Announcement Summary

Entity name

TAMBORAN RESOURCES CORPORATION

Announcement Type

New announcement

Date of this announcement

27/6/2024

The Proposed issue is:
A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	TBN: Common Stock	3,125,000

Proposed +issue date

28/6/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

TAMBORAN RESOURCES CORPORATION

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.
If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type	**Registration Number**
ARBN	672979024

1.3 ASX issuer code

TBN

1.4 The announcement is
New announcement

1.5 Date of this announcement

27/6/2024

1.6 The Proposed issue is:
A placement or other type of issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?
No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?
New class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

US87507T1016

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?
Yes

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
No

ASX +security code	+Security description
New class-code to be confirmed	TBN: Common Stock

+Security type

Other

Number of +securities proposed to be issued

3,125,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?
Yes

In what currency is the cash consideration being paid?

USS - US Dollar (Same day)

What is the issue price per +security?

USS 24.00000

AUD equivalent to issue price amount per +security

36.090000

FX rate (in format AUD 1.00 / primary currency rate):	**FX rate (in format AUD rate/primary currency rate) Primary Currency rate**
AUD 1.00	USS 0.66501900

Will all the +securities issued in this class rank equally in all respects from their issue date?
Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

https://www.investi.com.au/api/announcements/tbn/d18ca08a-53f.pdf

Part 7C - Timetable

7C.1 Proposed +issue date

28/6/2024

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?
Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

17/6/2024

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?
Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?
No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
Yes

7E.1a Who is the lead manager/broker?

BofA Securities, Inc, Citigroup Global Markets Inc and RBC Capital Markets, LLC

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Refer to question 7E.2c

7E.2 Is the proposed issue to be underwritten?
Yes

7E.2a Who are the underwriter(s)?

BofA Securities, Inc, Citigroup Global Markets Inc and RBC Capital Markets, LLC. For additional information regarding the underwriters, please refer to the Company's Form S-1 for the U.S. public offering filed with ASX.

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The underwriters are committed to purchase all of the Common Stock offered by the Company. For additional information regarding the underwriting agreement, please refer to the Company's Form S-1 for the U.S. public offering filed with ASX.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

US$4,875,000

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

The Company has entered into an underwriting agreement with BofA Securities, Inc. the representative of the underwriters for the U.S. public offering. For additional information regarding the underwriting agreement, please refer to the Company's Form S-1 for the U.S. public offering filed with ASX.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?
No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

For additional information regarding the costs of the Company¿s US public offering, please refer to the Company's Form S-1 for the U.S. public offering filed with ASX.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

To fund the ongoing drilling activities for the proposed Shenandoah South Pilot Project in the Beetaloo Basin and for general corporate purposes.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?
No

7F.2 Any other information the entity wishes to provide about the proposed issue

The Company is conducting a US public offering of 3,125,000 Common Stock at an issue price of US$24 per Common Stock. The Company has also agreed to grant the underwriters a 30-day option to purchase up to an additional 468,750 additional shares of Common Stock at an issue price of US$24 per Common Stock.