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): May 1, 2019

Hannon Armstrong Sustainable Infrastructure Capital, Inc.
(Name of Registrant as Specified In Its Charter)

Maryland	001-35877	46-1347456
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1906 Towne Centre Blvd, Suite 370 Annapolis, Maryland 21401
(Address of principal executive offices)

(410) 571-9860
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act ☐

Item 2.02 Results of Operation and Financial Condition.

On May 1, 2019, Hannon Armstrong Sustainable Infrastructure Capital, Inc. (the "Company") issued an earnings release announcing its financial results for the quarter ended March 31, 2019. A copy of the earnings release is attached as Exhibit 99.1 hereto and incorporated herein by reference.

The information in this Current Report, including Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, unless it is specifically incorporated by reference therein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Earnings Release, dated May 1, 2019

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.

HANNON ARMSTRONG SUSTAINABLE INFRASTRUCTURE CAPITAL, INC.

By: /s/ Steven L. Chuslo
Steven L. Chuslo
Executive Vice President and General Counsel

Date: May 1, 2019

Hannon Armstrong Announces First Quarter 2019 Results

ANNAPOLIS, Md., May 1, 2019 (BUSINESS WIRE)/ -- Hannon Armstrong Sustainable Infrastructure Capital, Inc. ("Hannon Armstrong," "we," "our" or the "Company") (NYSE: HASI), a capital provider focused on sustainable infrastructure markets that address climate change, today reported quarterly results.

Highlights

- Delivered $0.21 GAAP EPS on a fully diluted basis in the first quarter of 2019, compared to $(0.03) in the first quarter of 2018
- Delivered $0.33 Core EPS in the first quarter of 2019, compared to $0.27 in the first quarter of 2018
- Closed $319 million of transactions in the quarter, compared to $108 million in the same period in 2018
- Total revenue of $33 million, an increase of 18%, compared to the first quarter of 2018
- Pipeline remains over $2.5 billion
- Fixed-rate debt level of 72% as of March 31, 2019
- Debt to equity ratio of 1.5 to 1 as of March 31, 2019
- Confirming previously stated 2018 to 2020 annual Core EPS growth (using 2017 as the baseline) to be between 2% to 6%
- An estimated 96,000 metric tons of annual carbon emissions will be offset annually by first quarter transactions equating to a CarbonCount® score of 0.30 metric tons per $1,000 invested
- Published our 2018 ESG Report in April 2019

“We are off to good start with first quarter behind-the-meter investments and a strong, diversified pipeline,” said Jeffrey Eckel, Hannon Armstrong President & CEO. “We are invested across approximately ten target markets, continue to diversify our portfolio with respect to technology, obligor, and geography and have improved our risk adjusted return from the more than 190 investments since our IPO. The market opportunities for investing in climate change solutions remains robust across our target markets,” continued Eckel.

A summary of our results is shown in the tables below:

	For the Three Months Ended March 31, 2019		For the Three Months Ended March 31, 2018	
	$ in thousands	Per Share (Diluted)	$ in thousands	Per Share (Diluted)
GAAP Net Income	$ 13,647	$ 0.21	$ (1,223)	$ (0.03)
Core Earnings [(1)]	20,934	0.33	14,277	0.27

(1) The difference between GAAP net income and core earnings is primarily the result of adjusting for a return on capital from our equity investments in renewable energy projects and adding back non-cash equity-based compensation. A reconciliation of our GAAP net income to core earnings is included in this press release.

First Quarter 2019 Financial Results

Revenue grew by approximately $5 million, or 18%, for the three months ended March 31, 2019, as compared to the same period in 2018. Increases in the quarter were primarily driven by higher interest and rental income of approximately $4 million due to higher yielding assets in the Portfolio and higher gain on sale and fee income of approximately $1 million due to increased securitization activity. Interest expense was $15 million, a decrease of approximately $3 million for the three months ended March 31, 2019, as compared to the same period in 2018 due to continued optimization of our debt costs with lower leverage and fixed-rate debt.

Other expenses (compensation and benefits and general and administrative expenses) increased by $2 million for GAAP for the three months ended March 31, 2019, as compared to the same period in 2018 primarily due to an increase in equity-based compensation resulting from the timing of vesting and higher Company performance. Income before equity method investments increased to $7 million in the quarter or by approximately $6 million from the same quarter last year due in large part to the higher interest and rental income and the lower interest expense over these two periods. For the three months ended March 31, 2019, we recognized $5 million in income using the hypothetical liquidation at book value method, or HLBV, for our equity investments in renewable energy projects, as compared to a $2 million loss in part due to the allocation of investment tax credits, which increases our allocation of earnings. We also recognized a $2 million income tax benefit in the current quarter related to allocations of tax losses from one of our renewable energy projects. As a result, we recognized GAAP net income of $14 million for the quarter as compared to a $1 million loss in the same quarter last year.

Core earnings increased by approximately $7 million for the quarter primarily due to the higher interest from our Portfolio and the lower interest expense compared to the same quarter last year. A reconciliation of our GAAP net income to core earnings is included in this press release.

The calculation of our fixed-rate debt and leverage ratios as of March 31, 2019 and 2018 are shown in the chart below:

	March 31, 2019	% of Total	March 31, 2018	% of Total
	($ in millions)		*($ in millions)*	
Floating-rate borrowings (1)	$ 345	28%	$ 120	8%
Fixed-rate debt (2)	900	72%	1,311	92%
Total	$ 1,245	100%	$ 1,431	100%
Leverage (3)	1.5 to 1		2.3 to 1	

(1) Floating-rate borrowings include borrowings under our floating-rate credit facilities and approximately $62 million and $50 million of non-recourse debt with floating rate exposure as of March 31, 2019 and March 31, 2018, respectively. Approximately $32 million of the March 31, 2019 floating rate exposure is hedged beginning in the third quarter of 2019.

(2) Fixed-rate debt also includes the present notional value of non-recourse debt that is hedged using interest rate swaps. Debt excludes securitizations that are not consolidated on our balance sheet.

(3) Leverage, as measured by our debt-to-equity ratio. This calculation excludes securitizations that are not consolidated on our balance sheet (where the collateral is typically financing receivables with U.S. government obligors).

“As the company continues to mature, we remain focused on maintaining and enhancing our diversified funding strategy,” said Chief Financial Officer Jeffrey Lipson. “Optimization of our capital structure will continue to facilitate growth in the business as we execute on new opportunities in our target markets.”

Portfolio

Our Portfolio totaled approximately $1.9 billion as of March 31, 2019, and included approximately $0.9 billion of behind-the-meter assets, approximately $0.9 billion of grid-connected assets and approximately $0.1 billion of other sustainable infrastructure investments. The following is an analysis of our Portfolio as of March 31, 2019:

	Investment Grade					
	Government (1)	**Commercial (2)**	**Commercial Non-Investment Grade (3)**	**Subtotal, Debt and Real Estate**	**Equity Method Investments**	**Total**
			($ in millions)			
Equity investments in renewable energy projects	$ —	$ —	$ —	$ —	$ 437	$ 437
Receivables and investments	569	241	286	1,096	—	1,096
Real estate (4)	—	364	—	364	22	386
Total	$ 569	$ 605	$ 286	$ 1,460	$ 459	$ 1,919
Average remaining balance (5)	$ 11	$ 6	$ 14	$ 9	$ 16	$ 10

(1) Transactions where the ultimate obligor is the U.S. federal government or state or local governments where the obligors are rated investment grade (either by an independent rating agency or based upon our internal credit analysis). This amount includes $382 million of U.S. federal government transactions and $187 million of transactions where the ultimate obligors are state or local governments. Transactions may have guaranties of energy savings from third party service providers, which typically are entities rated investment grade by an independent rating agency.

(2) Transactions where the projects or the ultimate obligors are commercial entities that have been rated investment grade (either by an independent rating agency or based on our internal credit analysis). Of this total, $9 million of the transactions have been rated investment grade by an independent rating agency.

(3) Transactions where the projects or the ultimate obligors are commercial entities that either have ratings below investment grade (either by an independent rating agency or using our internal credit analysis) or where the nature of the subordination in the asset causes it to be considered noninvestment grade. This category of assets includes $260 million of mezzanine loans made on a non-recourse basis to special purpose subsidiaries of residential solar companies where the nature of the subordination causes it to be considered non-investment grade. These loans are secured by residential solar assets and we rely on certain limited indemnities, warranties, and other obligations of the residential solar companies or their other subsidiaries. This amount also includes $18 million of transactions where the projects or the ultimate obligors are commercial entities that have ratings below investment grade using our internal credit analysis, and $8 million of loans on non-accrual status.

(4) Includes the real estate and the lease intangible assets (including those held through equity method investments) from which we receive scheduled lease payments, typically under long-term triple net lease agreements.

(5) Excludes approximately 170 transactions each with outstanding balances that are less than $1 million and that in the aggregate total $61 million.

Environmental, Social and Governance (ESG) Update

In April 2019, we published our 2018 ESG Report, which showcases how environmental, social and corporate governance considerations are embedded in our business strategy, goals, objectives and corporate culture. Our 2018 ESG Report is further marked by the articulation of our efforts to implement the Task Force on Climate-Related Financial Disclosures (TCFD) recommendations. The recommendations of TCFD focused on four thematic areas that represent core operational elements, including: (1) governance, (2) strategy, (3) risk management and (4) metrics and targets. We believe that our core principles are in substantial alignment with the goals and objectives contemplated in these TCFD themes and we address each of them in our management and decision-making processes as well as in our public disclosures, including in our most recent Annual Report on Form 10-K, where Hannon Armstrong is among the first set of public companies to report in accordance with TCFD. A full version of the ESG Report is available at www.hannonarmstrong.com/ESG

Guidance

The Company is confirming its previously issued three-year guidance from 2018 to 2020 with respect to core earnings per share growth, on a compounded annual basis over the three years, in the 2% to 6% range, equivalent to $1.37 at the midpoint in 2019 and $1.43 at the midpoint in 2020. This guidance reflects the Company's estimates of (i) yield on its existing Portfolio; (ii) yield on incremental Portfolio investments, inclusive of the Company's existing pipeline; (iii) the volume and profitability of securitization transactions; (iv) amount, timing, and costs of debt and equity capital to fund new investments; (v) changes in costs and expenses reflective of the Company's forecasted operations, and (vi) the general interest rate and market environment. All guidance is based on current expectations of future economic conditions, the regulatory environment, the dynamics of the markets in which we operate and the judgment of the Company's management team. The Company has not provided GAAP guidance as discussed in the Forward-Looking Statements section of this press release.

Conference Call and Webcast Information

Hannon Armstrong will host an investor conference call today, Wednesday, May 1, 2019, at 5:00 pm eastern time. The conference call can be accessed live over the phone by dialing 1-800-289-0438, or for international callers, 1-323-794-2423. A replay will be available two hours after the call and can be accessed by dialing 1-844-512-2921, or for international callers, 1-412-317-6671. The passcode for the live call and the replay is 8404300. The replay will be available until May 8, 2019.

A webcast of the conference call will also be available through the Investor Relations section of our website, at www.hannonarmstrong.com. A copy of this press release is also available on our website.

About Hannon Armstrong

Hannon Armstrong (NYSE: HASI) focuses on making investments in climate change solutions by providing capital to the leading companies in the energy efficiency, renewable energy and other sustainable infrastructure markets. Our goal is to generate attractive returns for our stockholders by investing in a diversified portfolio of investments that generate long-term, recurring and predictable cash flows from proven commercial technologies. Based in Annapolis, Maryland, Hannon Armstrong is proud to be the first U.S. public company solely dedicated to investments that reduce carbon emissions or increase resilience to climate change. For more information, please visit www.hannonarmstrong.com. Follow Hannon Armstrong on LinkedIn and Twitter @HannonArmstrong.

Forward-Looking Statements*:*

Some of the information contained in this press release is forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended that are subject to risks and uncertainties. For these statements, we claim the protections of the safe harbor for forward-looking statements contained in such Sections. These forward-looking statements include information about possible or assumed future results of our business, financial condition, liquidity, results of operations, plans and objectives. When we use the words "believe," "expect," "anticipate," "estimate," "plan," "continue," "intend," "should," "may" or similar expressions, we intend to identify forward-looking statements.

Forward-looking statements are subject to significant risks and uncertainties. Investors are cautioned against placing undue reliance on such statements. Actual results may differ materially from those set forth in the forward-looking statements. Factors that could cause actual results to differ materially from those described in the forward-looking statements include those discussed under the caption “Risk Factors” included in our most recent Annual Report on Form 10-K for the year ended December 31, 2018 as amended by our Amendment No. 1 to our Annual Report on Form 10-K for the year ended December 31, 2018 (collectively, our “2018 Form 10-K”) that was filed with the U.S. Securities and Exchange Commission (the “SEC”), as well as in other periodic reports that we file with the SEC. Statements regarding the following subjects, among others, may be forward-looking:

- *our expected returns and performance of our investments;*
- *the state of government legislation, regulation and policies that support or enhance the economic feasibility of sustainable infrastructure projects, including energy efficiency and renewable energy projects and the general market demands for such projects;*
- *market trends in our industry, energy markets, commodity prices, interest rates, the debt and lending markets or the general economy;*
- *our business and investment strategy;*
- *availability of opportunities to invest in projects that reduce carbon emissions or increase resilience to climate change including energy efficiency and renewable energy projects and our ability to complete potential new opportunities in our pipeline;*
- *our relationships with originators, investors, market intermediaries and professional advisers;*
- *competition from other providers of capital;*
- *our or any other companies’ projected operating results;*
- *actions and initiatives of the federal, state and local governments and changes to federal, state and local government policies, regulations, tax laws and rates and the execution and impact of these actions, initiatives and policies;*
- *the state of the U.S. economy generally or in specific geographic regions, states or municipalities, economic trends and economic recoveries;*
- *our ability to obtain and maintain financing arrangements on favorable terms, including securitizations;*
- *general volatility of the securities markets in which we participate;*
- *changes in the value of our assets, our portfolio of assets and our investment and underwriting process;*
- *the impact of weather conditions, natural disasters, accidents or equipment failures or other events that disrupt the operation of our investments or negatively impact on the value our assets;*
- *rates of default or decreased recovery rates on our assets;*
- *interest rate and maturity mismatches between our assets and any borrowings used to fund such assets;*
- *changes in interest rates, including the flattening of the yield curve, and the market value of our assets and target assets;*
- *changes in commodity prices, including continued low natural gas prices;*
- *effects of hedging instruments on our assets or liabilities;*
- *the degree to which our hedging strategies may or may not protect us from risks, such as interest rate volatility;*

- *impact of and changes in accounting guidance and similar matters;*
- *our ability to maintain our qualification as a real estate investment trust for U.S. federal income tax purposes (a "REIT");*
- *our ability to maintain our exemption from registration under the Investment Company Act of 1940, as amended (the "1940 Act");*
- *availability of and our ability to attract and retain qualified personnel;*
- *estimates relating to our ability to generate sufficient cash in the future to operate our business and to make distributions to our stockholders; and*
- *our understanding of our competition.*

Forward-looking statements are based on beliefs, assumptions and expectations as of the date of this press release. Any forward- looking statement speaks only as of the date on which it is made. New risks and uncertainties arise over time, and it is not possible for us to predict those events or how they may affect us. Except as required by law, we are not obligated to, and do not intend to, update or revise any forward-looking statements after the date of this earnings release, whether as a result of new information, future events or otherwise.

The Company is confirming its previously issued three-year guidance with respect to core earnings per share growth, on a compounded annual basis over the next three years, in the 2% to 6% range. The confirmed guidance reflects the Company's estimates of (i) yield on its existing Portfolio; (ii) yield on incremental Portfolio investments, inclusive of the Company's existing pipeline; (iii) amount, timing, and costs of debt and equity capital to fund new investments; (iv) changes in costs and expenses reflective of the Company's forecasted operations and (v) the general interest rate and market environment. All guidance is based on current expectations of future economic conditions, the regulatory environment, the dynamics of the markets in which it operates and the judgment of the Company's management team.

The Company has not provided GAAP guidance as forecasting a comparable GAAP financial measure, such as net income, would require that the Company apply the HLBV method to these investments. In order to forecast under the HLBV method, the Company would be required to make various assumptions related to expected changes in the net asset value of the various entities and how such changes would be allocated under HLBV. GAAP HLBV earnings over a period of time are very sensitive to these assumptions especially in regard to when a partnership transactions flips and thus the liquidation scenarios change materially. The Company believes that these assumptions would require unreasonable efforts to complete and if completed, the wide variation in projected GAAP earnings based upon a range of scenarios would not be meaningful to investors. Accordingly, the Company has not included a GAAP reconciliation table related to any Core Earnings guidance.

Estimated carbon savings are calculated using the estimated kilowatt hours ("kWh"), gallons of fuel oil, million British thermal units ("MMBtus") of natural gas and gallons of water saved as appropriate, for each project. The energy savings are converted into an estimate of metric tons of CO2 equivalent emissions based upon the project's location and the corresponding emissions factor data from the U.S. Government and International Energy Agency. Portfolios of projects are represented on an aggregate basis.

The risks included here are not exhaustive. Our most recent quarterly report on Form 10-Q, 2018 Form 10-K, or other regulatory filings may include additional factors that could adversely affect our business and financial performance. Moreover, we operate in a very competitive and rapidly changing environment. New risk factors emerge from time to time and it is not possible for management to predict all such risk factors, nor can it assess the impact of all such risk factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. Given these risks and uncertainties, investors should not place undue reliance on forward-looking statements as a prediction of actual results.

Investor Relations
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HANNON ARMSTRONG SUSTAINABLE INFRASTRUCTURE CAPITAL, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(DOLLARS IN THOUSANDS, EXCEPT PER SHARE DATA)

	For the Three Months Ended March 31,	
	2019	2018
Revenue		
Interest income, receivables	$ 15,520	$ 12,849
Interest income, investments	1,884	1,541
Rental income	6,476	5,941
Gain on sale of receivables and investments	6,839	6,256
Fee income	2,174	1,321
Total revenue	**32,893**	**27,908**
Expenses		
Interest expense	15,430	18,711
Compensation and benefits	7,439	5,321
General and administrative	3,092	2,801
Total expenses	**25,961**	**26,833**
Income before equity method investments	**6,932**	**1,075**
Income (loss) from equity method investments	4,506	(2,285)
Income (loss) before income taxes	**11,438**	**(1,210)**
Income tax (expense) benefit	2,270	(18)
Net income (loss)	**$ 13,708**	**$ (1,228)**
Net income (loss) attributable to non-controlling interest holders	61	(5)
Net income (loss) attributable to controlling stockholders	**$ 13,647**	**$ (1,223)**
Basic earnings per common share	$ 0.22	$ (0.03)
Diluted earnings per common share	$ 0.21	$ (0.03)
Weighted average common shares outstanding—basic	61,748,906	51,710,910
Weighted average common shares outstanding—diluted	62,365,271	51,710,910

HANNON ARMSTRONG SUSTAINABLE INFRASTRUCTURE CAPITAL, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(DOLLARS IN THOUSANDS, EXCEPT PER SHARE DATA)

	March 31, 2019	December 31, 2018
Assets		
Equity method investments	$ 458,916	$ 471,044
Government receivables	463,715	497,464
Commercial receivables	453,828	447,196
Receivables held-for-sale	—	—
Real estate	364,582	365,370
Investments	177,636	169,793
Cash and cash equivalents	62,091	21,418
Other assets	206,102	182,628
Total Assets	**$ 2,186,870**	**$ 2,154,913**
Liabilities and Stockholders' Equity		
Liabilities:		
Accounts payable, accrued expenses and other	$ 33,266	$ 36,509
Deferred funding obligations	66,350	72,100
Credit facility	283,381	258,592
Non-recourse debt (secured by assets of $1,041 million and $1,105 million, respectively)	814,662	834,738
Convertible notes	147,150	148,451
Total Liabilities	1,344,809	1,350,390
Stockholders' Equity:		
Preferred stock, par value $0.01 per share, 50,000,000 shares authorized, no shares issued and outstanding	—	—
Common stock, par value $0.01 per share, 450,000,000 shares authorized, 62,875,638 and 60,510,086 shares issued and outstanding, respectively	629	605
Additional paid in capital	1,009,346	965,384
Accumulated deficit	(170,953)	(163,205)
Accumulated other comprehensive income (loss)	(375)	(1,684)
Non-controlling interest	3,414	3,423
Total Stockholders' Equity	842,061	804,523
Total Liabilities and Stockholders' Equity	**$ 2,186,870**	**$ 2,154,913**

EXPLANATORY NOTES

Non-GAAP Financial Measures

Core Earnings

We calculate core earnings as GAAP net income (loss) excluding non-cash equity compensation expense, non-cash provision for credit losses, amortization of intangibles, any one-time acquisition related costs or non-cash tax charges and the earnings attributable to our non-controlling interest of our Operating Partnership. We also make an adjustment to our equity method investments in the renewable energy projects as described below. In the future, core earnings may also exclude one-time events pursuant to changes in GAAP and certain other non-cash charges as approved by a majority of our independent directors.

Certain of our equity method investments in renewable energy projects are structured using typical partnership “flip” structures where we, along with any other institutional investors, if any, receive a pre-negotiated preferred return consisting of priority distributions from the project cash flows, in many cases, along with tax attributes. Once this preferred return is achieved, the partnership “flips” and the renewable energy company, which operates the project, receives more of the cash flows through its equity interests while we, and any other institutional investors, retain an ongoing residual interest. We typically negotiate the purchase prices of our equity investments, which have a finite expected life, based on our assessment of the expected cash flows we will receive from these projects discounted back to the net present value, based on a target investment rate, with the expected cash flows to be received in the future reflecting both a return on the capital (at the investment rate) and a return of the capital we have committed to the project. We use a similar approach in the underwriting of our receivables.

Under GAAP, we account for these equity method investments utilizing the HLBV method. Under this method, we recognize income or loss based on the change in the amount each partner would receive, typically based on the negotiated profit and loss allocation, if the assets were liquidated at book value, after adjusting for any distributions or contributions made during such quarter. The HLBV allocations of income or loss may be impacted by the receipt of tax attributes, as tax equity investors are allocated losses in proportion to the tax benefits received, while the sponsors of the project are allocated gains of a similar amount. In addition, the agreed upon allocations of the project’s cash flows may differ materially from the profit and loss allocation used for the HLBV calculations.

The cash distributions for our equity method investments are segregated into a return on and return of capital on our cash flow statement based on the cumulative income (loss) that has been allocated using the HLBV method. However, as a result of the application of the HLBV method, including the impact of tax allocations, the high levels of depreciation and other non-cash expenses that are common to renewable energy projects and the differences between the agreed upon profit and loss and the cash flow allocations, the distributions and thus the economic returns (i.e. return on capital) achieved from the investment are often significantly different from the income or loss that is allocated to us under the HLBV method. Thus, in calculating core earnings, we further adjust GAAP net income (loss) to take into account our calculation of the return on capital (based upon the investment rate) from our renewable energy equity method investments, as adjusted to reflect the performance of the project and the cash distributed. We believe this core equity method investment adjustment to our GAAP net income (loss) in calculating our core earnings measure is an important supplement to the HLBV income allocations determined under GAAP for an investor to understand the economic performance of these investments.

For the three months ended March 31, 2019, we recognized income of $5 million under GAAP for our equity investments in renewable energy projects. We reversed the GAAP income and recorded $10 million, as discussed above, to reflect our return on capital from these investments for the three months ended March 31, 2019. This compares to the collected cash distributions from these equity method investments of approximately $27 million, for the three months ended March 31, 2019, with the difference between core earnings and cash collected representing a return of capital.

We believe that core earnings provides an additional measure of our core operating performance by eliminating the impact of certain non-cash expenses and facilitating a comparison of our financial results to those of other comparable companies with fewer or no non-cash charges and comparison of our own operating results from period to period. Our management uses core earnings in this way. We believe that our investors also use core earnings, or a comparable supplemental performance measure, to evaluate and compare our performance to that of our peers, and as such, we believe that the disclosure of core earnings is useful to our investors.

However, core earnings does not represent cash generated from operating activities in accordance with GAAP and should not be considered as an alternative to net income (loss) (determined in accordance with GAAP), or an indication of our cash flow from operating activities (determined in accordance with GAAP), or a measure of our liquidity, or an indication of funds available to fund our cash needs, including our ability to make cash distributions. In addition, our methodology for calculating core earnings may differ from the methodologies employed by other companies to calculate the same or similar supplemental performance measures, and accordingly, our reported core earnings may not be comparable to similar metrics reported by other companies.

Reconciliation of our GAAP Net Income to Core Earnings

We have calculated our core earnings and provided a reconciliation of our GAAP net income to core earnings for the three months ended March 31, 2019 and 2018 in the tables below:

	For the Three Months Ended March 31, 2019		**For the Three Months Ended March 31, 2018**	
	($ in thousands, except per share data)			
		Per Share		Per Share
Net income attributable to controlling stockholders [1]	$ 13,647	$ 0.21	$ (1,223)	$ (0.03)
Core earnings adjustments:				
Reverse GAAP income from equity method investments	(4,506)		2,285	
Add back core equity method investments earnings[2]	9,604		10,592	
Non-cash equity-based compensation charges [3]	3,578		1,845	
Other core adjustments [4]	(1,389)		778	
Core earnings [5]	**20,934**	**$ 0.33**	**14,277**	**$ 0.27**

(1) This is the GAAP diluted earnings per share and is the most comparable GAAP measure to our core earnings per share.

(2) Reflects adjustment for equity method investments described above

(3) Reflects adjustment for non-cash equity-based compensation.

(4) See detail below.

(5) Core earnings per share for the three months ended March 31, 2019 and March 31, 2018, are based on 63,706,102 shares and 53,549,878 shares outstanding, respectively, which represents the weighted average number of fully-diluted shares outstanding including our restricted stock awards and restricted stock units and the non-controlling interest in our Operating Partnership. We include any potential common stock issuance in this calculation related to our convertible notes using the treasury stock method.

The table below provides a reconciliation of the Other core adjustments:

	For the Three Months Ended March 31,	
	2019	2018
	($ in thousands)	
Other core adjustments		
Amortization of intangibles [1]	$ 816	$ 783
Non-cash provision (benefit) for income taxes	(2,266)	—
Net income attributable to non-controlling interest	61	(5)
Other core adjustments	$ (1,389)	$ 778

(1) Adds back non-cash amortization of lease and pre-IPO intangibles

The table below provides a reconciliation of the GAAP SG&A expenses to Core SG&A expenses:

	For the Three Months Ended March 31,	
	2019	2018
	($ in thousands)	
GAAP SG&A expenses		
Compensation and benefits	$ 7,439	$ 5,321
General and administrative	3,092	2,801
Total SG&A expenses (GAAP)	$ 10,531	$ 8,122
Core SG&A expenses adjustments:		
Non-cash equity-based compensation charge [1]	$ (3,578)	$ (1,845)
Amortization of intangibles [2]	(51)	(51)
Core SG&A expenses adjustments	(3,629)	(1,896)
Core SG&A expenses	**$ 6,902**	**$ 6,226**

(1) Reflects add back of non-cash amortization of equity-based compensation. Outstanding grants related to equity-based compensation are included in core earnings per share calculation.

(2) Adds back non-cash amortization of pre-IPO intangibles