

ASX ANNOUNCEMENT

14 December 2023

Tamboran Resources Corporation (ASX:TBN)

Notice under Section 708AA(2)(f) of the Corporations Act 2001 (Cth): Accelerated Non-Renounceable Pro Rata Entitlement Offer

This notice is given by Tamboran Resources Corporation (ASX: TBN) (**Tamboran**) for the purpose of section 708AA(2)(f) of the Corporations Act 2001 (Cth) (**Corporations Act**) as modified by Australian Securities and Investments Commission (ASIC) Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and (**ASIC Instrument 2016/84**) and ASIC Class Order [CO 14/827].

Where applicable, references in this notice to sections of the Corporations Act are to those sections as modified by ASIC Instrument 2016/84 and ASIC Class Order [CO 14/827].

Tamboran has today announced a capital raising, comprising an accelerated non-renounceable pro rata entitlement offer (**Entitlement Offer**) of 1 new fully paid ordinary CHESS Depository Interests (**CDIs**) in the Company (**New CDIs**) for every 6.2 fully paid ordinary CDIs held as at 7pm (Sydney time) on Monday, 18 December 2023 by securityholders with a registered address in Australia and New Zealand (and certain other jurisdictions in which the Company has decided to extend the Entitlement Offer), at an offer price of A\$0.16 per new CDI, to raise up to approximately A\$44 million (US\$29 million).¹

In respect of all New CDIs to be issued under the Entitlement Offer (**Relevant CDIs**), Tamboran advises that:

- (a) the New CDIs to be issued under the Entitlement Offer will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) as at the date of this notice, Tamboran has complied with the provisions of Chapter 2M including section 601CK of the Corporations Act (as that provision applies to Tamboran) and sections 674, and 674A of the Corporations Act;
- (c) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
- (d) the potential effect that the issue of Relevant CDIs will have on the control of Tamboran, and the consequences of that effect, will depend on a number of factors, including investor demand and existing security holdings. However, given:
 - (1) the size and price of the Entitlement Offer;
 - (2) that the Entitlement Offer is structured as a pro rata issue; and
 - (3) the current level of holdings of substantial holders in the Company (based on substantial holding notices that have been given to the Company with ASX on or prior to the date of this notice),

it is not expected that the issue of the Relevant CDIs will have a material effect or consequence on the control of Tamboran. To the extent that any eligible securityholder fails to take up their rights under the Entitlement Offer, that eligible securityholder's percentage holding in Tamboran

¹ Based on exchange rate of US\$0.6556 per A\$1.00.

will be diluted by the issue of the Relevant CDIs. It is not expected that such issue of Relevant CDIs will have a material effect on the control of the Company.

The Board of the Company has authorised the release of this announcement to the market.

About Tamboran Resources Corporation

Tamboran Resources Corporation is the largest acreage holder and operator with ~1.9 million net prospective net acres in the Beetaloo Sub-basin within the Greater McArthur Basin in the Northern Territory of Australia. The Company is focused on playing a constructive role in the global energy transition towards a lower carbon future, by developing the significant low CO2 gas resource within the basin.

Tamboran's key assets include a 25% non-operated working interest in EP 161, a 100% working interest and operatorship in EP 136, EP 143 and EP(A) 197 and a 38.75% working interest and operatorship in EPs 98, 117 and 76 which are all located in the Beetaloo Basin.

Tamboran will focus on the development of the proposed EP 98/117 Pilot Development, targeting first production by the end of 2025, and the proposed Northern Territory LNG (NTLNG) development at Middle Arm in Darwin, targeting first production by the end of 2030.

Important notice

This notice does not constitute an offer to sell, or a solicitation of any offer to buy, any securities in the United States or to any person whom it would not be lawful outside of Australia and New Zealand. The securities referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or under the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States, or to, or for the account or benefit of, a U.S. person or person in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States" and "U.S. person" have the meanings ascribed to them in Rule 902 of Regulation S under the U.S. Securities Act. This notice must not be distributed or released in the United States, or in any jurisdiction outside of Australia and New Zealand where distribution may be restricted by law.

Disclaimer

Tamboran makes no representation, assurance or guarantee as to the accuracy or likelihood of fulfilment of any forward-looking statement or any outcomes expressed or implied in any forward-looking statement. The forward-looking statements in this report reflect expectations held at the date of this document. Except as required by applicable law or the ASX Listing Rules, Tamboran disclaims any obligation or undertaking to publicly update any forward-looking statements, or discussion of future financial prospects, whether as a result of new information or of future events.

The information contained in this announcement does not take into account the investment objectives, financial situation or particular needs of any recipient and is not financial product advice. Before making an investment decision, recipients of this announcement should consider their own needs and situation and, if necessary, seek independent professional advice. To the maximum extent permitted by law, Tamboran and its officers, employees, agents and advisers give no warranty, representation or guarantee as to the accuracy, completeness or reliability of the information contained in this presentation. Further, none of Tamboran nor its officers, employees, agents or advisers accept, to the

extent permitted by law, responsibility for any loss, claim, damages, costs or expenses arising out of, or in connection with, the information contained in this announcement.