

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934



Date of Report (Date of earliest event reported): May 3, 2023

**Tellurian Inc.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation or organization)

001-5507  
(Commission File Number)

06-0842255  
(I.R.S. Employer Identification No.)

1201 Louisiana Street, Suite 3100, Houston, TX  
(Address of principal executive offices)

77002  
(Zip Code)

(832) 962-4000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.01 per share	TELL	NYSE American LLC
8.25% Senior Notes due 2028	TELZ	NYSE American LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 2.02 Results of Operations and Financial Condition.**

On May 3, 2023, Tellurian Inc. issued a press release reporting financial results for the quarter ended March 31, 2023 and related information. A copy of the press release is attached to this report as Exhibit 99.1.

The information in this Current Report on Form 8-K, including the information set forth in Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release, dated as of May 3, 2023</a>
104	Cover Page Interactive Data File – the cover page XBRL tags are embedded within the Inline XBRL document (included as Exhibit 101)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**TELLURIAN INC.**

Date: May 3, 2023

By: /s/ Daniel Belhumeur  
Name: Daniel Belhumeur  
Title: Executive Vice President and General Counsel  
Title: Executive Vice President and General Counsel



NEWS RELEASE – HOLD for release, 3 May 2023

### Tellurian reports first quarter 2023 results

HOUSTON, Texas – (BUSINESS WIRE) May 3, 2023 -- Tellurian Inc. (Tellurian or the Company) (NYSE American: TELL) continued making progress on Driftwood LNG phase one construction, added to natural gas acreage, production and sales, and repaid \$166.7 million in principal balance of borrowing obligations in the first quarter 2023. Subsequent to the quarter end, Tellurian also advanced Driftwood project funding through the execution of a \$1.0 billion sale and leaseback letter of intent.

President and CEO Octávio Simões said, “Tellurian continues to add value through natural gas production and sales and the construction of Driftwood LNG. With our development contributions and taking into account the land sale and leaseback contemplated by our recent LOI, we have invested or received commitments for nearly \$2 billion of the project costs, and we continue discussions with partners who want to join us in delivering much needed liquefied natural gas to the world. Tellurian is focused on delivering long-term returns to shareholders, and this mindset sets the tone for commercial negotiations, bank debt arrangements and equity investor discussions.”

### Upstream segment results

	Three Months End March 31, 2023	Three Months End March 31, 2022
Net production	19.3 Bcf	6.1 Bcf
Revenue	\$50.9 million	\$26.0 million
Operating (loss) profit	\$(2.9) million	\$4.6 million
Adjusted EBITDA*	\$29.8 million	\$14.0 million

### Operating activities

Tellurian produced 19.3 billion cubic feet (Bcf) of natural gas for the quarter ended March 31, 2023, as compared to 6.1 Bcf for the same period of 2022. As of March 31, 2023, Tellurian’s natural gas assets included 30,915 net acres and interests in 152 producing wells.

### Consolidated financial results

Tellurian generated approximately \$50.9 million in revenues from natural gas sales in the first quarter of 2023, driven by increased production volumes, partially offset by decreased realized natural gas prices, compared to \$26.0 million in the first quarter of 2022. Tellurian reported a net loss of approximately \$27.5 million, or \$0.05 per share (basic and diluted), for the quarter ended March 31, 2023, compared to a net loss of \$66.6 million, or \$0.14 per share (basic and diluted), for the same period of 2022.

As of March 31, 2023, Tellurian had approximately \$1.3 billion in total assets, including approximately \$150.0 million of cash and cash equivalents.

\* Non-GAAP measure – see the end of this press release for a definition and a reconciliation to the most comparable GAAP measure.



### **About Tellurian Inc.**

Tellurian intends to create value for shareholders by building a low-cost, global natural gas business, profitably delivering natural gas to customers worldwide. Tellurian is developing a portfolio of natural gas production, LNG marketing and trading, and infrastructure that includes an ~ 27.6 mtpa LNG export facility and an associated pipeline. Tellurian is based in Houston, Texas, and its common stock is listed on the NYSE American under the symbol "TELL".

For more information, please visit [www.tellurianinc.com](http://www.tellurianinc.com). Follow us on Twitter at [twitter.com/TellurianLNG](https://twitter.com/TellurianLNG)

Tellurian will post a video by Executive Chairman Charif Souki on its website shortly following the issuance of this release.

### **2022 ESG Summary**

Tellurian has published its 2022 ESG Summary, available on the Company's [website](#). Aligned with the Sustainability Accountability Standards Board (SASB) framework, the summary highlights Tellurian's environmental metrics, stakeholder engagement in Louisiana, and governance practices. Interested parties are encouraged to review the document for insights into Tellurian's commitment to sustainability.

### **CAUTIONARY INFORMATION ABOUT FORWARD-LOOKING STATEMENTS**

This press release contains forward-looking statements within the meaning of U.S. federal securities laws. The words "anticipate," "assume," "believe," "budget," "estimate," "expect," "forecast," "initial," "intend," "may," "plan," "potential," "project," "proposed," "should," "will," "would," and similar expressions are intended to identify forward-looking statements. Forward-looking statements herein relate to, among other things, the capacity, timing, and other aspects of the Driftwood LNG project, and development, construction and financing activities. These statements involve a number of known and unknown risks, which may cause actual results to differ materially from expectations expressed or implied in the forward-looking statements. These risks include the matters discussed in Item 1A of Part I of the Annual Report on Form 10-K of Tellurian for the fiscal year ended December 31, 2022, filed by Tellurian with the Securities and Exchange Commission (the SEC) on February 22, 2023, and other Tellurian filings with the SEC, all of which are incorporated by reference herein. The forward-looking statements in this press release speak as of the date of this release. Although Tellurian may from time to time voluntarily update its prior forward-looking statements, it disclaims any commitment to do so except as required by securities laws.

### **Contact**

#### **Media:**

Joi Lecznar  
EVP Public and Government Affairs  
Phone +1.832.962.4044  
[joi.lecznar@tellurianinc.com](mailto:joi.lecznar@tellurianinc.com)

#### **Investors:**

Matt Phillips  
Vice President, Investor Relations  
Phone +1.832.320.9331  
[matthew.phillips@tellurianinc.com](mailto:matthew.phillips@tellurianinc.com)



### Explanation and Reconciliation of Non-GAAP Financial Measures

The Company reports its financial results in accordance with accounting principles generally accepted in the United States of America ("GAAP"). However, management believes that Upstream segment Adjusted EBITDA may provide financial statement users with additional meaningful comparisons between current results and the results of the Company's peers and of prior periods.

Upstream segment Adjusted EBITDA excludes certain charges or expenditures. Upstream segment Adjusted EBITDA is a supplemental measure of performance and should not be viewed as a substitute for any GAAP measure.

Management presents Upstream segment Adjusted EBITDA because (i) it is consistent with the manner in which the Company's position and performance are measured relative to the position and performance of its peers and (ii) it is more comparable to earnings estimates provided by securities analysts.

#### Upstream segment Adjusted EBITDA (in thousands):

	Three Months Ended March 31,	
	2023	2022
Upstream segment operating (loss) profit	\$(2,987)	\$4,596
Add back:		
Depreciation, depletion and amortization	\$21,492	\$3,923
Allocated corporate general and administrative	\$11,294	\$5,494
Upstream segment Adjusted EBITDA	<u>\$29,799</u>	<u>\$14,013</u>