

ASX ANNOUNCEMENT

1 December 2023

Tamboran Resources Limited (ASX: TBN, OTC markets: TBNNY)

Results of Scheme Meeting

Tamboran Resources Limited (ASX: TBN) (OTC markets: TBNNY) (the **Company** or **Tamboran**) is pleased to announce that the Company's shareholders (**Tamboran Shareholders**) have today approved the proposed scheme of arrangement pursuant to which it is proposed that Tamboran Resources corporation (**Tamboran US HoldCo**) will acquire 100% of the shares in Tamboran from its shareholders in exchange for the issue of CHESS Depository Interests in Tamboran US HoldCo, as more fully described in the Scheme Booklet (the **Scheme**).

Voting results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001 (Cth) (**Corporations Act**), the Company advises that the resolution to approve the Scheme (**Scheme Resolution**), as set out in the Notice of Scheme Meeting attached to the Scheme Booklet dated 27 October 2023 (**Scheme Booklet**), was passed by the requisite majority of Tamboran Shareholders at the meeting (**Scheme Meeting**) held earlier today pursuant to orders made on 27 October 2023 by the Federal Court of Australia.

The voting results of the Scheme Meeting are attached to this announcement. Voting was conducted by a poll.

Next steps and key dates

The Scheme will not be effective unless and until:

- approval of the Federal Court of Australia (**Court**) is obtained at the second Court hearing in connection with the Scheme (**Second Court Hearing**); and
- the Court orders have been lodged with the Australian Securities and Investments Commission (**ASIC**).

The Second Court Hearing is scheduled to be held at 10:15am (AEDT) on Wednesday, 6 December 2023. If the Court approves the Scheme, the Company expects to lodge the Court orders with ASIC on Thursday, 7 December 2023.

The expected timetable for implementation of the Scheme is set out below:

Event	Date
Second Court Hearing	Wednesday, 6 December 2023
Effective Date Court order to be lodged with ASIC and announcement to ASX Trading in Tamboran Shares on ASX to be suspended from close of trading	Thursday, 7 December 2023
Tamboran US HoldCo CDIs to commence trading on ASX on a deferred settlement basis	Friday, 8 December 2023

Event	Date
Record Date	7:00pm on Monday, 11 December 2023
Implementation Date Scheme Consideration to be issued to Scheme Shareholders on the Implementation Date	Wednesday, 13 December 2023
Tamboran US HoldCo CDIs to commence trading on a normal T+2 settlement basis on ASX	Thursday, 14 December 2023

Further Information

If you require further information or have questions, you should refer to section 3 of the Scheme Booklet (Frequently asked questions), visit Tamboran's website at www.tamboran.com or contact the Tamboran Scheme Information Line on 1300 370 557 (within Australia) or +61 2 8023 5465 (outside Australia) Monday to Friday between 8:30am and 5:00pm (Sydney time).

About Tamboran Resources Limited (to be renamed Tamboran Resources Corporation)

Tamboran Resources Limited 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 reservoir CO₂ natural 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.

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.

Tamboran Resources Limited
Scheme Meeting
Friday, 01 December 2023
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1. That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between Tamboran and the holders of its ordinary shares as contained in and more particularly described in the Scheme Booklet of which the Notice of Scheme Meeting forms part, is approved, and the directors of Tamboran are authorised to agree to such alterations or conditions as are thought fit by the Court, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions.	Special	877,606,378 98.27%	2,000,405 0.22%	13,468,054 1.51%	30,567	897,961,452 99.76%	2,173,262 0.24%	30,567	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.