

From: "Harry Beller" <[REDACTED]>

To: "Rich Kahn" <[REDACTED]>, "Jeanne Brennan" <[REDACTED]>

Subject: Fwd: King Street Capital L.P. - VA State Withholding - Action Required

Date: Tue, 11 Mar 2014 02:21:30 +0000

Attachments: VA_State_Withholding_Letter_2013.pdf; Untitled_attachment_00096.htm;
Virginia_Withholding_Opt-out_Election.pdf; Untitled_attachment_00099.htm

I think you should ask A Dlugash on this one also

Harry

Begin forwarded message:

From: K1 <[REDACTED]>

Date: March 10, 2014 11:04:23 AM EDT

To: Undisclosed recipients.;

Subject: King Street Capital L.P. - VA State Withholding - Action Required

To the King Street Capital, L.P. Limited Partners:

In 2013, a King Street Capital, L.P. "side pocket" investment generated Virginia state source income. As a result, King Street Capital, L.P. is required to withhold Virginia income tax at the rate of 5% on each non-resident partner's share of Virginia source income unless an eligible partner elects to Opt-out of Virginia withholding.

In addition, non-resident partners are required to file a Virginia income tax return reporting the allocated income and withholding.

Eligible partners for the Opt-out election include:

- 1) A pass-through entity.
- 2) A Real Estate Investment Trust (REIT), except Captive REITs.
- 3) An Individual who is exempt from paying Federal income taxes or Virginia income taxes.
- 4) A Corporation or other entity that is exempt from Virginia income tax.

If you meet the above requirements and choose to Opt-out of withholding, please complete and execute the attached document, Virginia Withholding Opt-Out Election. Note the information provided on the Virginia Withholding Opt-Out Election will be included with the Form 502, Virginia Pass-Through Entity Return of Income and Return of Nonresident Withholding Tax, filed by King Street Capital, L.P.

Please note that King Street Capital, L.P. is not eligible to file a Virginia composite return on your behalf.

The Opt-out election must be e-mailed to [REDACTED] by March 28, 2014. **Failure to respond by March 28th will result in tax being withheld against your Virginia state source income.**

If you or your tax advisors have any questions regarding this matter, please contact Investor Relations at [REDACTED] or at [REDACTED]

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