment". The amendment eliminates the second step of the goodwill impairment test which requires the Company to measure the impairment based on the excess amount of the carrying value of the reporting unit's goodwill over the implied fair value of its goodwill. Under this amendment, the goodwill impairment will be measured based on the excess amount of the reporting unit's carrying value over its respective fair value. The amendment will be applied prospectively at the date of adoption. Encana is currently in the early stages of reviewing the amendment, but does not expect the amendment to have a material impact on the Company's Consolidated Financial Statements.

#### 3. Segmented Information

Encana's reportable segments are determined based on the Company's operations and geographic locations as follows:

- Canadian Operations includes the exploration for, development of, and production of oil, NGLs and natural gas and
  other related activities within the Canadian cost centre.
- USA Operations includes the exploration for, development of, and production of oil, NGLs and natural gas and other related activities within the U.S. cost centre.
- Market Optimization is primarily responsible for the sale of the Company's proprietary production. These results are reported in the Canadian and USA Operations. Market optimization activities include third party purchases and sales of product to provide operational flexibility and cost mitigation for transportation commitments, product type, delivery points and customer diversification. These activities are reflected in the Market Optimization segment. Market Optimization sells substantially all of the Company's upstream production to third party customers. Transactions between segments are based on market values and are eliminated on consolidation.

Corporate and Other mainly includes unrealized gains or losses recorded on derivative financial instruments. Once the instruments are settled, the realized gains and losses are recorded in the reporting segment to which the derivative instruments relate. Corporate and Other also includes amounts related to sublease rentals.

(All amounts in US\$ millions, unless otherwise specified)

### Results of Operations (For the three months ended December 31)

# **Segment and Geographic Information**

	Canadian	Operations	USA O	perations	Market Optimization		
	2017	2016	2017	2016	2017	2016	
Revenues							
Product revenues	\$ 363	\$ 288	\$ 524	\$ 417	\$ -	\$ -	
Gains (losses) on risk management, net	16	(15)	(12)	19	-	(1)	
Market optimization	-	-	-	-	249	254	
Other	5	2	-	7	-		
Total Revenues	384	275	512	443	249	253	
<b>Operating Expenses</b>							
Production, mineral and other taxes	4	6	28	20	-	_	
Transportation and processing	175	136	23	46	30	22	
Operating	33	37	79	101	12	10	
Purchased product	-	-	-	-	223	237	
Depreciation, depletion and amortization	66	57	162	109	-	-	
Impairments	-	-	-	-	-		
Total Operating Expenses	278	236	292	276	265	269	
Operating Income (Loss)	\$ 106	\$ 39	\$ 220	\$ 167	\$ (16)	\$ (16)	

	Corporat	e & Other	Conso	d	
	2017	2016	2017		2016
Revenues					
Product revenues	\$ -	\$ -	\$ 887	\$	705
Gains (losses) on risk management, net	46	(167)	50		(164)
Market optimization	_	-	249		254
Other	19	18	24		27
Total Revenues	65	(149)	1,210		822
Operating Expenses					
Production, mineral and other taxes	-	_	32		26
Transportation and processing	-	(18)	228		186
Operating	5	4	129		152
Purchased product	-	_	223		237
Depreciation, depletion and amortization	15	18	243		184
Impairments	-	-	-		-
Accretion of asset retirement obligation	7	13	7		13
Administrative	86	78	86		78
Total Operating Expenses	113	95	948		876
Operating Income (Loss)	\$ (48)	\$ (244)	262		(54)
Other (Income) Expenses					
Interest			95		88
Foreign exchange (gain) loss, net			15		97
(Gain) loss on divestitures, net			1		3
Other (gains) losses, net			4	<u>L</u> _	9
Total Other (Income) Expenses			115		197
Net Earnings (Loss) Before Income Tax			147		(251)
Income tax expense (recovery)			376		30
Net Earnings (Loss)	 		\$ (229)	\$	(281)

(All amounts in US\$ millions, unless otherwise specified)

### Results of Operations (For the twelve months ended December 31)

# **Segment and Geographic Information**

	Canadiar	Operations	USA O	perations	Market Optimization		
	2017	2016	2017	2016	2017	2016	
Revenues							
Product revenues	\$ 1,150	\$ 952	\$ 1,849	\$ 1,491	\$ -	\$ -	
Gains (losses) on risk management, net	22	107	18	255	-	(1)	
Market optimization	-	-	-	-	863	647	
Other	19	8	11	24	-	_	
Total Revenues	1,191	1,067	1,878	1,770	863	646	
<b>Operating Expenses</b>							
Production, mineral and other taxes	20	23	92	76	-	-	
Transportation and processing	578	576	164	260	103	87	
Operating	122	152	331	394	35	35	
Purchased product	-	-	-	-	788	586	
Depreciation, depletion and amortization	236	260	530	523	1	-	
Impairments	-	493	-	903	-		
Total Operating Expenses	956	1,504	1,117	2,156	927	708	
Operating Income (Loss)	\$ 235	\$ (437)	\$ 761	\$ (386)	\$ (64)	\$ (62)	

	Corporat	e & Otl	her	Conso	lidate	ated	
	2017		2016	2017		2016	
Revenues							
Product revenues	\$	\$	_	\$ 2,999	\$	2,443	
Gains (losses) on risk management, net	442		(636)	482	, ·	(275)	
Market optimization			-	863		647	
Other	69		71	99		103	
Total Revenues	511		(565)	4,443		2,918	
Operating Expenses							
Production, mineral and other taxes	-		-	112		99	
Transportation and processing	-		(22)	845		901	
Operating	18		17	506		598	
Purchased product	-		-	788		586	
Depreciation, depletion and amortization	66		76	833		859	
Impairments	-		-	-		1,396	
Accretion of asset retirement obligation	37		51	37		51	
Administrative	254		309	254		309	
Total Operating Expenses	375		431	3,375		4,799	
Operating Income (Loss)	\$ 136	\$	(996)	1,068		(1,881)	
Other (Income) Expenses							
Interest				363		397	
Foreign exchange (gain) loss, net				(279)		(210)	
(Gain) loss on divestitures, net				(404)		(390)	
Other (gains) losses, net				(42)		(58)	
Total Other (Income) Expenses				(362)		(261)	
Net Earnings (Loss) Before Income Tax				1,430		(1,620)	
Income tax expense (recovery)				603		(676)	
Net Earnings (Loss)	 			\$ 827	\$	(944)	

(All amounts in US\$ millions, unless otherwise specified)

### **Intersegment Information**

	Market Optimization									
	Marketing Sales			Upstream I	Eliminations	Total				
For the three months ended December 31	2017	2016		2017	2016	2017	2016			
Revenues	\$ 1,114	\$ 939	\$	(865)	\$ (686)	\$ 249	\$ 253			
<b>Operating Expenses</b>										
Transportation and processing	94	60		(64)	(38)	30	22			
Operating	12	10		-	-	12	10			
Purchased product	1,024	885		(801)	(648)	223	237			
Depreciation, depletion and amortization	-	-		-	-	-	-			
Operating Income (Loss)	\$ (16)	\$ (16	) \$	-	\$ -	\$ (16)	\$ (16)			

			Market Op	timization	_		
	Market	ing Sales	Upstream l	Eliminations	Total		
For the twelve months ended December 31	2017	2016	2017	2016	2017	2016	
Revenues	\$ 3,939	\$ 3,304	\$ (3,076)	\$ (2,658)	\$ 863	\$ 646	
<b>Operating Expenses</b>							
Transportation and processing	291	279	(188)	(192)	103	87	
Operating	35	35	-	_	35	35	
Purchased product	3,676	3,052	(2,888)	(2,466)	788	586	
Depreciation, depletion and amortization	1	-	-	-	1	_	
Operating Income (Loss)	\$ (64)	\$ (62)	\$ -	\$ -	\$ (64)	\$ (62)	

### **Capital Expenditures**

	Three Mor	nths Ended	Twelve Months Ended December 31,			
	 Decem	ber 31,				
	2017	2016	2017	2016		
Canadian Operations	\$ 134	\$ 83	\$ 426	\$ 256		
USA Operations	367	268	1,358	873		
Market Optimization	-	-	1	1		
Corporate & Other	8	2	11	2		
	\$ 509	\$ 353	\$ 1,796	\$ 1,132		

# Goodwill, Property, Plant and Equipment and Total Assets by Segment

	Goo	dwill	Property, Plant	and Equipment	Total Assets				
	A	s at	A	s at	As	As at			
	December 31,	December 31,	December 31,	December 31,	December 31,	December 31,			
	2017	2016	2017	2016	2017	2016			
Canadian Operations	\$ 696	\$ 650	\$ 862	\$ 602	\$ 1,908	\$ 1,542			
USA Operations	1,913	2,129	6,555	6,050	9,301	9,535			
Market Optimization	-	-	2	2	152	105			
Corporate & Other	-	-	1,535	1,485	3,906	3,471			
	\$ 2,609	\$ 2,779	\$ 8,954	\$ 8,139	\$ 15,267	\$ 14,653			

(All amounts in US\$ millions, unless otherwise specified)

### 4. Acquisitions and Divestitures

	Three Mor	nths Ended	Twelve Months Ended			
	 Decem	ber 31,	Decem	ber 31,		
	2017	2016	2017	2016		
Acquisitions						
Canadian Operations	\$ -	\$ -	\$ 31	\$ 1		
USA Operations	4	141	23	209		
Total Acquisitions	4	141	54	210		
Divestitures						
Canadian Operations	(15)	1	(41)	(456)		
USA Operations	(11)	(150)	(695)	(806)		
Total Divestitures	(26)	(149)	(736)	(1,262)		
Net Acquisitions & (Divestitures)	\$ (22)	\$ (8)	\$ (682)	\$ (1,052)		

#### **Acquisitions**

For the twelve months ended December 31, 2017, acquisitions in the Canadian and USA Operations were \$31 million and \$23 million, respectively, which primarily included land purchases with oil and liquids rich potential. During the twelve months ended December 31, 2016, acquisitions in the USA Operations primarily included the purchase of natural gas gathering and water handling assets in Piceance located in Colorado and the purchase of land and property in Eagle Ford with oil and liquids rich potential.

#### **Divestitures**

In the USA Operations, divestitures during the three months ended December 31, 2017 were \$11 million, which primarily included the sale of certain properties that did not complement Encana's existing portfolio of assets. Divestitures during the twelve months ended December 31, 2017 were \$695 million, which primarily included the sale of the Piceance natural gas assets in northwestern Colorado for proceeds of approximately \$605 million, after closing and other adjustments, and the sale of the Tuscaloosa Marine Shale assets in Mississippi and Louisiana. For the three months ended December 31, 2016, divestitures in the USA Operations were \$150 million, which primarily included the sale of certain natural gas leasehold interests in Piceance located in Colorado for proceeds of approximately \$135 million, after closing and other adjustments. Divestitures during the twelve months ended December 31, 2016 were \$806 million and also included the sale of the DJ Basin assets located in northern Colorado for proceeds of approximately \$633 million, after closing and other adjustments.

During the three and twelve months ended December 31, 2017, divestitures in the Canadian Operations were \$15 million and \$41 million, respectively, which primarily included the sale of certain properties that did not complement Encana's existing portfolio of assets. For the twelve months ended December 31, 2016, divestitures in the Canadian Operations were \$456 million, which primarily included the sale of the Gordondale assets in Montney located in northwestern Alberta for proceeds of approximately C\$600 million (\$455 million), after closing adjustments.

Amounts received from the Company's divestiture transactions have been deducted from the respective Canadian and U.S. full cost pools, except for divestitures that result in a significant alteration between capitalized costs and proved reserves in a country cost centre. For divestitures that result in a gain or loss and constitute a business, goodwill is allocated to the divestiture. Accordingly, for the twelve months ended December 31, 2017, Encana recognized a gain of approximately \$406 million, before tax, on the sale of the Company's Piceance assets in the U.S. cost centre and allocated goodwill of \$216 million. For the twelve months ended December 31, 2016, Encana recognized a gain of approximately \$394 million, before tax, on the sale of the Company's Gordondale assets in the Canadian cost centre and allocated goodwill of \$32 million.

(All amounts in US\$ millions, unless otherwise specified)

_	Intornad	
⋾.	Interest	Ļ

	T	hree Mo	nths Ended	Twelve Months Ended			
		Decem	ber 31,	December 31,			
		2017	2016	2017	2016		
Interest Expense on:							
Debt	\$	67	\$ 67	\$ 267	\$ 296		
The Bow office building		16	15	63	62		
Capital leases		4	6	20	24		
Other		8	-	13	15		
	\$	95	\$ 88	\$ 363	\$ 397		

# 6. Foreign Exchange (Gain) Loss, Net

		nths Ended lber 31,	Twelve Months Ended December 31,			
	2017	2016	2017	2016		
Unrealized Foreign Exchange (Gain) Loss on:						
Translation of U.S. dollar financing debt issued from Canada	\$ 22	\$ 103	\$ (243)	\$ (130)		
Translation of U.S. dollar risk management contracts issued from Canada	9	(1)	(44)	4		
Translation of intercompany notes	(5)	(19)	(4)	(14)		
	26	83	(291)	(140)		
Foreign Exchange on Settlements of:						
U.S. dollar financing debt issued from Canada	4	_	14	(73)		
U.S. dollar risk management contracts issued from Canada	(7)	_	(15)	_		
Intercompany notes	(7)	21	10	5		
Other Monetary Revaluations	(1)	(7)	3	(2)		
	\$ 15	\$ 97	\$ (279)	\$ (210)		

The unrealized foreign exchange (gain) loss on translation of U.S. dollar financing debt issued from Canada for the twelve months ended December 31, 2017 disclosed in the table above includes an out-of-period adjustment recorded during the three months ended June 30, 2017, in respect of unrealized losses on a foreign-denominated capital lease obligation since December 2013. The cumulative impact recognized within foreign exchange (gain) loss in the Company's Condensed Consolidated Statement of Earnings for the twelve months ended December 31, 2017 was \$68 million, before tax (\$47 million, after tax). Encana has determined that the adjustment is not material to the Condensed Consolidated Financial Statements for the twelve months ended December 31, 2017 or any prior periods. Accordingly, comparative periods presented in the Condensed Consolidated Financial Statements have not been restated.

(All amounts in US\$ millions, unless otherwise specified)

#### 7. Income Taxes

		nths Ended lber 31,	Twelve Months Ended December 31,			
		-				
	2017	2016	2017	2016		
Current Tax						
Canada	\$ 3	\$ (54)	\$ (59)	\$ (82)		
United States	(11)	-	(9)	-		
Other Countries	1	(1)	5	4		
Total Current Tax Expense (Recovery)	(7)	(55)	(63)	(78)		
Deferred Tax						
Canada	(36)	41	55	(163)		
United States	489	271	611	(435)		
Other Countries	(70)	(227)	-	-		
Total Deferred Tax Expense (Recovery)	383	85	666	(598)		
Income Tax Expense (Recovery)	\$ 376	\$ 30	\$ 603	\$ (676)		
Effective Tax Rate	255.8%	(12.0%)	42.2%	41.7%		

During the twelve months ended December 31, 2017, the current tax recovery was primarily due to the successful resolution of certain tax items previously assessed by the taxing authorities relating to prior taxation years. During the twelve months ended December 31, 2016, the current tax recovery was primarily due to amounts recorded in respect of prior periods.

On December 22, 2017, the Tax Cuts and Jobs Act ("U.S. Tax Reform") was signed into law making significant changes to the U.S. tax code, including a reduction of the U.S. federal corporate tax rate from 35 percent to 21 percent. During the three and twelve months ended December 31, 2017, the deferred tax expense of \$383 million and \$666 million, respectively, includes a provisional adjustment of \$327 million resulting from the re-measurement of the Company's tax position due to U.S. Tax Reform. The adjustment of \$327 million includes a \$26 million valuation allowance re-measurement with respect to U.S. foreign tax credits and U.S. charitable donations.

The SEC Staff Accounting Bulletin No. 118 addresses the application of U.S. GAAP in situations when a registrant does not have the necessary information available, prepared, or analyzed (including computations) in reasonable detail to complete the accounting for certain income tax effects of U.S. Tax Reform. The ultimate impact of U.S. Tax Reform may differ from the provisional amount recognized of \$327 million due to additional analysis, changes in interpretations and assumptions made by the Company, additional regulatory guidance that may be issued, and actions the Company may take as a result of U.S. Tax Reform. Any subsequent adjustments to the provisional amount will be recorded in income tax expense in the period in which the analysis is complete.

U.S. Tax Reform also included new rules to limit the deductibility for related party interest amounts. As at December 31, 2017, the Company has a carryforward balance of deferred interest deductions for which a deferred income tax asset of \$28 million has been recorded. It is unclear whether the new rules would limit the realizability of this carryforward interest amount. Further clarification is required of the transition rules through potential Treasury Department regulations and guidance before a final determination can be made.

During the twelve months ended December 31, 2016, the deferred tax recovery was primarily due to the ceiling test impairments recognized in the Canadian and USA Operations as disclosed in Note 8.

The effective tax rate of 42.2 percent for the twelve months ended December 31, 2017 is higher than the Canadian statutory rate of 27 percent primarily due to U.S. Tax Reform, which increased Encana's effective tax rate by 22.9 percent. The effective tax rate for the twelve months ended December 31, 2016 exceeded the Canadian statutory tax rate of 27 percent primarily due to the impact of the foreign jurisdictional tax rates relative to the Canadian statutory tax rate applied to jurisdictional earnings.

(All amounts in US\$ millions, unless otherwise specified)

# 8. Property, Plant and Equipment, Net

	As at D	ecember 31, 2017		As at December 31, 2016						
	 A	ccumulated			Accumulated					
	 Cost	DD&A	Net	Cost	DD&A	Net				
Canadian Operations										
Proved properties	\$ 14,555 \$	(14,047) \$	508	\$ 13,159	\$ (12,896) \$	263				
Unproved properties	311	<u>-</u>	311	285	-	285				
Other	43		43	54	-	54				
	14,909	(14,047)	862	13,498	(12,896)	602				
USA Operations										
Proved properties	25,610	(23,240)	2,370	26,393	(25,300)	1,093				
Unproved properties	4,169	-	4,169	4,913	-	4,913				
Other	16	-	16	44	-	44				
	29,795	(23,240)	6,555	31,350	(25,300)	6,050				
Market Optimization	7	(5)	2	6	(4)	2				
Corporate & Other	2,299	(764)	1,535	2,148	(663)	1,485				
	\$ 47,010 \$	(38,056) \$	8,954	\$ 47,002	\$ (38,863) \$	8,139				

Canadian and USA Operations property, plant and equipment include internal costs directly related to exploration, development and construction activities of \$208 million, which have been capitalized during the twelve months ended December 31, 2017 (2016 - \$161 million). Included in Corporate and Other are \$63 million (2016 - \$58 million) of international property costs, which have been fully impaired.

For the three and twelve months ended December 31, 2017, as well as for the three months ended December 31, 2016, the Company did not recognize any ceiling test impairments in the Canadian or U.S. cost centres. For the twelve months ended December 31, 2016, the Company recognized before-tax ceiling test impairments of \$493 million in the Canadian cost centre and \$903 million in the U.S. cost centre. The impairments recognized in 2016 are included with accumulated DD&A in the table above and resulted primarily from the decline in the 12-month average trailing prices which reduced proved reserves volumes and values.

The 12-month average trailing prices used in the ceiling test calculations were based on the benchmark prices presented below. The benchmark prices were adjusted for basis differentials to determine local reference prices, transportation costs and tariffs, heat content and quality.

	Oil & N	IGLs	Natural	Gas
		Edmonton		
	WTI	Condensate (2)	Henry Hub	AECO
	(\$/bbl)	(C\$/bbl)	(\$/MMBtu)	(C\$/MMBtu)
12-Month Average Trailing Reserves Pricing (1)				
December 31, 2017	51.34 67.65		2.98	2.32
December 31, 2016	42.75	55.39	2.49	2.17

<sup>(1)</sup> All prices were held constant in all future years when estimating net revenues and reserves.

<sup>(2)</sup> Edmonton Condensate benchmark price has replaced the previously disclosed Edmonton Light Sweet benchmark price.

(All amounts in US\$ millions, unless otherwise specified)

#### **Capital Lease Arrangements**

The Company has several lease arrangements that are accounted for as capital leases including an office building and an offshore production platform.

As at December 31, 2017, the total carrying value of assets under capital lease was \$46 million (2016 - \$51 million), net of accumulated amortization of \$684 million (2016 - \$648 million). Liabilities for the capital lease arrangements are included in other liabilities and provisions in the Condensed Consolidated Balance Sheet and are disclosed in Note 10.

#### Other Arrangement

As at December 31, 2017, Corporate and Other property, plant and equipment and total assets include a carrying value of \$1,255 million (\$1,194 million as at December 31, 2016) related to The Bow office building, which is under a 25-year lease agreement. The Bow asset is being depreciated over the 60-year estimated life of the building. At the conclusion of the 25-year term, the remaining asset and corresponding liability are expected to be derecognized as disclosed in Note 10.

9. Long-Term Debt		
	As at	As at
	December 31,	December 31,
	2017	2016
U.S. Dollar Denominated Debt		
U.S. Unsecured Notes:		
6.50% due May 15, 2019	\$ 500	\$ 500
3.90% due November 15, 2021	600	600
8.125% due September 15, 2030	300	300
7.20% due November 1, 2031	350	350
7.375% due November 1, 2031	500	500
6.50% due August 15, 2034	750	750
6.625% due August 15, 2037 <sup>(1)</sup>	462	462
6.50% due February 1, 2038 <sup>(1)</sup>	505	505
5.15% due November 15, 2041 <sup>(1)</sup>	244	244
Total Principal	4,211	4,211
Increase in Value of Debt Acquired	26	26
Unamortized Debt Discounts and Issuance Costs	(40)	(39)

<sup>(1)</sup> Notes accepted for purchase in the March 2016 Tender Offers.

Current Portion of Long-Term Debt

As at December 31, 2017, total long-term debt had a carrying value of \$4,197 million and a fair value of \$5,042 million (2016 - carrying value of \$4,198 million and a fair value of \$4,553 million). The estimated fair value of long-term borrowings is categorized within Level 2 of the fair value hierarchy and has been determined based on market information of long-term debt with similar terms and maturity, or by discounting future payments of interest and principal at interest rates expected to be available to the Company at period end.

On March 16, 2016, Encana announced tender offers (collectively, the "Tender Offers") for certain of the Company's outstanding senior notes (collectively, the "Notes"). The Tender Offers were for an aggregate purchase price of \$250 million, excluding accrued and unpaid interest. The consideration for each \$1,000 principal amount of Notes validly tendered and accepted for purchase included an early tender premium of \$30 per \$1,000 principal amount of Notes accepted for purchase,

\$

4.197

4,198

(All amounts in US\$ millions, unless otherwise specified)

provided the Notes were validly tendered at or prior to the early tender date of March 29, 2016. All Notes validly tendered and accepted for purchase also received accrued and unpaid interest up to the settlement date.

On March 30, 2016, Encana announced an increase in the aggregate purchase price of the Tender Offers to \$400 million, excluding accrued and unpaid interest, and accepted for purchase: i) \$156 million aggregate principal amount of 5.15 percent notes due 2041; ii) \$295 million aggregate principal amount of 6.50 percent notes due 2038; and iii) \$38 million aggregate principal amount of 6.625 percent notes due 2037. The Company paid an aggregate amount of \$406 million, including accrued and unpaid interest of \$6 million and an early tender premium of \$14 million, for Notes accepted for purchase. The Company used cash on hand and borrowings under its revolving credit facility to fund the Tender Offers.

Encana also recognized a gain on the early debt retirement of \$103 million, before tax, representing the difference between the carrying amount of the Notes accepted for purchase and the consideration paid. The gain on the early debt retirement net of the early tender premium totaled \$89 million, which is included in other (gains) losses in the Condensed Consolidated Statement of Earnings.

### 10. Other Liabilities and Provisions

		As at	As a	ıt
	Dec	cember 31,	December 31	,
		2017	2016	6
The Bow Office Building	\$	1,344	\$ 1,266	6
Capital Lease Obligations		295	304	4
Unrecognized Tax Benefits		202	193	3
Pensions and Other Post-Employment Benefits		116	124	4
Long-Term Incentive Costs (See Note 16)		175	120	0
Other Derivative Contracts (See Notes 18, 19)		14	14	4
Other		21	26	6
	\$	2,167	\$ 2,047	7

#### The Bow Office Building

As described in Note 8, Encana has recognized the accumulated costs for The Bow office building, which is under a 25-year lease agreement. At the conclusion of the lease term, the remaining asset and corresponding liability are expected to be derecognized. Encana has also subleased approximately 50 percent of The Bow office space under the lease agreement. The total expected future principal and interest payments related to the 25-year lease agreement and the total undiscounted future amounts expected to be recovered from the sublease are outlined below.

	2018	2019	2020	2021	2022	Thereafter	Total
Expected Future Lease Payments	\$ 76 5	\$ 77	\$ 77	\$ 78	\$ 78	\$ 1,295	\$ 1,681
Less: Amounts Representing Interest	65	65	63	63	62	802	1,120
Present Value of Expected Future							
Lease Payments	\$ 11 5	\$ 12	\$ 14	\$ 15	\$ 16	\$ 493	\$ 561
Sublease Recoveries (undiscounted)	\$ (37)	\$ (38)	\$ (38)	\$ (38)	\$ (39)	\$ (636)	\$ (826)

(All amounts in US\$ millions, unless otherwise specified)

### **Capital Lease Obligations**

As described in Note 8, the Company has several lease arrangements that are accounted for as capital leases including an office building and the Deep Panuke offshore Production Field Centre ("PFC"). Variable interests related to the PFC are described in Note 14.

The total expected future lease payments related to the Company's capital lease obligations are outlined below.

	2018	2019	2020	2021	2022	Thereafter	Total
Expected Future Lease Payments	\$ 99 \$	99 \$	99 \$	87 \$	8 \$	38 \$	430
Less: Amounts Representing Interest	20	15	10	4	2	5	56
Present Value of Expected Future							
Lease Payments	\$ 79 \$	84 \$	89 \$	83 \$	6 \$	33 \$	374

# 11. Asset Retirement Obligation

	As at	As at
	December 31,	December 31,
	2017	2016
Asset Retirement Obligation, Beginning of Year	\$ 687	\$ 814
Liabilities Incurred and Acquired	11	18
Liabilities Settled and Divested	(333)	(107)
Change in Estimated Future Cash Outflows	88	(99)
Accretion Expense	37	51
Foreign Currency Translation	24	10
Asset Retirement Obligation, End of Year	\$ 514	\$ 687
Current Portion Long-Term Portion	\$ 44 470	\$ 33 654
	\$ 514	\$ 687

#### 12. Share Capital

#### Authorized

The Company is authorized to issue an unlimited number of no par value common shares and Class A Preferred Shares limited to a number equal to not more than 20 percent of the issued and outstanding number of common shares at the time of issuance. No Class A Preferred Shares are outstanding.

#### **Issued and Outstanding**

	As at		As at				
	December 31	, 2017	December 31, 2016				
	Number		Number				
	(millions)	Amount	(millions)		Amount		
Common Shares Outstanding, Beginning of Year	973.0 \$	4,756	849.8	\$	3,621		
Common Shares Issued	-	-	123.1		1,134		
Common Shares Issued Under Dividend Reinvestment Plan	0.1	1	0.1		1		
Common Shares Outstanding, End of Year	973.1 \$	4,757	973.0	\$	4,756		

(All amounts in US\$ millions, unless otherwise specified)

During the twelve months ended December 31, 2017, Encana issued 58,480 common shares totaling \$0.6 million under the Company's dividend reinvestment plan ("DRIP"). During the twelve months ended December 31, 2016, Encana issued 121,249 common shares totaling \$0.9 million under the DRIP.

On September 19, 2016, Encana filed prospectus supplements (the "2016 Share Offering") to the Company's shelf prospectuses for the issuance of 107,000,000 common shares and granted an over-allotment option for up to an additional 16,050,000 common shares at a price of \$9.35 per common share, pursuant to an underwriting agreement. The aggregate gross proceeds from the 2016 Share Offering, including the exercise in full of the over-allotment option, were approximately \$1.15 billion. After deducting underwriters' fees and costs of the 2016 Share Offering, the net cash proceeds received were approximately \$1.13 billion.

#### **Dividends**

During the three months ended December 31, 2017, Encana paid dividends of \$0.015 per common share totaling \$14 million (2016 - \$0.015 per common share totaling \$14 million). During the twelve months ended December 31, 2017, Encana paid dividends of \$0.06 per common share totaling \$58 million (2016 - \$0.06 per common share totaling \$52 million).

For the three and twelve months ended December 31, 2017, the dividends paid included \$0.1 million and \$0.6 million, respectively, in common shares issued in lieu of cash dividends under the DRIP (for the three and twelve months ended December 31, 2016 - \$0.2 million and \$0.9 million, respectively).

On February 14, 2018, the Board of Directors declared a dividend of \$0.015 per common share payable on March 29, 2018 to common shareholders of record as of March 15, 2018.

#### **Earnings Per Common Share**

The following table presents the computation of net earnings (loss) per common share:

	Three Months Ended December 31.							
		Decem	ber 31,	December 31,				
(US\$ millions, except per share amounts)		2017	2016	2017	2016			
Net Earnings (Loss)	\$	(229)	\$ (281)	\$ 827	\$ (944)			
Number of Common Shares:								
Weighted average common shares outstanding - Basic		973.1	972.4	973.1	882.6			
Effect of dilutive securities		-	-	-				
Weighted average common shares outstanding - Diluted		973.1	972.4	973.1	882.6			
Net Earnings (Loss) per Common Share Basic & Diluted	\$	(0.24)	\$ (0.29)	\$ 0.85	\$ (1.07)			

#### **Encana Stock Option Plan**

Encana has share-based compensation plans that allow employees to purchase common shares of the Company. Option exercise prices are not less than the market value of the common shares on the date the options are granted. All options outstanding as at December 31, 2017 have associated Tandem Stock Appreciation Rights ("TSARs") attached. In lieu of exercising the option, the associated TSARs give the option holder the right to receive a cash payment equal to the excess of the market price of Encana's common shares at the time of the exercise over the original grant price.

In addition, certain stock options granted are performance-based whereby vesting is also subject to Encana attaining prescribed performance relative to predetermined key measures. Historically, most holders of options with TSARs have elected to exercise their stock options as a Stock Appreciation Right ("SAR") in exchange for a cash payment. As a result, outstanding TSARs are not considered potentially dilutive securities.

(All amounts in US\$ millions, unless otherwise specified)

### **Encana Restricted Share Units ("RSUs")**

Encana has a share-based compensation plan whereby eligible employees are granted RSUs. An RSU is a conditional grant to receive the equivalent of an Encana common share upon vesting of the RSUs and in accordance with the terms of the RSU Plan and Grant Agreement. The Company intends to settle vested RSUs in cash on the vesting date. As a result, RSUs are not considered potentially dilutive securities.

## 13. Accumulated Other Comprehensive Income

		Three Mo	nths E	nded	Twelve Months Ended				
		Decem	iber 31	,	December 31,				
	<b>2017</b> 2016					2017		2016	
Foreign Currency Translation Adjustment									
Balance, Beginning of Period	\$	1,028	\$	1,163	\$	1,200	\$	1,383	
Change in Foreign Currency Translation Adjustment		1		37		(171)	L	(183)	
Balance, End of Period	\$	1,029	\$	1,200	\$	1,029	\$	1,200	
Pension and Other Post-Employment Benefit Plans									
• •	d	8	ф.		dr	10		7	
Balance, Beginning of Period	\$	8	\$	6	\$	10	\$	1	
Net Actuarial Gains and (Losses) (See Note 17)		7		6		7		6	
Income Taxes		(2)		(2)		(2)		(2)	
Reclassification of Net Actuarial (Gains) and Losses to Net Earnings (See Note 17)		1		-		-		(1)	
Income Taxes		-		-		-		-	
Reclassification of Net Prior Service Costs to Net Earnings (See Note 17)		(1)		-		(1)		-	
Income Taxes		-		-		-		-	
Curtailment in Net Defined Periodic Benefit Cost (See Note 17)		-		-		(1)		-	
Income Taxes		-		-		-	L		
Balance, End of Period	\$	13	\$	10	\$	13	\$	10	
<b>Total Accumulated Other Comprehensive Income</b>	\$	1,042	\$	1,210	\$	1,042	\$	1,210	

#### 14. Variable Interest Entities

#### **Production Field Centre**

In 2008, Encana entered into a contract for the design, construction and operation of the PFC at its Deep Panuke facility. Upon commencement of operations in December 2013, Encana recognized the PFC as a capital lease asset. Under the lease contract, Encana has a purchase option and the option to extend the lease for 12 one-year terms at fixed prices after the initial lease term expires in 2021.

As a result of the purchase option and fixed price renewal options, Encana has determined it holds variable interests and that the related leasing entity qualifies as a variable interest entity ("VIE"). Encana is not the primary beneficiary of the VIE as the Company does not have the power to direct the activities that most significantly impact the VIE's economic performance. Encana is not required to provide any financial support or guarantees to the leasing entity or its affiliates, other than the contractual payments under the lease and operating agreements. Encana's maximum exposure is the expected lease payments over the initial contract term. As at December 31, 2017, Encana had a capital lease obligation of \$314 million (2016 - \$299 million) related to the PFC.

(All amounts in US\$ millions, unless otherwise specified)

#### Veresen Midstream Limited Partnership

Veresen Midstream Limited Partnership ("VMLP") provides gathering, compression and processing services under various agreements related to the Company's development of liquids and natural gas production in the Montney play. As at December 31, 2017, VMLP provides approximately 630 MMcf/d of natural gas gathering and compression and 772 MMcf/d of natural gas processing under long-term service agreements with remaining terms ranging from up to 15 to 28 years and have various renewal terms providing up to a potential maximum of 10 years.

Encana has determined that VMLP is a VIE and that Encana holds variable interests in VMLP. Encana is not the primary beneficiary as the Company does not have the power to direct the activities that most significantly impact VMLP's economic performance. These key activities relate to the construction, operation, maintenance and marketing of the assets owned by VMLP. The variable interests arise from certain terms under the various long-term service agreements and include: i) a take or pay for volumes in certain agreements; ii) an operating fee of which a portion can be converted into a fixed fee once VMLP assumes operatorship of certain assets; and iii) a potential payout of minimum costs in certain agreements. The potential payout of minimum costs will be assessed in the eighth year of the assets' service period and is based on whether there is an overall shortfall of total system cash flows from natural gas gathered and compressed under certain agreements. The potential payout amount can be reduced in the event VMLP markets unutilized capacity to third party users. Encana is not required to provide any financial support or guarantees to VMLP.

As a result of Encana's involvement with VMLP, the maximum total exposure, which represents the potential exposure to Encana in the event the assets under the agreements are deemed worthless, is estimated to be \$2,344 million as at December 31, 2017. The estimate comprises the take or pay volume commitments and the potential payout of minimum costs. The take or pay volume commitments associated with certain gathering and processing assets are included in Note 21 under Transportation and Processing. The potential payout requirement is highly uncertain as the amount is contingent on future production estimates, pace of development and the amount of capacity contracted to third parties. As at December 31, 2017, there were no accounts payable and accrued liabilities outstanding related to the take or pay commitment.

### 15. Restructuring Charges

In February 2016, Encana announced workforce reductions to better align staffing levels and the organizational structure with the Company's reduced capital spending program as a result of the low commodity price environment. During 2016, Encana incurred total restructuring charges of \$34 million, before tax, primarily related to severance costs, of which \$7 million remained accrued as at December 31, 2016. As at December 31, 2017, all restructuring costs have been paid.

Restructuring charges are included in administrative expense presented in the Corporate & Other segment in the Condensed Consolidated Statement of Earnings.

	As at		As at
	December 31,	Decer	mber 31,
	2017		2016
Outstanding Restructuring Accrual, Beginning of Year	\$ 7	\$	13
Current Year Restructuring Expenses Incurred  Restructuring Costs Paid	(7)		(40)
Outstanding Restructuring Accrual, End of Year	\$ -	\$	7

(All amounts in US\$ millions, unless otherwise specified)

### 16. Compensation Plans

Encana has a number of compensation arrangements under which the Company awards various types of long-term incentive grants to eligible employees. They include TSARs, Performance TSARs, SARs, Performance Share Units ("PSUs"), Deferred Share Units ("DSUs") and RSUs. These compensation arrangements are share-based.

Encana accounts for TSARs, Performance TSARs, SARs, PSUs and RSUs held by employees as cash-settled share-based payment transactions and, accordingly, accrues compensation costs over the vesting period based on the fair value of the rights determined using the Black-Scholes-Merton and other fair value models.

The following weighted average assumptions were used to determine the fair value of the share units held by employees:

	As at December	r 31, 2017	As at December 31, 2016			
	US\$ Share Units	C\$ Share Units	US\$ Share Units	C\$ Share Units		
Risk Free Interest Rate	1.67%	1.67%	0.75%	0.75%		
Dividend Yield	0.45%	0.46%	0.51%	0.50%		
Expected Volatility Rate (1)	57.87%	54.10%	57.18%	53.24%		
Expected Term	1.4 yrs	1.5 yrs	1.9 yrs	1.9 yrs		
Market Share Price	US\$13.33	C\$16.77	US\$11.74	C\$15.76		

<sup>(1)</sup> Volatility was estimated using historical rates.

The Company has recognized the following share-based compensation costs:

	Three Months Ended				Twelve Months Ended				
		Decem	ber 31,		31,				
		2017	2016		2017		2016		
Total Compensation Costs of Transactions Classified as Cash-Settled	\$	81	\$ 60	\$	165	\$	174		
Less: Total Share-Based Compensation Costs Capitalized		(25)	(15)		(55)		(40)		
Total Share-Based Compensation Expense (Recovery)	\$	56	\$ 45	\$	110	\$_	134		
Recognized on the Condensed Consolidated Statement of Earnings in: Operating	¢	16	\$ 17	æ	34	\$	48		
	Þ			Ф		Ф			
Administrative		40	28		76		86		
	\$	56	\$ 45	\$	110	\$	134		

As at December 31, 2017, the liability for share-based payment transactions totaled \$327 million (2016 - \$208 million), of which \$152 million (2016 - \$88 million) is recognized in accounts payable and accrued liabilities and \$175 million (2016 - \$120 million) is recognized in other liabilities and provisions in the Condensed Consolidated Balance Sheet.

	As at	As at
	December 31,	December 31,
	2017	2016
Liability for Cash-Settled Share-Based Payment Transactions:		
Unvested	\$ 274	\$ 171
Vested	53	37
	\$ 327	\$ 208

(All amounts in US\$ millions, unless otherwise specified)

The following units were granted primarily in conjunction with the Company's February annual long-term incentive award. The TSARs and SARs were granted at the volume-weighted average trading price of Encana's common shares for the five days prior to the grant date.

Twelve Months Ended December 31, 2017 (thousands of units)

TSARs	850
SARs	349
PSUs	1,989
DSUs	155
RSUs	4,964

# 17. Pension and Other Post-Employment Benefits

The Company has recognized total benefit plans expense which includes pension benefits and other post-employment benefits ("OPEB") for the twelve months ended December 31 as follows:

		Pension Benefits			OP		Total			
		2017	201	6	2017		2016	2017	,	2016
Net Defined Periodic Benefit Cost	•	_	\$ (	1) &	3	6	13	¢ 2		12
Defined Contribution Plan Expense	Ψ	24	,	1) \$ 5	-	Ψ	-	24	ų ų	25
Total Benefit Plans Expense	\$	24	\$ 2	4 \$	3	\$	13	\$ 27	\$	37

Of the total benefit plans expense, \$25 million (2016 - \$28 million) was included in operating expense, \$8 million (2016 - \$9 million) was included in administrative expense and a gain of \$6 million (2016 - nil) was included in other (gains) losses, net

The net defined periodic benefit cost for the twelve months ended December 31 is as follows:

	Defined Benefits			OPEB				Total				
	<b>2017</b> 2016		<b>2017</b> 2016			2017			2016			
Service Cost	\$	1	\$	2	\$	8	\$	10	\$	9	\$	12
Interest Cost		7		8		3		4		10		12
Expected Return on Plan Assets		(9)		(11)		-		-		(9)		(11)
Amounts Reclassified from Accumulated Other Comprehensive Income:												
Amortization of net actuarial (gains) and losses		1		-		(1)		(1)		-		(1)
Amortization of net prior service costs		-		-		(1)		-		(1)		-
Curtailment		-		-		(1)		-		(1)		-
Curtailment		-		-		(5)		-		(5)		_
Total Net Defined Periodic Benefit Cost	\$	-	\$	(1)	\$	3	\$	13	\$	3	\$	12

(All amounts in US\$ millions, unless otherwise specified)

The amounts recognized in other comprehensive income for the twelve months ended December 31 are as follows:

	Pension Benefits			OP:	EB	Total		
		2017		2016	2017	2016	2017	2016
Net Actuarial (Gains) Losses	\$	1	\$	8	\$ (8)	\$ (14)	\$ (7)	\$ (6)
Amortization of Net Actuarial Gains and (Losses)		(1)		-	1	1	-	1
Amortization of Net Prior Service Costs		-		-	1	-	1	-
Curtailment		-		-	1	-	1	
Total Amounts Recognized in Other Comprehensive			_					
(Income) Loss, Before Tax	\$	-	\$	8	\$ (5)	\$ (13)	\$ (5)	\$ (5)
Total Amounts Recognized in Other Comprehensive (Income) Loss, After Tax	\$	-	\$	6	\$ (3)	\$ (9)	\$ (3)	\$ (3)

#### 18. Fair Value Measurements

The fair values of cash and cash equivalents, accounts receivable and accrued revenues, and accounts payable and accrued liabilities approximate their carrying amounts due to the short-term maturity of those instruments.

Recurring fair value measurements are performed for risk management assets and liabilities and other derivative contracts, as discussed further in Note 19. These items are carried at fair value in the Condensed Consolidated Balance Sheet and are classified within the three levels of the fair value hierarchy in the following tables. There have been no significant transfers between the hierarchy levels during the period.

Fair value changes and settlements for amounts related to risk management assets and liabilities are recognized in revenues, transportation and processing expense, and foreign exchange gains and losses according to their purpose.

	Level 1					
	Quoted	Level 2	Level 3			
	Prices in	Other	Significant			a .
	Active	Observable	Unobservable	Total Fair		Carrying
As at December 31, 2017	Markets	Inputs	Inputs	Value	Netting (1)	Amount
Risk Management Assets						
Commodity Derivatives:						
Current assets	\$ -	\$ 189	\$ -	\$ 189	\$ (15)	\$ 174
Long-term assets	-	248	-	248	(2)	246
Foreign Currency Derivatives:						
Current assets	-	31	-	31	-	31
Risk Management Liabilities						
Commodity Derivatives:						
Current liabilities	\$ 3	\$ 196	\$ 51	\$ 250	\$ (15)	\$ 235
Long-term liabilities	-	15	-	15	(2)	13
Foreign Currency Derivatives:						
Current liabilities	-	1	-	1	-	1
Other Derivative Contracts						
Current in accounts payable and accrued liabilities	\$ -	\$ 5	\$	\$ 5	\$ -	\$ 5
Long-term in other liabilities and provisions	-	14		14	-	14

<sup>(1)</sup> Netting to offset derivative assets and liabilities where the legal right and intention to offset exists, or where counterparty master netting arrangements contain provisions for net settlement.

(All amounts in US\$ millions, unless otherwise specified)

As at December 31, 2016	Level 1 Quoted Prices in Active Markets	Level 2 Other Observable Inputs	Level 3 Significant Unobservable Inputs	Total Fair Value	Netting (1)	Carrying Amount
	T.THITTOU	ļ	1		<u> </u>	
Risk Management Assets						
Commodity Derivatives:						
Current assets	\$ -	\$ 11	\$ -	\$ 11	\$ (11)	\$ -
Long-term assets	-	19	-	19	(3)	16
Risk Management Liabilities						
Commodity Derivatives:						
Current liabilities	\$ -	\$ 228	\$ 36	\$ 264	\$ (11)	\$ 253
Long-term liabilities	-	38	-	38	(3)	35
Foreign Currency Derivatives:						
Current liabilities	-	1	-	1	-	1
Other Derivative Contracts						
Current in accounts payable and accrued liabilities	\$ -	\$ 5	\$ -	\$ 5	\$ -	\$ 5
Long-term in other liabilities and provisions	-	14	-	14	-	14

<sup>(1)</sup> Netting to offset derivative assets and liabilities where the legal right and intention to offset exists, or where counterparty master netting arrangements contain provisions for net settlement.

The Company's Level 1 and Level 2 risk management assets and liabilities consist of commodity fixed price contracts, NYMEX call options, foreign currency swaps and basis swaps with terms to 2023. Level 2 also includes financial guarantee contracts as discussed in Note 19. The fair values of these contracts are based on a market approach and are estimated using inputs which are either directly or indirectly observable at the reporting date, such as exchange and other published prices, broker quotes and observable trading activity.

#### **Level 3 Fair Value Measurements**

As at December 31, 2017, the Company's Level 3 risk management assets and liabilities consist of WTI three-way options and WTI costless collars with terms to 2018. The WTI three-way options are a combination of a sold call, bought put and a sold put. The WTI costless collars are a combination of a sold call and a bought put. These contracts allow the Company to participate in the upside of commodity prices to the ceiling of the call option and provide the Company with complete (collars) or partial (three-way) downside price protection through the put options. The fair values of the WTI three-way options and WTI costless collars are based on the income approach and are modelled using observable and unobservable inputs such as implied volatility. The unobservable inputs are obtained from third parties whenever possible and reviewed by the Company for reasonableness.

A summary of changes in Level 3 fair value measurements for the twelve months ended December 31 is presented below:

	Risk M	anag	agement		
	201	7	2016		
Delever Decimina of Very	<b>6</b> (2)		16		
Balance, Beginning of Year	\$ (30	<b>b)</b> 3	§ 16		
Total Gains (Losses)	(2)	1)	(16)		
Purchases, Sales, Issuances and Settlements:					
Purchases, sales and issuances		-	-		
Settlements		6	(26)		
Transfers Out of Level 3 (1)		-	(10)		
Balance, End of Year	\$ (5)	1) 5	\$ (36)		
Change in Unrealized Gains (Losses) Related to					
Assets and Liabilities Held at End of Year	\$ (5)	1) 5	\$ (27)		

<sup>(1)</sup> The Company's policy is to recognize transfers out of Level 3 on the date of the event of change in circumstances that caused the transfer.

(All amounts in US\$ millions, unless otherwise specified)

Quantitative information about unobservable inputs used in Level 3 fair value measurements is presented below:

			As at	As at
			December 31,	December 31,
	Valuation Technique	Unobservable Input	2017	2016
Risk Management - WTI Options	Option Model	Implied Volatility	17% - 76%	18% - 64%

A 10 percent increase or decrease in implied volatility for the WTI options would cause a corresponding \$2 million (2016 - \$3 million) increase or decrease to net risk management assets and liabilities.

### 19. Financial Instruments and Risk Management

#### A) Financial Instruments

Encana's financial assets and liabilities are recognized in cash and cash equivalents, accounts receivable and accrued revenues, accounts payable and accrued liabilities, risk management assets and liabilities, other liabilities and provisions and long-term debt.

#### B) Risk Management Activities

Encana uses derivative financial instruments to manage its exposure to cash flow variability from commodity prices and fluctuating foreign currency exchange rates. The Company does not apply hedge accounting to any of its derivative financial instruments. As a result, gains and losses from changes in the fair value are recognized in net earnings.

#### **Commodity Price Risk**

Commodity price risk arises from the effect that fluctuations in future commodity prices may have on future cash flows. To partially mitigate exposure to commodity price risk, the Company has entered into various derivative financial instruments. The use of these derivative instruments is governed under formal policies and is subject to limits established by the Board of Directors. The Company's policy is to not use derivative financial instruments for speculative purposes.

Crude Oil and NGLs - To partially mitigate crude oil and NGL commodity price risk, the Company uses WTI-based contracts such as fixed price contracts, options and costless collars. Encana has also entered into basis swaps to manage against widening price differentials between various production areas and benchmark price points.

Natural Gas - To partially mitigate natural gas commodity price risk, the Company uses NYMEX-based contracts such as fixed price contracts, options and costless collars. Encana has also entered into basis swaps to manage against widening price differentials between various production areas and benchmark price points.

#### Foreign Exchange Risk

Foreign exchange risk arises from changes in foreign currency exchange rates that may affect the fair value or future cash flows of the Company's financial assets or liabilities. To partially mitigate the effect of foreign exchange fluctuations on future commodity revenues and expenses, the Company may enter into foreign currency derivative contracts. As at December 31, 2017, Encana has entered into \$650 million notional U.S. dollar denominated currency swaps at an average exchange rate of US\$0.7597 to C\$1, which mature monthly throughout 2018.

(All amounts in US\$ millions, unless otherwise specified)

# Risk Management Positions as at December 31, 2017

	Notional Volumes	Term	Average Price	Fair Value
Crude Oil and NGL Contracts			US\$/bbl	
Fixed Price Contracts				
WTI Fixed Price	71.2 Mbbls/d	2018	53.28	(152)
WTI Three-Way Options				
Sold call / bought put / sold put	16.0 Mbbls/d	2018	54.49 / 47.17 / 36.88	(35)
WTI Costless Collars				
Sold call / bought put	10.0 Mbbls/d	2018	57.08 / 45.00	(16)
Basis Contracts (1)		2018 - 2020		(41)
Crude Oil and NGLs Fair Value Position				(244)
Natural Gas Contracts			US\$/Mcf	
Fixed Price Contracts				
NYMEX Fixed Price	673 MMcf/d	2018	3.07	59
NYMEX Call Options				
Sold call price	230 MMcf/d	2018	3.75	(3)
Sold call price	230 MMcf/d	2019	3.75	(6)
Basis Contracts (2)		2018		118
		2019		107
		2020		83
		2021 - 2023		58
Natural Gas Fair Value Position				416
Other Derivative Contracts				
Fair Value Position				(19)
Foreign Currency Contracts				
Fair Value Position (3)		2018		30
Total Fair Value Position				\$ 183

<sup>(1)</sup> Encana has entered into swaps to protect against widening Midland, Magellan East Houston, Louisiana Light Sweet and Edmonton Condensate differentials to WTL

<sup>(2)</sup> Encana has entered into swaps to protect against widening AECO, Dawn, Malin and Waha basis to NYMEX.

<sup>(3)</sup> Encana has entered into U.S. dollar denominated fixed-for-floating average currency swaps to protect against fluctuations between the Canadian and U.S. dollars.

(All amounts in US\$ millions, unless otherwise specified)

### Earnings Impact of Realized and Unrealized Gains (Losses) on Risk Management Positions

		Three Mor		Twelve Months Ended				
		Decem			Decem	ber		
	_	2017	2016		2017		2016	
Realized Gains (Losses) on Risk Management								
Commodity and Other Derivatives:								
Revenues (1)	\$	4	\$ 3	\$	40	\$	361	
Transportation and processing		-	(4	)	(4)		(8)	
Foreign Currency Derivatives:								
Foreign exchange		7	-		15			
	\$	11	\$ (1	\$	51	\$_	353	
Unrealized Gains (Losses) on Risk Management Commodity and Other Derivatives:								
Revenues (2)	\$	46	\$ (167	\$	442	\$	(636)	
Transportation and processing	Ψ		18				22	
Foreign Currency Derivatives:								
Foreign exchange		(8)	(1	)	32		(1)	
	\$	38	\$ (150	\$	474	\$	(615)	
Total Realized and Unrealized Gains (Losses) on Risk Management, net								
Commodity and Other Derivatives:								
Revenues (1)(2)	\$	50	\$ (164	\$	482	\$	(275)	
Transportation and processing			14		(4)		14	
Foreign Currency Derivatives:								
Foreign exchange		(1)	(1	)	47		(1)	
	\$	49	\$ (151	\$	525	\$	(262)	

<sup>(1)</sup> Includes realized gains of \$2 million and \$7 million for the three and twelve months ended December 31, 2017, respectively, (2016 - gains of \$2 million and \$6 million, respectively) related to other derivative contracts.

#### Reconciliation of Unrealized Risk Management Positions from January 1 to December 31

	201	17			2016
			Total		Total
			Unrealized		Unrealized
	Fair Value		Gain (Loss)	L	Gain (Loss)
Fair Value of Contracts, Beginning of Year	\$ (292)				
Change in Fair Value of Contracts in Place at Beginning of Year					
and Contracts Entered into During the Year	525	\$	525	\$	(262)
Settlement of Other Derivative Contracts	7				
Fair Value of Other Derivative Contracts Entered into During the Year	(6)				
Fair Value of Contracts Realized During the Year	(51)		(51)		(353)
Fair Value of Contracts, End of Year	\$ 183	\$	474	\$	(615)

Risk management assets and liabilities arise from the use of derivative financial instruments and are measured at fair value. See Note 18 for a discussion of fair value measurements.

<sup>(2)</sup> Includes unrealized losses of \$1 million and \$2 million for the three and twelve months ended December 31, 2017, respectively, (2016 - gains of \$5 million and \$5 million, respectively) related to other derivative contracts.

(All amounts in US\$ millions, unless otherwise specified)

#### **Unrealized Risk Management Positions**

	As at	As at
	December 31,	December 31,
	2017	2016
Risk Management Assets		
Current	\$ 205	\$ -
Long-term	246	16
	451	16
Risk Management Liabilities		
Current	236	254
Long-term	13	35
	249	289
Other Derivative Contracts		
Current in accounts payable and accrued liabilities	5	5
Long-term in other liabilities and provisions	14	14
Net Risk Management Assets (Liabilities) and Other Derivative Contracts	\$ 183	\$ (292)

#### C) Credit Risk

Credit risk arises from the potential that the Company may incur a loss if a counterparty to a financial instrument fails to meet its obligation in accordance with agreed terms. While exchange-traded contracts are subject to nominal credit risk due to the financial safeguards established by the New York Stock Exchange and Toronto Stock Exchange, over-the-counter traded contracts expose Encana to counterparty credit risk. This credit risk exposure is mitigated through the use of credit policies approved by the Board of Directors governing the Company's credit portfolio including credit practices that limit transactions according to counterparties' credit quality. Mitigation strategies may include master netting arrangements, requesting collateral and/or transacting credit derivatives. The Company executes commodity derivative financial instruments under master agreements that have netting provisions that provide for offsetting payables against receivables. As a result of netting provisions, the Company's maximum exposure to loss under derivative financial instruments due to credit risk is limited to the net amounts due from the counterparties under the derivative contracts, as disclosed in Note 18. As at December 31, 2017, the Company had no significant credit derivatives in place and held no collateral.

As at December 31, 2017, cash equivalents include high-grade, short-term securities, placed primarily with financial institutions and companies with strong investment grade ratings. Any foreign currency agreements entered into are with major financial institutions that have investment grade credit ratings.

A substantial portion of the Company's accounts receivable are with customers in the oil and gas industry and are subject to normal industry credit risks. As at December 31, 2017, approximately 92 percent (90 percent as at December 31, 2016) of Encana's accounts receivable and financial derivative credit exposures were with investment grade counterparties.

As at December 31, 2017, Encana had three counterparties whose net settlement position individually accounted for more than 10 percent of the fair value of the outstanding in-the-money net risk management contracts by counterparty. As at December 31, 2017, these counterparties accounted for 56 percent, 11 percent and 11 percent of the fair value of the outstanding in-the-money net risk management contracts. As at December 31, 2016, Encana had one counterparty whose net settlement position accounted for 84 percent of the fair value of the outstanding in-the-money net risk management contracts.

During 2015 and 2017, Encana entered into agreements resulting from divestitures, which may require Encana to fulfill certain payment obligations on the take or pay volume commitments assumed by the purchasers. The circumstances that would require Encana to perform under the agreements include events where a purchaser fails to make payment to the guaranteed party and/or a purchaser is subject to an insolvency event. The agreements have remaining terms from four to seven years with a fair value recognized of \$19 million as at December 31, 2017 (2016 - \$19 million). The maximum potential amount of undiscounted future payments is \$347 million as at December 31, 2017, and is considered unlikely.

(All amounts in US\$ millions, unless otherwise specified)

# 20. Supplementary Information

Supplemental disclosures to the Condensed Consolidated Statement of Cash Flows are presented below:

### A) Net Change in Non-Cash Working Capital

		Three Mont		Twelve Months Ended December 31,			
		2017	2016	2017	2016		
Operating Activities Accounts receivable and accrued revenues	•	\$ (90)	\$ (68)	\$ (21)	\$ 86		
Accounts payable and accrued liabilities		27	17	(226)	(233)		
Income tax receivable and payable		1	(41)	(6)	(40)		
	9	62)	\$ (92)	\$ (253)	\$ (187)		

#### B) Non-Cash Activities

	T	hree Mon		l	Twelve Months Ended December 31.			
		Decemb	er 31,			Decem	ber 31,	
		2017		2016		2017	2016	
Non-Cash Investing Activities								
Asset retirement obligation incurred (See Note 11)	\$	2	\$	12	\$	11	\$	18
Asset retirement obligation change in estimated future cash outflows (See Note 11)		88		(99)		88		(99)
Property, plant and equipment accruals		(41)		81		19		5
Capitalized long-term incentives (See Note 16)		25		15		55		40
Property additions/dispositions		1		15		194		100
Non-Cash Financing Activities								
Common shares issued under dividend reinvestment plan (See Note 12)	\$	-	\$	-	\$	1	\$	1

(All amounts in US\$ millions, unless otherwise specified)

# 21. Commitments and Contingencies

#### **Commitments**

The following table outlines the Company's commitments as at December 31, 2017:

	Expected Future Payments											
(undiscounted)	2018	2019		2020		2021	2022		Thereafter		Total	
Transportation and Processing	\$ 604 \$	701	\$	670	\$	571 \$	529	\$	2,315	\$	5,390	
Drilling and Field Services	198	39		21		8	-		-		266	
Operating Leases	18	16		16		15	15		46		126	
Total	\$ 820 \$	756	\$	707	\$	594 \$	544	\$	2,361	\$	5,782	

Included within transportation and processing in the table above are certain commitments associated with midstream service agreements with VMLP as described in Note 14. Divestiture transactions can reduce certain commitments disclosed above.

## Contingencies

Encana is involved in various legal claims and actions arising in the normal course of the Company's operations. Although the outcome of these claims cannot be predicted with certainty, the Company does not expect these matters to have a material adverse effect on Encana's financial position, cash flows or results of operations. Management's assessment of these matters may change in the future as certain of these matters are in early stages or are subject to a number of uncertainties. For material matters that the Company believes an unfavourable outcome is reasonably possible, the Company discloses the nature and a range of potential exposures. If an unfavourable outcome were to occur, there exists the possibility of a material impact on the Company's consolidated net earnings or loss for the period in which the effect becomes reasonably estimable. The Company accrues for such items when a liability is both probable and the amount can be reasonably estimated. Such accruals are based on the Company's information known about the matters, estimates of the outcomes of such matters and experience in handling similar matters.