SEC Form 3

FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB Number:

Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mukherjee Samik</u>			2. Date of Event Requiring Statement (Month/Day/Year) 03/12/2024		r Name and Ticker or Trading LURIAN INC. /DE/	-			
(Last) 1201 LOUISIA	(Last) (First) (Middle) 1201 LOUISIANA STREET, SUITE 3100			4. Relationship of Reporting Person (Check all applicable) Director X Officer (give title below)		10% Owner Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) HOUSTON (City)	TX (State)	77002 (Zip)			See Remark	3	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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		or Exercise	Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Indirect (I) Derivative (Instr. 5) Security		
Restricted Stock Units	(1)	(2)(3)	Common Stock	500,000	(4)	D	

### Explanation of Responses:

1. The restricted stock units ("RSUs") vest as follows: (i) 166,666 units upon the affirmative final investment decision by the board of directors of Tellurian Inc. ("Tellurian" or the "Issuer") with respect to the Driftwood LNG project (the "FID Date"), (ii) 166,667 units upon the one-year anniversary of the FID Date, and (iii) 166,667 units upon the two-year anniversary of the FID Date.

2. Subject to certain exceptions set forth in the Reporting Person's RSU agreement pursuant to the Tellurian Inc. Amended and Restated 2016 Omnibus Incentive Compensation Plan (as amended and restated from time to time, the "2016 Tellurian Plan"), if the Reporting Person experiences a Termination of Service (as defined in the 2016 Tellurian Plan) for any reason, the Reporting Person shall forfeit to the Issuer, without compensation, any RSUs that are unvested as of the date of such Termination of Service:

3. provided, however, that in the event the Reporting Person experiences a Termination of Service due to his death or Disability (as defined in the 2016 Tellurian Plan) or by the Issuer without Cause (as defined in the Reporting Person's RSU agreement), in either case following the six-month anniversary of the Reporting Person's commencement of employment with the Issuer and while any of the RSUs are unvested, the RSUs shall not be forfeited and instead shall remain outstanding and eligible to vest, without regard to the requirement of the Reporting Person's continued employment or other service through the date of vesting, subject to certain conditions set forth in the Reporting Person's RSU agreement.

4. Each RSU represents a contingent right to receive upon vesting one share of Tellurian common stock, cash of equal value, or a combination of both.

#### Remarks:

President, Tellurian Investments Exhibit List: Exhibit 24.1--Power of Attorney

/s/ Meredith Mouer under Power of 03/22/2024

Date

Attorney by Samik Mukherjee \*\* Signature of Reporting Person

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

OMB APPROVAL 3235-0104

### LIMITED POWER OF ATTORNEY

### KNOW ALL MEN BY THESE PRESENTS:

That the undersigned hereby constitutes and appoints each of Daniel Belhumeur and Meredith Mouer, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned a Form ID, and any other forms or reports the undersigned may be required to file with the United Stated Securities and Exchange Commission in connection with the undersigned's ownership, acquisition, or disposition of securities of Tellurian Inc., a Delaware corporation (the "Company");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such form or report, and timely file such form or report with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing, including any action in connection with obtaining filing codes for the undersigned, which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in- fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with any requirement under the Securities Act of 1933 or the Securities Exchange Act of 1934 or other law or regulation.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file forms or reports with the United States Securities and Exchange Commission with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 14th day of March 2024.

/s/ Samik Mukherjee Signature

Samik Mukherjee

Print Name