### **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 23, 2020

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

1-33292

(Commission File Number)

Maryland

(State or Other Jurisdiction of Incorporation)

20-3431375

(IRS Employer Identification No.)

|  | 1100 W. Land Calds 2250  |   |  |  |
|--|--|---|--|--|
|  | 1100 Walnut, Suite 3350<br>Kansas City, MO   |   | 64106  |  |
|  | (Address of Principal Executive Offices)   |   | (Zip Code)   |  |
|  |  | (816) 875-3705  |  |  |
| (Registrant's Telephone Number, Including Area Code) |  |   |  |  |
|  |  | Not Applicable  |  |  |
|  | (Former N  | fame or Former Address, if Changed Since La                       | ast Report)  |  |
| Check  | the appropriate box below if the Form 8-K filing is intended to  | o simultaneously satisfy the filing obliq                         | gation 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)) |   |  |  |
|  |  |   |  |  |
|  | Securities registered pursuant to Section 12(b) of the Act:  |   |  |  |
|  | Title of Each Class  | Trading Symbol(s)   | Name of Each Exchange On Which Registered  |  |
|  | Common Stock, par value \$0.001 per share  | CORR  | New York Stock Exchange  |  |
|  | 7.375% Series A Cumulative Redeemable Preferred<br>Stock   | CORRPrA   | New York Stock Exchange  |  |
| the Se   | curities Exchange Act of 1934 (§240.12b-2 of this chapter). En   | merging growth company □ rant has elected not to use the extended | e Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of d transition period for complying with any new or revised financial |  |
|  |  |   |  |  |

#### Item 8.01 Other Events.

On March 23, 2020, CorEnergy Infrastructure Trust, Inc. (the "Company") issued a press release announcing that the Company's Board of Directors authorized a repurchase program of its (i) 7.00% Convertible Senior Notes Due 2020 (the "7.00% Convertible Notes"), (ii) Common Stock, par value \$0.001 per share (the "Common Stock") and (iii) 7.375% Series A Cumulative Redeemable Preferred Stock, par value \$0.001 per share (the "Preferred Stock"). Under the program, the Company may purchase up to the remaining amount of the 7.00% Convertible Notes and up to \$5 million of its Common Stock or Preferred Stock from time to time, through open market transactions, in privately negotiated transactions or otherwise, depending on market prices and other conditions, through August 20, 2020.

A copy of the press release announcing the repurchase program is attached hereto as Exhibit 99.1, and is incorporated herein by reference and constitutes part of this report.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits

Exhibit No. Description

99.1 Press Release - CorEnergy AnnouncesRepurchase Program

#### 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 23, 2020 By: /s/ Rebecca Sandring

Rebecca Sandring Secretary



#### **CorEnergy Announces Repurchase Program**

KANSAS CITY, Mo.-March 23, 2020 - CorEnergy Infrastructure Trust, Inc. (NYSE: CORR, CORRPrA) ("CorEnergy" or the "Company") today announced that its Board of Directors has authorized a repurchase program for the Company to buy up to the remaining amount outstanding of its 7.00% Convertible Senior Notes Due 2020, and up to \$5 million of its common stock and 7.375% Series A Cumulative Redeemable Preferred Stock. The Company plans to repurchase notes or shares from time to time through open market transactions, including through block purchases, in privately negotiated transactions or otherwise. The timing, manner, price and amount of any repurchases are to be determined by senior management, depending on market prices and other conditions.

"With a strong balance sheet and more than \$250 million in available liquidity, we believe 2020 will present attractive portfolio growth opportunities for our company," said Dave Schulte, Chairman and Chief Executive Officer. "However, our board also recognizes that repurchasing shares or notes in this unusual time is an attractive investment opportunity."

Purchases of notes or shares will be financed with general corporate funds. The repurchase program does not obligate the Company to acquire any of its notes, common or preferred stock, or to acquire any particular number of notes or shares, and the program may be extended, modified, suspended or discontinued at any time at the Company's discretion. Purchases may be made through the program through August 20, 2020.

#### About CorEnergy Infrastructure Trust, Inc.

CorEnergy Infrastructure Trust, Inc. (NYSE: CORR, CORRPrA), is a real estate investment trust (REIT) that owns critical energy assets, such as pipelines, storage terminals, and transmission and distribution assets. We receive long-term contracted revenue from operators of our assets, primarily under triple-net participating leases. For more information, please visit <u>corenergy.reit</u>.

#### 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 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 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.

#### **Contact Information:**

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Source: CorEnergy Infrastructure Trust, Inc.