

**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): **July 10, 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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common stock, par value \$0.01 per share	TELL	Nasdaq Capital Market

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 July 10, 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 July 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: July 10, 2019

Corporate presentation

July 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, the parties' ability to complete contemplated transactions (including, where applicable, to enter into definitive agreements related to those transactions), margins, returns and payback periods, future assets, cash flows, production, delivery of LNG, required infrastructure, future costs, prices, financial results, equity values, liquidity and financing, including equity funding and debt syndication, regulatory and permitting developments, construction and permitting of pipelines and other facilities, 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, Haynesville Global Access Pipeline and Delhi Connector 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 complete the anticipated transactions described in the presentation. FID is subject to the completion of financing arrangements that may not be completed within the time frame expected or at all. Achieving FID will require substantial amounts of financing in addition to that contemplated by the agreements between Total and Tellurian discussed in this presentation, 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, final agreements may have terms that differ significantly from those described in the presentation.

The financial information included on slides 6, 16, 19-21 and 28 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.

Corporate updates

Recent milestones and key corporate updates



Converted HOA with Total into finalized definitive agreements for 2.5 mtpa of LNG

- Total to purchase 1 mtpa of LNG for \$500 million equity investment in Driftwood
- Entered into SPA for additional 1.5 mtpa of LNG from Tellurian's LNG offtake volumes from Driftwood
- In April 2019, executed common stock purchase agreement for Total to acquire \$200 million in TELL shares



Completed binding open seasons on PGAP, HGAP and DCPL

- PGAP: anticipate finalizing precedent agreements in ~90 days, pre-filing with FERC in 3Q19
- HGAP/DCPL: anticipate finalizing precedent agreements in 4Q19

Working to
achieve
upcoming
milestones

- Secure other equity investors, expected to be facilitated by definitive agreements finalized with Total
- Secure \$1 billion in financing for 2 mtpa of LNG and Driftwood equity interest for Tellurian Marketing
- Prepare to launch project finance debt syndication

Business overview

Key investment highlights

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

Experienced management

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

World-class partners



Fixed-cost EPC contract

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

Unique business model

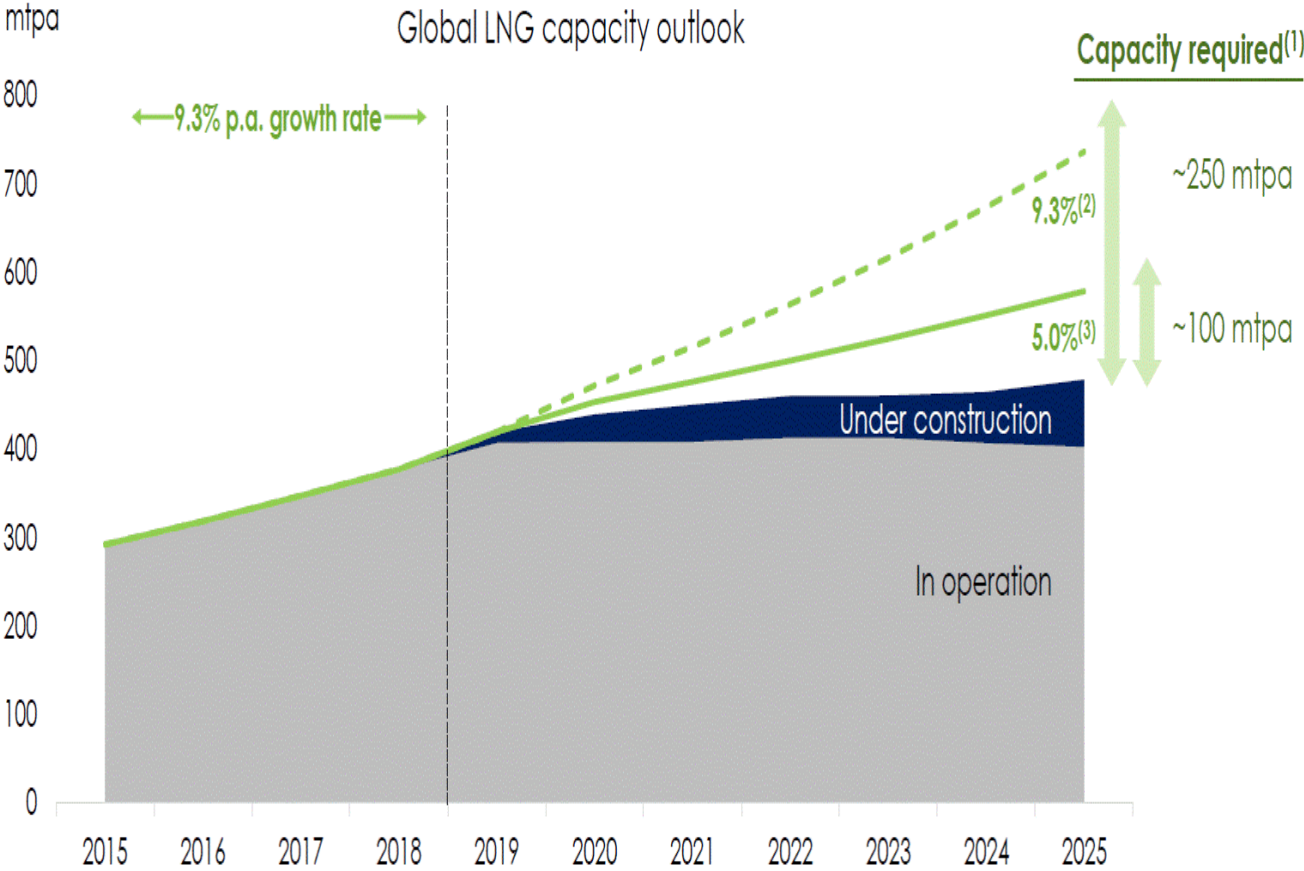
- Integrated
 - Upstream reserves
 - Pipeline network
 - LNG terminal
- Low-cost
- Flexible

Commercial momentum



Note: ⁽¹⁾ As of April 17, 2019.

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.

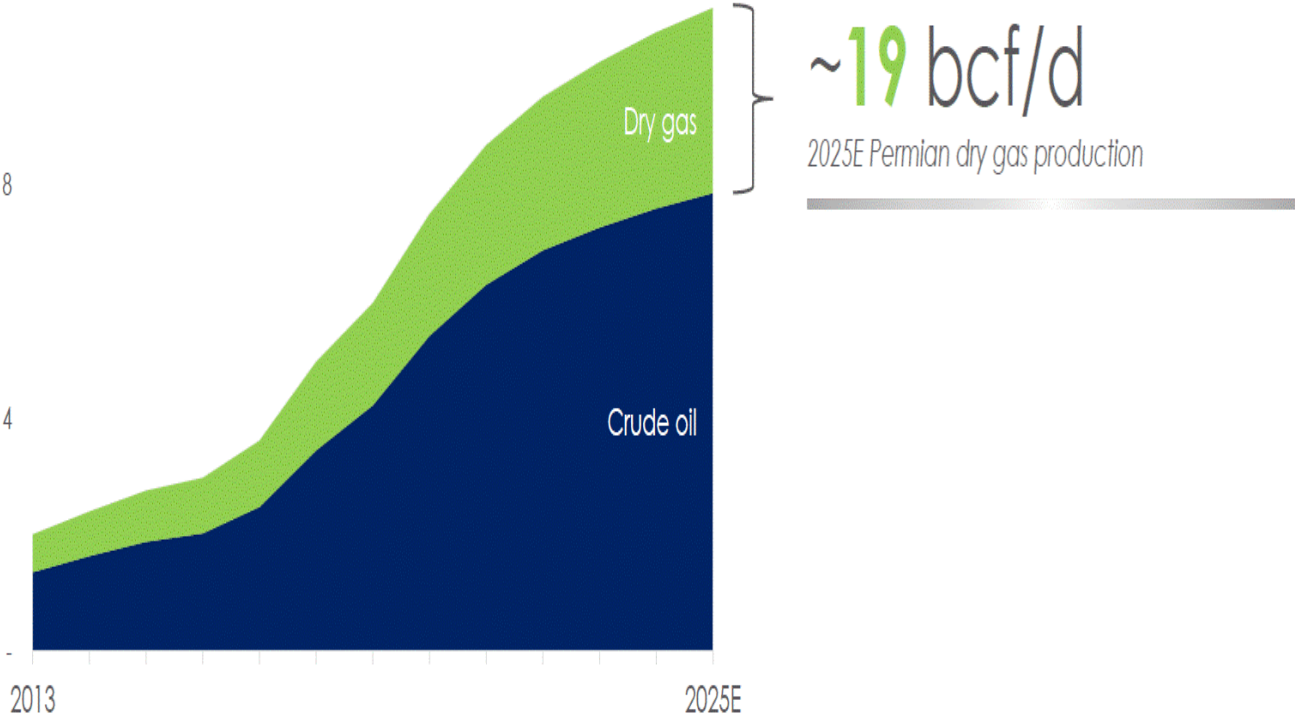
Permian gas to drive U.S. LNG export growth

Permian oil drilling activity expected to double Permian gas production from 2018 to 2025

Permian oil and gas production forecast

mmbae/d

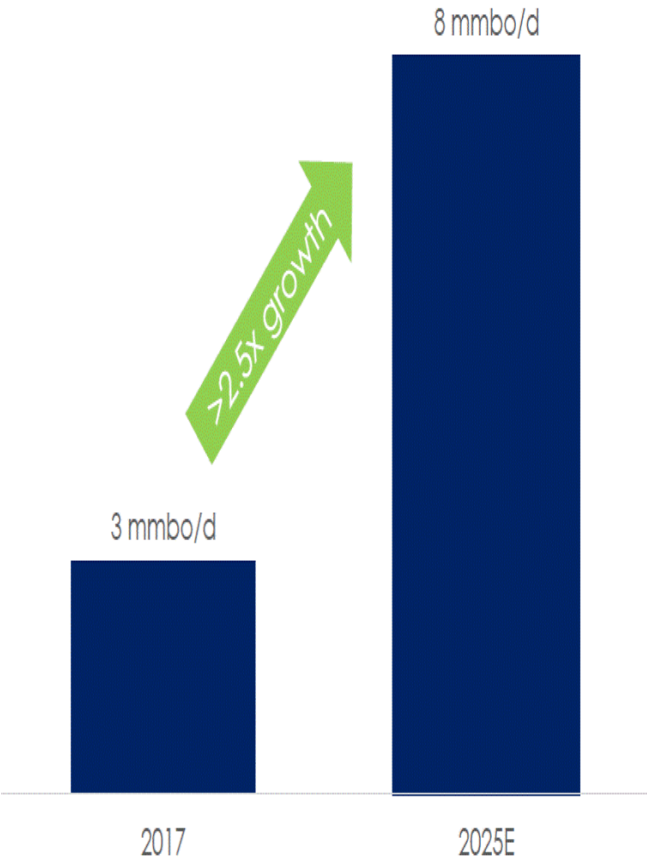
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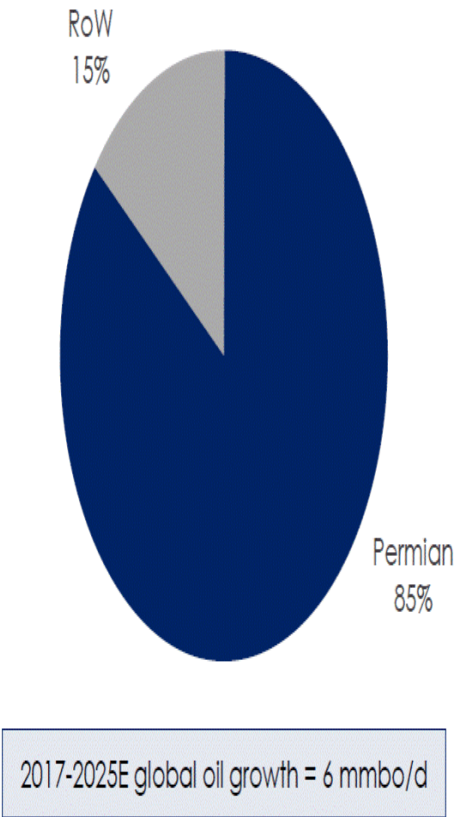
Source: EIA, BP Energy Outlook and Bloomberg.

U.S. LNG exports vital to global oil supply

Permian oil production



Source of supply for 2017-2025E oil growth

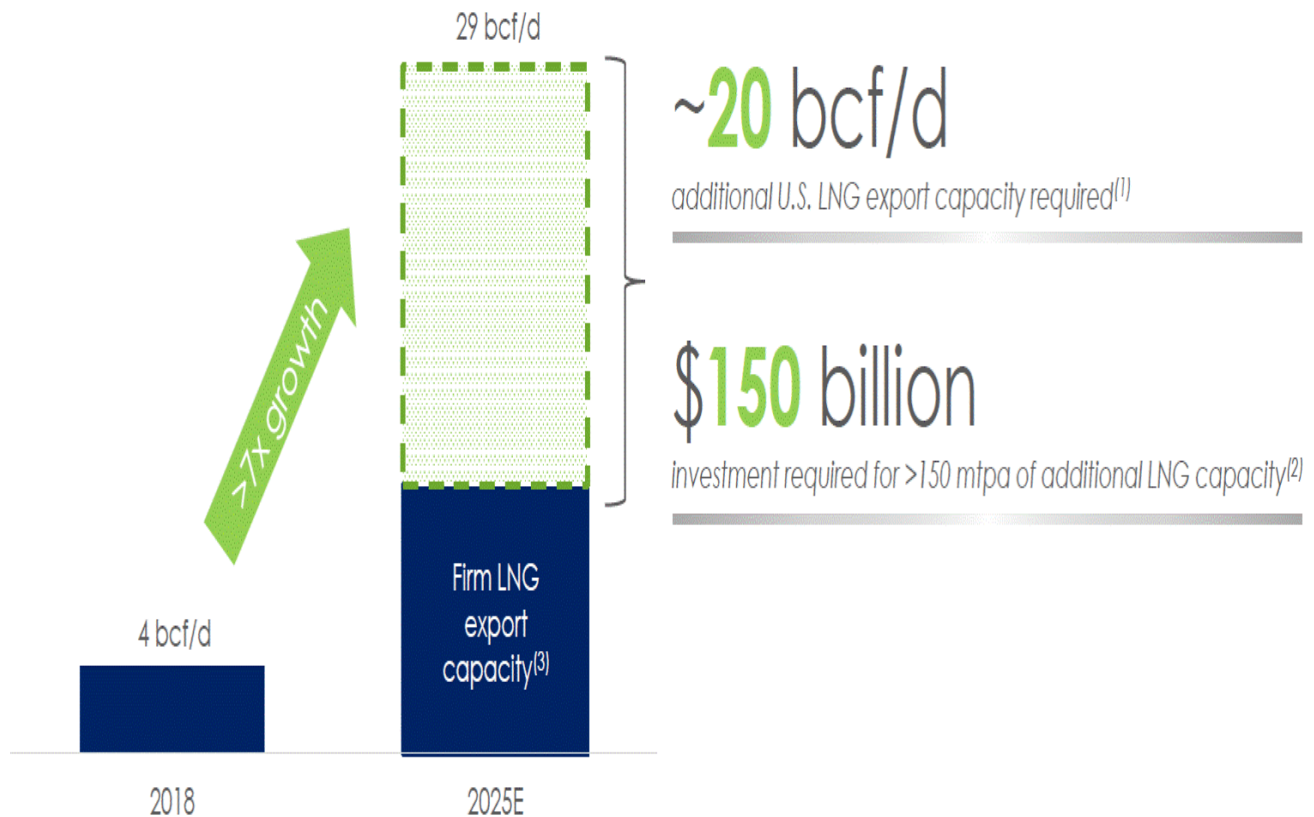


Source: EIA, BP Energy Outlook and Bloomberg.

U.S. must export ~30 bcf/d of LNG by 2025

...including an additional ~20 bcf/d of LNG export capacity over firm capacity

U.S. natural gas export requirements



Source: RBN and Tellurian analysis.

(1) Assumes U.S. domestic gas demand grows at 0.6% p.a. and liquefaction capacity utilization rate of 90%.

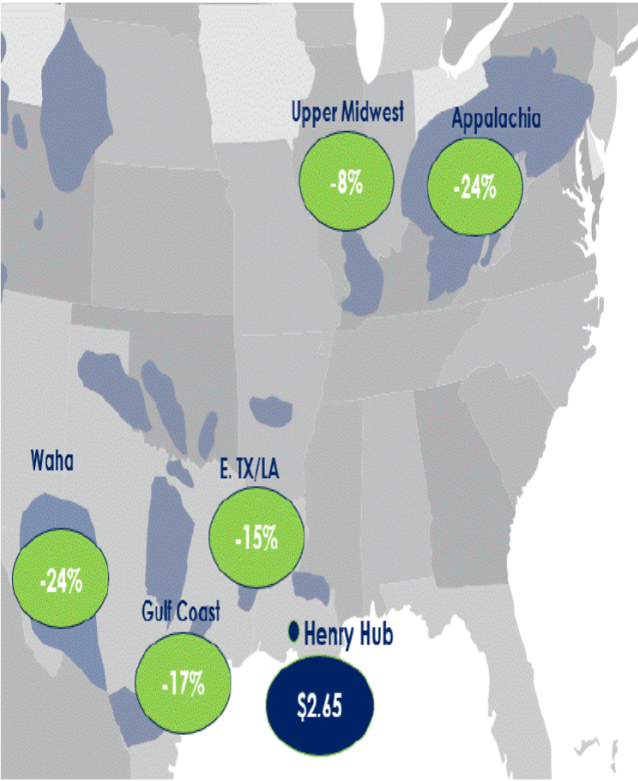
(2) Assumes \$1,000 per tonne for liquefaction capacity.

(3) Includes 86 mtpa (11.5 bcf/d) of operational and under construction liquefaction export capacity.

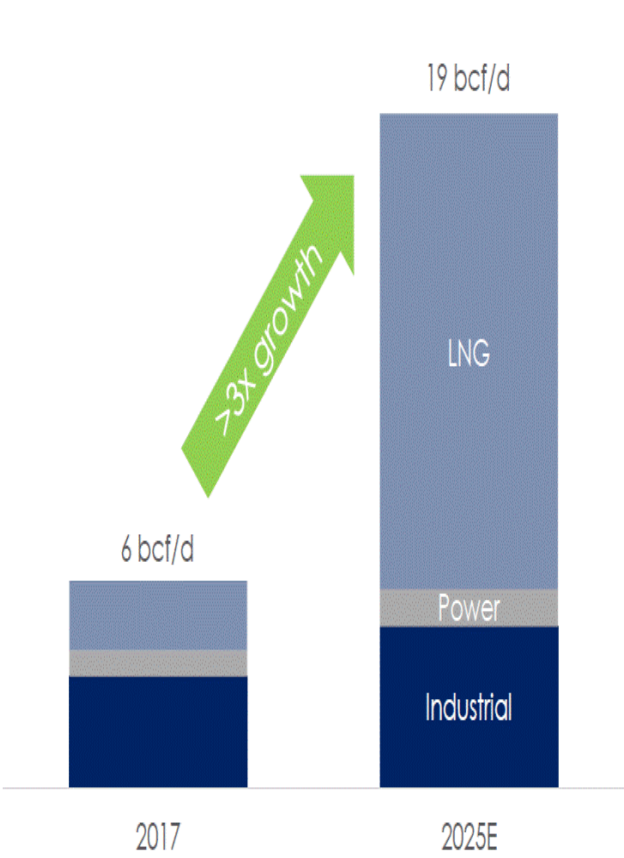
Henry Hub will be at a premium without pipeline infrastructure

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

2023 forecasted discount to Henry Hub



Southwest Louisiana firm demand



Source: RBN, IHS and Tellurian analysis.

Owning infrastructure mitigates risk



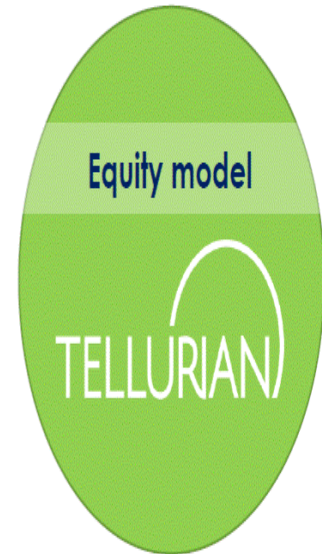
Customer incurs risk

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

Best team in the business

Our combination of talents sets us apart from every other developer. Our leadership is underpinned by a team with unmatched experience.

Experience by the numbers

79

mtpa, our team is responsible for over 15% of the LNG in production today

50

Our team has delivered cost-leading LNG projects for over 50 years

Driftwood LNG's ideal site for exports



Access to **pipeline infrastructure**



Access to **power** and water



Support from **local communities**



Site size over 1,000 acres



Insulation from surge, wind, and local populations



Berth over 45' depth with access to high seas



Bringing low-cost gas to SW 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 complete

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 Binding open season complete

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 complete

4 Delhi Connector Pipeline

- Capacity (Bcf/d) 2.0
- Cost (\$ billions) \$1.4
- Length (miles) 180
- Diameter (inches) 42
- Compression (HP) 72,000
- Status Binding open season complete

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

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

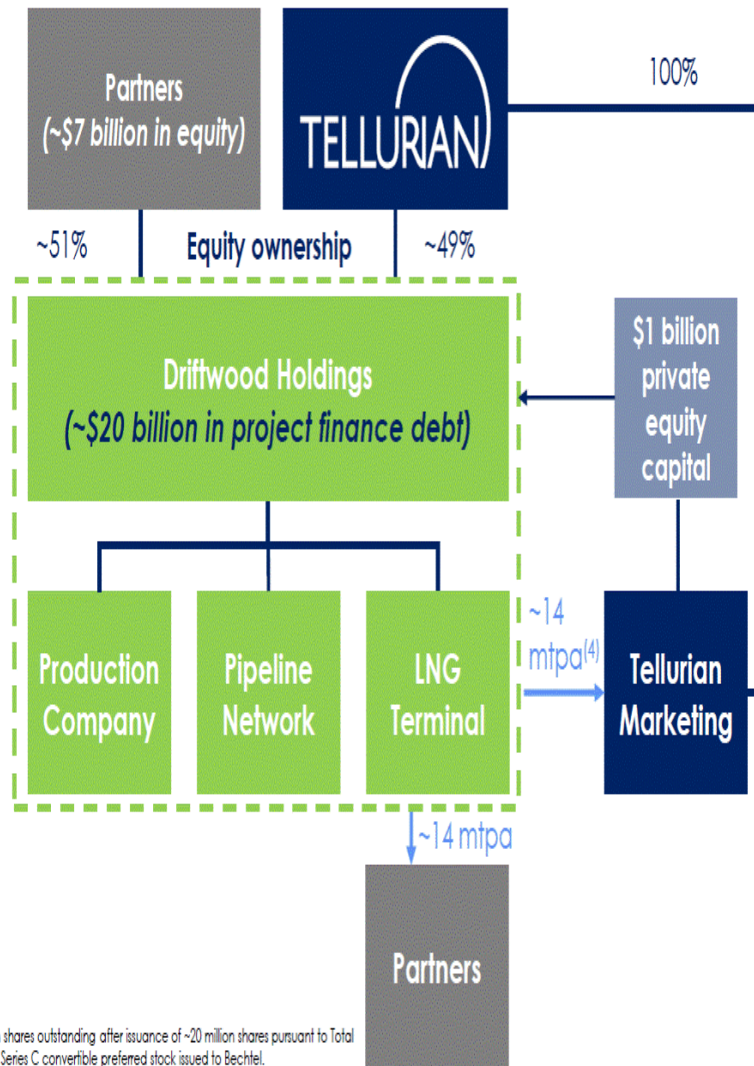
- **Integrated model to produce low-cost LNG on the water**

- Variable and operating costs expected to be \$2.50-\$3.00/mmBtu FOB

- ~\$20 billion in project finance debt equates to \$1.00-\$1.50/mmBtu⁽²⁾

- **Tellurian retains ~14 mtpa and ~49% of the assets**

- Projected ~\$2 billion annual cash flow to Tellurian = \$8.00 per share^(1,3)



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, 2019 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 20 for estimated annual Tellurian cash flow at various assumed U.S. Gulf Coast netback prices and margin levels.

(4) Includes 12 mtpa retained capacity and assumes Tellurian Marketing acquires 2 mtpa of capacity at Driftwood Holdings.

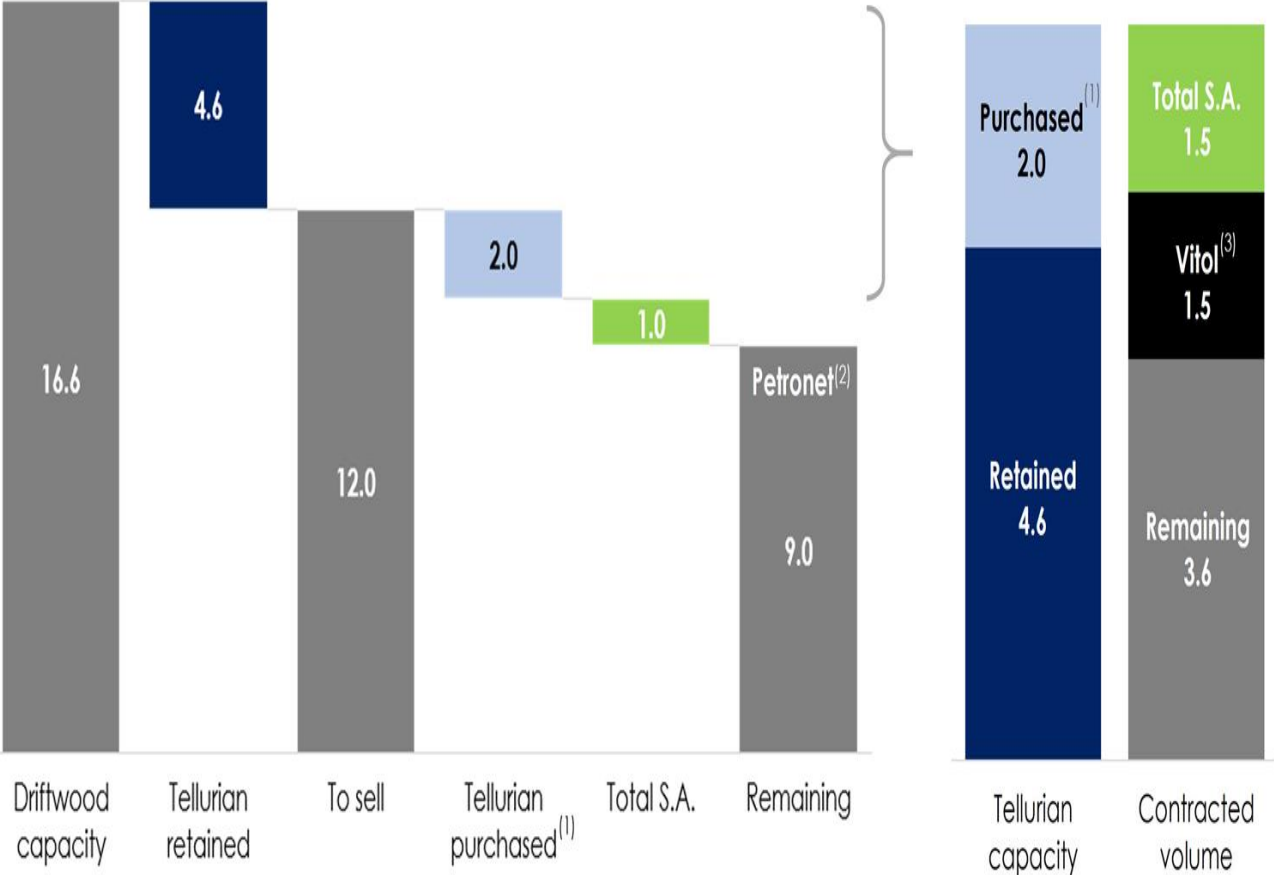
Commercial momentum to 3-plant FID

Driftwood Holdings volume

mtpa

Tellurian marketing volume

mtpa



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

Growing list of expected partners and customers

	Partner	Off-take	Volume	Credit rating ⁽³⁾
Driftwood project		Equity investor	1.0 mtpa	A+/Aa3/AA-
		Equity investor ⁽¹⁾	<i>Under review</i>	Baa2 (Moody's)
Tellurian Marketing		JKM linked	1.5 mtpa	A+/Aa3/AA-
		JKM linked ⁽²⁾ (Equity investment under review)	1.5 mtpa	Unrated

Notes: (1) Per Memorandum of Understanding.

(2) Per Memorandum of Understanding.

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

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.

Value to Tellurian Inc.

Every \$1.00 reduction in gas costs or increase in LNG price adds \$2.66/share in 5 plant case

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	Base case		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)

→ Potential to decrease cost of LNG by an additional ~\$2.00/mmBtu

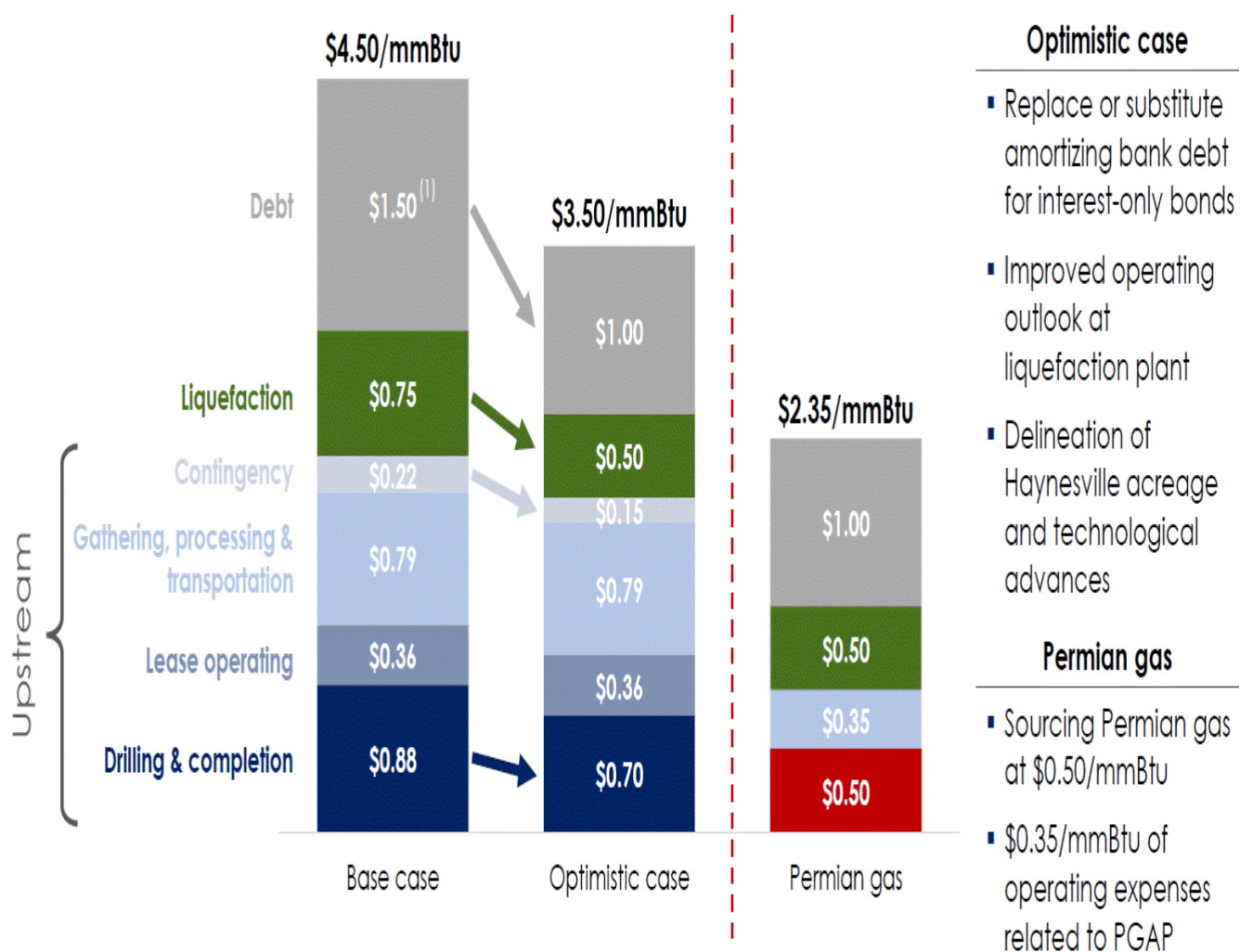
Notes: (1) \$4.50/mmBtu cost of LNG FOB Gulf Coast assumes \$2.25/mmBtu cost of gas at Driftwood LNG terminal.

(2) Annual cash flow equals the margin multiplied by 52 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 Driftwood Holdings, financed by \$1 billion in convertible debt funding with 11% paid-in-kind ("PIK") interest during construction and 11% cash interest after construction.

Ability to deliver low-cost LNG on the water



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

Milestone	Target date
▪ Fully-wrapped EPC contract	✓ November 2017
▪ Draft FERC EIS	✓ September 2018
▪ Final FERC EIS	✓ January 2019
▪ Final FERC Order	✓ April 2019
▪ DOE license to export to non-FTA countries	✓ May 2019
▪ Complete open seasons on pipelines	✓ 2Q 2019
▪ Executed definitive agreements with Total	✓ July 2019
▪ Complete capital raise process <ul style="list-style-type: none"> - Partner & equity funding - Debt syndication 	} 2019
▪ Final Investment Decision	
▪ First LNG	2023

- Executed suite of partnership agreements with Total, including:
 - \$500 mm equity investment in Driftwood project for purchase of 1 mtpa of LNG
 - Purchase of 1.5 mtpa of LNG from Tellurian's LNG offtake volumes from Driftwood

Contact us

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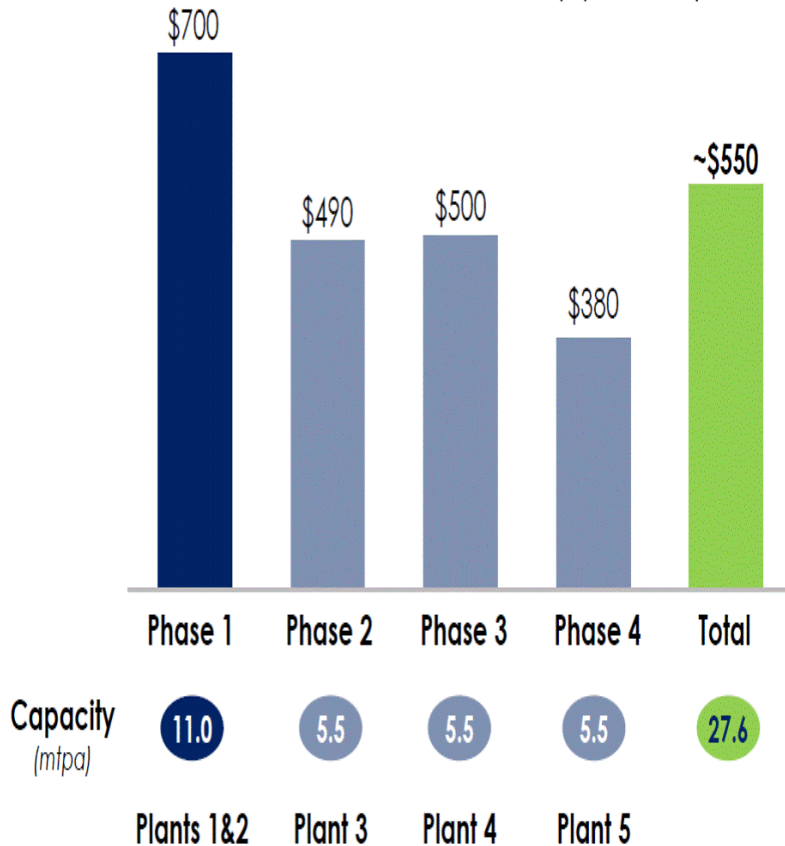


Appendix

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.

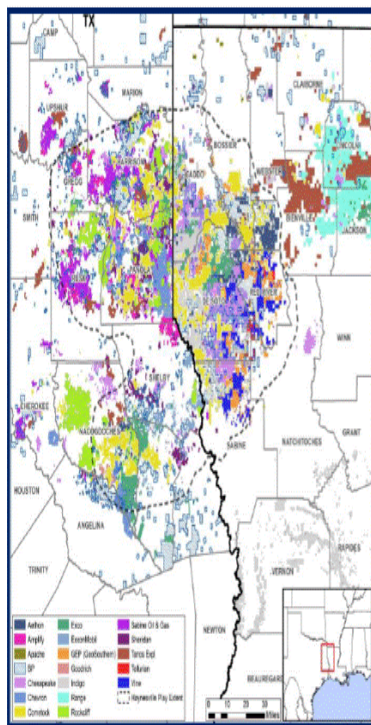
Source: Bechtel website.

Note: (1) Includes all trains from Sabine Pass LNG, Corpus Christi LNG, Atlantic LNG, QCLNG, and ELNG.

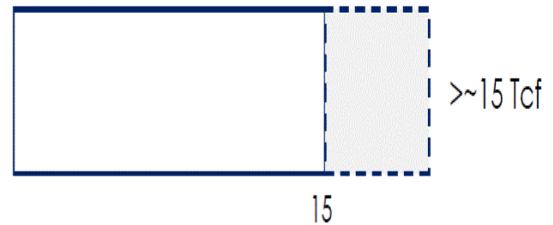
>100 Tcf available resources in Haynesville

Driftwood Holdings plans to fund and purchase 15 Tcf

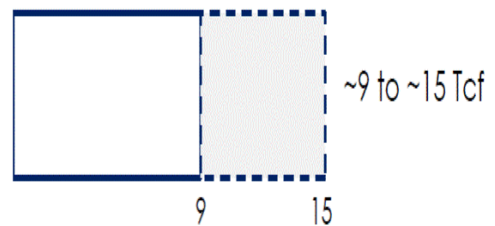
Potential acquisition targets: Target size: Range of resources per target (Tcf)⁽¹⁾:



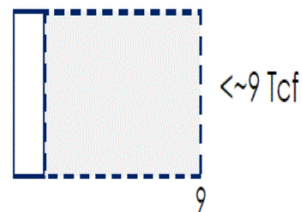
Large



Medium



Small



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

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.

Environmental and social leadership

Driftwood LNG project expected to reduce lifecycle carbon emissions and support local communities



Lifecycle emission reduction

- Provide an outlet for currently flared natural gas in the U.S.
- Replace coal and oil in emerging markets to reduce carbon emissions and improve air quality
- Facilitate growth of renewables by providing energy reliability



Sustainable development

- Liquefaction facility to have near zero methane emissions
- Use the latest equipment, technology and monitoring systems to minimize emissions
- Conduct green completions in upstream operations



Social engagement

- Extensive community outreach and support programs
- Create 350 permanent and 6,400 construction jobs
- Fund climate change research at Columbia University

Building momentum to FID in 2019

