MERIDIAN SHAREHOLDER UPDATE 26-SEP-22

Responses to Chat Questions during Update Call

The following responses are being provided to the questions that came over chat during the shareholder update call that took place on Monday, September 26th, 2022:

Do we expect construction/development costs to be significantly higher than originally anticipated? To what degree?

The inflation/escalation currently afflicting our economy is centered on energy costs in a manner reminiscent of the 1970s. Meridian's analysis to date indicates that while we will see the anticipated costs of certain construction materials (like steel) going up, we will see the net value of our refined products increase even more, and our conclusion is that Meridian will experience a net benefit – higher project IRR - from this inflationary cycle.

Will we be notified of deadlines to execute options?

The expiration of any Meridian warrant is clearly set forth within the "Warrant Exercise Period" section(s) of the warrant documentation which has been signed on behalf of the Company. We are considering another course for those with recently expired warrants.

As construction continues, I hope we can finally step up and address employment credits that are available either to Meridian or its contractors.

We are exploring all of the credits and incentives that are available to us. We will pursue the appropriate credits and incentives as we begin ramping up construction activities on the site and hiring permanent employees.

We keep hearing 3 months, then after 3 months, another three months, and now after 3 more months, the timeline is 4 months until costs are firmed up by McDermott. Please provide an update on what has happened since January 2022.

There have been substantial delays in the project, Meridian's management is just as frustrated about the delays as any shareholder.

McDermott activity on the project has focused on completing process design of the crude distillation unit (CDU), so that the level of completion for the CDU is the same as the other units of the facility, including those licensed from firms such as Axens USA. In addition, design of the storm water pond outlet structures was completed and submitted for review by permitting agencies, and negotiation proceeded on various commercial relationships.

How much dilution would Meridian incur if merged with a SPAC?

IF Meridian proceeds with the SPAC alternative, then actual vs nominal dilution would be a matter of relative valuation as of the closing of the merger.

Because Meridian has had recent sales of Preferred Stock under the Offering, the lowest value that could be assigned to Meridian is $8/share, or approximately $200mm. Meridian would be working as hard as it could in the interim to build up that value using the proceeds of the funding under negotiation.

The SPAC, on the other hand, would be valued for the purposes of the merger transaction at the amount of cash it retains (net of redemptions) from its original subscriptions as of the merger date. So, if a SPAC retained $100mm from whatever amounts were subscribed when it was formed, then following the merger the combined firms would have a book value of $300mm, and the Meridian shareholders would own 2/3 of it, and so a Meridian shareholder would not suffer a reduction in value in spite of nominal dilution.

As in all newly public firms, the combined firm must then use the financial and other resources available to it to steadily increase the value and growth of its business so that market capitalization steadily increases.

I want to congratulate management on positioning Davis and Meridian as an energy transition asset! Very insightful.

Meridian has been fortunate in that sense, just as it was in positioning itself on ESG. The Meridian team has been consistent in its determination to change the industry for the better, and this is just the most recent benefit from those decisions.

Everything that I have been able learn about these SPAC transactions says that most of the ventures have seen a large decline in stock values after the deal is complete. But the original investors in the SPAC financing are guaranteed a good return while the original investors in the acquired company take the hit. Thoughts?

There are as many disaster and success scenarios in SPACs as there are in IPOs in general. The Company has a significant level of experience in this area, as does its financial and legal advisors, and **IF Meridian takes the SPAC route**, then Meridian is simply not going to do a deal that is unfair to its shareholders. This includes the manner in which the SPAC merger would set up the Company to continue to ramp up its fundamental value over time and thereby ensure that it can sustain growth in value and market cap. The ongoing availability of capital to accelerate its follow-on refinery projects and the added flexibility that public listing gives the Company in structuring its project financings are two major advantages that will translate into ramping up shareholder value over time and avoiding the difficulties that a number of SPACs have seen in the aftermarket.

Why is it there was no availability for discussion?!

Our apologies, the number of participants made it necessary to mute everyone to eliminate numerous sources of background noise. Those of us in the room at the time lack the sophistication in the use of Zoom to open up the floor to various participants. We will figure out a way to handle that by the time we do the next update.