#### **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): March 29, 2018

# CorEnergy Infrastructure Trust, Inc. (Exact Name of Registrant as Specified in Its Charter)

20-3431375

(IRS Employer Identification No.)

1-33292

(Commission File Number)

Maryland (State or Other Jurisdiction of Incorporation)

	1100 Walnut, Suite 3350, Kansas City, MO	64106
	(Address of Principal Executive Offices)	(Zip Code)
	(816) 875-3705 (Registrant's Telephone Number, Including Area Code	e)
	Not Applicable (Former Name or Former Address, if Changed Since Last F	Report)
rovi	Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obsions:	ligation of the registrant under any of the following
	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	4(c))
2b-2	Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of to 2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company	the Securities Act of 1933 (§230.405 of this chapter) or Rule
inan	If an emerging growth company, indicate by check mark if the registrant has elected not to use the extendical accounting standards provided pursuant to Section 13(a) of the Exchange Act. $\Box$	ed transition period for complying with any new or revised
_		

#### Item 7.01 Regulation FD Disclosure.

CorEnergy is participating in the Sidoti Spring Conference on March 29, 2018. A copy of the presentation is furnished as Exhibit 99.1 to this Form 8-K. The presentation will not be webcasted.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits

Exhibit No. Description

99.1 Presentation deck for conference on March 29, 2018

#### **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: March 29, 2018 By: /s/ Rebecca Sandring

Rebecca Sandring

Secretary



# Sidoti Spring Conference Jeff Fulmer, Senior Vice President

March 29, 2018



### Disclaimer

This presentation 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 forward-looking 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 presentation.

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.



### Infrastructure assets have desirable investment characteristics

### Infrastructure REIT Strategy Overview

- · Infrastructure assets are essential for our customers' operations to produce revenue
- CorEnergy's triple-net leases and other contracts generate operating expense for our tenants
- Total long-term return to stockholders of 8-10% on assets from base rents, plus acquisitions & participating rents
- · Growing CorEnergy through disciplined acquisitions that are accretive to AFFO and dividends per share

#### **Asset Fundamentals**

- Long-lived assets, critical to tenant operations
- · High barriers to entry with strategic locations
- · Contracts provide predictable revenue
- Limited sensitivity to price/volume changes





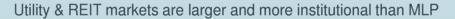
#### **Investment Characteristics**

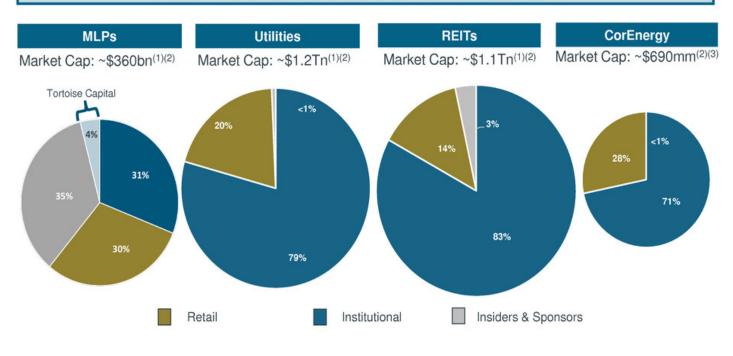
- High cash flow component to total return
- Attractive potential risk-adjusted returns
- Diversification vs. other asset classes
- · Potential inflation protection





# Differentiated and larger investor audience for REITs than MLPs





Fidelity Sectors & Industry Overview, March 15, 2018

(2) Estimated using Bloomberg Shareholder Data

3) Includes perpetual preferred stock and "in the money" convertible bonds



# Comparison of technical characteristics of infrastructure vehicles

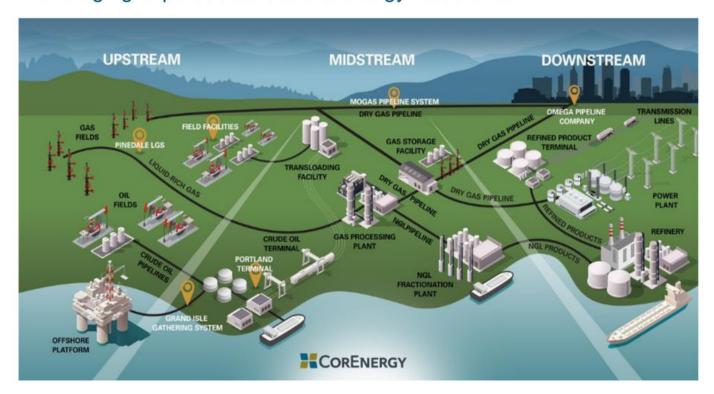
	MLPs	MLP / Closed End Funds	C-Corps	REITs
Investor Tax Form	K-1	Form 1099	Form 1099	Form 1099
Investment Company Friendliness	No	No	Yes	Yes
Non-U.S. Investor Friendliness	No	No	Yes	Yes
Tax Exempt Owners	No	Yes	Yes	Yes
Shareholders Vote	No	Yes	Yes	Yes
Primarily Institutionally Held	No	No	Yes	Yes
Single Level Tax	Yes	No	No	Yes

REIT structure provides more attractive access to energy infrastructure than MLP & Fund structures

Institutional, tax exempt and non-U.S. investors desire access to the infrastructure asset class



# Leveraging expertise across the energy value chain





### Portfolio of essential assets

# CorEnergy assets critically support our partners in conducting their businesses in the U.S. energy industry

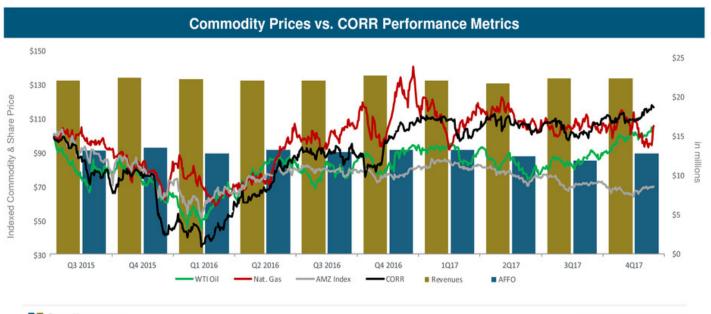
Туре	Asset	Description	Purchase Price	Location
Upstream	Pinedale Liquids Gathering System	Liquids gathering, processing & storage system for condensate & water production	\$228MM	WY
Midstream	Grand Isle Gathering System	Subsea to onshore pipeline & storage terminal for oil & water production	\$245MM	GoM-LA
Midstream	MoGas Pipeline	Interstate natural gas pipeline supplying utilities	\$125MM	MO-IL
Downstream	Omega Pipeline	Natural gas utility supplying end-users at Fort Leonard Wood	\$6MM	MO
Midstream & Downstream	Portland Terminal	Crude oil and petroleum products terminal with barge, rail and truck supply	\$50MM <sup>1</sup>	OR

<sup>1)</sup> Includes \$40MM purchase price, plus \$10MM in construction costs



### Infrastructure provides stable cash flows

- · CorEnergy owns mission critical assets
- Lease payments are "operating" expenses, not "financing" expenses
- · In bankruptcy, real property operating leases are subject to special provisions
- · CORR stock moved with commodity prices; revenue and dividends were stable



**CORENERGY** 

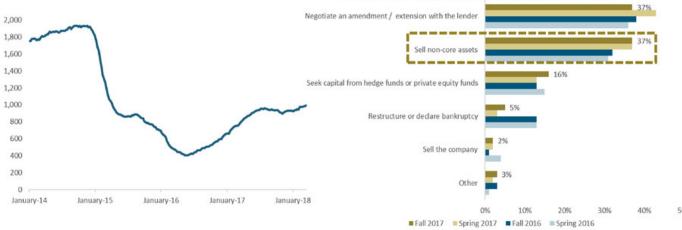
### Increasing opportunities for CorEnergy's pipeline

Oil and gas companies are:

- · pursuing efficient, low cost operations
- · focusing on accessing low cost of capital
- · returning to growth and implementing capex projects...

#### U.S. Rig Count Normalizing<sup>1</sup>

Which one or two options do you think will be the most likely path that lenders & borrowers will take if faced with a borrowing base deficiency in fall 2017?<sup>2</sup>



...Oil and gas companies are willing to sell low-returning infrastructure to fund high-returning growth initiatives

1) Baker Hughes North American Rig Count, March 16, 2018

Haynes and Boone, LLP Borrowing Base Redetermination Survey, October 4, 2017



# Financial flexibility poises CORR for growth

CorEnergy's capital structure remains conservative, providing financial flexibility to acquire assets

Capital Structure							
	For years ended D	ecember 31,					
(in millions)	2017	2016					
Debt							
Secured credit facility <sup>1</sup>	\$41.0	\$89.6					
Unsecured convertible notes, proceeds gross of fees	114.0	114.0					
Total debt	\$155.0	\$203.6					
Equity							
Preferred stock	130.0	56.3					
Common stock & additional paid in capital	331.8	350.2					
Total equity	\$461.8	\$406.5					
Total capitalization	\$616.8	\$610.1					

Liquidity						
For years ended December						
(in millions)	2017	2016				
Cash	\$15.8	\$7.9				
Revolver availability	140.5	52.1				
Total liquidity	\$156.3	\$60.0				

Total Debt/Total Capitalization of 25% is below 25-50% target ratio

Preferred/Total Equity of 28% is below 33% target ratio

1) Sum of CORR and related party debt



### Durable revenues + low leverage = dividend stability

- Lease payments produce predictable cash flows
  - · Assets are critical to tenant revenue production
  - Lease expense is an operating cost (not a financing cost)
  - Lease payments are made during bankruptcy
  - · Results in utility-like consistency of revenue for CORR
- · Conservative leverage profile & multiple capital sources
- We believe the \$3.00 annualized dividend is a sustainable payout
  - · Dividend is based solely on minimum rents
  - CorEnergy retains debt repayment and reinvestment capital prior to dividend payment
  - · Upside from portfolio growth and participating rents

Energy REIT provided a new business model in 2012: Investor friendly access to infrastructure assets



### Outlook

### **Active Deal Pipeline**

One to Two Acquisitions per Year Size Range of \$50-250 Million

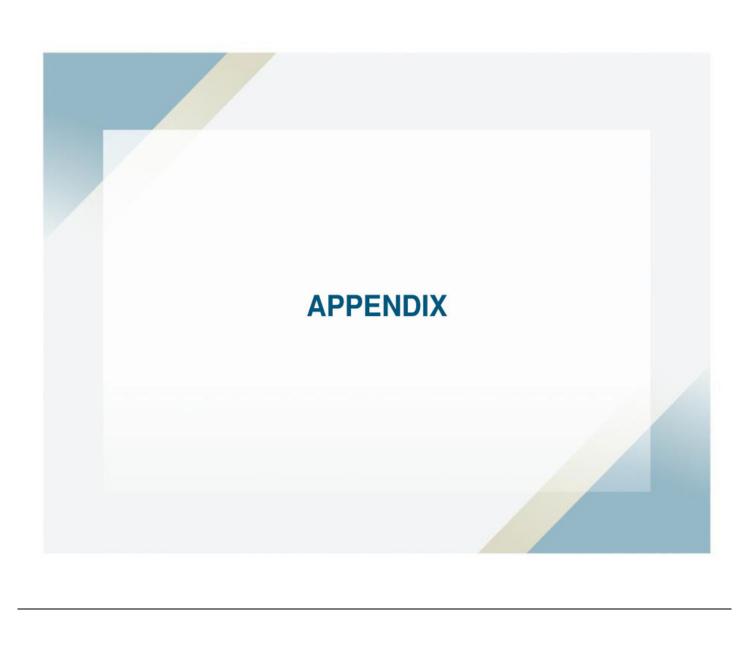
### **Financing Optionality**

- \$156 million of available liquidity<sup>1</sup>
- Preferred Equity
- Bank Debt
- Common Equity
- Convertible Debt
- Co-Investors

Long-term Stable & Growing Dividend

1) As of December 31, 2017





### CorEnergy Senior Management

banker at the predecessor of Oppenheimer & Co.



# Dave Schulte Co-Founder, CEO & President

Co-Founder, CEO & President

Mr. Schulte has 27 years of investment experience, including
18 years in the energy industry. Previously, Mr. Schulte was a
co-founder and Managing Director of Tortoise Capital Advisors,
an investment advisor with \$16 billion under management. and
a Managing Director at Kansas City Equity Partners (KCEP).
Before joining KCEP, he spent five years as an investment



#### Jeff Fulmer Senior Vice President

Mr. Fulmer is a petroleum engineer and professional geologist with more than 30 years of energy industry experience. Prior to joining CorEnergy, Mr. Fulmer spent six years as a Senior Advisor with Tortoise Capital Advisors, led a post 9/11 critical infrastructure team for the U.S. Department of Defense, and held leadership and technical positions with Statoil Energy, ARCO Oil and Tenneco Oil Exploration and Production.



# Rick Kreul President, MoGas, LLC & MoWood, LLC

Mr. Kreul, a mechanical engineer with more than 35 years of energy industry experience, serves as President of CorEnergy's wholly-owned subsidiaries, MoWood, LLC and MoGas Pipeline, LLC. Previously, Mr. Kreul served as Vice President of Energy Delivery for Aquila, Inc., Vice President for Inergy, L.P., and various engineering and management roles with Mobil Oil.



#### Jeff Teeven Vice President, Finance

Mr. Teeven has more than 20 years of experience in private equity management and mergers and acquisitions in multiple sectors including energy. He served as a founding partner of Consumer Growth Partners, a private equity firm focused on the specialty retail and branded consumer products sectors, as well as 10 years with Kansas City Equity Partners (KCEP).



Mr. Green has spent more than 30 years in the energy industry, with 20 years as CEO of Aquila, Inc., an international electric and gas utility business and national energy marketing and trading business. During his tenure, Mr. Green led the strategy and successful business expansion of Aquila, Inc. to a Fortune 30 company.



# Becky Sandring Senior Vice President, Secretary & Treasurer

Ms. Sandring has over 20 years of experience in the energy industry. Prior to CorEnergy, Ms. Sandring was a Vice President with The Calvin Group. From 1993-2008, Ms. Sandring held various roles at Aquila Inc., formerly UtiliCorp United.



#### Nate Poundstone Chief Accounting Officer

Mr. Poundstone has nearly 20 years of experience in the accounting profession. Prior to joining CorEnergy, Mr. Poundstone was Vice President and Chief Accounting officer with CVR Energy, a diversified holding company primarily engaged in the petroleum refining and nitrogen fertilizer manufacturing industries. Prior to CVR Energy, he held various audit and professional practice roles as a senior manager with KPMG LLP.



#### Sean DeGon Vice President

Mr. DeGon is a chemical engineer with nearly 20 years of energy industry experience. Prior to joining CorEnergy in 2017, Mr. DeGon was a Director at IHS Markit where he led and participated in well over 100 consulting projects focused on liquid storage terminals, pipelines, refineries, processing facilities and other energy assets, primarily in the U.S. and the rest of the Americas.





### Grand Isle Gathering System

- ~\$250 million critical midstream infrastructure in the Gulf of Mexico
- 153 miles of undersea pipeline and terminal with separation, SWD and storage facilities
- Essential system to transport crude oil and produced water for large proven reserves
- Triple-net operating lease with Energy XXI Gulf Coast subsidiary average minimum rent of ~\$40 million

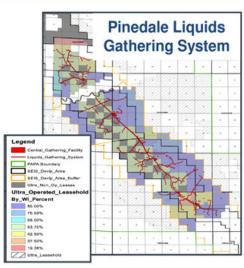




### Pinedale Liquids Gathering System

- \$228 million asset, acquired with Prudential as a co-investor in 2012
  - CORR purchased Prudential's minority interest in December 2017
- 150 miles of pipeline, 107 receipt points, 4 above-ground facilities
- · Critical to operation of Ultra Petroleum's Pinedale natural gas field
- 15-year triple-net lease; rent \$20 million per year + participating features



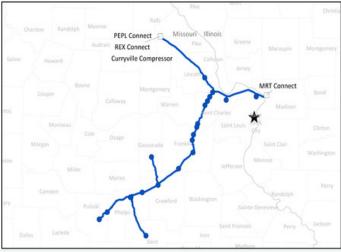


**CORENERGY** 

### MoGas and Omega Pipelines

- · MoGas Interstate Pipeline
  - 263-mile pipeline connecting natural gas supplies to Missouri utilities
  - LDCs Spire Energy, Ameren Energy, and Omega Pipeline account for vast majority of the revenue through firm transportation contracts
  - · Held in a taxable subsidiary; subject to intercompany mortgages
- Omega Pipeline Company
  - · Natural gas service provider supplying end-users at Fort Leonard Wood
  - 10-year contract with the Department of Defense





**CORENERGY** 

### **Portland Terminal**

- 39-acre terminal to receive, store and deliver heavy and refined petroleum products
- 84 tanks with 1.5 million barrels of storage capacity; loading for ships, rail and trucks
- Triple-net operating lease with Zenith Energy; 15-year initial term, 5-year renewals
- \$40 million purchase plus \$10 million CORR financed improvements









# CORR has pioneered broad access to deep capital markets



# Terminal value conviction

		Pinedale LGS	Grand Isle Gathering System	Portland Terminal	MoGas Pipeline	Omega Pipeline
Asset Ownership Criteria	Long-lived assets, critical to tenant operations	✓	✓	✓	✓	✓
Asset O	High barriers to entry with strategic locations	✓	✓	✓	✓	<b>√</b>
	Ass	sets essential to op	erators' cash flow su	ipport lease renewa	l expectations	
	Underwriting of terminal value	Life of Field	Life of Field	Market	Market	Market
tections	Contracts and similar services based on fair value of assets	✓	✓	✓	✓	✓
Contractual Protections	Asset value based on production estimates of reserve reports / market values for similar assets	<b>√</b>		<b>√</b>	<b>√</b>	✓
ပိ	Leases enable tenant to purchase asset or renew lease  at FMV	✓	<b>√</b>			
	Te	enant may not deva	lue CORR's asset, i.	e. construct a repla	cement asset	
Dividend Sustainment	Retain portion of rent payment for reinvestment & debt repayment	✓	✓			
Div	Supports sustainable, long- term dividend	✓	✓	✓	✓	✓
		CORR targe	ets an AFFO to divid	end coverage ratio	of 1.5x	

**CORENERGY** 

### Corporate structure alignment with investors

#### Corporate Structure **CORENERGY** CORRIDOR Management Agreement Fees Assets Grand Isle Pinedale **Base Fee** Gathering LGS System Incentive Fee MoGas Portland Pipeline Terminal Administration Fee **Pipeline** CORR Expense Metrics vs. Peer Group<sup>1</sup>



### Management Fee

- Services provided:
  - Presents the Company with suitable acquisition opportunities, responsible for the day-to-day operations of the Company and performs such services and activities relating to the assets and operations of the Company as may be appropriate

**External Fee Structure** 

- · Base Fees paid:
  - Quarterly management fee equal to 0.25 percent (1.00 percent annualized) of the value of the Company's Managed Assets<sup>3</sup> as of the end of each quarter
- Incentive Fees paid:
  - Quarterly incentive fee of 10 percent of the increase in distributions earned over a threshold distribution equal to \$0.625 per share per quarter. The Management Agreement also requires at least half of any incentive fees to be reinvested in the Company's common stock

#### Administrative Fee

- Services provided:
  - Performs (or oversees or arranges for the performance of) the administrative services necessary for our operation, including without limitation providing us with equipment, clerical, bookkeeping and record keeping services
- Fees paid:
  - 0.04 percent of our aggregate average daily Managed Assets, with a minimum annual fee of \$30 thousand
- (1) Peer group consists of REITs included in the RMZ index under \$1BN market cap (excludes STAR, RAS)

1.5%

G&A Expense/Gross Asset Value<sup>2</sup>

- (2) Gross Asset Value = Asset Value of Investment Properties + Accumulated Depreciation
- 3) "Managed Assets" is defined as Total Assets of CORR minus the initial invested value of non-controlling interests, the value of any hedged derivative assets, any prepaid expenses, all of the accrued liabilities other than deferred taxes and debt entered into for the purposed of leverage

2.5%



\$35

ellop) \$25 \$20

\$15 \$10

\$0

FY16

# Non-GAAP Financial Metrics: FFO/AFFO Reconciliation

NARET FFO, FFO Adjusted for Securities Investment and AFFO Reconciliation (Unaudited)

		For t	he Years	s Ended December	er 31,	
t Income attributable to CarEnavar Stratcheller		2017		2016		2015
Net Income attributable to CorEnergy Stockholders	\$	32,602,790	\$	29,663,200	\$	12,319,911
Less:						
Preferred Dividend Requirements	200	7,953,988		4,148,437		3,848,828
Net Income attributable to Common Stockholders	\$	24,648,802	\$	25,514,763	\$	8,471,083
Add:						
Depreciation		23,292,713		21,704,275		18,351,011
Less:						
Non-Controlling Interest attributable to NAREIT FFO reconciling items		1,632,546		1,645,819		1,645,819
NAREIT funds from operations (NAREIT FFO)	\$	46,308,969	\$	45,573,219	\$	25,176,275
Add:						
Distributions received from investment securities		949,646		1,028,452		1,021,010
Income tax expense (benefit) from investment securities		1,000,084		760,036		(196,270)
Less:						
Net distributions and dividend income		680,091		1,140,824		1,270,755
Net realized and unrealized gain (loss) on other equity securities		1,531,827		824,482		(1,063,613)
Funds from operations adjusted for securities investments (FFO)	\$	46,046,781	\$	45,396,401	\$	25,793,873



# Non-GAAP Financial Metrics: FFO/AFFO Reconciliation (cont.)

	For the Years Ended December 31,				
	2017		2016		2015
Add:		15.60	*		
Loss of extinguishment of debt	336,93	33	_		_
Provision for loan losses, net of tax		_	4,409,359		12,526,701
Transaction costs	592,06	88	520,487		870,128
Amortization of debt issuance costs	1,661,18	31	2,025,478		1,822,760
Amortization of deferred lease costs	91,93	32	91,932		76,498
Accretion of asset retirement obligation	663,06	55	726,664		339,042
Amortization of above market leases		_	-		72,987
Non-cash (gain) loss associated with derivative instruments	33,76	3	(75,591)		(70,333)
Less:					
Non-cash settlement of accounts payable	221,60	9	_		<u></u>
Income tax (expense) benefit	(1,345,23	34)	619,349		493,847
EIP Lease Adjustment (1)		_	_		542,809
Non-Controlling Interest attributable to AFFO reconciling items	13,15	54	37,113	9.6	88,645
Adjusted funds from operations (AFFO)	\$ 50,536,19	94 \$	52,438,268	\$	40,306,355

<sup>1)</sup> Based on the economic return to CorEnergy resulting from the sale of our 40 percent undivided interest in EIP, we determined that it was appropriate to eliminate the portion of EIP lease income attributable to return of capital, as a means to more accurately reflect the EIP lease revenue contribution to our sustainable AFFO. We believe that the portion of the EIP lease revenue attributable to return of capital, unless adjusted, overstates our distribution-paying capabilities and is not representative of sustainable EIP income over the life of the lease. We completed the sale of EIP on April 1, 2015.



# Non-GAAP Financial Metrics: FFO/AFFO Reconciliation (cont.)

		2017	2016		2015
Earnings Per Common Share:					
Basic	\$	2.07	\$ 2.14	\$	0.79
Diluted (1)	\$	2.07	\$ 2.14	\$	0.79
Weighted Average Shares of Common Stock Outstanding:					
Basic		11,900,516	11,901,985		10,685,892
Diluted		15,355,061	15,368,370		12,461,733
NARET FFO attributable to Common Stockholders					
Basic	\$	3.89	\$ 3.83	\$	2.36
Diluted (2)	\$	3.59	\$ 3.54	\$	2.35
FFO attributable to Common Stockholders					
Basic	\$	3.87	\$ 3.81	\$	2.41
Diluted (2)	\$	3.57	\$ 3.53	\$	2.40
AFFO attributable to Common Stockholders					
Basic	\$	4.25	\$ 4.41	\$	3.77
Diluted (3)	\$	3.81	\$ 3.93	\$	3.56

<sup>3)</sup> Diluted per share calculations include a dilutive adjustment for convertible note interest expense.



Diluted earnings per common share is calculated using the basic weighted average shares of common stock outstanding, as the diluted shares are anti-dilutive.
 Diluted per share calculations include dilutive adjustments for convertible note interest expense, discount amortization and deferred debt issuance amortization.

# Non-GAAP Financial Metrics: Fixed-Charges Ratio

Ratio of Earnings to Combined Fixed Charges and Preferred Stock

		For the Y	ears	Ended Decer	nber	31,		
	2017	2016		2015		2014		2013
Earnings:		- Participant		201000000000000000000000000000000000000		- vertinosissis - ve		
Pre- tax income from continuing operations before adjustment for income or loss from equity investees	\$ 34,470,016	\$ 28,561,682	\$	11,782,422	\$	6,973,693	\$	2,967,257
Fixed charges <sup>(1)</sup>	12,378,514	14,417,839		9,781,184		3,675,122		3,288,378
Amortization of capitalized interest	_	_		_		_		_
Distributed income of equity investees	680,091	1,140,824		1,270,754		1,836,783		584,814
Pre- tax losses of equity investees for which charges arising from guarantees are included in fixed charges	_	_		_		_		_
Subtract:								
Interest capitalized	_	_		_		_		_
Preference security dividend requirements of consolidated subsidiaries	_	_		_		_		_
Noncontrolling interest in pre-tax income of subsidiaries that have not incurred fixed charges	_	_		_		_		_
Earnings	47,528,621	44,120,345	_	22,834,360		12,485,598	_	6,840,449
Combined Fixed Charges and Preference Dividends:								
Fixed charges <sup>(1)</sup>	\$ 12,378,514	\$ 14,417,839	\$	9,781,184	\$	3,675,122	\$	3,288,378
Preferred security dividend (2)	7,953,988	4,148,437		3,848,828		_		_
Combined fixed charges and preference dividends	\$ 20,332,502	\$ 18,566,276	\$	13,630,012	\$	3,675,122	\$	3,288,378
Ratio of earnings to fixed charges	3.84	3.06		2.33		3.40		2.0
Ratio of earnings to combined fixed charges and preference dividends	2.34	2.38		1.68		3.40		2.00

Fixed charges consist of interest expense, as defined under U.S. generally accepted accounting principles, on all indebtedness
 This line represents the amount of preferred stock dividends accumulated as of December 31, 2017.





