

TELLURIAN INC.

CORPORATE GOVERNANCE GUIDELINES

The Board of Directors (the “**Board**”) of Tellurian Inc. (the “**Company**”) has adopted the following Corporate Governance Guidelines (the “**Guidelines**”) as a framework for the governance of the Company. These Guidelines are intended to assist the Board in the exercise of its responsibilities. The Governance and Nominating Committee of the Board (the “**Governance Committee**”) will from time to time review the Guidelines and recommend changes to the Board as appropriate.

I. Role and Composition of the Board of Directors

Role of the Board

The primary responsibilities of the Board, the members of which are elected by the Company’s shareholders, are oversight, counseling and direction to the Company’s management in the interest and for the benefit of the Company’s shareholders. In addition to the responsibilities described in these Guidelines, the Board selects the Chief Executive Officer and certain other members of senior management, provides advice to senior management, monitors senior management performance, oversees the governance of the Company, assists with assessment of corporate risks and policies and systems for risk mitigation and addresses strategic issues affecting the Company.

Size and Classification of the Board

The Board will consist of such number of directors as may from time to time be determined by the Board to be appropriate. The Board is divided into three classes that are of approximately equal size. Each class of directors is elected for a three-year term, and the election of directors is staggered such that only one class of directors is elected each year.

Director Education

The Company provides directors with access to continuing education programs for directors appropriate for the Company’s size and stage of development as requested. The Board encourages directors to identify and participate in education programs to assist them in performing their responsibilities as directors of the Company. Directors are reimbursed for reasonable costs and expenses incurred in attending director education programs.

Change in Principal Occupation

When a director’s principal occupation or business association is expected to change or changes substantially during the director’s tenure on the Board, the director should promptly notify the Company’s Secretary and the Chair of the Governance Committee.

Service on Other Boards and Audit Committees

A director may not serve on the boards of more than four other public companies in addition to the Board (unless the director is the chief executive officer of a public company, in which case the limit is two other such boards). Directors should consult with the Chair of the Governance Committee before accepting an invitation to serve on the board of another public company. No member of the Audit Committee may serve on the audit committees of more than two other public companies, unless the Board determines that such simultaneous service would not impair the ability of the director to effectively serve on the Audit Committee.

Director Qualifications

A candidate for director must:

- Have the highest personal values and integrity;
- Have experience and expertise in one or more of the areas relevant to the Company's business;
- Have the ability to exercise independent judgment; and
- Be willing to devote adequate time to Board duties and to serve actively and collaboratively.

II. FUNCTIONING OF THE BOARD

Meetings

There shall be at least four regularly scheduled meetings of the Board each year, although the Board may meet more frequently as necessary. It is the responsibility of each of the directors to use best efforts to attend the meetings of the Board and the committees on which he or she serves.

Executive Sessions of Independent Directors

The independent directors may meet in executive session without management present from time to time as they deem to be appropriate.

III. STANDING COMMITTEES

The Company shall have the following standing committees: Audit, Compensation and Governance and Nominating. The duties for each of these committees shall be outlined in each of the committee's charter and/or by further resolution of the Board. The Board may establish and maintain other committees from time to time, as it deems necessary and appropriate.

IV. DIRECTOR ACCESS TO MANAGEMENT

At the invitation of the Board, members of management may attend Board meetings or portions of meetings for the purpose of presenting matters to the Board and participating in

discussions. Directors have full and free access to members of the Company's management but are requested to coordinate with the Company's Secretary or General Counsel.

V. DIRECTOR COMPENSATION

Director compensation is set by the Board based upon the recommendation of the Compensation Committee. Directors are reimbursed for reasonable costs and expenses incurred in attending meetings of the Board and its committees.

VI. CONFIDENTIALITY

The proceedings and deliberations of the Board and its committees are confidential. Each director shall maintain the confidentiality of information received in connection with his or her service as a director.