See separate instructions.

Part I Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)					
NextDecade Corporation	46-5723951					
3 Name of contact for additional information	ation 4 Telepho	ne No. of contact	5 Email address of contact			
Vera de Gyarfas		832 703 0938	vdegyarfas@next-decade.com			
6 Number and street (or P.O. box if mail	7 City, town, or post office, state, and ZIP code of contact					
1000 Louisiana Street, Suite 3900			Houston, TX 77002			
8 Date of action	9 Cla	ssification and description				
October 17, 2022	NextDe	cade Corporation Series A (Convertible Preferred Stock			
10 CUSIP number 11 Serial nu	mber(s)	12 Ticker symbol	13 Account number(s)			
Part II Organizational Action	Attach addition	al statements if needed. Se	ee back of form for additional questions.			
14 Describe the organizational action a	nd, if applicable, th	ne date of the action or the da	te against which shareholders' ownership is measured for			
the action ► On October 17, 2022,	NextDecade Cor	poration made a pro rata dis	stribution of Series A Convertible Preferred Stock			
to holders of its Series A Convertible Pr	eferred Stock of	record as of the close of bus	siness on September 15, 2022. A total of 2,432 shares			
of Series A Convertible Preferred Stock	were distributed	in book-entry form, with no	corresponding physical issuance of share			
certificates. Cash in the aggregate amo	unt of \$3,333.26 v	was paid to holders of Series	s A Convertible Preferred Stock in lieu of fractional			
shares of Series A Convertible Preferred	d Stock.					
15 Describe the quantitative effect of th	e organizational a	ction on the basis of the secur	rity in the hands of a U.S. taxpayer as an adjustment per			
•	Ũ		shares of Series A Convertible Preferred Stock and			
			al income tax purposes as it is not paid out of the			
			applied against and reduce the adjusted basis (but not			

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► The Series A Convertible Preferred Stock was originally issued by NextDecade Corporation in 2018 for \$1,000 per share. As of October 17, 2022, the date of distribution, NextDecade Corporation ascribes a value to the Series A Convertible Preferred Stock of \$1,000 per share. Each holder of Series A Convertible Preferred Stock will reduce the adjusted basis of its previously acquired Series A Convertible Preferred Stock by the value of Series A Convertible Preferred Stock and cash received in the distribution. For example, a holder that received 5 shares of Series A Convertible Preferred Stock and \$100 of cash in lieu of a fractional share will reduce its adjusted basis in previously acquired Series A Convertible Preferred Stock by \$5,100 (i.e., 5 shares at \$1000/share + \$100 of cash). Holders will establish basis of \$1,000 in each share of Series A Convertible Preferred Stock received in the distribution.

below zero) of the Series A Convertible Preferred Stock in the hands of each respective holder. Each holder will take a basis in shares of

Series A Convertible Preferred Stock received equal to the fair market value of such shares on the date of the distribution.

Form 893								Page 2
Part		Organizational Action (contin	ued)					
		applicable Internal Revenue Code se	ction(s) and subsection(s) upo	n which the tax t	treatment	t is based	•
Section	15 3 10,	, 305(b), and 301(c)(2) and (d).						
18 C	an any	resulting loss be recognized? No) .					
	,	5 5 <u> </u>	-					
		any other information necessary to ir						
		on of Series A Convertible Preferre	ed Sto	ock and cash in lieu of f	ractional share	s is repo	rtable for	U.S. federal income tax
purpos	es in 2	2022.						
	Unde	r penalties of perjury, I declare that I have , it is true, correct, and complete. Declarat	e exam	ined this return, including a	companying sche	edules and	statements	s, and to the best of my knowledge and
Ciana	Dellei	, it is true, correct, and complete. Declarat		preparer (other than onicer) i	s based on all into	ormation of	which prep	arer has any knowledge.
Sign Here		122360	Ŋ				Octobe	· 25, 2022
nere	Signa	ture				Date ►		
	Print	your name► Brent Wahl				Title ►	Chief Fir	ancial Officer
Paid	L i i i i i i i i i i i i i i i i i i i	Print/Type preparer's name		Preparer's signature		Date	GINCI I II	
Paid	arer							self-employed
Use C		Firm's name						Firm's EIN ►
	· · · · J	Firm's address ►						Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054