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KKR FS INCOME TRUST

FORM D/A

(Amended Small Company Offering and Sale of Securities Without Registration)

Filed 11/17/26

Address	3025 JFK BOULEVARD, OFC 500
	PHILADELPHIA, PA, 19104
Telephone	215-495-1150
CIK	0001930679
Fiscal Year	12/31

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

OMB APPROVAL
OMB Number: 3235-0076
Estimated Average burden hours per response: 4.0

FORM D

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)
0001930679

Previous Name(s) ☐ None
FS KKR Income Trust

Name of Issuer
KKR FS Income Trust

Jurisdiction of Incorporation/Organization
DELAWARE

Entity Type
- ☐ Corporation
- ☐ Limited Partnership
- ☐ Limited Liability Company
- ☐ General Partnership
- ☒ Business Trust
- ☐ Other

Year of Incorporation/Organization
- ☐ Over Five Years Ago
- ☒ Within Last Five Years (Specify Year) 2022
- ☐ Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer
KKR FS Income Trust

Street Address 1
3025 JFK BOULEVARD

Street Address 2
OFC 500

City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer
PHILADELPHIA	PENNSYLVANIA	19104	215-495-1150

3. Related Persons

Last Name	First Name	Middle Name
Forman	Michael	C.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Pietrzak	Daniel	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Lilly	Steven	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Goebel	William	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Sypherd	Stephen	S.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Volk	James	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☒ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Adams	Barbara	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Hopkins	Jerel	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Hagan	Michael	J.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Harrow	Jeffrey	K.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Kropp	James	H.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Sandler	Elizabeth	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Ford	Brian	R.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Goldstein	Richard	I.

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Imasogie	Osagie	

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Clarification of Response (if Necessary)

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4. Industry Group

- ☐ Agriculture

Banking & Financial Services

- ☐ Commercial Banking
- ☐ Insurance
- ☐ Investing
- ☐ Investment Banking
- ☒ Pooled Investment Fund
  - ☐ Hedge Fund
  - ☒ Other Investment Fund
  - ☐ Private Equity Fund
  - ☐ Venture Capital Fund

  *Is the issuer registered as an investment company under the Investment Company Act of 1940?
  ☐ Yes ☒ No
- ☐ Other Banking & Financial Services

- ☐ Business Services

Energy

- ☐ Coal Mining
- ☐ Electric Utilities
- ☐ Energy Conservation
- ☐ Environmental Services
- ☐ Oil & Gas
- ☐ Other Energy

Health Care

- ☐ Biotechnology
- ☐ Health Insurance
- ☐ Hospitals & Physicians
- ☐ Pharmaceuticals
- ☐ Other Health Care

- ☐ Manufacturing

Real Estate

- ☐ Commercial
- ☐ Construction
- ☐ REITS & Finance
- ☐ Residential
- ☐ Other Real Estate

- ☐ Retailing
- ☐ Restaurants

Technology

- ☐ Computers
- ☐ Telecommunications
- ☐ Other Technology

Travel

- ☐ Airlines & Airports
- ☐ Lodging & Conventions
- ☐ Tourism & Travel Services
- ☐ Other Travel

- ☐ Other

5. Issuer Size

Revenue Range

- ☐ No Revenues
- ☐ $1 - $1,000,000
- ☐ $1,000,001 - $5,000,000
- ☐ $5,000,001 - $25,000,000
- ☐ $25,000,001 - $100,000,000
- ☐ Over $100,000,000
- ☐ Decline to Disclose
- ☐ Not Applicable

Aggregate Net Asset Value Range

- ☐ No Aggregate Net Asset Value
- ☐ $1 - $5,000,000
- ☐ $5,000,001 - $25,000,000
- ☐ $25,000,001 - $50,000,000
- ☐ $50,000,001 - $100,000,000
- ☐ Over $100,000,000
- ☒ Decline to Disclose
- ☐ Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- ☐ Rule 504(b)(1) (not (i), (ii) or (iii))
- ☐ Rule 504 (b)(1)(i)
- ☐ Rule 504 (b)(1)(ii)
- ☐ Rule 504 (b)(1)(iii)
- ☐ Rule 505
- ☒ Rule 506(b)
- ☐ Rule 506(c)
- ☐ Securities Act Section 4(a)(5)
- ☐ Investment Company Act Section 3(c)

7. Type of Filing

- ☐ New Notice
- Date of First Sale 2023-06-13
- ☐ First Sale Yet to Occur
- ☒ Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☒ Yes ☐ No

9. Type(s) of Securities Offered (select all that apply)

- ☐ Pooled Investment Fund Interests
- ☐ Tenant-in-Common Securities
- ☐ Mineral Property Securities
- ☐ Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- ☒ Equity
- ☐ Debt
- ☐ Option, Warrant or Other Right to Acquire Another Security
- ☐ Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? ☐ Yes ☒ No

Clarification of Response (if Necessary)

11. Minimum Investment

Minimum investment accepted from any outside investor $ 2500 USD

12. Sales Compensation

Recipient		Recipient CRD Number	☐ None
KKR Capital Markets, LLC		000143571	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
30 Hudson Yards	

City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10001

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		Recipient CRD Number	☐ None
FS Investment Solutions, LLC		000145244	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
3025 JFK Boulevard	OFC 500

City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19104

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		Recipient CRD Number	☐ None
Stifel, Nicolaus & Company, Incorporated		000000793	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
501 North Broadway	

City	State/Province/Country	ZIP/Postal Code
St. Louis	MISSOURI	63102

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		Recipient CRD Number	☐ None
Morgan Stanley Smith Barney LLC		000149777	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
2000 Westchester Avenue	

City	State/Province/Country	ZIP/Postal Code
Purchase	NEW YORK	10577

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		Recipient CRD Number	☐ None
Sanctuary Securities, Inc.		000000205	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
1450 Brickell Avenue	Suite 2120

City	State/Province/Country	ZIP/Postal Code
Miami	FLORIDA	33131

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		Recipient CRD Number	☐ None
RBC Capital Markets, LLC		000031194	
(Associated) Broker or Dealer	☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
200 Vesey Street	

City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10281

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient		**Recipient CRD Number**	☒ None
Strategic Alternative Funds Group, LLC			
(Associated) Broker or Dealer	☐ None	**(Associated) Broker or Dealer CRD Number**	☐ None
SAF Financial Securities, LLC		000284938	
Street Address 1		**Street Address 2**	
269 Red Fox Road			
City	**State/Province/Country**	**ZIP/Postal Code**	
Stamford	CONNECTICUT	06903	
State(s) of Solicitation	☒ All States	☐ Foreign/Non-US	

Recipient		**Recipient CRD Number**	☐ None
Citigroup Global Markets Inc.		000007059	
(Associated) Broker or Dealer	☐ None	**(Associated) Broker or Dealer CRD Number**	☐ None
Citi Private Alternatives, LLC		000153777	
Street Address 1		**Street Address 2**	
388 Greenwich Street		29th Floor	
City	**State/Province/Country**	**ZIP/Postal Code**	
New York	NEW YORK	10013	
State(s) of Solicitation	☒ All States	☐ Foreign/Non-US	

Recipient		**Recipient CRD Number**	☐ None
CAIS Capital LLC		000154512	
(Associated) Broker or Dealer	☒ None	**(Associated) Broker or Dealer CRD Number**	☒ None
Street Address 1		**Street Address 2**	
527 Madison Avenue		2nd Floor	
City	**State/Province/Country**	**ZIP/Postal Code**	
New York	NEW YORK	10022	
State(s) of Solicitation	☒ All States	☐ Foreign/Non-US	

Recipient	Recipient CRD Number	☐ None
Merrill Lynch, Pierce, Fenner & Smith Inc.	000007691	
(Associated) Broker or Dealer ☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
One Bryant Park	31st Floor

City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10036

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

Recipient	Recipient CRD Number	☒ None
Goldman Sachs Custody Solutions		
(Associated) Broker or Dealer ☒ None	(Associated) Broker or Dealer CRD Number	☒ None

Street Address 1	Street Address 2
8180 Greensboro Dr.	8th Floor

City	State/Province/Country	ZIP/Postal Code
McLean	VIRGINIA	22102

State(s) of Solicitation ☒ All States ☐ Foreign/Non-US

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13. Offering and Sales Amounts

Total Offering Amount	**$ 5000000000 USD**	☐ **Indefinite**
Total Amount Sold	**$ 1773502132 USD**	
Total Remaining to be Sold	**$ 3226497868 USD**	☐ **Indefinite**

Clarification of Response (if Necessary)

14. Investors

☐ **Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,**
Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: **3029**

15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	**$ 3025191 USD**	☒ **Estimate**
Finders' Fees	**$ 0 USD**	☐ **Estimate**

Clarification of Response (if Necessary)

Estimate based on compensation arrangements with the entities identified in Item 12.

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

$ 0 USD ☐ **Estimate**

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- **Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.**
- **Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.**
- **Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).**

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
KKR FS Income Trust	**/s/ Stephen S. Sypherd**	**Stephen S. Sypherd**	**General Counsel and Secretary**	**2026-11-17**