

Market Announcement

7 December 2023

Tamboran Resources Corporation (ASX: TBN) – Admission and Quotation

Description

On 2 July 2021, Tamboran Resources Limited (ASX: TBN) an Australian incorporated entity was admitted to the official list of ASX.

On 12 October 2023, Tamboran Resources Limited announced its intention to re-domicile from Australia to the United States. It proposes to do this by way of a scheme of arrangement under Part 5.1 of the Corporations Act 2001 ('Scheme'). Under the Scheme, by order of the Federal Court of Australia ('Court'), Tamboran Resources Corporation a newly incorporated entity in Delaware, United States, will acquire 100% of the issued share capital in Tamboran Resources Limited, and Tamboran Resources Corporation will become the new holding company of Tamboran Resources Limited and each of its wholly owned subsidiaries.

Existing Tamboran Resources Limited shareholders (except for any ineligible foreign holders) at the Scheme record date, will be entitled to one Tamboran Resources Corporation Chess Depository Interest (CDI) for each share in Tamboran Resources Limited they hold (i.e. on 1:1 basis). Each CDI confers a beneficial interest in 1/200th of a Tamboran Resources Corporation share of common stock. Further details are set out in the Scheme Booklet dated 27 October 2023.

On 6 December 2023, Tamboran Resources Limited announced that the Court has made orders approving the Scheme and that the effective date of the Scheme is 7 December 2023.

On 6 December 2023, Tamboran Resources Limited confirmed that the conditions of the Scheme have been satisfied.

Tamboran Resources Corporation will be admitted to the official list of ASX on Friday, 8 December 2023.

It is anticipated that the Tamboran Resources Corporation CDIs representing fully paid shares of common stock at a ratio of 200:1 (i.e. 200 CDIs confer a beneficial interest in one share of common stock) will commence quotation at approximately 10:09 am (AEDT) on Friday, 8 December 2023 on a **deferred settlement basis under the temporary code TBNDA**. An indicative timetable is included on the final page of this announcement.

No funds were raised by Tamboran Resources Corporation in conjunction with its listing on ASX.

Quotation information

Quoted securities	1,716,672,571 CDIs (indicative and subject to change)
CDI ratio	200:1 (i.e. 200 CDIs confer a beneficial interest in 1 share of common stock)
ASX code	TBND
Time	10:09:00 am +/- 15 secs (AEDT)
Date	Friday, 8 December 2023
ASX trade abbreviation	TAMBORAN
ISIN	CDIs: ISIN AU0000304487 under the temporary code TBND during deferred settlement trading.

	CDIs: ISIN AU0000154841 under the code TBN after deferred settlement trading ends
Registered office	<p>Tamboran Resources Corporation Address: 1209 Orange Street, Wilmington, County of New Castle, 19801, Delaware USA Phone: 02 8330 6626 Email: investors@tamboran.com</p> <p>Office of Australian Local agent: Tamboran Resources Limited C/- Suite 39.01, Level 39 Tower One, 100 Barangaroo Avenue NSW 2000</p>
Company secretary	Rohan Vardaro
Share registry	<p>Boardroom Pty Limited (Australian CDI Register) Address: Level 8, 210 George Street, Sydney NSW 2000 Phone: 1300 737 760 (within Australia) +61 2 9290 9600 (International) Email: enquiries@boardroomlimited.com.au</p> <p>United States (US Common Stock Register) Address: Computershare Trust Company, N.A. Transfer Agent and Registrar – 150 Royall Street, Canton, MA 02021 Phone: 1300 850 505 (within Australia) +61 3 9415 4000 (International) Email: Web.queries@computershare.com.au</p>
Balance date	30 June
CHESS	Participating. CHESS and Issuer Sponsored.
Place of incorporation	Delaware, USA
Dividend policy	See section 6.11(f) of the Scheme Booklet
Activities	<p>The principal activities of Tamboran focus on shale gas exploration in onshore basins in the Northern Territory of Australia.</p> <p>Tamboran is the largest acreage holder in the Beetaloo Sub-basin of the Northern Territory, focused on the development of its early-stage, unconventional low reservoir CO2 natural gas resources within its portfolio (EP 76, EP 98, EP 117, EP 136, EP 143, EP 161 and EP(A) 197).</p>
Lead manager	n/a
Underwriter	n/a
ASX restricted securities	n/a
Other securities not quoted	Although Tamboran Resources Corporation has no unquoted securities on issue, its wholly-owned subsidiary Tamboran Resources Limited has 54,501,251 options on issue with various exercise prices and various expiry dates (see section 5.6 on page 44 of the Scheme Booklet). Each of these options entitles the holder to one Tamboran Resources Corporation CDI upon exercise or vesting (as applicable).

The following timetable is expected to apply:

Date	Event
Thursday, 7 December 2023	Last day of trading in the ordinary shares of Tamboran Resources Limited (ASX:TBN)
Friday, 8 December 2023	Commencement of trading of Tamboran Resources Corporation securities on a deferred settlement basis at 10:09:00 am +/- 15 secs (AEDT) (ASX: TBNDA)
Monday, 11 December 2023	Scheme record date
Wednesday, 13 December 2023	Implementation Date and last day for deferred settlement trading Eligible shareholders receive Tamboran Resources Corporation securities
Thursday, 14 December 2023	First day of trading on a normal (T+2) basis (ASX: TBN)
Monday, 18 December 2023	Settlement of all on-market trades conducted on a deferred settlement basis and first settlement of trades conducted on a T+2 basis

Instructions

For further details, please refer to TBN's announcements, the Information Memorandum, and the Scheme Booklet.

Need more information?

For further information, please call the Boardroom Pty Limited (Australian CDI Register) on 1300 737 760 (within Australia) +61 2 9290 9600 (International).

Disclaimer

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