

TORTOISE ENERGY INFRASTRUCTURE CORP

Form N-Q

April 23, 2009

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number **811-21462**

**Tortoise Energy Infrastructure Corporation**  
(Exact name of registrant as specified in charter)

**11550 Ash Street, Suite 300, Leawood, KS 66211**  
(Address of principal executive offices) (Zip code)

**David J. Schulte**  
**11550 Ash Street, Suite 300, Leawood, KS 66211**  
(Name and address of agent for service)

**913-981-1020**  
Registrant's telephone number, including area code

Date of fiscal year end: **November 30**

Date of reporting period: **February 28, 2009**

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**Item 1. Schedule of Investments.****Tortoise Energy Infrastructure Corporation**  
**SCHEDULE OF INVESTMENTS (Unaudited)**

	<b>February 28, 2009</b>	
	<b>Shares</b>	<b>Fair Value</b>
<b>Master Limited Partnerships and Related Companies - 161.8% <sup>(1)</sup></b>		
<b>Crude/Refined Products Pipelines - 82.1% <sup>(1)</sup></b>		
<b>United States - 82.1% <sup>(1)</sup></b>		
Buckeye Partners, L.P.	415,074	\$ 16,395,423
Enbridge Energy Partners, L.P.	713,745	20,320,320
Enbridge Energy Partners, L.P. <sup>(2) (3)</sup>	1,112,021	31,403,487
Holly Energy Partners, L.P.	417,370	10,634,588
Kinder Morgan Management, LLC <sup>(3)</sup>	1,501,120	62,626,726
Magellan Midstream Partners, L.P.	1,763,298	56,072,876
NuStar Energy L.P.	1,023,389	47,219,168
NuStar GP Holdings, LLC	131,228	2,486,771
Plains All American Pipeline, L.P.	1,290,831	49,748,627
SemGroup Energy Partners, L.P.	342,162	940,946
Sunoco Logistics Partners L.P.	848,733	46,671,828
TEPPCO Partners, L.P.	516,918	11,765,054
		356,285,814
<b>Natural Gas/Natural Gas Liquids Pipelines - 50.6% <sup>(1)</sup></b>		
<b>United States - 50.6% <sup>(1)</sup></b>		
Boardwalk Pipeline Partners, LP	939,693	19,827,522
El Paso Pipeline Partners, L.P.	1,061,700	18,717,771
El Paso Pipeline Partners, L.P. <sup>(2)</sup>	291,000	5,104,140
Energy Transfer Equity, L.P.	557,310	10,939,995
Energy Transfer Partners, L.P.	1,537,995	55,690,799
Enterprise GP Holdings L.P.	67,993	1,330,623
Enterprise Products Partners L.P.	2,038,861	43,998,620
ONEOK Partners, L.P.	182,821	7,746,126
Spectra Energy Partners, LP	445,470	9,880,525
TC PipeLines, LP	1,271,206	32,886,099
Williams Pipeline Partners L.P.	836,875	13,272,838
		219,395,058
<b>Natural Gas Gathering/Processing - 16.2% <sup>(1)</sup></b>		
<b>United States - 16.2% <sup>(1)</sup></b>		
Copano Energy, L.L.C.	1,238,789	17,615,580
Copano Energy, L.L.C. <sup>(2) (4)</sup>	285,740	3,488,885
Crosstex Energy, L.P.	36,480	126,221
Crosstex Energy, L.P. <sup>(2) (4)</sup>	193,767	697,561
DCP Midstream Partners, LP	406,850	4,385,843
Duncan Energy Partners L.P.	392,298	6,398,380
Exterran Partners, L.P.	322,193	3,946,864
MarkWest Energy Partners, L.P.	2,201,640	23,689,646
Targa Resources Partners LP	321,426	2,719,264
Western Gas Partners LP	205,075	3,008,450

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Williams Partners L.P.	373,900	4,094,205
		70,170,899
<b>Propane Distribution - 9.9% <sup>(1)</sup></b>		
<b>United States - 9.9% <sup>(1)</sup></b>		
Inergy, L.P.	1,846,374	41,580,343
Inergy Holdings, L.P.	49,715	1,386,054
		42,966,397
<b>Shipping - 3.0% <sup>(1)</sup></b>		
<b>Republic of the Marshall Islands - 0.7% <sup>(1)</sup></b>		
Teekay LNG Partners L.P.	156,200	2,875,642
<b>United States - 2.3% <sup>(1)</sup></b>		
K-Sea Transportation Partners L.P.	596,470	9,961,049
		12,836,691
Total Master Limited Partnerships and Related Companies (Cost \$658,216,629)		701,654,859
<b>Short-Term Investments - 3.7% <sup>(1)</sup></b>		
<b>United States Investment Companies - 3.7% <sup>(1)</sup></b>		
First American Government Obligations Fund - Class Y, 0.27% <sup>(5)</sup>	2,046,309	2,046,309
Merrill Lynch Premier Institutional Fund, 0.94% <sup>(5)</sup>	14,004,493	14,004,493
Total Short-Term Investments (Cost \$16,050,802)		16,050,802
<b>Total Investments - 165.5% <sup>(1)</sup> (Cost \$674,267,431)</b>		<b>717,705,661</b>

<b>Liabilities in Excess of Cash and Other Assets - (10.2%) <sup>(1)</sup></b>	(44,007,802)
<b>Long-Term Debt Obligations - (39.2%) <sup>(1)</sup></b>	(170,000,000)
<b>Preferred Shares at Redemption Value - (16.1%) <sup>(1)</sup></b>	(70,000,000)
<b>Total Net Assets Applicable to Common Stockholders - 100.0% <sup>(1)</sup></b>	\$ 433,697,859

(1) Calculated as a percentage of net assets applicable to common stockholders.

(2) Restricted securities have been fair valued in accordance with procedures approved by the Board of Directors and have a total fair value of \$40,694,073, which represents 9.4% of net assets.

(3) Security distributions are paid-in-kind.

(4) Non-income producing.

(5) Rate indicated is the current yield as of February 28, 2009.

Various inputs are used in determining the value of the Company's investments. These inputs are summarized in the three broad levels listed below:

Level 1 – quoted prices in active markets for identical investments

Level 2 – other significant observable inputs (including quoted prices for similar investments, market corroborated inputs, etc.)

Level 3 – significant unobservable inputs (including the Company's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The following table provides the fair value measurements of applicable Company assets by level within the fair value hierarchy as of February 28, 2009. These assets are measured on a recurring basis.

Description	Fair Value at February 28, 2009	Fair Value Measurements at Reporting Date Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments	\$ 717,705,661	\$ 677,011,588	\$ 36,507,627	\$ 4,186,446

Fair Value  
Measurements  
Using  
Significant  
Unobservable

	Inputs (Level 3) for Investments For the period from December 1, 2008 to February 28, 2009
Fair value beginning balance	\$ 3,924,726
Total unrealized gains included in net increase in net assets applicable to common stockholders	261,720
Net purchases, issuances and settlements	-
Return of capital adjustments impacting cost basis of security	-
Transfers into Level 3	-
Fair value ending balance	\$ 4,186,446

The Company utilizes the beginning of reporting period method for determining transfers into or out of Level 3. Accordingly, this method is the basis for presenting the rollforward in the preceding table. Under this method, the fair value of the asset at the beginning of the period will be disclosed as a transfer into or out of Level 3, gains or losses for an asset that transfers into Level 3 during the period will be included in the reconciliation, and gains or losses for an asset that transfers out of Level 3 will be excluded from the reconciliation.

Certain of the Company's investments are restricted and are valued as determined in accordance with procedures established by the Board of Directors. The table below shows the number of units held, acquisition date, acquisition cost, fair value per share and percent of net assets which the securities comprise at February 28, 2009.

Investment Security		Number of	Acquisition	Acquisition	Fair Value	Fair Value as Percent of Net
		Shares	Date	Cost	Per Share	Assets
Copano Energy, L.L.C.	Class D Common Units	285,740	3/14/08	\$ 7,500,675	\$ 12.21	0.8%
Crosstex Energy, L.P.	Series D Subordinated Units	193,767	3/23/07	5,000,002	3.60	0.2
El Paso Pipeline Partners, L.P.	Common Units	291,000	9/30/08	4,999,962	17.54	1.2
Enbridge Energy Partners, L.P.	Class C Common Units	1,112,021	4/02/07	50,000,000	28.24	7.2
				\$67,500,639		9.4%

As of February 28, 2009, the aggregate cost of securities for federal income tax purposes was \$583,453,274. At February 28, 2009, the aggregate gross unrealized appreciation for all securities in which there was an excess of fair value over tax cost was \$175,497,269, the aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over fair value was \$41,244,882 and the net unrealized appreciation was \$134,252,387.

**Item 2. Controls and Procedures.**

- (a) The registrant's President and Chief Executive Officer and its Chief Financial Officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report, based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and Rule 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended.
- (b) There was no change in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

**Item 3. Exhibits.**

Separate certifications for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the 1940 Act (17 CFR 270.30a-2(a)) are filed herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Tortoise Energy Infrastructure Corporation**

Date: April 22, 2009

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

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

**Tortoise Energy Infrastructure Corporation**

Date: April 22, 2009

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

**Tortoise Energy Infrastructure Corporation**

Date: April 22, 2009

By: /s/ Terry Matlack  
Terry Matlack  
Chief Financial Officer