
**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): **April 18, 2019**



Tellurian Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

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)

Registrant's telephone number, including area code: **(832) 962-4000**

(Former name or former address, if changed since last report)

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))

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 7.01 Regulation FD Disclosure.

On April 18, 2019, Tellurian Inc. posted an updated corporate presentation to its website, www.tellurianinc.com. A copy of the presentation is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

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	Tellurian Inc. Corporate Presentation dated April 2019

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.

By: /s/ Antoine J. Lafargue
Name: Antoine J. Lafargue
Title: Senior Vice President and
Chief Financial Officer

Date: April 18, 2019

Corporate presentation

April 2019




TELLURIAN

Cautionary statements

Forward-looking statements

The information in this presentation includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements other than statements of historical fact are forward-looking statements. The words "anticipate," "assume," "believe," "budget," "estimate," "expect," "forecast," "initial," "intend," "may," "model," "plan," "potential," "project," "should," "will," "would," and similar expressions are intended to identify forward-looking statements. The forward-looking statements in this presentation relate to, among other things, future contracts and contract terms, expected partners and customers, margins, returns and payback periods, future assets, cash flows and production, delivery of LNG, required infrastructure, future costs, prices, financial results, liquidity and financing, regulatory and permitting developments, construction and permitting of pipelines and other facilities, potential acquisition targets, reaching FID, future demand and supply affecting LNG and general energy markets and other aspects of our business and our prospects and those of other industry participants.

Our forward-looking statements are based on assumptions and analyses made by us in light of our experience and our perception of historical trends, current conditions, expected future developments, and other factors that we believe are appropriate under the circumstances. These statements are subject to numerous known and unknown risks and uncertainties which may cause actual results to be materially different from any future results or performance expressed or implied by the forward-looking statements. These risks and uncertainties include those described in the "Risk Factors" section of our Annual Report on Form 10-K for the fiscal year ended December 31, 2018, and our other filings with the Securities and Exchange Commission, which are incorporated by reference in this presentation. Many of the forward-looking statements in this presentation relate to events or developments anticipated to occur numerous years in the future, which increases the likelihood that actual results will differ materially from those indicated in such forward-looking statements.

Plans for the Permian Global Access Pipeline and Haynesville Global Access Pipeline projects discussed herein are in the early stages of development and numerous aspects of the projects, such as detailed engineering and permitting, have not commenced. Accordingly, the nature, timing, scope and benefits of those projects may vary significantly from our current plans due to a wide variety of factors, including future changes to the proposals. Although the Driftwood pipeline project is significantly more advanced in terms of engineering, permitting and other factors, its construction, budget and timing are also subject to significant risks and uncertainties.

Projected future cash flows as set forth herein may differ from cash flows determined in accordance with GAAP.

We may not be able to enter into definitive agreements with Total on the terms contemplated in the HOA, or with the other parties on slide 8 on the terms contemplated, or at all. Achieving FID will require substantial amounts of financing in addition to that contemplated by the HOA, the common stock purchase agreement and related agreements, and Tellurian believes that it may enter into discussions with potential sources of such financing and Total in order to achieve commercial terms acceptable to all parties. Accordingly, the definitive agreements contemplated by the HOA, if entered into, may have terms that differ significantly from those set forth in the HOA.

The financial information on slides 3, 6, 7, 9, 11, 12, 20, and 25 is meant for illustrative purposes only and does not purport to show estimates of actual future financial performance. The information on those slides assumes the completion of certain acquisition, financing and other transactions. Such transactions may not be completed on the assumed terms or at all. Actual commodity prices may vary materially from the commodity prices assumed for the purposes of the illustrative financial performance information.

The forward-looking statements made in or in connection with this presentation speak only as of the date hereof. Although we may from time to time voluntarily update our prior forward-looking statements, we disclaim any commitment to do so except as required by securities laws.

Reserves and resources

Estimates of non-proved reserves and resources are based on more limited information, and are subject to significantly greater risk of not being produced, than are estimates of proved reserves.

Key investment highlights

Experienced management

- Management track record at Cheniere and BG Group
- 46% of Tellurian owned by founders, management and other employees⁽¹⁾

World-class partners



TOTAL



Fixed-cost EPC contract

- Guaranteed lump sum turnkey contract with Bechtel
- \$15.2 billion for 27.6 mtpa capacity

Unique business model

- Integrated
 - Upstream reserves
 - Pipeline network
 - LNG terminal
- Low-cost
- Flexible

Commercial momentum



TOTAL



PETRONET
LNG
LIMITED

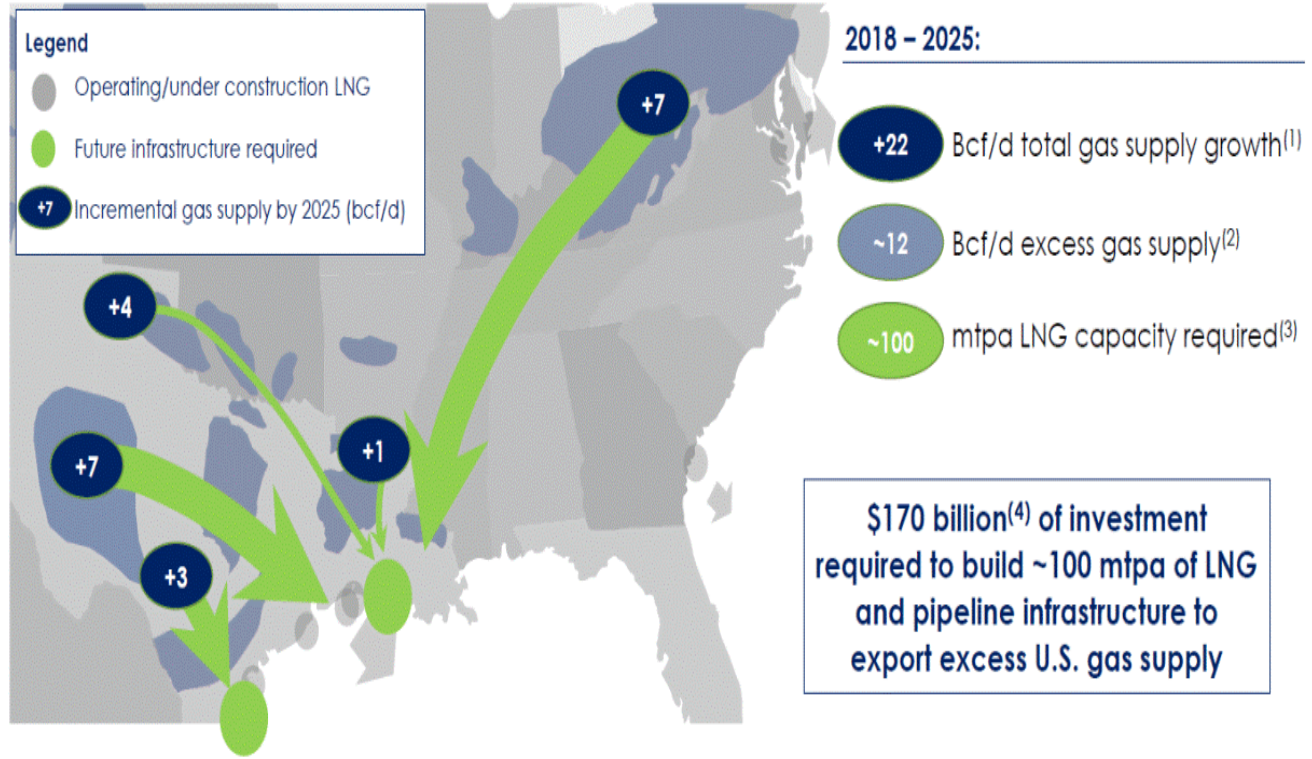


Tellurian developing ~\$30 billion of assets to generate ~\$8 cash flow per share annually

Note: ⁽¹⁾ As of April 17, 2019.

Looming challenge of U.S. gas oversupply

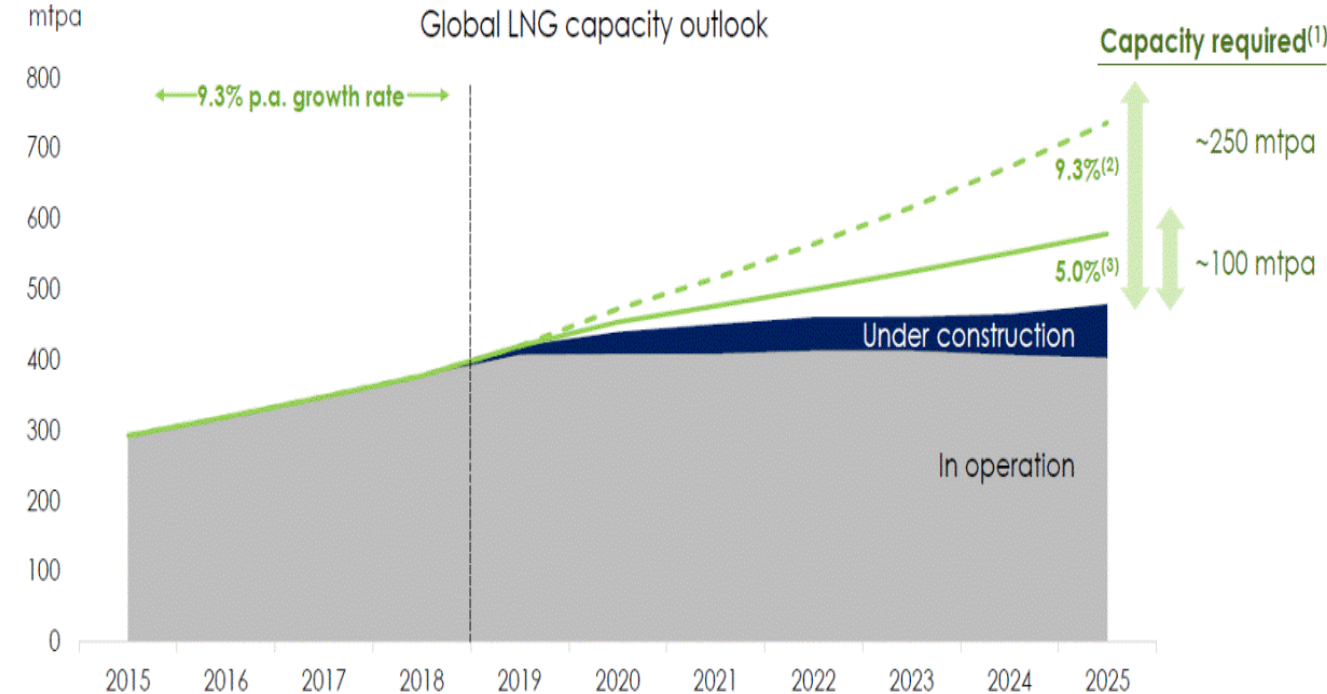
U.S. natural gas must be exported



Sources: DrillingInfo, BA, Tellurian analysis.

Note: (1) Assumes \$70/bbl oil price and \$3/mmBtu Henry Hub price; incremental supply comes from Permian, Scoop/Stack, Haynesville, Eagle Ford, and Appalachia.
 (2) Assumes U.S. natural gas demand grows 0.6% p.a. and that the 7.4 bcf/d of LNG terminals under construction produce at a 90% utilization rate.
 (3) Assumes new LNG terminals produce at a 90% utilization rate.
 (4) Assumes new liquefaction capacity costs \$1,000 per tonne plus an additional \$70 billion of pipeline infrastructure to transport gas supply to the terminal.

Global LNG capacity call: ~100-250 mtpa



Sources: Wood Mackenzie, Tellurian Research.
Notes: (1) Assumes 85% utilization rate.
(2) Assuming sustained 2015-2018 demand growth rate of +9.3% p.a. post-2019.
(3) Conservative estimate of 5.0% p.a. demand growth rate post-2019.

Tellurian projects annual ~\$8 cash flow/sh⁽¹⁾

▪ Integrated model

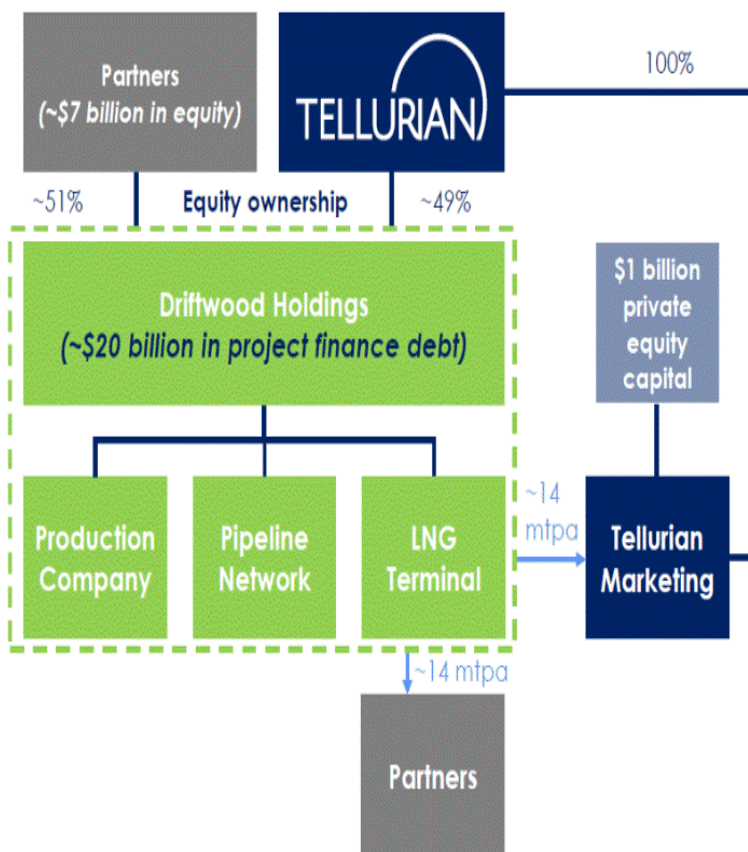
- Production Company, Pipeline Network, LNG Terminal
- Variable and operating costs expected to be \$2.50-\$3.00/mmBtu FOB

▪ Financing

- ~\$7 billion in Partners' capital through investment of \$500 per tonne of LNG
- \$1 billion in private equity funding for Tellurian's equity investment
- ~\$20 billion in project finance debt equates to \$1.00-\$1.50/mmBtu⁽²⁾

▪ Tellurian

- Tellurian will retain ~14 mtpa and ~49% of the assets
- Estimated ~\$2 billion annual cash flow to Tellurian⁽³⁾



Notes: [1] Annual cash flow per share based on projected \$2.3 billion annual cash flow to Tellurian and ~267 million shares outstanding after issuance of ~20 million shares pursuant to Total common stock purchase agreement dated April 3, 2017 and conversion of ~6.1 million shares of existing Series C convertible preferred stock issued to Bechtel.
 [2] Based on various financing structures for principal, interest rate and amortization related to ~\$20.0 billion of project finance debt.
 [3] See slide 11 for estimated annual Tellurian cash flow at various assumed U.S. Gulf Coast netback prices and margin levels.

Driftwood Holdings' financing

	2-Plant Case		3-Plant Case		Full Development	
▪ Capacity (mtpa)	11.0		16.6		27.6	
▪ Capital investment (\$ billions)						
– Liquefaction terminal ⁽¹⁾	\$ 7.6		\$ 10.3		\$ 15.2	
– Owners' cost & contingency ⁽²⁾	\$ 1.1		\$ 1.5		\$ 1.9	
– Driftwood pipeline ⁽³⁾	\$ 1.1		\$ 1.5		\$ 2.2	
– HGAP ⁽³⁾	\$ -		\$ -		\$ 1.4	
– PGAP ⁽³⁾	\$ -		\$ 3.7		\$ 3.7	
– Upstream	\$ 2.2		\$ 2.2		\$ 2.2	
– Fees ⁽⁴⁾	\$ -		\$ 0.9		\$ 0.9	
– Interest during construction	\$ 2.5		\$ 4.5		\$ 7.5	
▪ Total capital	\$ 14.5		\$ 24.6		\$ 35.0	
Total capital (\$ per tonne)	\$ 1,320		\$ 1,480		\$ 1,270	
– Debt financing ⁽⁵⁾	\$ (8.0)		\$ (15.0)		\$ (20.0)	
– Pre-COD cash flows ⁽⁶⁾	\$ (2.5)		\$ (3.6)		\$ (7.0)	
▪ Net equity	\$ 4.0		\$ 6.0		\$ 8.0	
▪ Transaction price (\$ per tonne)	\$ 500		\$ 500		\$ 500	
▪ Capacity split	<u>mtpa</u>	<u>%</u>	<u>mtpa</u>	<u>%</u>	<u>mtpa</u>	<u>%</u>
– Partner	6.0	~55%	10.0	~60%	14.0	~51%
– Tellurian (purchased) ⁽⁷⁾	2.0	~18%	2.0	~12%	2.0	~7%
– Tellurian (retained)	3.0	~27%	4.6	~28%	11.6	~42%

Notes: (1) Based on engineering, procurement, and construction agreements executed with Bechtel.

(2) Approximately half of owners' costs represent contingency; the remaining amounts consist of cost estimates related to staffing prior to commissioning, estimated impact of inflation and foreign exchange rates, spare parts and other estimated costs.

(3) Represents estimated costs of development of Driftwood pipeline (in phases), HGAP and PGAP.





(4) Preliminary estimate of certain costs associated with potential management fee to be paid by Driftwood Holdings to Tellurian and certain transaction costs.

(5) Project finance debt to be borrowed by Driftwood Holdings.

(6) Cash flow prior to commercial operations date of Plant 2, Plant 3, and Plant 5 in the 2-Plant, 3-Plant, and full development cases, respectively.

(7) Assumes Tellurian Marketing acquires 2 mtpa of capacity at Driftwood Holdings, financed by \$1.0 billion of convertible debt with interest of ~11% and funded by private equity.

Growing list of expected partners and customers

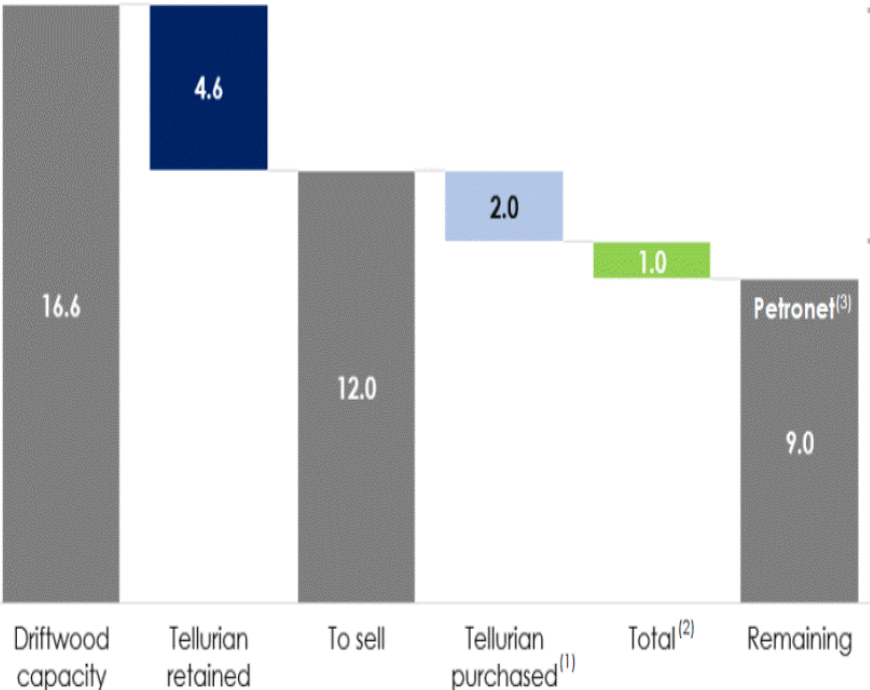
	Potential partner	Proposed off-take	Proposed volume	Credit rating ⁽¹⁾
Driftwood project		Equity investor	1.0 mtpa	A+/Aa3/AA-
		Equity investor	Under review	Baa2 (Moody's)
Tellurian Marketing		JKM linked	1.5 mtpa	A+/Aa3/AA-
		JKM linked (Equity investment under review)	1.5 mtpa	Unrated

Notes: (1) Parent credit ratings denote S&P/Moody's/Fitch, unless noted otherwise.

Commercial momentum to 3-plant FID

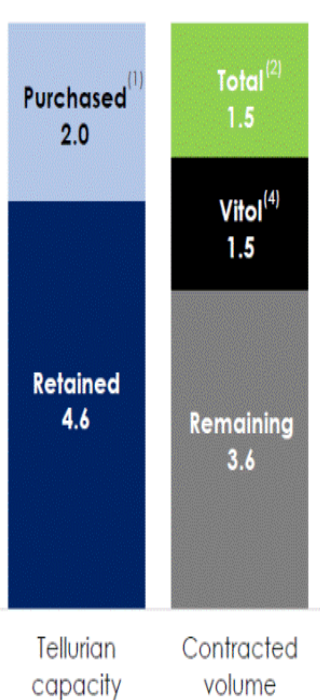
Driftwood Holdings volume

mtpa



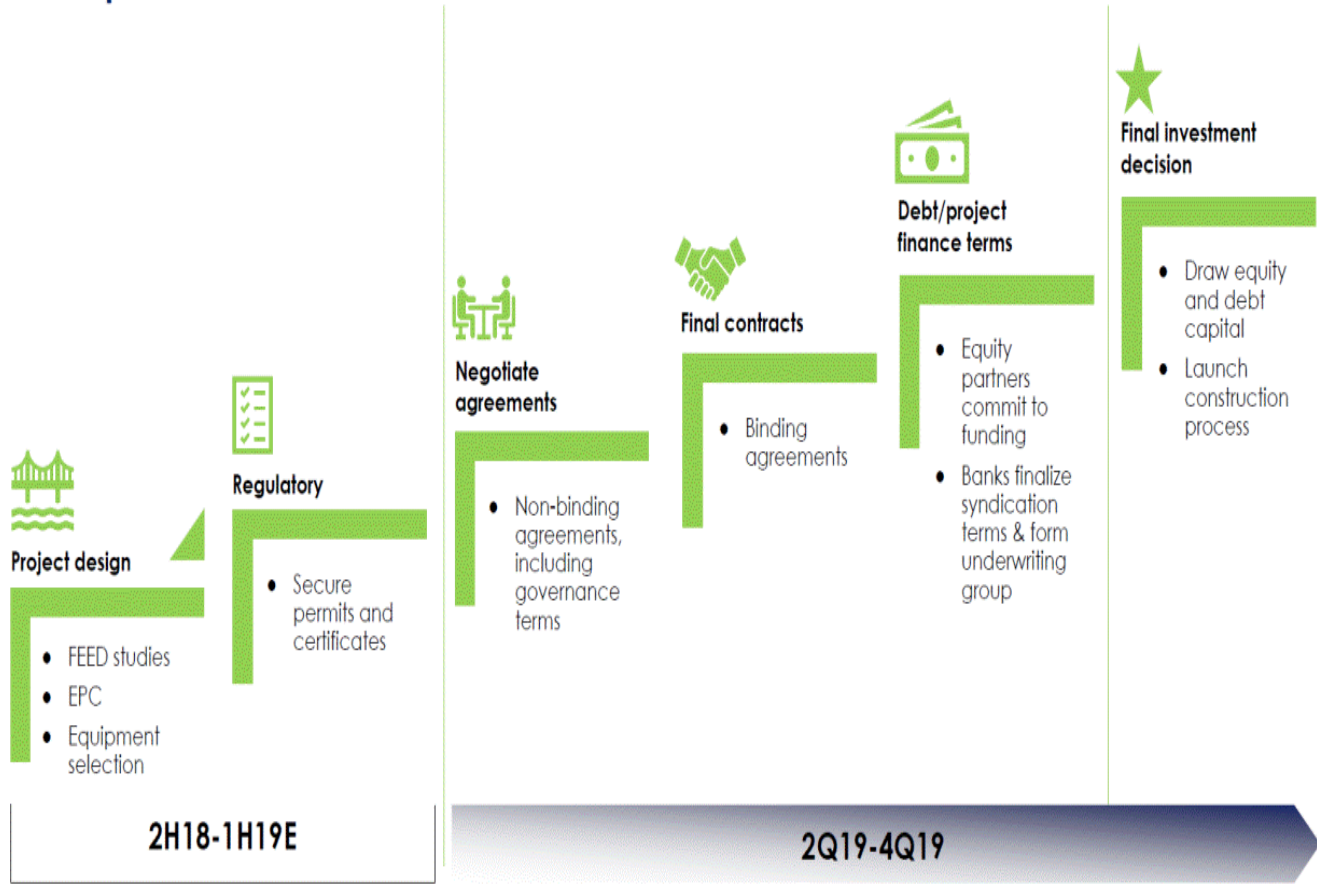
Tellurian Marketing volume

mtpa



Notes: (1) Represents required equity contribution at \$500/tonne.
 (2) Based on signed Heads of Agreement (HCA).
 (3) Based on signed Memorandum of Understanding (MOU) with volume to be determined.
 (4) Based on signed MOU.

Steps towards final investment decision



Value to Tellurian Inc.

USGC netback (\$/mmBtu)	Cost of LNG ⁽¹⁾ (\$/mmBtu)	Margin (\$/mmBtu)	2 Plants	3 Plants	5 Plants
			Cash flows ⁽²⁾⁽³⁾⁽⁴⁾ \$ millions (\$ per share)		
Tellurian capacity			5.0 mtpa	6.6 mtpa	13.6 mtpa
\$ 6.00	\$4.50	\$ 1.50	\$190 (\$0.71)	\$320 (\$1.20)	\$870 (\$3.26)
\$ 8.00	\$4.50	\$ 3.50	\$710 (\$2.66)	\$1,010 (\$3.79)	\$2,280 (\$8.55)
\$10.00	\$4.50	\$ 5.50	\$1,230 (\$4.61)	\$1,690 (\$6.34)	\$3,690 (\$13.84)
\$15.00	\$4.50	\$10.50	\$2,530 (\$9.49)	\$3,410 (\$12.79)	\$7,230 (\$27.11)

Tellurian expects to produce LNG for a cost of \$3.50/mmBtu, generating an additional \$2.66 in cash flow per share in the 5-plant case

Notes: (1) \$4.50/mmBtu cost of LNG FOB Gulf Coast.
 (2) Annual cash flow equals the margin multiplied by 32 mmBtu per tonne; does not reflect potential impact of management fees paid to Tellurian nor G&A.
 (3) Annual cash flow per share based on ~267 million shares outstanding after issuance of ~20 million shares pursuant to Total common stock purchase agreement dated April 3, 2019 and conversion of ~6.1 million shares of existing Series C convertible preferred stock issued to Bechtel.
 (4) Assumes Tellurian Marketing acquires 2 mtpa of capacity at Drifwood Holdings, financed by \$1 billion in convertible debt funding with 11% paid-in-kind ("PIK") interest during construction and 11% cash interest after construction.

Driftwood Holdings' operating costs



Sources: Wood Mackenzie, Tellurian Research.
 Notes: (1) Based on debt service cost of principal and interest related to ~\$20.0 billion of project finance debt.

Final Investment Decision expected in 2019

<u>Milestone</u>	<u>Target date</u>
▪ Fully-wrapped EPC contract	✓ November 2017
▪ Draft FERC EIS	✓ September 2018
▪ Final FERC EIS	✓ January 2019
▪ Final FERC Order	1H 2019
▪ Complete capital raise process <ul style="list-style-type: none">– <i>Partner & equity funding</i>– <i>Debt syndication</i>	▶ 2019
▪ Final Investment Decision	
▪ Notice to Proceed to Bechtel	
▪ First LNG	2023

Contact us

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Appendix

Owning infrastructure mitigates risk



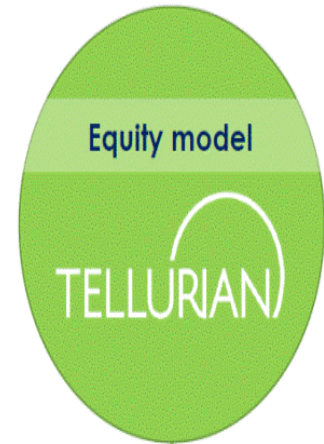
Customer incurs risk

Competition between customers for pipeline access leads to **hidden costs** and higher cost of LNG on the water



Developer incurs risk

Developer consolidates pipeline transport, but still **a price taker** for transportation services; developer only has 5% of Henry Hub price to pay for transport



Own the infrastructure

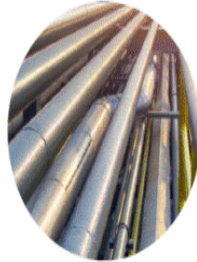
True **cost control** and **transparency** from equity ownership across the value chain

Integrated to manage three risks



Basin

10,800 Haynesville acres
1.4 Tcf of resource
Intend to acquire 15 Tcf



Basis

~\$7 billion of pipeline projects,
providing access to Haynesville,
Permian, & Appalachia supply



Construction

~\$15 billion liquefaction
project in Louisiana

Driftwood LNG terminal

Driftwood LNG terminal	
Land	<ul style="list-style-type: none">▪ ~1,000 acres near Lake Charles, LA
Capacity	<ul style="list-style-type: none">▪ ~27.6 mtpa
Trains	<ul style="list-style-type: none">▪ Up to 20 trains of ~1.38 mtpa each▪ Chart heat exchangers▪ GE LM6000 PF+ compressors
Storage	<ul style="list-style-type: none">▪ 3 storage tanks▪ 235,000 m³ each
Marine	<ul style="list-style-type: none">▪ 3 marine berths
EPC Cost	<ul style="list-style-type: none">▪ ~\$550 per tonne▪ ~\$15.2 billion⁽¹⁾

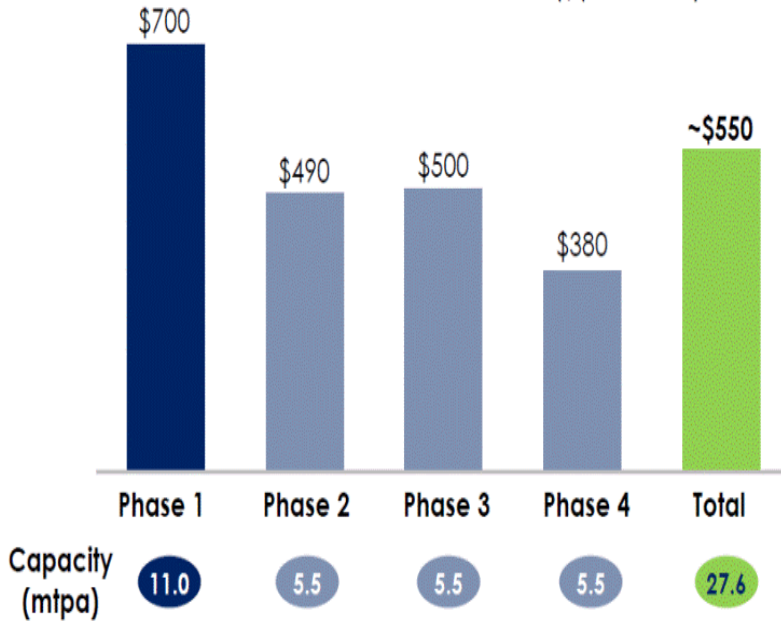


Note: (1) Based on engineering, procurement, and construction agreements executed with Bechtel.

Bechtel LSTK secures project execution



Driftwood EPC contract costs (\$ per tonne)

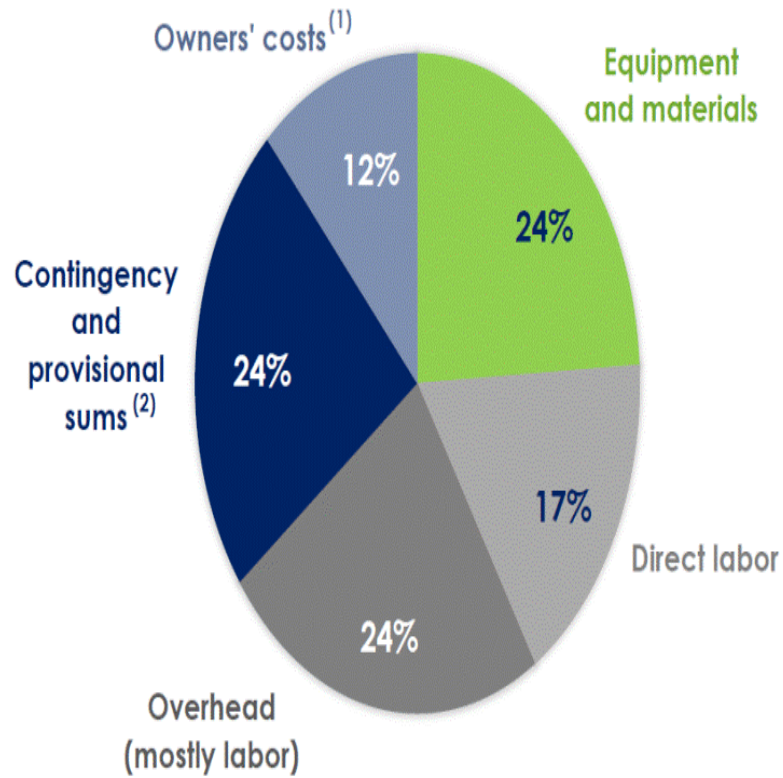


- Leading LNG EPC contractor
 - 44 LNG trains delivered to 18 customers in 9 countries
 - ~30% of global LNG liquefaction capacity (>125 mtpa)

- Tellurian and Bechtel relationship
 - 16 trains⁽¹⁾ delivered with Tellurian's executive team
 - Invested \$50 million in Tellurian Inc.

Source: Bechtel website.
 Note: (1) Includes all trains from Sabine Pass LNG, Corpus Christi LNG, Atlantic LNG, GCUIG, and EUIG.

Construction budget breakdown



Notes: Based on Driftwood LNG full development.

(1) Includes additional contingency by developer and staffing prior to commencement of operations.

(2) Provisional sum includes escalation factor for inflation, insurance, foreign exchange, and other costs.

Pipeline network

Bringing low-cost gas to Southwest Louisiana



1 Driftwood Pipeline⁽¹⁾

- Capacity (Bcf/d) 4.0
- Cost (\$ billions) \$2.2
- Length (miles) 96
- Diameter (inches) 48
- Compression (HP) 274,000
- Status FERC approval pending

2 Haynesville Global Access Pipeline⁽¹⁾

- Capacity (Bcf/d) 2.0
- Cost (\$ billions) \$1.4
- Length (miles) 200
- Diameter (inches) 42
- Compression (HP) 23,000
- Status Non-binding open season completed

3 Permian Global Access Pipeline⁽¹⁾

- Capacity (Bcf/d) 2.0
- Cost (\$ billions) \$3.7
- Length (miles) 625
- Diameter (inches) 42
- Compression (HP) 258,000
- Status Binding open season pending

Note: ⁽¹⁾Included in Driftwood Holdings at full development; commercial and regulatory processes in progress and financial structuring under review.

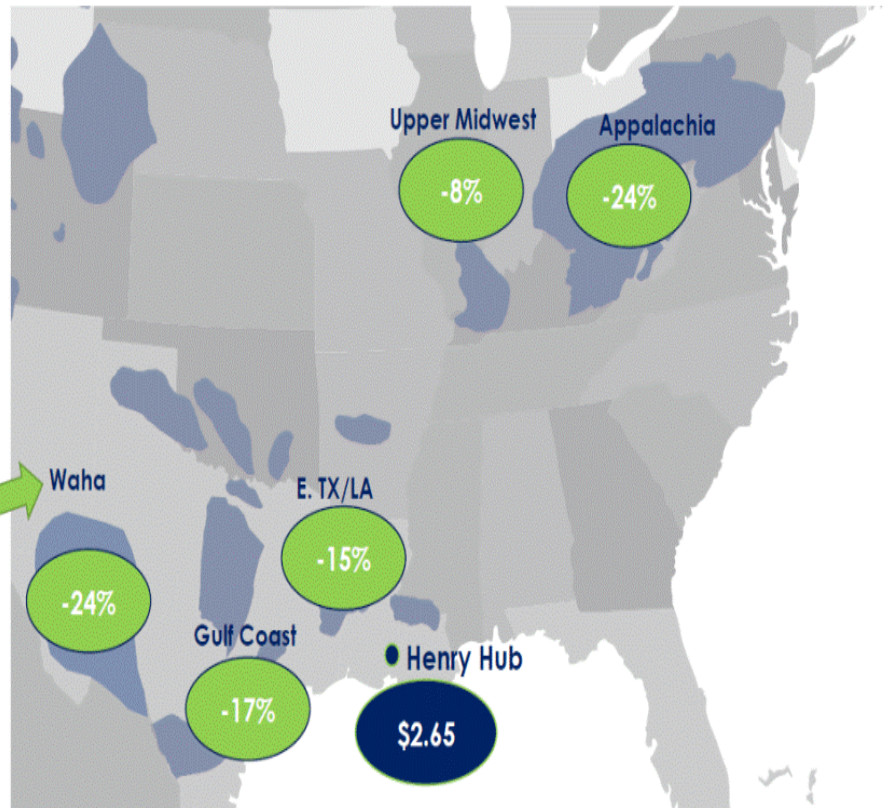
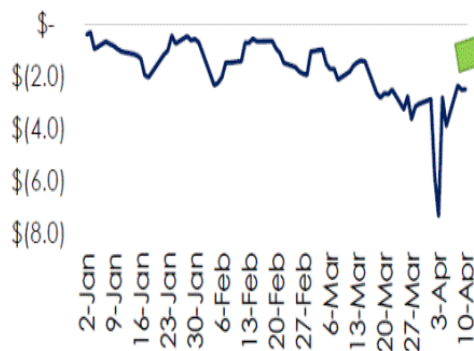
Integrated to capture market dislocations

By 2023, Henry Hub is forecasted to be the highest priced source of gas in the Gulf Coast

Legend



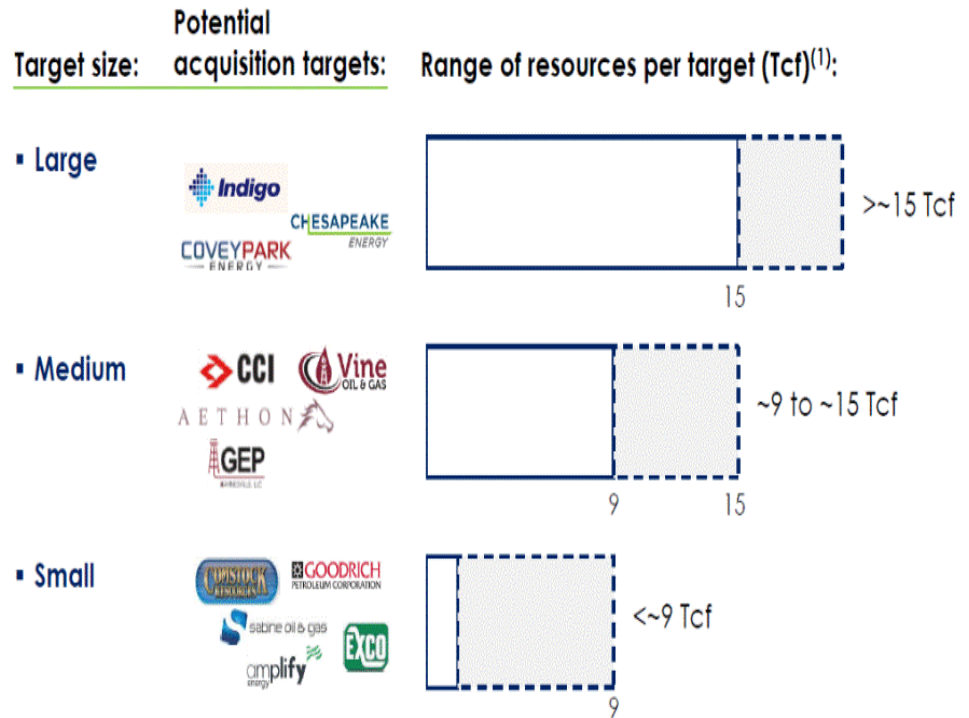
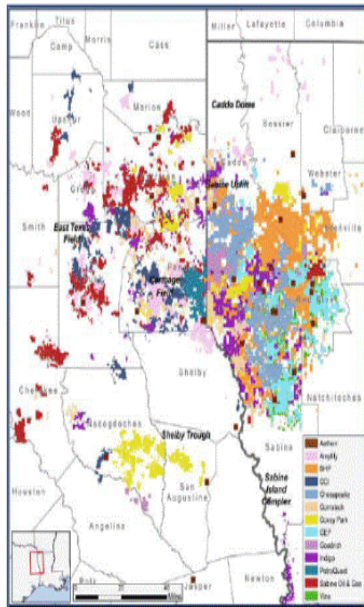
\$/mmBtu 2019 YTD Waha basis to Henry Hub



Source: RBN; Tellurian analysis.

>100 Tcf available resources in Haynesville

Driftwood Holdings plans to fund and purchase 15 Tcf



Sources: IHS Ethers; Dierick; investor presentations; Tellurian research.
 Note: (1) Estimated resources based on acreage.

Tellurian signs agreements with Total

Heads of Agreement (“HOA”) with Total

- Total Delaware, Inc. (“Total”) signs HOA to make \$500 million equity investment in Driftwood project and for Total to purchase 1 mtpa of LNG
- Total to purchase 1.5 mtpa of LNG from Tellurian Marketing’s LNG offtake volumes from the Driftwood LNG export terminal
 - FOB, minimum term of 15 years
 - Price based on Platts Japan Korea Marker (“JKM”)

Common stock purchase agreement with Total

- Total to purchase ~20 million additional shares in Tellurian for \$200 million upon, among other customary conditions⁽¹⁾:
 - Shareholder approval
 - Final investment decision (“FID”)
 - Tellurian’s purchase of 7.2% of Driftwood equity

Project advancement

- Tellurian Marketing to purchase an equity interest⁽²⁾ in Driftwood project and 2 mtpa of LNG with anticipated private equity funding
 - Tellurian’s LNG volumes from Driftwood project will increase to 13.6 mtpa at full development
- Tellurian anticipates reaching FID on Driftwood project in 2019

Note: (1) Common stock purchase agreement executed with Total Delaware, Inc. at \$10.064/share.
(2) Tellurian Marketing to purchase 7.2% equity interest in Driftwood project.

Returns to Driftwood Holdings' partners

	U.S. Gulf Coast netback price (\$/mmBtu)			
	\$6.00	\$8.00	\$10.00	\$15.00
▪ Driftwood LNG, FOB U.S. Gulf Coast (\$/mmBtu)	\$(3.50)	\$(3.50)	\$(3.50)	\$(3.50)
▪ Margin (\$/mmBtu)	2.50	4.50	6.50	11.50
▪ Annual partner cash flow⁽¹⁾ (\$ millions per tonne)	130	235	340	600
▪ Cash on cash return⁽²⁾	26%	47%	68%	120%
▪ Payback⁽³⁾ (years)	4	2	~1	<1

Notes: (1) Annual partner cash flow equals the margin multiplied by 52 mmBtu per tonne.
 (2) Based on 1 mtpa of capacity in Driftwood Holdings; all estimates before federal income tax; does not reflect potential impact of management fees paid to Tellurian.
 (3) Payback period based on full production.

Building momentum to FID in 2019

