#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

#### FORM 8-K

## CURRENT REPORT Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported): August 11, 2014

#### **CorEnergy Infrastructure Trust, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

Maryland (State or Other Jurisdiction of Incorporation) **001-33292** (Commission File Number)

20-3431375

(IRS Employer Identification No.)

**1100 Walnut, Ste. 3350, Kansas City, MO** (Address of Principal Executive Offices)

64106

(Zip Code)

(816) 875-3705

(Registrant's Telephone Number, Including Area Code)

#### Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of

the	following provisions:
	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 2.02 Results of Operations and Financial Condition.

On August 11, 2014, CorEnergy Infrastructure Trust, Inc. issued a press release announcing its financial results for the second quarter ended June 30, 2014. A copy of the press release is attached as Exhibit 99.1 to this Form 8-K.

The information in this Item 2.02, and Exhibit 99.1 to this Current Report on Form 8-K, shall not be deemed "filed" for the purposes of or otherwise subject to the liabilities under Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall it be deemed incorporated by reference in any filing of the Company under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

#### Item 9.01 Financial Statements and Exhibits.

(d) EXHIBITS.

99.1 Press Release dated August 11, 2014.

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### CORENERGY INFRASTRUCTURE TRUST, INC.

Dated: August 11, 2014

By:/s/ David J. Schulte
David J. Schulte
Chief Executive Officer

### **Exhibit Index**

## Exhibit No. Description

99.1 Press Release dated August 11, 2014



#### CorEnergy Releases Second Quarter 2014 Results

#### FOR IMMEDIATE RELEASE

KANSAS CITY, Mo. – August 11, 2014 – CorEnergy Infrastructure Trust, Inc. (NYSE: CORR) ("CorEnergy" or the "Company") today announced financial results for the second quarter ended June 30, 2014.

#### Second Quarter Highlights and Subsequent Events

- Declared second quarter 2014 dividend distribution of \$0.130, payable on August 29, 2014
- Reiterating annualized dividend guidance of no less than \$0.52 per share
- Joined the Russell 2000, Russell 3000, Russell Microcap and Russell Global Indexes
- Amended and upsized the Black Bison secured financing transaction
- Entered into a non-binding term sheet to upsize and replace existing credit facility

"Second quarter results reflect CorEnergy's commitment to providing stable dividends, executing our strategy consistently and expanding partnerships with operating companies. We covered our \$0.130 dividend with AFFO, while maintaining a low level of total debt," said David Schulte, Chief Executive Officer of CorEnergy. "We are gaining visibility in the equity capital markets, including recent listings in the Russell and FTSE NAREIT indices. For the second half of the year, we have already closed a follow-on water disposal well acquisition financing and remain active in reviewing potential acquisitions."

#### **Quarterly Performance Review**

CorEnergy reported total revenues of \$9.0 million in the quarter ended June 30, 2014. A second quarter dividend of \$0.130 was declared on July 31, 2014, and is payable on August 29, 2014. Total assets were \$327.8 million and total stockholders' equity was \$220.5 million as of June 30, 2014, compared to \$283.9 million and \$177.2 million, respectively, at Dec. 31, 2013. AFFO for the quarter ended June 30, 2014, was \$0.14 per share as compared to \$0.14 per share for the quarter ended March 31, 2014.

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For the Three-Month Period En	ded June 30, 2014
Total	Per Share
\$3,005,908 \$4,799,701	\$0.10 \$0.15 \$0.14
	<b>Total</b> \$3,005,908

FFO and AFFO are non-GAAP measures presented in accordance with the guidelines for calculation and reporting issued by the National Association of Real Estate Investment Trusts. FFO represents net income (computed in accordance with GAAP), excluding gains (or losses) from sales of depreciable operating property, real estate-related depreciation and amortization (excluding amortization of deferred financing costs or loan origination costs) and after adjustments for unconsolidated partnerships and joint ventures. The Company considers FFO an important supplemental measure of operating performance that is frequently used by securities analysts, investors and other interested parties. CorEnergy defines AFFO as FFO plus transaction costs, amortization of debt issuance costs, deferred leasing costs, above-market rent, and certain costs of a nonrecurring nature, less maintenance, capital expenditures (if any), amortization of debt premium and other adjustments as deemed appropriate. Management uses AFFO as a measure of long-term sustainable operational performance.

#### Portfolio Update

#### Portland Terminal Facility

The Portland Terminal Facility, a multimodal petroleum products terminal in Oregon, is subject to a 15-year triple net participating lease. Beginning in August 2014, minimum lease payments will be \$5 million per year. The base rent is expected to increase during the initial year of the lease based on a percentage of specified construction costs at the Portland Terminal Facility, estimated at \$10 million. Assuming such improvements are completed, the base rent will increase by an ancillary amount of approximately \$1.1 million per year in addition to the minimum lease payment of \$5 million. As of June 30, 2014, additional spending on terminal-related projects totaled approximately \$2.8 million.

#### Subsequent Events

#### Black Bison

On July 23, 2014, CorEnergy increased its secured financing to Black Bison Water Services, LLC ("Black Bison") from \$11.5 million to \$15.3 million. The incremental borrowings were made available through an upsize of the pre-existing facility from \$11.5 million to \$12 million and a new \$3.3 million taxable REIT subsidiary loan (the "TRS Loan").

Collectively, the \$15.3 million 10-year secured financing has a base interest rate of 12 percent per annum, escalating at 2 percent of the base interest rate per annum. In addition, beginning in April 2015, the outstanding principal on the TRS Loan will also bear variable interest based on the volume of water treated by Black Bison. Interest income on the TRS Loan will be subject to income taxes. CorEnergy has advanced the full \$15.3 million to fund Black Bison's third acquisition of a salt water disposal property.

#### **Balance Sheet and Liquidity**

The Company has signed a non-binding term sheet for a new credit facility that will replace the Company's current credit facility. The new credit facility has anticipated capacity of up to \$30 million. Management expects to complete this additional financing in the third quarter and anticipates using the credit facility thereafter to fund property acquisitions, capital improvements or for other permitted corporate purposes. Management expects that the Portland Terminal Facility will qualify as eligible collateral under the facility. Management believes the increased availability of additional senior debt will allow for greater financial flexibility.

Securing the new credit facility is subject to a number of usual and customary conditions and processes, for which the signed term sheet is just the first step. Those conditions include, among other things, lender due diligence, agreement on definitive terms and final documents, and the negotiation of acceptable fee arrangements. Additional details regarding the anticipated debt financing for the Company will be available on Form 8-K to be filed with the Securities and Exchange Commission upon closing.

#### Outlook

CorEnergy expects its energy infrastructure assets – the Pinedale LGS, the Eastern Interconnect Project, the Portland Terminal Facility, Mowood and Black Bison – to produce stable and recurring revenues in 2014. The Company believes that the cash flows from its holdings will support annualized dividend payments of no less than \$0.52 per share. The Company has a broadening set of opportunities in the pipeline, which provide the potential to reach \$50 to \$200 million per project type. There can be no assurance that any of these acquisition opportunities will result in consummated transactions. The Company expects to utilize balance sheet resources, including prudent leverage when available, supplemented with accretive equity issuance as needed.

#### **Dividend Policy**

In 2013, CorEnergy changed its fiscal year end from Nov. 30 to Dec. 31 as part of its transition from a business development company to a REIT. As a result of this change, the dividend payment schedule for calendar 2014 will vary from prior years. Going forward, the Company intends to maintain a quarterly February, May, August, November dividend payment cycle. Dividend payouts may be affected by cash flow requirements and remain subject to other risks and uncertainties.

#### 2014 Second Quarter Earnings Conference Call

CorEnergy will host a conference call Tuesday, August 12, 2014, at 1:00 p.m. Central Time to discuss its financial results. Please dial into the call at 877-407-8035 approximately five to ten minutes prior to the scheduled start time.

The call will also be webcast in a listen-only format. A link to the webcast will be accessible at corenergy.corridortrust.com.

A replay of the call will be available until 11:59 p.m. Central Time September 12, 2014, by dialing 877-660-6853. The Conference ID # is 13587198. A replay of the webcast will also be available on the company's website at corenergy corridortrust.com through August 12, 2015.

About CorEnergy Infrastructure Trust, Inc.
CorEnergy Infrastructure Trust, Inc. (NYSE: CORR), primarily owns midstream and downstream U.S. energy infrastructure assets subject to long-term triple net participating leases with energy companies. These assets include pipelines, storage tanks, transmission lines and gathering systems. The Company's principal objective is to provide stockholders with an attractive risk-adjusted total return, with an emphasis on distributions and long-term distribution growth (reported to our investors on Form 1099). CorEnergy is managed by Corridor InfraTrust Management, LLC, a real property asset manager focused on U.S. energy infrastructure real assets, and is an affiliate of Tortoise Capital Advisors, L.L.C., an investment manager specializing in listed energy investments, with approximately \$17.9 billion of assets under management in NYSE-listed closed-end investment companies, open-end funds and other accounts as of July 31, 2014. For more information, please visit corenergy.corridortrust.com.

#### Forward-Looking Statements

This press release contains certain statements that may include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical fact, included herein are "forward-looking statements." Although CorEnergy believes that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. Actual results could differ materially from those anticipated in these forwardlooking statements as a result of a variety of factors, including those discussed in CorEnergy's reports that are filed with the Securities and Exchange Commission. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Other than as required by law, CorEnergy does not assume a duty to update any forward-looking statement. In particular, any distribution paid in the future to our stockholders will depend on the actual performance of CorEnergy, its costs of leverage and other operating expenses and will be subject to the approval of CorEnergy's Board of Directors and compliance with leverage covenants.

#### CorEnergy Infrastructure Trust, Inc. CONSOLIDATED BALANCE SHEETS

	_ <b>J</b> 1	une 30, 2014	D	ecember 31, 2013
Assets	(	Unaudited)		
Leased property, net of accumulated depreciation of \$18,949,516, and \$12,754,588	\$	270,189,704	\$	232,220,618
Other equity securities, at fair value		25,786,785		23,304,321
Financing note and related accrued interest receivable, net		4,299,356		-
Cash and cash equivalents		18,986,616		17,963,266
Property and equipment, net of accumulated depreciation of \$2,179,305 and \$2,037,685		3,176,863		3,318,483
Lease receivable		1,099,264		711,229
Accounts receivable		1,116,161		2,068,193
Intangible lease asset, net of accumulated amortization of \$875,816 and \$729,847		218,955		364,924
Deferred debt issuance costs, net of accumulated amortization of \$862,512 and \$572,830		935,842		1,225,524
Deferred lease costs, net of accumulated amortization of \$93,955 and \$63,272		826,507		857,190
Hedged derivative asset		294,607		680,968
Income tax receivable		412,495		834,382
Prepaid expenses and other assets		483,614		326,561
Total Assets	\$	327,826,769	\$	283,875,659
Liabilities and Equity				
Current maturities of long-term debt	\$	3,528,000	\$	2,940,000
Long-term debt (net of current maturities)	Ψ	65,296,000	Ψ	67,060,000
Accounts payable and other accrued liabilities		2,961,460		2,920,267
Unearned revenue		2,133,686		
Deferred tax liability		5,734,405		5,332,087
Line of credit		<u> </u>		81,935
Total Liabilities	\$	79,653,551	\$	78,334,289
Equity				
Warrants, no par value; 0 and 945,594 issued and outstanding at June 30, 2014 and December 31, 2013, respectively (5,000,000				
authorized)	\$	_	\$	1,370,700
Capital stock, non-convertible, \$0.001 par value; 31,640,158 shares issued and outstanding at June 30, 2014 and 24,156,163	Ψ		Ψ	, ,
shares issued and outstanding at December 31, 2013 (100,000,000 shares authorized)		31,640		24,156
Additional paid-in capital		220,080,751		173,441,019
Accumulated retained earnings		-		1,580,062
Accumulated other comprehensive income		435,945		777,403
Total CorEnergy Equity		220,548,336		177,193,340
Non-controlling Interest		27,624,882		28,348,030
Total Equity		248,173,218		205,541,370
Total Liabilities and Equity	\$	327,826,769	\$	283,875,659

	]	For the Three Months Ended			For the Six Months Ended				
	Ju	June 30, 2014 June 30, 2013			June 30, 2014			June 30, 2013	
Revenue									
Lease revenue	\$	7,065,677	\$	5,638,244	\$	13,828,085	\$	11,276,488	
Sales revenue		1,813,607		1,929,772		5,073,137		4,445,345	
Financing revenue		139,728		-		165,347		<u>-</u>	
Total Revenue	_	9,019,012	_	7,568,016	_	19,066,569		15,721,833	
Expenses									
Cost of sales (excluding depreciation expense)		1,384,998		1,476,348		4,092,356		3,479,987	
Management fees		761,265		646,394		1,545,133		1,290,208	
Asset acquisition expenses		20,732		53,394		36,949		85,211	
Professional fees		265,514		431,508		664,642		885,691	
Depreciation expense		3,204,911		2,857,412		6,336,548		5,714,448	
Amortization expense		15,342		15,342		30,683		30,621	
Operating expenses		213,533		303,480		436,274		510,384	
Directors' fees		63,276		32,557		128,310		50,557	
Other expenses		224,173		151,312		392,881		274,018	
Total Expenses		6,153,744		5,967,747		13,663,776		12,321,125	
Operating Income		2,865,268		1,600,269		5,402,793		3,400,708	
Other Income (Expense)									
Net distributions and dividend income	\$	5,988	\$	2,701	\$	11,044	\$	15,825	
Net realized and unrealized gain on trading securities		-		-		-		316,063	
Net realized and unrealized gain on other equity securities		2,084,026		(30,976)		3,378,208		2,395,010	
Interest Expense		(819,360)		(907,275)		(1,646,337)		(1,644,656)	
Total Other Income		1,270,654		(935,550)		1,742,915		1,082,242	
Income before income taxes		4,135,922	_	664,719		7,145,708		4,482,950	
Taxes		.,===,===	_	******	_	.,,	_	.,,	
Current tax expense		_		581,757		854,075		867,648	
Deferred tax expense (benefit)		742,879		(340,003)		402,317		395,050	
Income tax expense, net		742,879	_	241,754	_	1,256,392	_	1,262,698	
Net Income		3,393,043	_	422,965	_	5,889,316	_	3,220,252	
Less: Net Income attributable to non-controlling interest		387,135		352,893		778,249		737,427	
Net Income attributable to CORR Stockholders	ď.		e.		e.		¢.		
Net Income attributable to CORR Stockholders	\$	3,005,908	\$	70,072	\$	5,111,067	\$	2,482,825	
Net income	\$	3,393,043	\$	422,965	\$	5,889,316	\$	3,220,252	
Other comprehensive income (expense)									
Changes in fair value of qualifying hedges attributable to CORR Stockholders		(270,838)		921,442		(341,458)		921,442	
Changes in fair value of qualifying hedges attributable to non-controlling interest		(63,324)		215,439		(79,835)		215,439	
Net Change in Other Comprehensive Income	\$	(334,162)	\$	1,136,881	\$	(421,293)	\$	1,136,881	
Total Comprehensive Income		3,058,881		1,559,846		5,468,023		4,357,133	
Less: Comprehensive income attributable to non-controlling interest		222 011		569 222		609 414		052 966	
		323,811		568,332	_	698,414	_	952,866	
Comprehensive Income attributable to CORR Stockholders	\$	2,735,070	\$	991,514	\$	4,769,609	\$	3,404,267	
Earnings Per Common Share:									
Basic and Diluted	\$	0.10	\$	-	\$	0.17	\$	0.10	
Weighted Average Shares of Common Stock Outstanding:									
Basic and Diluted		31,637,568		24,147,958		30,810,060		24,144,856	
Dividends declared per share	\$	0.129	\$	0.125	\$	0.254	\$	0.250	

				Additional	Accumulated Other	Retained Earnings	Non-		
	Capital Shares	Amount	Warrants	Paid- in Capital	Comprehensive Income	(Accumulated Deficit)	Controlling Interest	Total	
Balance at December 31, 2012	24,140,667	\$ 24,141	\$ 1,370,700	\$ 175,256,675	\$ -	\$ 4,209,023	\$ 29,981,653	\$ 210,842,192	
Net income	-	-	-	-	-	4,502,339	1,466,767	5,969,106	
Net change in cash flow hedges					777,403		181,762	959,165	
Total comprehensive income	-	-	-	-	777,403	4,502,339	1,648,529	6,928,271	
Dividends Distributions to non-controlling	-	-	-	(1,923,760)	-	(7,131,300)	-	(9,055,060)	
interest	-	-	-	-	-	-	(3,282,152)	(3,282,152)	
Reinvestment of dividends paid to stockholders	15,496	15		108,104				108,119	
Balance at December 31, 2013	24,156,163	\$ 24,156	\$ 1,370,700	\$ 173,441,019	\$ 777,403	\$ 1,580,062	\$ 28,348,030	\$ 205,541,370	
Net income	-	-	-	-	-	5,111,067	778,249	5,889,316	
Net change in cash flow hedges				<del>-</del>	(341,458)		(79,835)	(421,293)	
Total comprehensive income	-	-	-	-	(341,458)	5,111,067	698,414	5,468,023	
Net offering proceeds	7,475,000	7,475	-	45,617,088	-	-	-	45,624,563	
Dividends	-	-	-	(409,376)	-	(6,691,129)	-	(7,100,505)	
Distributions to non-controlling interest	-	-	-	-	-	-	(1,421,562)	(1,421,562)	
Reinvestment of dividends paid to stockholders	8,995	9	-	61,320	-	-	-	61,329	
Warrant expiration			(1,370,700)	1,370,700		<u>-</u>			
Balance at June 30, 2014 (Unaudited)	31,640,158	\$ 31,640	<u> </u>	\$ 220,080,751	\$ 435,945	<u>\$</u>	\$ 27,624,882	\$ 248,173,218	

	For the Six Months Ended				
	Ju	ine 30, 2014	June 30, 2013		
Operating Activities					
Net Income	\$	5,889,316	\$	3,220,252	
Adjustments to reconcile net income to net cash provided by (used in) operating activities:					
Deferred income tax, net		402,318		395,050	
Depreciation		6,336,548		5,714,448	
Amortization		466,334		433,386	
Realized and unrealized gain on trading securities		-		(316,063)	
Realized and unrealized gain on other equity securities		(3,378,208)		(2,395,010)	
Unrealized (gain) loss on derivative contract		(34,932)		46,228	
Changes in assets and liabilities:					
(Increase) decrease in accounts receivable		952,032		(352,037)	
(Increase) in lease receivable		(388,035)		-	
(Increase) decrease in prepaid expenses and other assets		(94,053)		31,321	
Decrease in accounts payable and other accrued liabilities		(366,777)		(1,217,791)	
Increase in dividends payable to shareholders		-		3,018,495	
Increase in distributions payable to non-controlling interest		-		1,690,413	
Increase (decrease) in current income tax liability		421,887		(3,855,947)	
Increase (decrease) in unearned revenue		2,133,686		(1,422,457)	
Net cash provided by (used in) operating activities	\$	12,340,116	\$	4,990,288	
Investing Activities					
Proceeds from sale of long-term investment of trading and other equity securities		_		5,563,865	
Deferred lease costs		_		(5,620)	
Acquisition of leased assets		(43,536,044)		-	
Purchases of property and equipment		-		(42,242)	
Issuance of financing note receivable		(4.299,356)		-	
Return of capital on distributions received		832,744		631,524	
Net cash (used in) provided by investing activities	\$	(47,002,656)	\$	6,147,527	
The cash (asea in) provided by in coming and these	Ψ	(17,002,000)	Ψ	0,117,627	
Financing Activities					
Payments on lease obligation		-		(20,698)	
Debt financing costs		(220,000)		(10,999)	
Net offering proceeds		45,624,563		-	
Dividends paid		(7,039,176)		(5,986,937)	
Distributions to non-controlling interest		(1,421,562)		(1,690,413)	
Advances on revolving line of credit		2,535,671		139,397	
Payments on revolving line of credit		(2,617,606)		(139,397)	
Principal payment on credit facility		(1,176,000)		-	
Net cash provided by (used in) financing activities	\$	35,685,890	\$	(7,709,047)	
Net change in cash and cash equivalents	\$	1,023,350	\$	3,428,768	
	\$	, ,	Ф	17,680,783	
Cash and cash equivalents at beginning of period	Φ.	17,963,266	Φ.		
Cash and cash equivalents at end of period	<u>\$</u>	18,986,616	\$	21,109,551	
Supplemental Disclosure of Cash Flow Information:	Φ.	1 200 610	Φ.	1 0 40 441	
Interest paid	\$	1,399,619	\$	1,242,441	
Net income taxes paid (refunds received)	\$	432,187	\$	4,776,354	
Non-Cash Investing Activities		625.050	Ф		
Change in accounts payable and accrued expenses related to acquisition expenditures	\$	627,970	\$	-	
Non-Cash Financing Activities			•		
Reinvestment of distributions by common stockholders in additional common shares	\$	61,329	\$	49,141	
Change in accounts payable and accrued expenses related to debt financing costs	\$	(220,000)	\$	-	

# CorEnergy Infrastructure Trust, Inc. NON-GAAP FINANCIAL MEASURES RECONCILIATION FFO and AFFO Reconciliation

	For the Three Months Ended				For the Six Months Ended			
	June 30, 2014 June 30, 2013			Ju	ne 30, 2014	June 30, 2013		
Net Income (attributable to CorEnergy Stockholders):	\$	3,005,908	\$	70,072	\$	5,111,067	\$	2,482,825
Add:								
Depreciation		3,204,911		2,857,412		6,336,548		5,714,448
Distributions received from investment securities		341,484		317,184		832,744		631,524
Income tax expense, net		742,879		241,754		1,256,392		1,262,698
Less:								
Net realized and unrealized gain on trading securities		-		-		-		316,063
Net realized and unrealized gain (loss) on other equity securities		2,084,026		(30,976)		3,378,208		2,395,010
Non-controlling interest attributable to FFO reconciling items		411,455		411,384		822,910		822,762
Funds from operations (FFO):	\$	4,799,701	\$	3,106,014	\$	9,335,633	\$	6,557,660
Add:								
Transaction costs		20,732		53,394		36,949		85,211
Amortization of debt issuance costs		144,840		128,320		289,682		256,794
Amortization of deferred lease costs		15,342		15,342		30,623		30,621
Amortization of above market leases		72,985		72,985		145,969		145,970
Noncash costs associated with derivative instruments		(17,443)		71,850		(34,932)		75,200
Nonrecurring personnel costs		-		113,232		-		113,232
Less:								
EIP lease adjustment		542,809		542,809		1,085,618		1,085,618
Non-controlling interest attributable to AFFO reconciling items		23,179		39,929		46,349		75,210
Adjusted funds from operations (AFFO):	\$	4,470,169	\$	2,978,399	\$	8,671,957	\$	6,103,860
Weighted Average Shares		31,637,568		24,147,958		30,810,060		24,144,856
FFO per share	\$	0.15	\$	0.13	\$	0.30	\$	0.27
AFFO per share	\$	0.14	\$	0.12	\$	0.28	\$	0.25

Contact Information:
Katheryn Mueller, Investor Relations, 877-699-CORR (2677), info@corridortrust.com