

Williams Michael
Form 4
March 11, 2019

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Michael

(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)
03/08/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

EVP, Corp Services

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Options (Tandem Stock Appreciation)	\$ 7.16 ⁽³⁾	03/08/2019			A		81,893		<u>(1)</u>	03/08/2026	Common Shares	81,
Rights (Restricted Share Unit)	<u>(2)</u>	03/08/2019			A		37,671		03/08/2022	<u>(2)</u>	Common Shares	37,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Michael C/O 500 CENTRE STREET SE CALGARY, A0 T2P2S5			EVP, Corp Services	

Signatures

/s/ Dawna Gibb, by Power of Attorney

03/11/2019

__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) 30% vest on March 8, 2020, 30% vest on March 8, 2021 and 40% vest on March 8, 2022, subject to the grantee's active employment on such dates and the terms and conditions of the Omnibus Incentive Plan of Encana Corporation and applicable grant agreement.

- (2) Each Restricted Share Unit (each, "RSU") is the economic equivalent of one common share of Encana Corporation and attracts dividend equivalent RSUs. The RSUs vest on March 8, 2022, subject to the grantee's active employment on such date and the terms and conditions of the Omnibus Incentive Plan of Encana Corporation and applicable grant agreement.

- (3) The exercise price of Options granted is determined in Canadian dollars at a price of CAD\$9.54 per share and is based on the volume-weighted average price of a common share of Encana Corporation on the Toronto Stock Exchange for the five days prior to the transaction date. The price has been converted to U.S. dollars using the Bank of Canada exchange rate on the transaction date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.