

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>York Capital Management Global Advisors, LLC</u> (Last) (First) (Middle) 767 FIFTH AVENUE 17TH FLOOR (Street) NEW YORK NY 10153 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NextDecade Corp. [NEXT]</u> 3. Date of Earliest Transaction (Month/Day/Year) 05/24/2022 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$ 0.0001 par value	05/24/2022		M		124,647	A	(4)	54,462,126	I	See notes ⁽¹⁾⁽²⁾⁽³⁾
Common Stock, \$ 0.0001 par value	05/24/2022		F		182	D	(4)	54,461,944 ⁽⁵⁾	I	See notes ⁽¹⁾⁽²⁾⁽³⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Series B Warrants	\$0.01	05/24/2022		M			124,647 ⁽⁴⁾	05/24/2022	05/24/2022	Common Stock, \$ 0.0001 par value	(4)	0	I	See footnotes ⁽¹⁾⁽²⁾⁽³⁾

1. Name and Address of Reporting Person* <u>York Capital Management Global Advisors, LLC</u> (Last) (First) (Middle) 767 FIFTH AVENUE 17TH FLOOR (Street) NEW YORK NY 10153 (City) (State) (Zip)

1. Name and Address of Reporting Person* <u>York Tactical Energy Fund PIV-AN L.P.</u> (Last) (First) (Middle) C/O YORK CAPITAL MANAGEMENT, L.P. 767 FIFTH AVENUE, 17TH FLOOR (Street) NEW YORK NY 10153 (City) (State) (Zip)

1. Name and Address of Reporting Person* <u>York Tactical Energy Fund, L.P.</u> (Last) (First) (Middle) C/O YORK CAPITAL MANAGEMENT, L.P. 767 FIFTH AVENUE, 17TH FLOOR (Street)
--

NEW YORK	NY	10153
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
York Tactical Energy Holdings, LLC		
(Last)	(First)	(Middle)
C/O YORK CAPITAL MANAGEMENT LP, 767 FIFTH AVENUE, 17TH FLOOR		
(Street)		
NEW YORK	NY	10153
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Vrattos William C		
(Last)	(First)	(Middle)
C/O YORK CAPITAL MGMT GLOBAL ADVISORS 767 FIFTH AVENUE, 17TH FLOOR		
(Street)		
NEW YORK	NY	10153
(City)	(State)	(Zip)

Explanation of Responses:

1. See Exhibit 99.1 for text of footnote (1)
2. See Exhibit 99.1 for text of footnote (2).
3. See Exhibit 99.1 for text of footnote (3).
4. See Exhibit 99.1 for text of footnote (4)
5. See Exhibit 99.1 for text of footnote (5).

Remarks:

Exhibit 99.1 (Footnotes) and Exhibit 99.2 (Joint Filer Information and Signatures) are incorporated herein by reference. York Capital Management Global Advisors LLC is the Designated Filer.

[See Exhibit 99.2 for Signatures](#) [05/26/2022](#)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Exhibit 99.1

Name and Address of Reporting Person: York Capital Management Global Advisors LLC
767 Fifth Avenue
New York, NY 10153

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction to be Reported (Month/Day/Year): May 24, 2022

Footnotes to Form 4

- (1) This statement is being filed by the following Reporting Persons: York Capital Management Global Advisors LLC (“YGA”); York Tactical Energy Fund PIV-AN, L.P. (“York Tactical PIV-AN”); York Tactical Energy Fund, L.P. (“York Tactical”); York Tactical Energy Holdings, LLC (“York Tactical Holdings”); and William Vratos.
- (2) YGA is the sole managing member of York Tactical Holdings, which in turn is the general partner of York Tactical PIV-AN and York Tactical. Mr. Vratos is Managing Partner and Chief Investment Officer at YGA and a director of the Issuer.
- (3) Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of its or his pecuniary interest.
- (4) On May 24, 2022, YGA exercised on cashless basis Series B Warrants to purchase 124,647 shares of the Issuer’s common stock on behalf of certain of the Reporting Persons for \$0.01 per share in accordance with the Series B Warrant Agreements, dated May 24, 2019, filed as Exhibits 10.27 and 10.28 to Amendment No. 7 to Schedule 13D filed by the Reporting Persons on May 29, 2019. The Issuer withheld 182 shares representing the aggregate exercise price and issued the remaining 124,465 shares as follows: 82,977 to York Tactical PIV-AN; and 41,488 to York Tactical.
- (5) Represents shares directly held following the reported transactions as follows: 5,705,260 by York Capital Management, L.P., 8,161,422 by York Select Strategy Master Fund, L.P.; 12,628,348 by York Credit Opportunities Investments Master Fund, L.P.; 2,522,723 by York European Distressed Credit Fund II, L.P.; 13,567,803 by York Multi-Strategy Master Fund, L.P., 41,488 by York Tactical; and 82,977 by York Tactical PIV-AN.
-

Joint Filer Information

Name of Joint Filer: York Capital Management Global Advisors, LLC

Address of Joint Filer: 767 Fifth Avenue, 17th Floor
New York, NY 10153

Relationship of Joint Filer to Issuer: Director, 10% Owner

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction Required
to be Reported (Month/Day/Year): May 24, 2022

Designated Filer: York Capital Management Global Advisors, LLC

Signature:

York Capital Management Global Advisors, LLC

/s/ Brian Traficante

Name: Brian Traficante

Title: General Counsel and Chief Compliance Officer

May 26, 2022

Date

Joint Filer Information

Name of Joint Filer: York Tactical Energy Fund PIV-AN, L.P.

Address of Joint Filer: c/o York Capital Management, L.P.
767 Fifth Avenue, 17th Floor
New York, NY 10153

Relationship of Joint Filer to Issuer: Director, 10% Owner

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction Required to be Reported (Month/Day/Year): May 24, 2022

Designated Filer: York Capital Management Global Advisors, LLC

Signature:

York Tactical Energy Fund PIV-AN, L.P.
By: York Tactical Energy Holdings, LLC, its general partner

/s/ Brian Traficante

Name: Brian Traficante

Title: General Counsel and Chief Compliance Officer

May 26, 2022

Date

Joint Filer Information

Name of Joint Filer: York Tactical Energy Fund, L.P.

Address of Joint Filer: c/o York Capital Management, L.P.
767 Fifth Avenue, 17th Floor
New York, NY 10153

Relationship of Joint Filer to Issuer: Director, 10% Owner

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction Required
to be Reported (Month/Day/Year): May 24, 2022

Designated Filer: York Capital Management Global Advisors, LLC

Signature:

York Tactical Energy Fund, L.P.
By: York Tactical Energy Holdings, LLC, its general partner

/s/ Brian Traficante

Name: Brian Traficante

Title: General Counsel and Chief Compliance Officer

May 26, 2022

Date

Joint Filer Information

Name of Joint Filer: York Tactical Energy Holdings, LLC

Address of Joint Filer: c/o York Capital Management, L.P.
767 Fifth Avenue, 17th Floor
New York, NY 10153

Relationship of Joint Filer to Issuer: Director, 10% Owner

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction Required
to be Reported (Month/Day/Year): May 24, 2022

Designated Filer: York Capital Management Global Advisors, LLC

Signature:

York Tactical Energy Holdings, LLC

/s/ Brian Traficante

Name: Brian Traficante

Title: General Counsel and Chief Compliance Officer

May 26, 2022

Date

Joint Filer Information

Name of Joint Filer: William Vrattos

Address of Joint Filer: c/o York Capital Management, L.P.
767 Fifth Avenue, 17th Floor
New York, NY 10153

Relationship of Joint Filer to Issuer: Director

Issuer Name and Ticker or Trading Symbol: NextDecade Corporation [NEXT]

Date of Earliest Transaction Required
to be Reported (Month/Day/Year): May 24, 2022

Designated Filer: York Capital Management Global Advisors, LLC

Signature:

/s/ William Vrattos

Name: William Vrattos

May 26, 2022

Date
