

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
SALIENT MLP & ENERGY INFRASTRUCTURE FUND II		45-5216026	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
SALIENT PARTNERS, LP	1-800-809-0525	mlpinfo@salientpartners.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and Zip code of contact	
3435 STELZER ROAD		COLUMBUS, OH 43219	
<b>8</b> Date of action		<b>9</b> Classification and description	
1/31/2014		REGULATED INVESTMENT COMPANY (RIC) SHARES	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
SEE ATTACHED	N/A	SEE ATTACHED	N/A

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ THE SALIENT MLP & ENERGY INFRASTRUCTURE FUND II ("THE FUND") PAID ITS QUARTERLY DISTRIBUTION ON 1/31/2014 TO SHAREHOLDERS OF RECORD ON 1/29/2014. THE FUND ESTIMATES \$0.110658 OF THIS DISTRIBUTION WILL BE TREATED AS A RETURN OF CAPITAL. SEE ATTACHMENT FOR MORE DETAILS.

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ THE FUND ESTIMATES \$0.110658 OF THE DISTRIBUTION TO BE A RETURN OF CAPITAL. SEE ATTACHMENT FOR MORE DETAILS.

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ THE BASIS OF EACH SHAREHOLDER OF RECORD ON 1/29/2014 SHALL BE REDUCED BY THE RETURN OF CAPITAL DISTRIBUTED ON 1/31/2014 BY THE AMOUNTS LISTED ON THE ATTACHED SCHEDULE. THIS AMOUNT WAS DETERMINED IN ACCORDANCE WITH IRC SECTIONS 301 AND 316.

**Part II Organizational Action** (continued)

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ \_\_\_\_\_  
IRC SECTIONS 301 AND 316.

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**18** Can any resulting loss be recognized? ▶ A LOSS WOULD NOT BE RECOGNIZED AS PART OF THIS DISTRIBUTION. THE BASIS OF EACH SHAREHOLDER OF RECORD WOULD NEED TO BE ADJUSTED BY THE AMOUNT OF THE DISTRIBUTION WHICH WOULD AFFECT REALIZED GAIN OR LOSS RECOGNIZED ON THE DISPOSITION OF FUND SHARES.

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**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE FINAL AMOUNT DETERMINED TO BE A RETURN OF CAPITAL SHALL BE REPORTED TO EACH SHAREHOLDER OF RECORD ON THEIR 2014 IRS FORM 1099-DIV.

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**Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ \_\_\_\_\_ Date ▶ \_\_\_\_\_  
Print your name ▶ \_\_\_\_\_ Title ▶ \_\_\_\_\_

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Record Date	Share Class	Box 10 CUSIP	Box 12 Ticker Symbol	Distribution Per Share	Return of Capital Per Share
1/29/2014	Class A	79471L404	SMAPX	0.133455	0.110658
	Class C	79471L503	SMFPX	0.114099	0.110658
	Class I	79471L602	SMLPX	0.140000	0.110658