

GreenHunter E N E R G Y I N C.

GreenHunter VATER Total Water Management Solutions^m

GreenHunter Water, LLC is a wholly owned subsidiary of GreenHunter Energy, Inc.

Howard Weil Energy Conference New Orleans, LA March 2013

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GreenHunter Energy, Inc. is a publicly traded Company. (NYSE MKT symbol: GRH and GRH.PRC)

> www.greenhunterenergy.com www.greenhunterwater.com

Safe Harbor Disclosure

This presentation includes or incorporates by reference statements that constitute 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. These statements relate to future events or to our future financial performance, and involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance, or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. These statements include, but are not limited to, information or assumptions about revenues, gross profit, expenses, income, capital and other expenditures, financial plans, capital structure, cash flow, liquidity, management's plans, goals and objectives for future operations and growth. In some cases, you can identify forward-looking statements by the use of words such as "may," "could," "expect," "intend," "plan," "seek," anticipate," "believe," "estimate," "predict," "potential," "continue," or the negative of these terms or other comparable terminology. You should not place undue reliance on forward-looking statements since they involve known and unknown risks, uncertainties and other factors which are, in some cases, beyond our control and which could materially affect actual results, levels of activity, performance or achievements.



Successful Transition From Renewable Energy



- Long Lead Time Project Development
- Subsidy Dependent Business Model
 - Wind
 - Biofuels
 - Biomass
- Closed Capital Markets
- Decreasing or Steady Headcount
- Series A and Series B Encumbrances
- Development Stage Company
 - Project Cash Drain

- Immediate Utilization of SWD Assets
- Multi-year Contracts with Major Oil Co's
 - Salt Water Disposal
 - Advanced Logistics & Tracking
 - Water Cleanup and Water Storage
- Fully-Functioning O&G Lending Industry
- 155+ Employees and Growing
- Simplified Equity Capital Structure
- EBITDA Positive 1Q, 2Q and 3Q in 2012
 - Operating Cash Generation



GreenHunter Energy, Inc.

NYSE MKT: GRH (\$1.50/share closing price 3/15/13)



*Share count, indebtedness, and Series C values as of September 30, 2012. (Pro forma for the exchange offer announced on August 29, 2012). Approximately 46,008 shares outstanding and dilutive at current stock price.

Mar

Apr

May

Jun

Jul

Sep

Oct.

Nov

Dec

13



Water is Central to Unconventional Production

THE WALL STREET JOURNAL. BUSINESS

Expanded Oil Drilling Helps U.S.Wean Itself From Mideast

INVESTOR'S BUSINESS DAILY Will EPA Snuff Out Natural Gas' 'Fracking' Boom? Posted 06/14/2011 05:26 PM ET

"... water remains a key issue. In addition to possible contamination of surface and underground water from fracking fluids, the sheer volume of water required poses challenges" The New York Times, May 27, 2011

THE WALL STREET JOURNAL. BUSINESS

Bloomberg Businessweek

June 2, 2011, 4:59PM ET

DEP suggests stronger drilling rules are needed

THE ASSOCIATED PRESS May 17, 2011, 4:45PM ET

Pa.'s drilling wastewater deadline nears

BUSINESS | MAY 26, 2011

Exxon Says 'Fracking' Safe as Industry Mounts Defense

THE WALL STREET JOURNAL. NY AP TOP NEWS

JULY 5, 2011, 11:50 A.M. ET

Ohio starts taking Pa. fracking wastewater

THE WALL STREET JOURNAL.

Drillers Begin Reusing 'Frack Water'

Energy Firms Explore Recycling Options for an Industry That Consumes Water on Pace With Chicago

NY AP TOP NEWS THE WALL STREET JOURNAL.

FEBRUARY 20, 2012, 9:27 A M, ET

Wastewater a key issue in NY's fracking debate

THE WALL STREET JOURNAL. Sunday, October 7, 2012

Gas Drilling Is Called Safe in New York Che New Hork Cimes By DANNY HAKIM Published: January 3, 2013

The New Hork Times U.S. Department of Energy Prepares to Take the Floor in the Nation's 'Fracking' Debate

By JOEL KIRKLAND of ClimateWire Published: July 26, 2011

> MOVIE REVIEW By JEANI Che New Hork Eimes Fracknation (2013) Published: January 10, 2013 A Flip Side to the Attack on Fracking

Matt Damon Fracking Film Lights Up Petroleum Lobby

GreenHunter Water Subsidiary



GreenHunter Water, LLC—a wholly owned subsidiary of GreenHunter Energy, Inc. (NYSE MKT: GRH)—provides Total Water Management Solutions[™] in the oilfield including the Marcellus, Mississippian Lime, Eagle Ford and Bakken Shale plays.

An understanding that there is no single solution to E&P fluids management, shapes GreenHunter's technology-agnostic approach to services.

In addition to licensing of and joint ventures with manufacturers of mobile water treatment systems, GreenHunter Water is building capacity of salt water disposal in the most active shale plays, has developed a new temporary above-ground storage system and currently hauls brine and fresh water via a network of advanced logistics assets – including 21st Century tracking technologies that allow shale producers to optimize the efficiency of their water resource management and planning while complying with emerging regulations.

GreenHunter's Oilfield Water Services Strategy

- Establish presence in the most active fast-growth unconventional shale resource plays with Class II salt water disposal and water treatment facilities
- Fund growth of development and acquisitions with internally generated cash flow from operations augmented by capital raised from asset-backed commercial loans and offerings of equity
- License, partner and JV to deploy water reuse technologies and fluids tracking infrastructure
- ➤ Aggressively roll out next-generation MAG TankTM water storage system



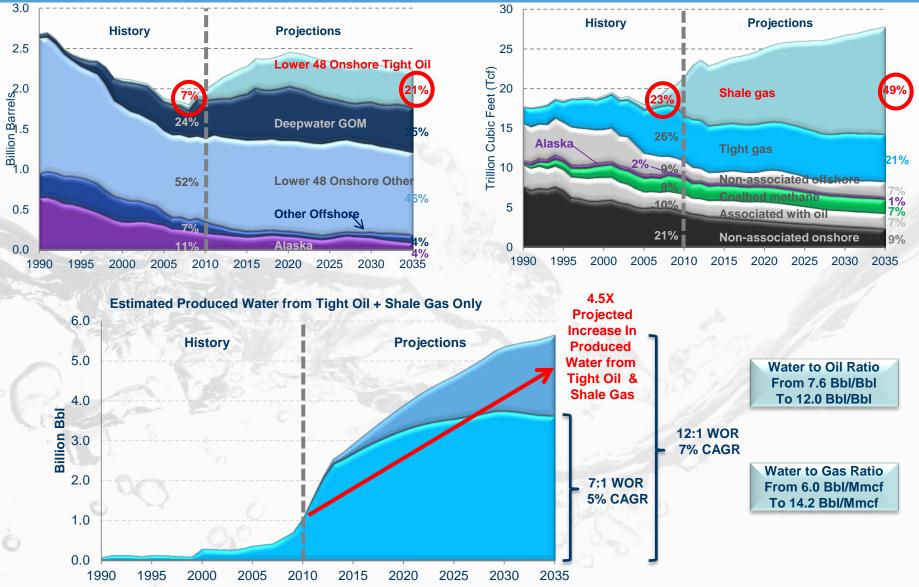
Provide a comprehensive portfolio of Total Water Management Solutions™ to Oil & Natural Gas Operators

Recent Developments

- Mar 14, 2013 Closed Acquisition of Second Appalachia Barge Facility in Wheeling, WV
- Mar 11, 2013 Completion of At-The-Market Offering Total Net Proceeds Raised \$11.44 Million
- > Jan 3, 2013 Closed Acquisition of Two Eagle Ford Shale Oilfield Services Companies
- > Dec 19, 2012 Increased Size of Appalachian Trucking Fleet and Added New Transport Services
- Dec 14, 2012 Launched Modular Above-Ground Water Storage System (MAG Tank™)
- Dec 14, 2012 \$5.9 Million Public Offering of 10.0% Series "C" Perpetual Preferred Stock
- Nov 19, 2012 Announced 3rd Consecutive Quarter of Positive EBITDA
- Oct 25, 2012 Closed Acquisition of Two Marcellus & Utica Salt Water Disposal Wells
- Oct 12, 2012 \$2.9 Million Cash Payment Received for Sale of California Wind Project
- Oct 9, 2012 Commenced SWD Operations in Karnes County, Texas
- Sep 5, 2012 Initiated SWD Operations in Ritchie County, West Virginia
- Aug 29, 2012 Eliminated all Outstanding Convertible Preferred Shares
- Aug 21, 2012 Announced Spudding of First Eagle Ford SWD
- Aug 20, 2012 GRH Regains Listing Compliance with NYSE MKT
- ▶ Jul 31, 2012 \$8.3 Million Public Offering of 10.0% Series "C" Perpetual Preferred Stock
- Jul 17, 2012 Commenced Operations at Ohio River Barge Trans Loading Facility
- Jun 25, 2012 Announced New Appalachia Water Services Contract
- May 25, 2012 Doubled Size of Appalachia Water Hauling Equipment Fleet
- May 21, 2012 Announced JV to Develop Seven Eagle Ford Shale SWD Wells
- May 1, 2012 Announcement of Acquisition of Three Oklahoma Disposal Facilities
- > Apr 3, 2012 Announcement of New Barge Transport and Storage Services
- Feb 21, 2012 Closed Acquisition of Marcellus & Utica/Kentucky Disposal Operation



Oil and Natural Gas Production Water to Oil Ratio



Source: Produced Water Volumes and Management Practices, Argonne National Laboratory and EIA AEO, 2012.

*WGR of 679 Bbl/Mmcf for CBM, WGR of 14.2 Bbl/Mmcf for conventional gas, WGR of 6.0 Bbl/Mmcf for unconventional gas. EIA AEO 2012 Early Release Overview (1/23/12)

Water Management Opportunity

- In 2007 more than 21 Billion barrels of produced water was generated by the O&G industry in the United States
 - 55% (8.6 billion Bbl) was re-injected for enhanced recovery
 - 39% (6.0 billion Bbl) was injected into Class II disposal wells
- The remaining 5% is managed through beneficial reuse, surface discharge or disposed at publicly owned treatment works and evaporation ponds
- Due to limited supplies of fresh water the demand for 'recycled' water is increasing especially in drought-ridden regions (i.e., South Texas)
 - Costs have increased for fresh water used for fracking from \$0.21/Bbl, to more than \$0.50/Bbl
 - Flowback can be treated and "clean brine" sold for up to \$4.00/Bbl
 - Non-financial reasons for using water treatment include public perception enhancement, corporate mandates, etc.
 - Currently in talks with multiple proprietary technology water treatment companies and evaluating their technologies for large scale deployment

GreenHunter is strategically positioned in the highest growth regions of an estimated \$40+ billion oilfields fluids management market

Underground Injection Control (UIC)

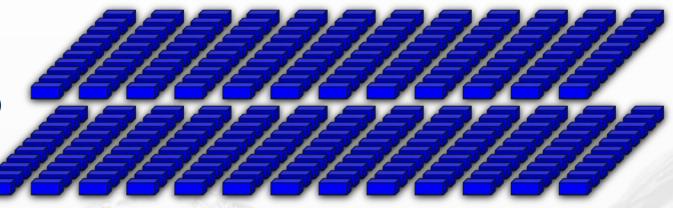
- The Safe Drinking Water Act (SDWA) establishes requirements and provisions for the Underground Injection Control (UIC) Program
 - Widespread use of injection wells began in the 1930s to dispose of brine generated during oil production. Injection effectively disposed of unwanted brine, preserved surface waters, and in some formations, enhanced the recovery of oil.
 - Class II wells inject fluids associated with oil and natural gas production. Most of the injected fluid is salt water (brine), which is brought to the surface in the process of producing oil and natural gas. Approximately 144,000 Class II wells in operation in the United States inject over 2 billion gallons of brine every day.
- A state has the option of requesting primacy for regulation of Class II wells under either section 1422 or 1425 of the Safe Drinking Water Act
 - EPA has delegated primacy for all well classes to 33 states and 3 territories; it shares responsibility in 7 states, and implements a program for all well classes in 10 states, 2 territories, DC and most Tribes.
 - Programs authorized under sections 1422 and 1425 must meet EPA's minimum requirements and demonstrate that their existing standards are effective in preventing endangerment of USDWs.
 - The owners or operators of the wells must meet all applicable requirements, including strict construction and conversion standards and regular testing and inspection, monitoring, record-keeping and reporting.



Shale Play Water Cycle

3 to 6 million gallons water used per well (appx. 125,000 barrels)

cost ~\$0.40/Bbl



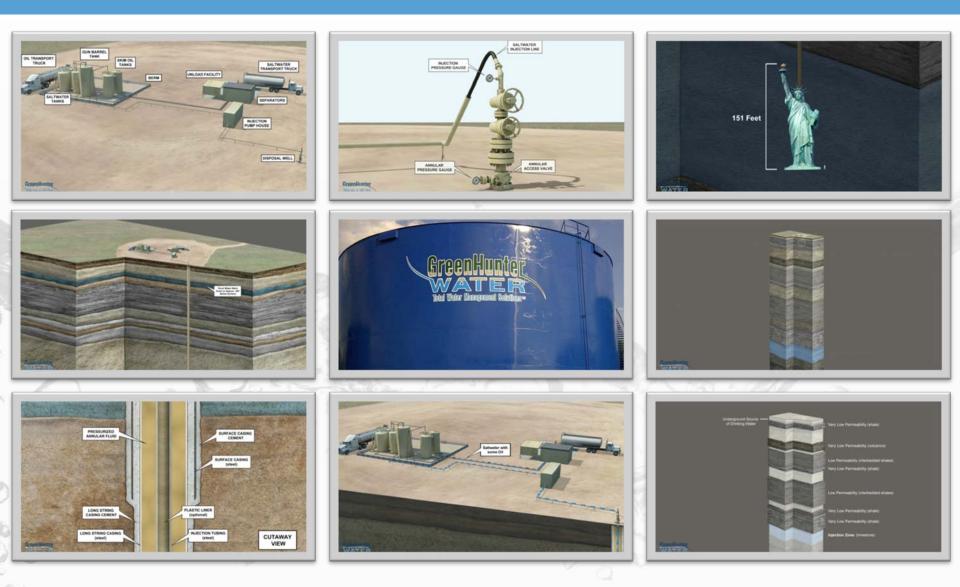
15% to 30% flows back in first few weeks (appx. 22,500 barrels)

> 500 Bbl or 21,000 gallons

flow black & produced water must be <u>stored</u>, <u>hauled</u>, <u>treated</u>, <u>disposed</u> and <u>tracked</u>



Class II Salt Water Disposal (SWD) Well



See descriptive SWD educational video at GreenHunterWater.com/operations



Marcellus/Utica, OK, Eagle Ford, Bakken



Target Markets

Marcellus Shale / Utica Shale (PA, WV, OH, NY, KY)

- \$3.00+ / Bbl disposal fee
- Average \$7.00-\$10.00 / Bbl hauling fee
- More than 900 new horizontal oil & gas wells projected for 2012
- 2012 SWD disposal market estimate \$1.5-\$1.9 billion
- Conservative 10 year water services market \$15-22 billion
- Target year-end 2012 SWD injection capacity of 12,500 Bbl/day

Horizontal Miss. & Eagle Ford Shale (OK, South TX)

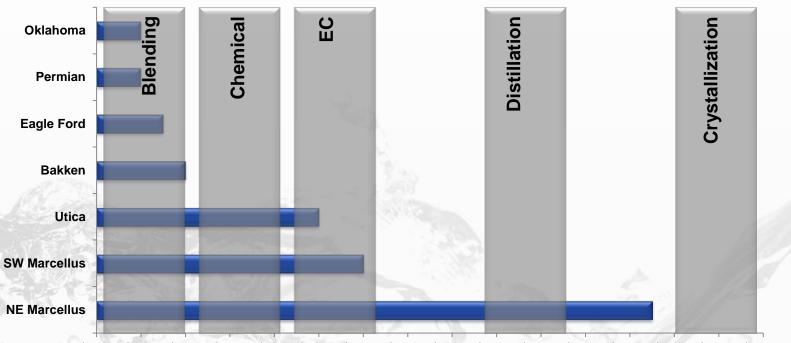
- \$0.40 \$0.80/ Bbl disposal fee
- Average \$2.00 \$4.00 / Bbl hauling fee
- More than 2,000 new horizontal oil & gas wells projected for 2012 in EF
- 2012 SWD disposal market estimate \$700-\$1,100 million
- Conservative 10 year water services market \$6-9 billion
- Target year-end 2012 SWD injection capacity of 30,000 Bbl/day

Bakken Shale (ND, MT, SK, MB)

- More than 28,000 wells projected to be drilled over next 20 years
- Conservative 20 year water services market \$10-11 billion



Cost of Disposal and Reuse by Region



\$0.00 \$2.00 \$4.00 \$6.00 \$8.00 \$10.00 \$12.00 \$14.00 \$16.00 \$18.00 \$20.00 \$22.00 \$24.00 \$26.00 \$28.00 \$30.00

All in Cost for Disposal

Treatment Cost

The economics of production water and flowback recycle and reuse programs must be competitive with the avoided combined cost of hauling and disposal.



Products & Services Overview

Total Water Management Solutions™

- · Approaching water management through the eyes of an operator
- Senior Management team has more than 100 years combined oilfield experience
- Every water solution from hauling and disposal to recycling for reuse
- Complete turnkey service packages available to outsource an entire water group

UIC Class II Disposal Wells and Advanced Logistics

- Disposal Facilities in Marcellus, Utica, Eagle Ford, Horizontal Mississippian Lime and Bakken Shale Plays
- Trucking and Hauling Fleet with HAZMAT placard units available; Barge Trans-loading Facilities Significantly Reduce Truck Traffic
- Long Term fixed rate contracts available

MAG Tank[™] and Field Equipment Rentals

- 10,000 Bbl to unlimited Bbl storage capacity, proprietary flexible design, modular-above-ground storage system
- Reduces truck traffic, increases safety, speeds up set-up and take-down times and lowers total costs to operator

Frace Gycle W of fluids handling equipment including manifolds are available to rent

- Oilfield Water Recycling and Reuse
- Technology agnostic water treatment system customized to meet the unique needs of flowback and / or produced water. Systems available to treat any volume of water and can be designed to return clean brine or fresh water for a subsequent frac job

RAMCAT™ (Remote Access Management Compliance Asset Tracking)

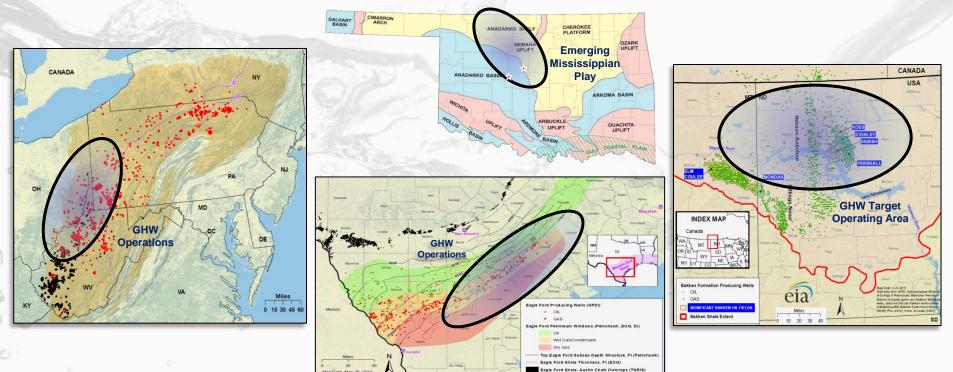
• 21st Century cutting-edge well head management system and compliance tool that uses a unique combination of proprietary software; advanced hardware and communications technology to provide an extremely powerful, effective and user-friendly method for remote well-head management



UIC Class II Salt Water Disposal Wells

Typically, Shale wells produce significant amounts of water that, in most cases, require disposal. Producers often remove the water in trucks for proper disposal in approved facilities.

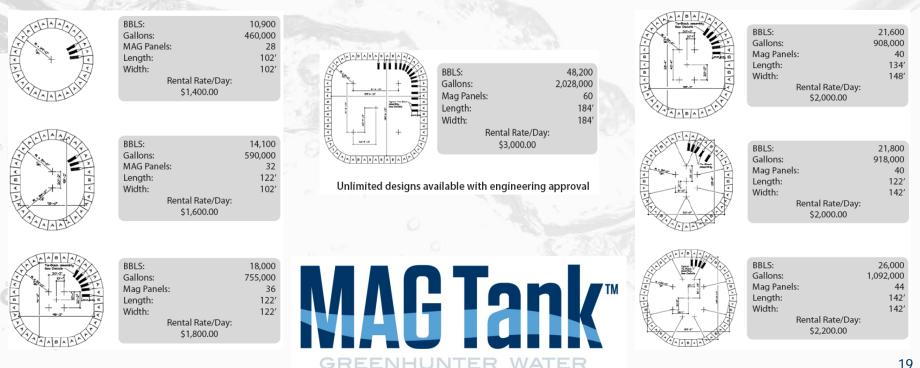
GreenHunter Water LLC owns and operates and is developing salt water disposal (SWD) facilities located in Ohio, West Virginia, Oklahoma, South Texas, Montana and North Dakota to service the Marcellus, Utica, Horizontal Mississippian Lime, Eagle Ford and Bakken Shale plays. In addition to these disposal services. GreenHunter provides logistics optimization services utilizing our own and third party fleet equipment (including barging where appropriate) to reduce total water handling costs to operators.



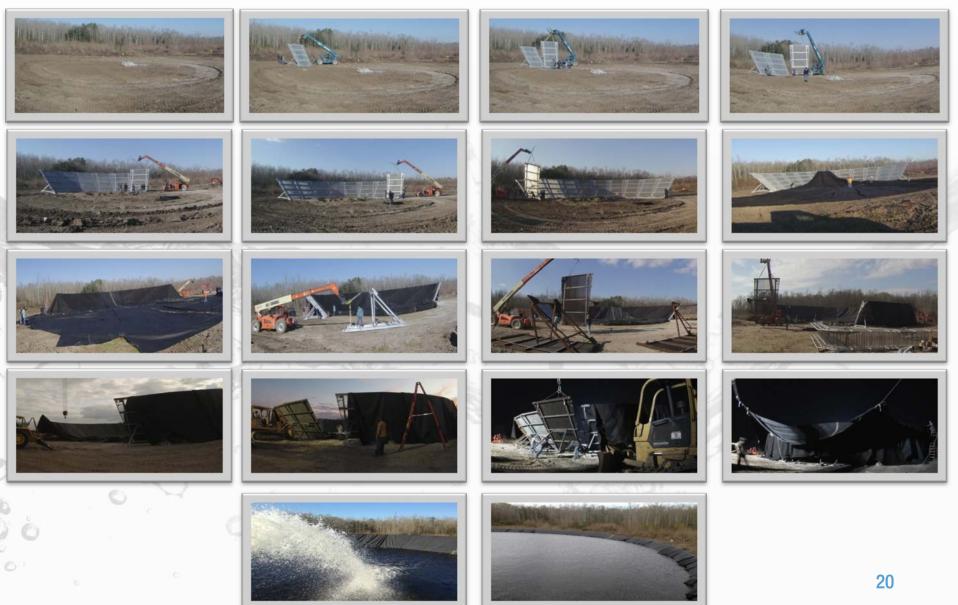
MAG Tank[™] and Equipment Rental

Modular Above Ground Fluid Storage Tank System

- 11,000 Bbl to 100,000+ Bbl Expandable Capacities for Water Storage
- GreenHunter's proprietary design significantly differs from competitive products allowing the MAG Tank to be installed on a variety of well pads
- The key MAG Tank differentiator is found in a flexible footprint made possible using standardized panels
- Operators benefit from reduced truck traffic, minimal site disturbance, lower costs and expedited set-up and take-down times compared to frac tanks and pits



MAG Tank[™] Time Lapse Set-Up



Up to 90% Reduction in Winch Truck Traffic



Versus

















MAG Tank[™] Pricing Comparisons

500 BBL Frac Tank Day Rate

	\$40.00	\$50.00	\$60.00	
BL/Day	\$0.08	\$0.08 \$0.10		
		MAG Tank Price/Day/BBL		
		\$45.00 / MAG Panel™		
	25,000 BBL	\$0.079	44 Panels	
	48,000 BBL	\$0.056	60 Panels	
	75,000 BBL	\$0.046	76 Panels	
	283,000 BBL	\$0.019	140 Panels	

Up to 84% Savings in per Barrel Storage Cost

Frac-Cycle[™]

Frac-Cycle uses a technology agnostic approach to treating oilfield water. Due to the unique characteristics of water from different shale plays and unique flowback within a single basin, GreenHunter Water, in consultation with operators, has determined that no one water reuse system is ideal for all areas.

We have evaluated multiple technologies and selected those that provide cost-effective solutions for the desired level of treatment for the operator's needs.

While most operators are targeting a clean brine output, Frac-Cycle's flexible design allows the user to take in flowback or produced water and recycle to either clean brine or fresh water. Recycled water can be used in subsequent frac jobs and in some cases an NPDES permit can be obtained to discharge fresh water into a stream.

Mobile systems and long term on-site semi-portable designs are available. A Frac-Cycle oversight engineer will set up and stay with process through hand-off. GreenHunter Water strives to be cost effective and provide Total Water Management Solutions and cost savings in your current water management expense budget.



RAMCAT™

Remote Access Management Compliance Asset Tracking

RAMCAT (Remote Access Management Compliance Asset Tracking) by GreenHunter Water is a cutting-edge well head management system and compliance tool that bundles a unique combination of proprietary software, advanced hardware and industry-standard communications technologies to provide an extremely powerful, effective and userfriendly method for remote activity observation via a web-based portal for management of well-head fluids.

RAMCAT includes online data monitoring which provides oil and natural gas producers near real-time dynamic information on fluid levels, tank temperature, recent transactions, date and time of on-load and off-load, truck and driver identification, H2S and critical condition alarms, battery voltage, and more. The RAMCAT[™] system enables closedloop accountability of all well-head produced water and offers best-in-class environmental and regulatory compliance.

Tank level reporting, Cradle-to-Grave Tracking, Web Interface



Projected Revenue, EBITDA and CAPEX

Based on Current Operations, Leasehold and JV Development Pipeline

(\$ in million)	Appalachia	Oklahoma	Eagle Ford	Total
2012(E) Revenues	\$15.6	\$0.5	\$0.2	\$16.3
2012(E) Adj. EBITDA*	5.9	0.2	0.0	3.1
2012(E) CAPEX	3.5–4.1	0.4–0.5	9.5–10.1	13.4–14.7
Second Second				
2013(E) Revenues	\$22.6	\$1.1	\$11.4	\$35.1

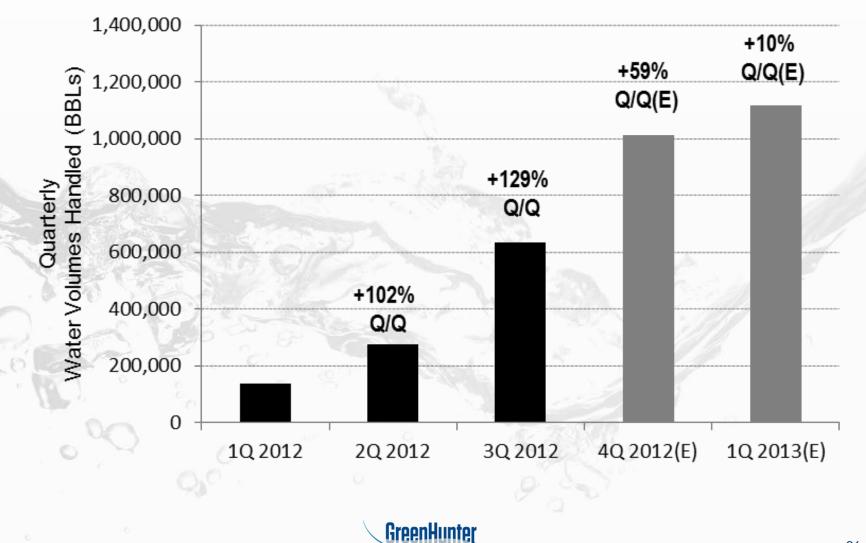
Targeting New Business with 15-25%+ EBITDA margins

Target SWD Capacity		Oklahoma	Texas	Total
Exit Rate 2012	12,500 BBL/D	12,500 BBL/D	10,000 BBL/D	38,000 BBL/D
Exit Rate 2013(E)	15,000 BBL/D	15,000 BBL/D	90,000 BBL/D	120,000 BBL/D

*Adj. EBITDA = Net Income/(Loss) less Interest Expense, Depreciation, Unrealized Gain on Convertible Securities and Stock Based Compensation



Strong Growth in Volume of Water Handled



WATER

Summary Balance Sheet Metrics

(\$ in million, except per-share data)	Dec 31 2011	Mar 31 2012	Jun 30 2012	Sep 30 2012	Dec 31 2012*
Cash and cash equivalents	\$0.1	\$2.4	\$0.3	\$1.5	\$4.1
Total current assets	0.6	4.8	3.9	4.9	6.9
Net fixed assets	20.9	29.9	36.8	31.9	36.0
Total assets	23.2	36.4	42.3	36.8	42.9
Total current liabilities	14.3	17.8	18.7	14.5	19.2
Total long-term liabilities	2.1	5.8	6.9	7.7	7.7
Total stockholders' equity	\$6.8	\$12.8	\$16.8	\$14.5	\$16.0
	-12-11		N02N	A 8////	
Book equity per-share	\$0.28	\$0.47	\$0.60	\$0.49**	\$0.51
Q/Q increase		67.9%	27.7%	(18.3)%	4.1%
Y/Y increase					82.1%

*Unaudited Estimates Proforma for the acquisitions of White Top and Black Water as announced January 4, 2013. **Book equity as of Sep 30, 2012 reflects a \$12.9 million impairment (or \$0.44 per share) of Mesquite Lake project.



Senior Management Team

Gary C. Evans Chairman	 Founded GreenHunter Energy in 2006. Chairman of the Board since inception. Served as Chairman and CEO of Magnum Hunter Resources, Inc from its formation in 1985 to its sale to Cimarex Energy, Inc in 2005 for over \$2.2 billion. Currently Chairman and CEO of the new Magnum Hunter Resources Corporation, a NYSE (MHR) listed oil and gas company Held various positions with the Mercantile Bank of Canada from 1978 to 1985 including Vice President and Manager of the Energy Division of the Southwestern United States Serves as Director of Novavax, Inc., a NASDAQ listed pharmaceutical company
	Serves as Individual Trustee of TEL Offshore Trust, an OTC listed offshore trust
	Serves on the Board of the Maguire Energy Institute of Southern Methodist University
	 Has served as Director, President and COO of GreenHunter Energy since November 2009 and as Interim CEO since January 2013
Jonathan D. Hoopes	Active participant in the energy and technology landscape for more than 20 years
President and COO (Interim CEO)	• Held industry leadership roles in strategy, manufacturing, international technology and securities sales and distribution, asset valuation and equity research, debt and equity capital markets underwriting and syndication, sales and trading and financial management at leading multinational corporations including Bechtel, Citibank, Deutsche Bank, DuPont, Goldman Sachs and UBS
Gint's Va	 Graduated from Wharton with an MBA in International Finance, an MA in Asian Studies from University of Pennsylvania and a BS in Finance from Brigham Young University
	Has served as Vice President and Chief Financial Officer of GreenHunter Energy since May 2006
David S. Krueger	From June 2005 to May 2006, Mr. Krueger served as Vice President and Chief Financial Officer for Sulphur River Exploration, Inc. in Dallas, Texas
CFO	 Served as Vice President and Chief Accounting Officer of Magnum Hunter Resources, Inc. from January 1997 to June 2005
	 Graduated from the University of Arkansas with a B.S degree in Business Administration and earned his M.B.A. from the University of Tulsa



Senior Management Team

Morgan F. Johnston Senior Vice President

Kirk Trosclair Executive Vice President GreenHunter Water

- Has served as Senior Vice President, General Counsel and Secretary of GreenHunter Energy since March 2007
- From June of 2005 to March 1, 2007, Mr. Johnston was a sole practitioner representing clients in corporate and securities law
- Served as the Senior Vice President, General Counsel and Secretary of Magnum Hunter Resources from January 1, 2003 to June of 2005 and held various other positions at Magnum Hunter since April 1997
- Graduated cum laude from Texas Tech Law School in May 1986 and is licensed to practice law in Texas
- Brings more than 15 years of oil & gas service industry experience to GreenHunter Energy
- Oilfield background includes logistics, construction, and business development experience
- Served as Director of Terminal Operations for GreenHunter Energy, Inc., and VP of Business Development for InterMoor Inc., a wholly-owned subsidiary of Acteon.
- Received his Business Administration and A.S. Petroleum Engineering Technology from Nicholls State University
- Currently serves as Senior VP, Operations at GreenHunter Water
- Has provided operations, development and acquisition-related consulting to GHW since June 2011
- Brings more than a decade of operations and finance experience with high growth companies in the oil and gas industry serving as COO and CTO, facilitating acquisitions, divestures, and corporate development
- Graduated from the University of Texas with a BBA in Business Management



Robert W. Sloan Senior Vice President -Operations GreenHunter Water









New Matamoras Barge Transloading and Bulk Storage Facility a First-of-Its-Kind Oilfield Water Operation







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