

# INVESTOR CONFERENCE CALL SECOND QUARTER 2017

August 3, 2017



#### 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.

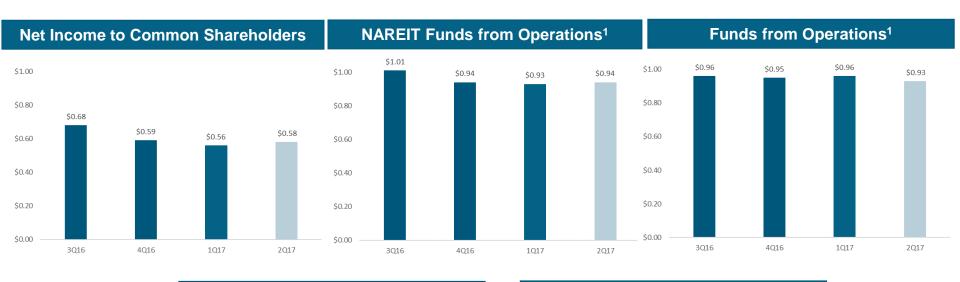


## Recent Developments

- Declared \$0.75 dividend, \$3.00 annualized, for second quarter 2017, in line with previous seven quarters' dividends
- Expanded and enhanced business development and accounting teams
- Concluded non-binding open season on the MoGas Pipeline
- Underwriters exercised partial over-allotment option of the 7.375%
   Series A Preferred Stock offering
- Amended and restated credit facility
- Repaid term loan, reducing leverage ratios



#### **Diluted Common Share Financial Metrics**





1) The Company provides non-GAAP performance measures utilized by REITs, including NAREIT Funds From Operations ("NAREIT FFO"), Funds from Operations ("FFO") and Adjusted Funds from Operations ("AFFO"). Due to legacy investments that we hold, we have historically presented a measure of FFO derived by further adjusting NAREIT FFO for distributions received from investment securities, income tax expense, net, and net distributions and dividend income. Management uses AFFO as a measure of long-term sustainable operational performance. See slides 9 to 11 for a reconciliation of NAREIT FFO, FFO and AFFO, as presented, to Net income attributable to CorEnergy common stockholders.



# **CORR Augments Financial Flexibility**

- CorEnergy's capital structure remains conservative, providing financial flexibility to acquire assets
- Recent financing initiatives have enhanced available liquidity

Capital Structure										
	June 30, 2017									
(in millions)	Historical	As Adjusted <sup>1</sup>								
Debt										
Secured credit facility <sup>2</sup>	\$41.2	\$17.7								
Unsecured convertible notes, proceeds gross of fees	114.0	114.0								
Total debt	\$155.2	\$131.7								
Equity										
Preferred stock	130.0	130.0								
Common stock & additional paid in capital	343.6	343.6								
Total CORR equity	\$473.6	\$473.6								
Non-controlling interest	\$27.8	\$27.8								
Total capitalization	\$656.6	\$633.1								

As adjusted<sup>1</sup> Total Debt/Total Capitalization of 21% is below 25-50% target ratio

As adjusted<sup>1</sup> Preferred/Total Equity of 27% is below 33% target ratio

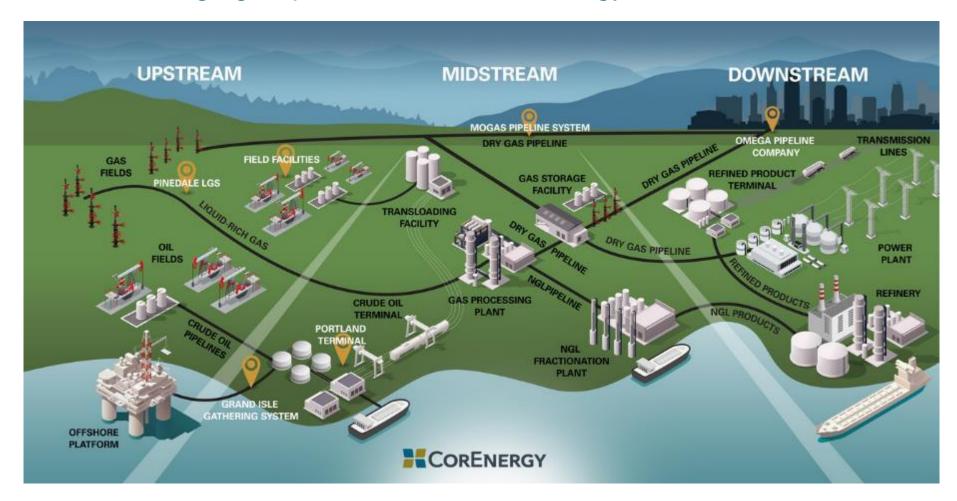
Liquidity									
(in millions)	June 30, 2017	July 31, 2017							
Cash	\$37.3	\$15.2							
Revolver availability	98.1	131.5							
Total liquidity	\$135.4	\$146.7							

<sup>1)</sup> As adjusted reflects the impact of upsizing of the credit facility and the repayment of the term loan utilizing cash on hand and \$10.0 million in revolver borrowings, as if these events had occurred on June 30, 2017

<sup>2)</sup> Sum of CORR and related party debt



# Leveraging Expertise Across the Energy Value Chain





#### Outlook for 2017

#### **Active Deal Pipeline**

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

#### **Financing Optionality**

- \$146.7 million of available liquidity<sup>1</sup>
- Preferred Equity

Bank Debt

- Common EquityCo-Investors
- Convertible Debt

Long-term Stable & Growing Dividend

# **APPENDIX**

### Non-GAAP Financial Metrics: FFO/AFFO Reconciliation

#### NAREIT FFO, FFO Adjusted for Securities Investment and AFFO Reconciliation

	For the Three Months Ended					For the Six Months Ended					
		June 30, 2017	June 30, 2016		June 30, 2017			June 30, 2016			
Net Income attributable to CorEnergy Stockholders	\$	9,000,172	\$	8,954,527	\$	16,669,650	\$	12,345,648			
Less:											
Preferred Dividend Requirements		2,123,129		1,037,109		3,160,238		2,074,218			
Net Income attributable to Common Stockholders	\$	6,877,043	\$	7,917,418	\$	13,509,412	\$	10,271,430			
Add:											
Depreciation		5,822,383		5,539,667		11,644,679		10,629,420			
Less:											
Non-Controlling Interest attributable to NAREIT FFO reconciling items		411,455		411,455		822,910		822,910			
NAREIT funds from operations (NAREIT FFO)	\$	12,287,971	\$	13,045,630	\$	24,331,181	\$	20,077,940			
Add:											
Distributions received from investment securities		252,213		215,139		475,379		474,873			
Income tax expense from investment securities		310,622		533,765		114,862		58,128			
Less:											
Net distributions and dividend income		221,440		214,169		264,902		589,742			
Net realized and unrealized gain (loss) on other equity securities		614,634		1,199,665		70,426		(429,087)			
Funds from operations adjusted for securities investments (FFO)	\$	12,014,732	\$	12,380,700	\$	24,586,094	\$	20,450,286			



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

		For the Three	Mor	nths Ended	For the Six Months Ended				
	Jui	June 30, 2017 June 30, 2016				June 30, 2017		June 30, 2016	
Add:									
Provision for loan losses, net of tax		_		369,278		_		4,409,359	
Transaction costs		211,269		1,000		470,051		37,915	
Amortization of debt issuance costs		468,871		470,506		937,742		1,087,603	
Amortization of deferred lease costs		22,983		22,983		45,966		45,966	
Accretion of asset retirement obligation		160,629		174,375		321,258		358,457	
Unrealized (gain) loss associated with derivative instruments		10,619		33,820		(16,453)		57,695	
Less:									
Non-cash settlement of accounts payable		171,609		_		171,609		_	
Income tax benefit		214,887		123,327		351,733		297,709	
Non-Controlling Interest attributable to AFFO reconciling items		3,358		9,064		6,709		45,868	
Adjusted funds from operations (AFFO)	\$	12,499,249	\$	13,320,271	\$	25,814,607	\$	26,103,704	



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

	For the Three Months Ended					For the Six Months Ended				
	June 30, 2017		June 30, 2016		June 30, 2017			June 30, 2016		
Weighted Average Shares of Common Stock Outstanding:										
Basic	1	1,896,616		11,912,030		11,892,670		11,927,984		
Diluted	1	5,351,161		15,383,892		15,347,215		15,406,339		
NAREIT FFO attributable to Common Stockholders										
Basic	\$	1.03	\$	1.10	\$	2.05	\$	1.68		
Diluted	\$	0.94	\$	0.99	\$	1.87	\$	1.59		
FFO attributable to Common Stockholders										
Basic	\$	1.01	\$	1.04	\$	2.07	\$	1.71		
Diluted	\$	0.93	\$	0.95	\$	1.89	\$	1.61		
AFFO attributable to Common Stockholders										
Basic	\$	1.05	\$	1.12	\$	2.17	\$	2.19		
Diluted	\$	0.94	\$	0.99	\$	1.94	\$	1.95		



# Non-GAAP Financial Metrics: Fixed-Charges Ratio

#### Ratio of Earnings to Combine Fixed Charges and Preferred Stock

For the Six Months Ended

	M	onths Ended								
		June 30,	For the Years Ended December 31,							
		2017		2016		2015		2014		2013
Earnings:										
Pre-tax income from continuing operations before adjustment for										
income or loss from equity investees	\$	16,915,722	\$	28,561,682	\$	11,782,422	\$	6,973,693		2,967,257
Fixed charges <sup>(1)</sup>		6,657,234		14,417,839		9,781,184		3,675,122		3,288,378
Amortization of capitalized interest		_		_		_		_		
Distributed income of equity investees		264,902		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	\$	23,837,858	\$	44,120,345	\$	22,834,360	\$	12,485,598	\$	6,840,449
Combined Fixed Charges and Preference Dividends:										
Fixed charges <sup>(1)</sup>	\$	6,657,234	\$	14,417,839	\$	9,781,184	\$	3,675,122		3,288,378
Preferred security dividend <sup>(2)</sup>		3,160,238		4,148,437		3,848,828		_		_
Combined fixed charges and preference dividends	\$	9,817,472	\$	18,566,276	\$	13,630,012	\$	3,675,122	\$	3,288,378
Ratio of earnings to fixed charges		3.58		3.06		2.33		3.40		2.08
Ratio of earnings to combined fixed charges and preference										
dividends		2.43		2.38		1.68		3.40		2.08

<sup>1)</sup> Fixed charges consist of interest expense, as defined under U.S. generally accepted accounting principles, on all indebtedness

<sup>2)</sup> This line represents the amount of preferred stock dividends accumulated as of June 30, 2017.





