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# Haynesville Global Access Pipeline LLC

Notice of Binding Open Season

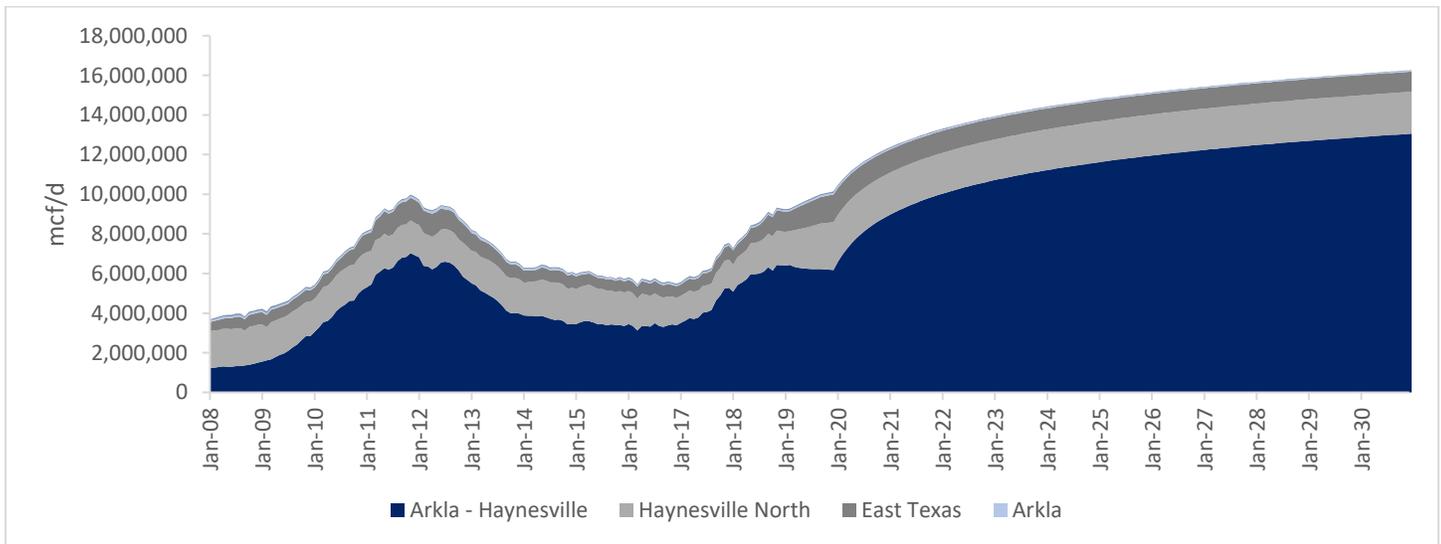


## Notice of Binding Open Season

Haynesville Global Access Pipeline LLC (“HGAP”), a wholly-owned subsidiary of Tellurian Inc., hereby announces a Binding Open Season for transportation services for the Haynesville Global Access Pipeline (“Project” or Pipeline). HGAP proposes to construct, own and operate the Project, an approximately 160-mile long, 42-inch diameter interstate natural gas pipeline. The Project will originate in the heart of the prolific Haynesville play in North Louisiana, and terminate near Lake Charles, LA, the heart of U.S. natural gas market growth.

Over the last decade, the Haynesville has proven itself to be a world-class shale resource. In April 2019, production reached 10.5 Bcf/d, surpassing previous records. According to the IEA, proved reserves at the end of 2017 increased to 35 Tcf, with the USGS estimating over 300 Tcf of natural gas in the Haynesville/Bossier formations.

Less than 200 miles away in Southwest Louisiana and Southeast Texas, demand for natural gas is growing faster than anywhere else in the country. Despite its proximity, current infrastructure is unable to deliver this Haynesville-produced natural gas to Southwest Louisiana. The Project proposes a logical solution to this problem: a 160-mile pipeline directly from the core of the Haynesville to the epicenter of US natural gas demand growth in Lake Charles, LA.



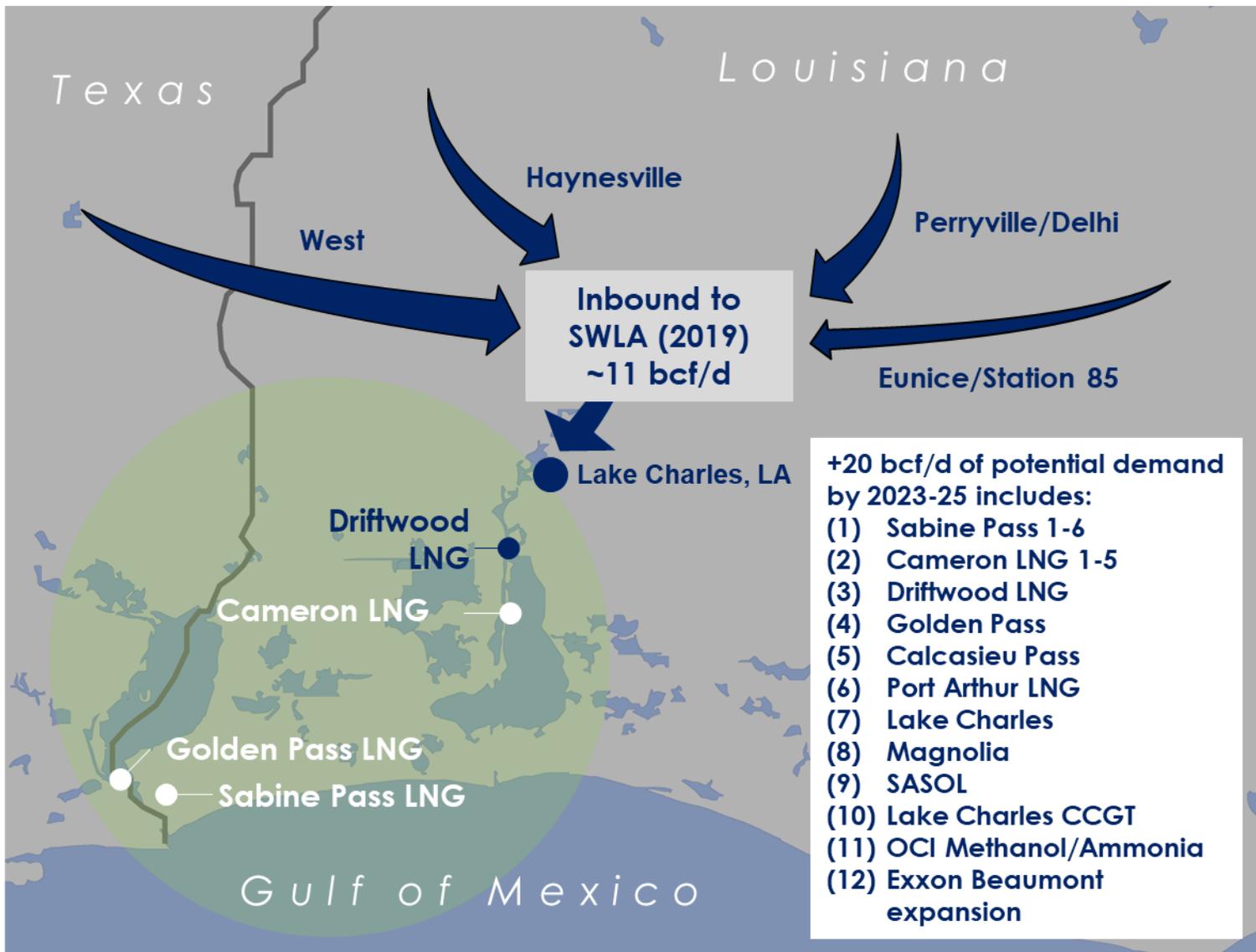
### Haynesville wet gas production forecast (Drilling Info)

During the Haynesville's initial boom from 2008-2011, midstream infrastructure providers focused on transportation from the Haynesville to the Perryville/Delhi area. At Perryville/Delhi, new pipelines connected with existing pipelines built to supply Midwest and Northeast natural gas markets. Northeast natural gas plays had yet to develop, and as a result, the Midwest and Northeast provided a premium market vs. the Southeast and Gulf Coast. However, the dramatic growth in production in Appalachia from 2011 onwards has largely removed the need to import Haynesville gas. In fact, Northeast gas is now beginning to reverse direction and flow south.

Access to Southeast markets via new infrastructure from Delhi incentivized utilities to switch from coal to natural gas in the earlier part of the decade. However, Marcellus/Utica production has developed so rapidly that new pipelines under construction to the Southeast will ultimately push Haynesville gas out of this market as well. Southeast markets have already begun to trade at a growing discount to Henry Hub, even before these new projects have come online.

In more recent years, the U.S. Gulf Coast, and specifically Southwest Louisiana has become the center of US natural gas demand growth. Growth of the petrochemical, industrial and LNG export industries in the region is expected to increase natural gas demand by approximately 14 Bcf/d by 2025. Total regional consumption could reach or exceed 20 Bcf/d in the same time period.

Despite the Haynesville's proximity to this growing market, the existing infrastructure has limited access to the Lake Charles area. The Project solves this problem by providing a direct path for natural gas from the Haynesville to feed existing and developing petrochemical and liquefied natural gas ("LNG") projects in Southwest Louisiana.



**Southwest Louisiana demand and inbound flows**

New pipelines are necessary to meet this growing demand in Southwest Louisiana; without new pipelines, the region will experience a deficit of natural gas. The Project will provide the region with 2 Bcf/d of additional stable and predictable gas supply connectivity to serve this need, linking multiple rapidly growing shale basins with the largest expanding market demand.



As proposed, HGAP intends to put the Project in-service no later than mid-2023 or earlier as determined by the needs of its shippers.

## Overview

HGAP is announcing this Binding Open Season to solicit participation in its proposed Pipeline on a firm basis, for terms ranging from ten (10) to twenty (20) years. The Pipeline is offering a single rate (the "Mainline Rate") from De Soto Parish, Louisiana, to Gillis, Jefferson Davis Parish, Louisiana.



### Proposed Route

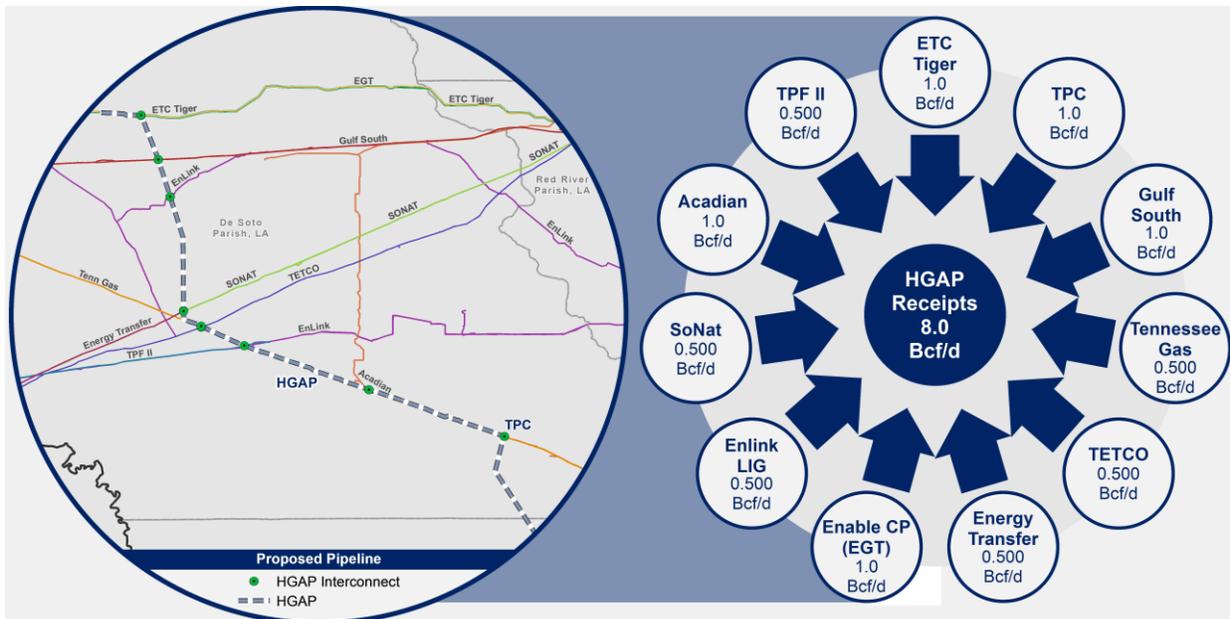
The Pipeline anticipates having as many as 18 meter locations and one mainline compressor station. The majority of the receipt interconnections are proposed to be located in De Soto Parish, Louisiana and all delivery locations are proposed to be located near Lake Charles or Gillis, Louisiana. Any lateral from the mainline Pipeline to interconnect to a pipeline or plant not listed as a proposed receipt or delivery point may be considered an additional pipe segment. As a result, a supplemental scope, cost and rate may apply. All interested shippers are encouraged to provide any requested receipt and delivery locations in the nomination form for consideration. For additional points, please indicate the name, latitude/longitude and capacity requirements.

Participation in the Open Season will be considered binding on all participants, including HGAP. Participation commits the Shipper to negotiate a Precedent Agreement (“PA”) in good faith with HGAP. Additionally, HGAP will provide transportation service on a daily reservation recourse rate basis for customers that sign up for long term contracts for 10 or more years. Transportation services will be awarded based upon shipper class and on a negotiated rate basis as more fully described below.

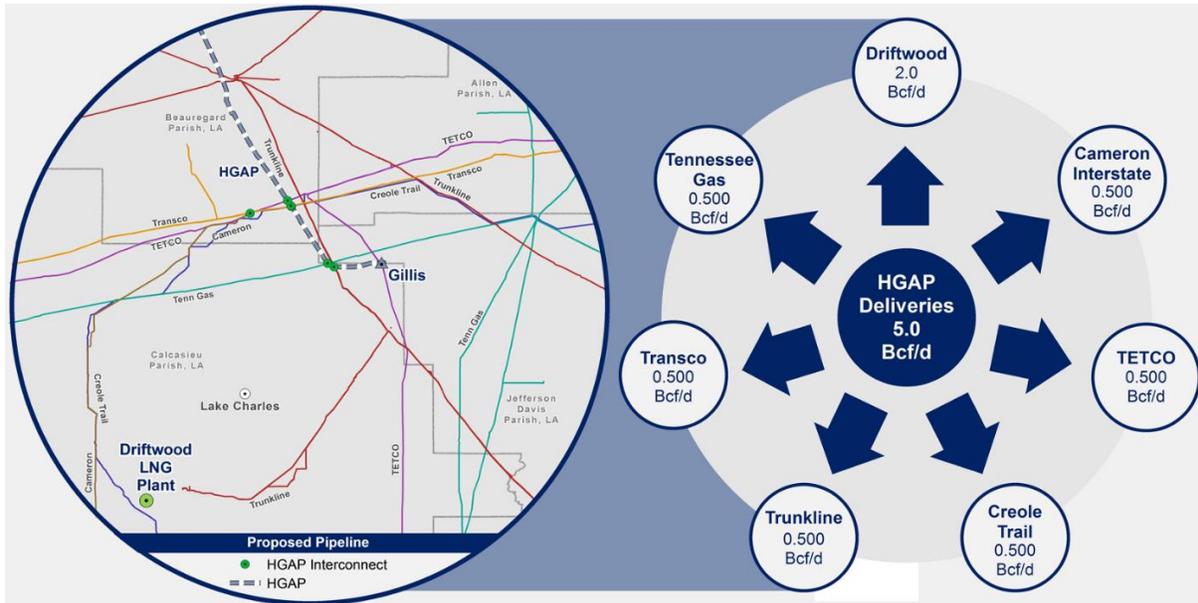
The Pipeline is proposed to have a single rate zone:

- The Mainline Rate** The Mainline Rate Zone would originate at the intersection of HGAP with ETC Tiger and Enable Line CP in De Soto Parish and traverse six (6) parishes in Louisiana and extend approximately 160 miles. The Pipeline would ultimately terminate at third-party pipelines located near and around Lake Charles or Gillis, Louisiana, in Beauregard, Allen, Jefferson Davis or Calcasieu Parishes. This Mainline Rate Zone would include all proposed receipt and delivery meters. As currently designed, no compression is proposed to deliver gas into any third-party pipelines operating at pressures greater than 800 psig. All receipts into the pipeline must be at or above 1100 psig and must not exceed 1440 psig at the receipt interconnect meter. Any receipts downstream of the Mainline compressor station must meet the maximum operating pressure of the Pipeline (1440 psig) and be able to exceed the normal prevailing operating pressure of the Pipeline at the time of the receipt. The Mainline Rate Zone would consist of a minimum 42-inch diameter pipeline capable of transporting a minimum of 2.0 Bcf/d. In-service is anticipated to be no later than mid-2023.

HGAP may implement up to 11 receipt meter stations along the proposed Pipeline route. Each meter is intended to provide connectivity to existing or proposed plants in the Haynesville region and to potential third-party pipelines located in De Soto and Sabine Parishes, Louisiana. The potential receipt points may include the locations illustrated below. Prospective shippers are encouraged to suggest additional receipt points with other third party pipes, cryogenic gas plants or gathering system common points.



HGAP is also proposing up to 7 delivery points. These could include a connection with the proposed Driftwood Pipeline as well as major interstate pipelines located near Gillis, Louisiana or just northeast of Lake Charles, Louisiana, as illustrated below. Similar to the receipt points, HGAP encourages the shippers to provide alternate delivery points for consideration.



## Foundation shipper status

Shippers who:

- enter into a binding PA;
- commit to a minimum capacity of 2,000,000 mmBtu/d of natural gas that is directed to be delivered to or near Gillis, Louisiana;
- commit to a term of at least 20 years; and
- meet the credit provisions as provided in the PA, shall receive Foundation Shipper status.

Foundation Shippers will enjoy benefits such as negotiated rates, contract extension rights, most favored nations benefits, pooling and wheeling rights for a negotiated fee, a right of refusal for short term firm or seasonal capacity that becomes available as a result of ambient conditions, and other benefits negotiated on a not-unduly discriminatory basis.

## Anchor shipper status

Shippers who:

- enter into a binding PA;
- commit to a minimum capacity of 250,000 mmBtu/d of natural gas that is directed to be delivered to or near Gillis, Louisiana;
- commit to a term of at least 10 years; and
- meet the credit provisions as provided in the draft precedent agreement, shall receive anchor shipper status.

Anchor Shippers will enjoy benefits such as negotiated rates for their volumes, contract extension rights, access to a secondary pooling and wheeling rights for a negotiated fee, secondary rights to short term firm or seasonal



capacity that becomes available as a result of environmental conditions and other benefits negotiated on a not-unduly discriminatory basis.

## Contract term

HGAP reserves the right to reject bids that provide a contract term of less than 20 years for Foundation Shippers and less than 10 years for Anchor and Standard Shippers.

## Length of open season

Beginning of open season: 12:00 PM CST, Monday, April 29, 2019

Close of open season: 4:00 PM CST, Friday, June 21, 2019

HGAP will provide service on a negotiated daily reservation rate(s) basis based upon scope, term and volume to be transported and as negotiated and documented in a binding PA. Indicative negotiated rates can be provided upon request.

HGAP will also offer transportation service on a cost-of-service basis, with daily reservation recourse rates. Recourse rates will be determined based upon the receipt and delivery points and transportation pathway, as well as the final scope of the Project. Indicative rates can be provided upon request.

HGAP may, depending upon shipper interest and subject to FERC approval, provide seasonal, short haul, wheeling or pooling services and other capacity arrangements on a short-term firm or on an interruptible basis, as available. Short-term firm service is defined as the potential capacity above the nominal or summer day design case and the capacity that results from ambient conditions (e.g. up to the peak or winter design case) that could allow for system capacities to exceed the nominal or summer day design case. Any short-term firm service above the interruptible capacity would be limited to up to one (1) year in duration under the terms of a Short-Term Firm Transportation Service Agreement at the posted rate or long-term shipper's negotiated rate.

## Retainage, surcharges and fuel

In addition to the above indicated transportation rates, shippers will pay the applicable surcharges as allowed and approved by FERC. Shippers will be responsible for the applicable compressor fuel and/or electric power charges, and provide the applicable company use, loss and unaccounted for ("LAUF") gas associated with transportation under HGAP's Rate Schedule, as provided in HGAP's then effective FERC Gas Tariff. Estimates of compressor fuel and the LAUF can be provided upon request.

## Participation in the open season

To participate in this Open Season, interested parties desiring firm transportation service should submit an Open Season Transportation Request Form (attached), by 4:00 PM CST, Friday, June 21, 2019. Specific attention should be paid to the term of service, total firm capacity requested or MDTQ, and desired receipt and delivery point(s).

Submission of an Open Season Transportation Request Form binds the parties to negotiate a PA in good faith.

## Bid evaluation criteria

HGAP will evaluate the prospective bids on a net present value ("NPV") basis and take into consideration the total scope and cost impact on the Project economics as determined by HGAP. HGAP reserves the right to reject



and remove from consideration non-conforming bids, bids that have a delayed or early in-service requirement beyond or before what is acceptable to HGAP including bids that require a contract for a partial-year term, or bids that fail to meet the minimum terms set forth above with regard to contract term, credit, or any other economic criteria which could adversely affect the economics or operational viability of the Project. HGAP reserves the right to define and maintain the economic viability of the Project in its sole discretion.

If HGAP receives acceptable bids for capacity in excess of the actual amount of available capacity and beyond the initial scope as defined herein, then the capacity may be allocated based upon shipper status or as further defined below. Any modifications to the Project may be implemented and agreed upon as part of this initial Binding Open Season, whereas any future modifications by the successful shippers may require a rate adjustment as agreed upon prior to implementing the change.

Upon receipt of all timely submitted Open Season Transportation Request Forms, HGAP will evaluate the total capacity requested and, if necessary, make an initial allocation under the process described below. HGAP, in its sole discretion, may:

- revise the scope and/or capacity of the Project;
- evaluate and award capacity based upon the shipper status, with priority given to those shippers whose bids qualify them to be Foundation Shippers, then to Anchor Shippers and then to all other shippers;
- in the event of equal bids, work with the shippers to voluntarily reduce or revise their requested reservation volume and Project path quantities, as applicable;
- allocate the available firm transportation capacity under the Project; or
- determine not to pursue the Project.

If HGAP allocates the available firm transportation capacity under the Project, then the capacity will be allocated first to those who qualify as Foundation Shippers, then to the Anchor Shippers, then to all other shippers on a NPV basis. However, HGAP reserves the right to not award any capacity or service to bidders who submit less than the minimum term.

If two or more acceptable bids are of equivalent NPV and shipper status, then the capacity will be allocated pro rata among those bidders.

Requests received by HGAP after the close of the Open Season period may be accepted or rejected by HGAP on a not-unduly discriminatory basis.

Shippers are responsible for securing their own transportation arrangements on pipelines upstream and downstream of the designated receipt and delivery points and to facilitate any interconnect agreements with the final delivery point operators. Shippers will also be responsible for confirming the availability of their requested receipt and delivery points with the point operators. Please note that the individual receipt and delivery meter capacities in most cases could be more or less than the firm transportation capacity under the Project.

HGAP reserves the right to reject any requests for service under the Project on a not-unduly discriminatory basis. HGAP reserves the right, in its sole discretion, to consider requests for capacity received after the close of the Open Season period but before the start of construction or rely upon this Binding Open Season for any capacity arrangements as part of any PAs, including requests to modify a participant's validly submitted bid, but shall be under no obligation to do so.



HGAP's decision to proceed with the proposed Project is subject to the Final Investment Decision ("FID") of its Executive Team and its parent Tellurian and upon the FID of an LNG facility located within 50 miles of the terminus of HGAP.