
**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 6, 2017



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))
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Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On March 31, 2017, GE Oil & Gas, Inc., the holder of all 5,467,851 shares of Tellurian Investments Inc. Series A Preferred Stock (the "Series A Preferred Stock"), exchanged those shares into an equal number of shares of Tellurian Inc. Series B Preferred Stock (the "Series B Preferred Stock") pursuant to the terms of the Tellurian Investments Inc. Certificate of Incorporation. Tellurian Investments Inc. is a wholly-owned subsidiary of Tellurian Inc. (the "Company"). As previously disclosed, (i) the terms of the Series B Preferred Stock are substantially similar to those of the Series A Preferred Stock except that they were issued by the Company rather than Tellurian Investments Inc. and (ii) the Series B Preferred Stock is exchangeable at any time into shares of the Company's common stock on a one-for-one basis, subject to anti-dilution adjustments in certain circumstances. In connection with the exchange, on April 6, 2017, the Company filed Certificates of Correction with the Delaware Secretary of State to (i) reference the existence of the Series B Preferred Stock in the Company's Restated Certificate of Incorporation and (ii) include the designated number of shares of the Series B Preferred Stock in the Certificate of Designations governing such stock. The Certificates of Correction are attached as Exhibits 3.1 and 3.2 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

See exhibit index.

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
Antoine J. Lafargue
Chief Financial Officer

Date: April 6, 2017

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
3.1	Certificate of Correction to the Restated Certificate of Incorporation of Tellurian Inc.
3.2	Certificate of Correction to the Certificate of Designations of Series B Convertible Preferred Stock of Tellurian Inc.

CERTIFICATE OF CORRECTION OF
RESTATED CERIFICATE OF INCORPORATION
TELLURIAN INC.

Tellurian Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the “Company”), in accordance with the provisions of Section 103 thereof, DOES HEREBY CERTIFY:

1. The name of the Company is Tellurian Inc.

2. A Restated Certificate of Incorporation of the Company (the “Restated Certificate of Incorporation”) was filed with the Secretary of State of the State of Delaware on February 9, 2017 with an effective time of 11:59 p.m. Eastern Standard Time on such date, and said Restated Certificate of Incorporation requires correction as permitted by subsection (f) of Section 103 of the General Corporation Law of the State of Delaware.

3. The inaccuracy or defect of said Restated Certificate of Incorporation to be corrected is that it inadvertently failed to include reference to the Certificate of Designations of Series B Convertible Preferred Stock of the Company which was filed with the Secretary of State on February 9, 2017 with an effective time of 11:57 p.m. Eastern Standard Time on such date.

4. The Restated Certificate of Incorporation is corrected by inserting as a new paragraph (d) in Article FOURTH, as follows:

“(d) 5,467,851 shares of Preferred Stock are designated as Series B Convertible Preferred Stock (the “Series B Convertible Preferred Stock”). The voting powers, designations, preferences and relative, participating, optional and other special rights thereof, and qualifications, limitations or restrictions of the Series B Convertible Preferred Stock are set forth in Sections 1-8 of the Certificate of Designations of Series B Convertible Preferred Stock of the Company, dated as of February 9, 2017, with an effective time of 11:57 p.m. Eastern Standard Time on such date, as the same may be corrected or amended, which Sections, as so corrected or amended, are incorporated herein by reference.”

5. All other provisions of the Restated Certificate of Incorporation remain unchanged.

IN WITNESS WHEREOF, the Company has caused this Certificate of Correction to be executed by a duly authorized officer this 6th day of April, 2017.

TELLURIAN INC.

By: /s/ Antoine J. Lafargue

Name: Antoine J. Lafargue

Title: Chief Financial Officer

**CERTIFICATE OF CORRECTION TO THE
CERTIFICATE OF DESIGNATIONS OF
SERIES B CONVERTIBLE PREFERRED STOCK OF
TELLURIAN INC.**

Tellurian Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

1. The name of the Corporation is Tellurian Inc.

2. A Certificate of Designations of Series B Convertible Preferred Stock of the Corporation (the "Certificate") was filed with the Secretary of State of the State of Delaware on February 9, 2017, with an effective time of 11:57 p.m. Eastern Standard Time on such date, and said Certificate requires correction as permitted by subsection (f) of Section 103 of the General Corporation Law of the State of Delaware.

3. The inaccuracy or defect of said Certificate to be corrected is that the number of shares of the series of preferred stock designated thereby was inadvertently omitted from Section 1(a).

4. The Certificate is corrected by amending Section 1(a) thereof to read in its entirety as follows:

“(a) The shares of such series shall be designated the Series B Convertible Preferred Stock (hereinafter referred to as the “*Series B Preferred Stock*”) and the number of shares constituting such series shall be 5,467,851.”

5. All other provisions of the Certificate remain unchanged.

IN WITNESS WHEREOF, Tellurian Inc. has caused this Certificate to be executed by its duly authorized officer this 6th day of April, 2017.

TELLURIAN INC.

By: /s/ Antoine J. Lafargue

Name: Antoine J. Lafargue

Title: Chief Financial Officer