

August 11, 2014



# CorEnergy Releases Second Quarter 2014 Results

KANSAS CITY, Mo.--(BUSINESS WIRE)-- 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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### Second Quarter Ended June 30, 2014 Financial Summary

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	For the Three-Month Period Ended June 30, 2014	
	Total	Per Share
Net Income (attributable to CorEnergy Stockholders)	\$3,005,908	\$0.10

Funds From Operations (FFO)	\$4,799,701	\$0.15
Adjusted Funds From Operations (AFFO)	\$4,470,169	\$0.14

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*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 upside 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](http://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](http://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](http://www.corridorinfrastructure.com), 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](http://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 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.

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

	<b>June 30, 2014</b>
	<b>(Unaudited)</b>
<b>Assets</b>	
Leased property, net of accumulated depreciation of \$18,949,516, and \$12,754,588	\$ 270,189,704
Other equity securities, at fair value	25,786,785
Financing note and related accrued interest receivable, net	4,299,356
Cash and cash equivalents	18,986,616
Property and equipment, net of accumulated depreciation of \$2,179,305 and \$2,037,685	3,176,863
Lease receivable	1,099,264
Accounts receivable	1,116,161

Intangible lease asset, net of accumulated amortization of \$875,816 and \$729,847	218,955
Deferred debt issuance costs, net of accumulated amortization of \$862,512 and \$572,830	935,842
Deferred lease costs, net of accumulated amortization of \$93,955 and \$63,272	826,507
Hedged derivative asset	294,607
Income tax receivable	412,495
Prepaid expenses and other assets	483,614
<b>Total Assets</b>	<b><u>\$ 327,826,769</u></b>

### Liabilities and Equity

Current maturities of long-term debt	\$ 3,528,000
Long-term debt (net of current maturities)	65,296,000
Accounts payable and other accrued liabilities	2,961,460
Unearned revenue	2,133,686
Deferred tax liability	5,734,405
Line of credit	-
<b>Total Liabilities</b>	<b><u>\$ 79,653,551</u></b>

### 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)	\$ -
Capital stock, non-convertible, \$0.001 par value; 31,640,158 shares issued and outstanding at June 30, 2014 and 24,156,163 shares issued and outstanding at December 31, 2013 (100,000,000 shares authorized)	31,640
Additional paid-in capital	220,080,751
Accumulated retained earnings	-
Accumulated other comprehensive income	435,945
<b>Total CorEnergy Equity</b>	<b><u>220,548,336</u></b>
Non-controlling interest	27,624,882
<b>Total Equity</b>	<b><u>248,173,218</u></b>
<b>Total Liabilities and Equity</b>	<b><u>\$ 327,826,769</u></b>

### CorEnergy Infrastructure Trust, Inc.

#### CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	<b>For the T</b>
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	<b>June 30,</b>
	<b>2014</b>
<b>Revenue</b>	
Lease revenue	\$ 7,065,677

Sales revenue	1,813,607
Financing revenue	139,728
<b>Total Revenue</b>	<u>9,019,012</u>
<b>Expenses</b>	
Cost of sales (excluding depreciation expense)	1,384,998
Management fees	761,265
Asset acquisition expenses	20,732
Professional fees	265,514
Depreciation expense	3,204,911
Amortization expense	15,342
Operating expenses	213,533
Directors' fees	63,276
Other expenses	224,173
<b>Total Expenses</b>	<u>6,153,744</u>
<b>Operating Income</b>	<u>\$ 2,865,268</u>
<b>Other Income (Expense)</b>	
Net distributions and dividend income	\$ 5,988
Net realized and unrealized gain on trading securities	.
Net realized and unrealized gain on other equity securities	2,084,026
Interest expense	(819,360)
<b>Total Other Income</b>	<u>1,270,654</u>
<b>Income before income taxes</b>	<u>4,135,922</u>
<b>Taxes</b>	
Current tax expense	.
Deferred tax expense (benefit)	742,879
<b>Income tax expense, net</b>	<u>742,879</u>
<b>Net Income</b>	<u>3,393,043</u>
Less: Net Income attributable to non-controlling interest	387,135
<b>Net Income attributable to CORR Stockholders</b>	<u><u>\$ 3,005,908</u></u>
Net income	\$ 3,393,043
Other comprehensive income (expense):	
Changes in fair value of qualifying hedges attributable to CORR Stockholders	(270,838)
Changes in fair value of qualifying hedges attributable to non-controlling interest	(63,324)
<b>Net Change in Other Comprehensive Income</b>	<u>\$ (334,162)</u>
<b>Total Comprehensive Income</b>	<u>3,058,881</u>
Less: Comprehensive income attributable to non-controlling interest	323,811
<b>Comprehensive Income attributable to CORR Stockholders</b>	<u><u>\$ 2,735,070</u></u>
Earnings Per Common Share:	
Basic and Diluted	\$ 0.10
Weighted Average Shares of Common Stock Outstanding:	

Basic and Diluted	31,637,568
Dividends declared per share	\$ 0.129

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**CONSOLIDATED STATEMENTS OF EQUITY**

	<u>Capital Stock</u>			<u>Additional in Capi</u>
	<u>Shares</u>	<u>Amount</u>	<u>Warrants</u>	
<b>Balance at December 31, 2012</b>	<u>24,140,667</u>	<u>\$ 24,141</u>	<u>\$ 1,370,700</u>	<u>\$ 175,256</u>
Net income	-	-	-	
Net change in cash flow hedges	-	-	-	
Total comprehensive income	-	-	-	
Dividends	-	-	-	(1,926)
Distributions to non-controlling interest	-	-	-	
Reinvestment of dividends paid to stockholders	15,496	15	-	108
<b>Balance at December 31, 2013</b>	<u>24,156,163</u>	<u>\$ 24,156</u>	<u>\$ 1,370,700</u>	<u>\$ 173,446</u>
Net income	-	-	-	
Net change in cash flow hedges	-	-	-	
Total comprehensive income	-	-	-	
Net offering proceeds	7,475,000	7,475	-	45,617
Dividends	-	-	-	(408)
Distributions to non-controlling interest	-	-	-	
Reinvestment of dividends paid to stockholders	8,995	9	-	67
Warrant expiration	-	-	(1,370,700)	1,370,700
<b>Balance at June 30, 2014 (Unaudited)</b>	<u>31,640,158</u>	<u>\$ 31,640</u>	<u>\$ -</u>	<u>\$ 220,086</u>

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**CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)**

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**Operating Activities**

Net Income	\$
Adjustments to reconcile net income to net cash provided by (used in) operating activities:	
Deferred income tax, net	
Depreciation	
Amortization	
Realized and unrealized gain on trading securities	
Realized and unrealized gain on other equity securities	
Unrealized (gain) loss on derivative contract	
Changes in assets and liabilities:	
(Increase) decrease in accounts receivable	
(Increase) in lease receivable	
(Increase) decrease in prepaid expenses and other assets	
Decrease in accounts payable and other accrued liabilities	
Increase in dividends payable to shareholders	
Increase in distributions payable to non-controlling interest	
Increase (decrease) in current income tax liability	
Increase (decrease) in unearned revenue	
Net cash provided by (used in) operating activities	<u>\$</u>

**Investing Activities**

Proceeds from sale of long-term investment of trading and other equity securities	
Deferred lease costs	
Acquisition of leased assets	(
Purchases of property and equipment	
Issuance of financing note receivable	
Return of capital on distributions received	
Net cash (used in) provided by investing activities	<u>\$(</u>

**Financing Activities**

Payments on lease obligation	
Debt financing costs	
Net offering proceeds	
Dividends paid	
Distributions to non-controlling interest	
Advances on revolving line of credit	
Payments on revolving line of credit	
Principal payment on credit facility	
Net cash provided by (used in) financing activities	<u>\$</u>

Net change in cash and cash equivalents	\$
Cash and cash equivalents at beginning of period	—
Cash and cash equivalents at end of period	<u>\$</u>

**Supplemental Disclosure of Cash Flow Information:**

Interest paid	\$
Net income taxes paid (refunds received)	\$

**Non-Cash Investing Activities**

Change in accounts payable and accrued expenses related to acquisition expenditures	\$
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**Non-Cash Financing Activities**

Reinvestment of distributions by common stockholders in additional common shares	\$
Change in accounts payable and accrued expenses related to debt financing costs	\$

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**NON-GAAP FINANCIAL MEASURES RECONCILIATION**

**FFO and AFFO Reconciliation**

	<b>For the Three Months Ended</b>	
	<b>June 30, 2014</b>	<b>June 30, 2013</b>
<b>Net Income (attributable to CorEnergy Stockholders):</b>	\$ 3,005,908	\$ 70,000
Add:		
Depreciation	3,204,911	2,857,400
Distributions received from investment securities	341,484	317,100
Income tax expense, net	742,879	241,700
Less:		
Net realized and unrealized gain on trading securities	-	-
Net realized and unrealized gain (loss) on other equity securities	2,084,026	(30,900)
Non-controlling interest attributable to FFO reconciling items	411,455	411,300
<b>Funds from operations (FFO):</b>	<u>\$ 4,799,701</u>	<u>\$ 3,106,000</u>
Add:		
Transaction costs	20,732	53,300
Amortization of debt issuance costs	144,840	128,300
Amortization of deferred lease costs	15,342	15,300
Amortization of above market leases	72,985	72,900
Noncash costs associated with derivative instruments	(17,443)	71,800
Nonrecurring personnel costs	-	113,200
Less:		
EIP lease adjustment	542,809	542,800
Non-controlling interest attributable to AFFO reconciling items	23,179	39,900
<b>Adjusted funds from operations (AFFO):</b>	<u>\$ 4,470,169</u>	<u>\$ 2,978,300</u>

<b>Weighted Average Shares</b>	31,637,568	24,147,9
<b>FFO per share</b>	\$ 0.15	\$ 0
<b>AFFO per share</b>	\$ 0.14	\$ 0

CorEnergy Infrastructure Trust, Inc.  
Katheryn Mueller, 877-699-CORR (2677)  
Investor Relations  
[info@corridortrust.com](mailto:info@corridortrust.com)

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