

ARES CAPITAL CORP  
Form 10-Q  
May 06, 2014  
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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 10-Q**

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**For the quarterly period ended March 31, 2014**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**For the transition period      to**

**Commission File No. 814-00663**

**ARES CAPITAL CORPORATION**

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(Exact name of Registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction of  
incorporation or organization)

**33-1089684**  
(I.R.S. Employer  
Identification Number)

**245 Park Avenue, 44th Floor, New York, NY 10167**

(Address of principal executive office) (Zip Code)

**(212) 750-7300**

(Registrant's telephone number, including area code)

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**N/A**

(Former name, former address and former fiscal year, if changed since last report)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days: Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer   
Non-accelerated filer  Smaller reporting company   
(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

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Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

<b>Class</b>	<b>Outstanding at May 5, 2014</b>
Common stock, \$0.001 par value	298,269,678

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(in thousands, except per share data)

	March 31, 2014 (unaudited)	As of	December 31, 2013
<b>ASSETS</b>			
Investments at fair value			
Non-controlled/non-affiliate investments	\$ 5,198,593	\$	5,136,612
Non-controlled affiliate company investments	275,016		260,484
Controlled affiliate company investments	2,325,987		2,235,801
Total investments at fair value (amortized cost of \$7,711,474 and \$7,537,403 respectively)	7,799,596		7,632,897
Cash and cash equivalents	146,639		149,629
Interest receivable	141,248		123,981
Receivable for open trades	6,920		128,566
Other assets	105,120		106,431
Total assets	\$ 8,199,523	\$	8,141,504
<b>LIABILITIES</b>			
Debt	\$ 3,058,693	\$	2,986,275
Management and incentive fees payable	122,849		139,208
Accounts payable and other liabilities	77,263		68,649
Interest and facility fees payable	41,383		42,828
Payable for open trades	769		100
Total liabilities	3,300,957		3,237,060
Commitments and contingencies (Note 7)			
<b>STOCKHOLDERS EQUITY</b>			
Common stock, par value \$0.001 per share, 500,000 common shares authorized 298,270 and 297,971 common shares issued and outstanding, respectively	298		298
Capital in excess of par value	4,987,734		4,982,477
Accumulated overdistributed net investment income	(24,576)		(8,785)
Accumulated net realized loss on investments, foreign currency transactions, extinguishment of debt and other assets	(152,995)		(165,040)
Net unrealized gain on investments and foreign currency transactions	88,105		95,494
Total stockholders equity	4,898,566		4,904,444
Total liabilities and stockholders equity	\$ 8,199,523	\$	8,141,504
<b>NET ASSETS PER SHARE</b>	\$ 16.42	\$	16.46

See accompanying notes to consolidated financial statements.

Table of Contents**ARES CAPITAL CORPORATION AND SUBSIDIARIES****CONSOLIDATED STATEMENT OF OPERATIONS**

(in thousands, except per share data)

	For the three months ended	
	March 31, 2014 (unaudited)	March 31, 2013 (unaudited)
<b>INVESTMENT INCOME:</b>		
From non-controlled/non-affiliate company investments:		
Interest income from investments	\$ 99,781	\$ 85,122
Capital structuring service fees	14,323	4,104
Dividend income	7,976	4,024
Management and other fees		314
Other income	7,048	6,195
Total investment income from non-controlled/non-affiliate company investments	129,128	99,759
From non-controlled affiliate company investments:		
Interest income from investments	2,900	6,016
Capital structuring service fees	650	
Dividend income	2,672	603
Other income	327	91
Total investment income from non-controlled affiliate company investments	6,549	6,710
From controlled affiliate company investments:		
Interest income from investments	70,843	53,039
Capital structuring service fees	5,925	1,887
Dividend income	20,078	27,462
Management and other fees	5,952	4,184
Other income	1,244	2,014
Total investment income from controlled affiliate company investments	104,042	88,586
Total investment income	239,719	195,055
<b>EXPENSES:</b>		
Interest and credit facility fees	52,493	39,347
Base management fees	30,084	23,218
Incentive fees	29,253	20,085
Administrative fees	3,743	2,592
Other general and administrative	6,430	6,912
Total expenses	122,003	92,154
<b>NET INVESTMENT INCOME BEFORE INCOME TAXES</b>	<b>117,716</b>	<b>102,901</b>
Income tax expense, including excise tax	5,380	3,804
<b>NET INVESTMENT INCOME</b>	<b>112,336</b>	<b>99,097</b>
<b>NET REALIZED AND UNREALIZED GAINS (LOSSES) ON INVESTMENTS AND FOREIGN CURRENCY TRANSACTIONS:</b>		
Net realized gains (losses):		
Non-controlled/non-affiliate company investments	10,148	10,651
Non-controlled affiliate company investments	38	17

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Controlled affiliate company investments	1,768	1,010
Foreign currency transactions	163	
Net realized gains	12,117	11,678
Net unrealized gains (losses):		
Non-controlled/non-affiliate company investments	(14,879)	5,949
Non-controlled affiliate company investments	14,919	(1,353)
Controlled affiliate company investments	(7,414)	(35,029)
Foreign currency transactions	(15)	
Net unrealized losses	(7,389)	(30,433)
Net realized and unrealized gains (losses) on investments and foreign currency transactions		
	4,728	(18,755)
REALIZED LOSSES ON EXTINGUISHMENT OF DEBT		
	(72)	
NET INCREASE IN STOCKHOLDERS EQUITY RESULTING FROM OPERATIONS	\$ 116,992	\$ 80,342
BASIC AND DILUTED EARNINGS PER COMMON SHARE (see Note 10)	\$ 0.39	\$ 0.32
WEIGHTED AVERAGE SHARES OF COMMON STOCK OUTSTANDING		
BASIC AND DILUTED (see Note 10)	297,972	248,658

See accompanying notes to consolidated financial statements.

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As of March 31, 2014

(dollar amounts in thousands)

(unaudited)

<b>Investment Funds and Vehicles</b>					
Covestia Capital Partners, LP (9)	Investment partnership	Limited partnership interest (47.00% interest)	6/17/2008	487	838(2)
HCI Equity, LLC (7)(8)(9)	Investment company	Member interest (100.00% interest)	4/1/2010	112	411
Partnership Capital Growth Fund I, L.P. (9)	Investment partnership	Limited partnership interest (25.00% interest)	6/16/2006	1,403	3,631(2)
Piper Jaffray Merchant Banking Fund I, L.P. (9)	Investment partnership	Limited partnership interest (2.00% interest)	8/16/2012	828	767(2)
		Membership interest (87.50% interest)	10/30/2009		
VSC Investors LLC (9)	Investment company	Membership interest (1.95% interest)	1/24/2008	695	1,267(2)
<b>Healthcare-Services</b>					
		Common stock (3 shares)	12/13/2013	3	27
ATI Physical Therapy Holdings, LLC	Outpatient rehabilitation services provider	Class C common stock (51,005 shares)	12/13/2013	53	55



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		Preferred units (8,218,160 units)		4/12/2013	822	820(2)
					5,260	5,257
CCS Group Holdings, LLC	Correctional facility healthcare operator	Class A units (601,937 units)		8/19/2010	602	1,423(2)
		Class A common stock (9,679 shares)		6/15/2007	2,543	4,449(2)
					2,687	5,304
		First lien senior secured loan (\$13,676 par due 8/2020)	5.25% (Libor + 4.25%/Q)	8/16/2013	13,676	13,676(2)(25)
					71,999	73,694
		Warrants to purchase up to 454,546 units of Series C preferred stock		3/21/2014		(2)

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(dollar amounts in thousands)

(unaudited)

Genocea Biosciences, Inc.	Vaccine discovery technology company	First lien senior secured loan (\$10,000 par due 4/2017)	8.00%	9/30/2013	9,818	10,000(2)
					9,818	10,654
		First lien senior secured loan (\$280 par due 6/2017)	7.00% (Base Rate + 3.75%/Q)	12/13/2013	288	280(25)
Global Healthcare Exchange, LLC and GHX Ultimate Parent Corp.	On-demand supply chain automation solutions provider	First lien senior secured loan (\$125,000 par due 3/2020)	10.00% (Libor + 9.00%/Q)	3/11/2014	123,835	125,000(2)(25)
		Class B common stock (938 shares)		3/11/2014	25	25(2)
INC Research, Inc.	Pharmaceutical and biotechnology consulting services	Common stock (1,410,000 shares)		9/27/2010	1,512	1,846(2)
LM Acquisition Holdings, LLC (8)	Developer and manufacturer of medical equipment	Class A units (426 units)		9/27/2013	1,000	1,024(2)
Monte Nido Holdings, LLC	Outpatient eating disorder treatment provider	First lien senior secured loan (\$44,750 par due 12/2019)	7.75% (Libor + 6.75%/Q)	12/20/2013	44,750	44,750(2)(19)(25)
		First lien senior secured loan (\$35,004 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	35,004	35,004(2)(25)

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		First lien senior secured loan (\$9,771 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	9,771	9,771(4)(25)
Napa Management Services Corporation	Anesthesia management services provider	First lien senior secured loan (\$66,734 par due 2/2019)	6.00% (Libor + 5.00%/Q)	4/15/2011	66,734	66,734(2)(22)(25)
		Common units (5,345 units)		4/15/2011	5,623	8,717(2)
National Healing Corporation and National Healing Holding Corp.	Wound care service and equipment provider	Second lien senior secured loan (\$10,000 par due 2/2020)	9.25% (Libor + 8.00%/Q)	12/13/2013	10,285	10,200(25)
					11,581	11,662
		First lien senior secured loan (\$36,027 par due 12/2017)	8.75% (Libor + 7.50%/Q)	12/18/2012	36,027	36,027(2)(17)(25)
					41,344	42,559
OmniSYS Acquisition Corporation, OmniSYS, LLC, and OSYS Holdings, LLC	Provider of technology-enabled solutions to pharmacies	First lien senior secured loan (\$20,869 par due 11/2018)	8.50% (Libor + 7.50%/Q)	11/21/2013	20,869	20,869(2)(25)
					21,869	21,900

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(unaudited)

PerfectServe, Inc.	Communications software platform provider for hospitals and physician practices	First lien senior secured loan (\$3,500 par due 4/2017)	10.00%	12/26/2013	3,467	3,500(2)
					3,467	3,570
		Second lien senior secured loan (\$21,316 par due 10/2018)	8.25% (Libor + 7.00%/M)	4/19/2012	21,316	21,316(2)(25)
		Common stock (16,667 shares)		3/12/2008	167	892(2)
Physiotherapy Associates Holdings, Inc.	Outpatient rehabilitation physical therapy provider	Class A common stock (100,000 shares)		12/13/2013	3,090	3,090
RCHP, Inc.	Operator of general acute care hospitals	First lien senior secured loan (\$4,875 par due 11/2018)	7.00% (Libor + 5.75%/Q)	11/4/2011	4,875	4,875(2)(25)
		First lien senior secured loan (\$9,975 par due 11/2018)	7.00% (Libor + 5.75%/Q)	11/4/2011	9,975	9,975(4)(25)
					160,194	161,065
Respicardia, Inc.	Developer of implantable therapies to improve cardiovascular health	First lien senior secured loan (\$3,200 par due 7/2015)	11.00%	6/28/2012	3,191	3,200(2)

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					3,229	3,229
Sorbent Therapeutics, Inc.	Orally-administered drug developer	First lien senior secured loan (\$6,370 par due 9/2016)	10.25%	4/23/2013	6,370	6,370(2)
					6,370	6,395
		First lien senior secured loan (\$5,726 par due 10/2017)	10.00%	9/28/2012	5,603	5,726(2)
		Warrants to purchase up to 54,672 shares of Series D-4 convertible preferred stock		9/28/2012		(2)
U.S. Anesthesia Partners, Inc.	Anesthesiology service provider	First lien senior secured loan (\$29,925 par due 12/2019)	7.25% (Base Rate + 4.00%/Q)	12/31/2013	29,925	29,925(2)(25)
		First lien senior secured loan (\$8 par due 1/2019)	6.75% (Base Rate + 3.50%/Q)	1/31/2013	8	8(3)(25)

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		First lien senior secured loan (\$12,958 par due 1/2019)	5.75% (Libor + 4.50%/Q)	1/31/2013	12,958	12,958(4)(25)
					22,423	22,423
<b>Business Services</b>						
Access CIG, LLC	Records and information management services provider	First lien senior secured loan (\$988 par due 10/2017)	7.00% (Libor + 5.75%/M)	10/5/2012	988	988(2)(25)
		Warrants to purchase up to 517,386 shares of Series C preferred stock		3/13/2014		76(2)
BluePay Processing, Inc.	Technology-enabled payment processing solutions provider	First lien senior secured loan (\$5,970 par due 8/2019)	5.00% (Libor + 4.00%/Q)	8/30/2013	5,970	5,970(2)(25)
					5,985	5,985
		First lien senior secured loan (\$44,671 par due 12/2017)	5.75% (Libor + 4.75%/Q)	12/24/2012	44,671	44,671(3)(18)(25)
		Class B membership units (2,500,000 units)		12/24/2012	2,500	4,634(2)

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CIBT Investment Holdings, LLC	Expedited travel document processing services	Class A shares (2,500 shares)		12/15/2011	2,500	3,758(2)
		First lien senior secured loan (\$53,846 par due 12/2014)		4/1/2010	52,041	41,500(2)(24)
		Common stock (37,024 shares)		4/1/2010		
Command Alkon, Inc.	Software solutions provider to the ready-mix concrete industry	Second lien senior secured loan (\$10,000 par due 3/2018)	8.75% (Libor + 7.50%/Q)	9/28/2012	10,000	10,000(2)(25)
					36,500	36,500
First Insight, Inc.	SaaS company providing merchandising and pricing solutions to companies worldwide	First lien senior secured loan (\$3,500 par due 4/2017)	9.50%	3/20/2014	3,396	3,465(2)
					3,396	3,472
		Class A membership units (1,560,000 units)		12/13/2013	1,607	432
HCPPro, Inc. and HCP Acquisition Holdings, LLC (7)	Healthcare compliance advisory services	Senior subordinated loan (\$9,100 par due 8/2014)		3/5/2013	2,691	(2)(24)

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					15,484	
		First lien senior secured loan (\$733 par due 1/2016)	11.00%	10/15/2012	733	733(2)
					2,121	2,127
IronPlanet, Inc.	Online auction platform provider for used heavy equipment	First lien senior secured revolving loan (\$5,000 par due 9/2015)	8.00%	9/24/2013	5,000	5,000(2)
		Warrant to purchase to up to 133,333 shares of Series C preferred stock		9/24/2013	214	242(2)
Itel Laboratories, Inc.	Data services provider for building materials to property insurance industry	Preferred units (1,798,391 units)		6/29/2012	1,000	1,143(2)
		Class A common stock (2,970 shares)		8/22/2013	2,970	3,924(2)
					186,175	187,139
		Common stock (15,000 shares)		12/13/2013	1,982	2,097
				12/13/2013	43,357	43,242(21)(25)



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MSC.Software Corporation and Maximus Holdings, LLC	Provider of software simulation tools and related services	First lien senior secured loan (\$42,187 par due 11/2017)	8.50% (Libor + 7.25%/Q)		
				43,781	44,748
		Common units (1,725,280 units)		4/1/2010	
MVL Group, Inc. (7)	Marketing research provider	Senior subordinated loan (\$33,576 par due 7/2012)		4/1/2010	30,266
					2,485(2)(24)
		Common stock (560,716 shares)		4/1/2010	(2)
NComputing, Inc.	Desktop virtualization hardware and software technology service provider	Warrant to purchase up to 462,726 shares of Series C preferred stock		3/20/2013	45(2)
				11/20/2007	5,592
		First lien senior secured loan (\$7,375 par due 5/2019)			(2)(24)
				12,608	2,145
Powersport Auctioneer Holdings, LLC	Powersport vehicle auction operator	Common units (1,972 units)		3/2/2012	1,000
					955(2)

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	services to the food processing industry					
Rainstor, Inc.	Database solution provider designed to manage Big Data for large enterprises at the lowest total cost	First lien senior secured loan (\$2,500 par due 4/2016)	11.25%	3/28/2013	2,446	2,500(2)
					2,534	2,570
Summit Business Media Parent Holding Company LLC	Business media consulting services	Limited liability company membership interest (45.98% interest)		5/20/2011		1,620(2)
		Warrant to purchase up to 2,509,770 shares of Series D preferred stock		10/31/2012	605	1,189(2)
Tripwire, Inc.	IT security software provider	First lien senior secured loan (\$84,950 par due 5/2018)	7.00% (Libor + 5.75%/Q)	5/23/2011	84,950	84,950(2)(25)
		First lien senior secured loan (\$9,975 par due 5/2018)	7.00% (Libor + 5.75%/Q)	5/23/2011	9,975	9,975(4)(25)
		Class A common stock (2,970 shares)		5/23/2011	2,970	8,348(2)
Velocity Holdings Corp.	Hosted enterprise resource planning application management services provider	Common units (1,713,546 units)		12/13/2013	4,503	4,597

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VSS-Tranzact Holdings, LLC (6)	Management consulting services	Common membership interest (5.98% interest)		10/26/2007	10,204	8,677	
X Plus Two Solutions, Inc. and X Plus One Solutions, Inc.	Provider of open and integrated software for digital marketing optimization	First lien senior secured revolving loan (\$8,600 par due 9/2014)	8.50%	4/1/2013	8,600	8,600(2)	
		First lien senior secured loan (\$2,000 par due 10/2017)	10.00%	3/28/2014	1,781	1,820(2)	
		Warrant to purchase up to 999,167 shares of Series C preferred stock		4/1/2013	284	306(2)	
					752,169	689,543	14.07%
Capital Investments and Ventures Corp.	SCUBA diver training and certification provider	First lien senior secured loan (\$24,080 par due 8/2018)	7.00% (Libor + 5.75%/Q)	8/9/2012	24,080	24,080(3)(25)	
					32,645	32,645	
		First lien senior secured loan (\$714 par due 12/2014)	7.50% (Base Rate + 4.25%/S)	12/10/2010	714	714(2)(15)(25)	

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		Second lien senior secured loan (\$35,798 par due 12/2015)	15.23% (Libor + 10.00% Cash, 5.00% PIK/Q)	12/10/2010	35,798	34,008(2)
		Warrants to purchase up to 654,618 shares		12/10/2010		(2)
Competitor Group, Inc. and Calera XVI, LLC	Endurance sports media and event operator	First lien senior secured revolving loan (\$2,850 par due 11/2018)	10.00% (Base Rate + 6.75%/Q)	11/30/2012	2,850	2,565(2)(25)
		First lien senior secured loan (\$24,300 par due 11/2018)	10.00% (Libor + 7.75% Cash, 1.00% PIK /Q)	11/30/2012	24,300	21,870(2)(25)
		Membership units (2,500,000 units)		11/30/2012	2,513	371(2)
Crown Health Care Laundry Services, LLC and Crown Laundry Holdings, LLC (6)	Provider of outsourced healthcare linen management solutions	First lien senior secured revolving loan		3/13/2014		(2)(27)
		Class A preferred units (2,475,000 units)		3/13/2014	2,475	2,475(2)
					27,250	27,250
		First lien senior secured loan (\$7,135 par due 6/2018)	8.00% (Base Rate + 4.75%/Q)	10/31/2013	7,135	7,135(2)(25)
ISS #2, LLC	Provider of repairs, refurbishments and services to the broader industrial end	First lien senior secured loan (\$14,913 par due 6/2018)	6.50% (Libor + 5.50%/Q)	6/5/2013	14,913	14,913(2)(25)

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user markets						
					59,575	59,575
		First lien senior secured loan (\$48,973 par due 9/2018)	8.50% (Libor + 7.25%/Q)	9/27/2012	48,973	48,973(3)(25)
					80,962	81,557
		First lien senior secured loan (\$7,698 par due 3/2017)	5.75% (Libor + 4.75%/Q)	3/30/2012	7,698	7,698(2)(25)
		First lien senior secured loan (\$8,797 par due 3/2017)	5.75% (Libor + 4.75%/Q)	3/30/2012	8,797	8,797(4)(25)
Spin HoldCo Inc.	Laundry service and equipment provider	Second lien senior secured loan (\$140,000 par due 5/2020)	8.00% (Libor + 7.00%/Q)	5/14/2013	140,000	140,000(2)(25)

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		Series A preferred units (13,292,377 units)	8.00% PIK	12/22/2010	4,614	14,576(2)
Wash Multifamily Laundry Systems, LLC	Laundry service and equipment provider	Second lien senior secured loan (\$78,000 par due 2/2020)	7.75% (Libor + 6.75%/S)	6/26/2012	78,000	78,000(2)(25)
<b>Education</b>						
		First lien senior secured loan (\$54,161 par due 3/2019)	5.50% (Libor + 4.50%/Q)	3/18/2011	54,161	54,161(3)(25)
					63,641	63,641
ELC Acquisition Corp., ELC Holdings Corporation, and Excelligence Learning Corporation (6)	Developer, manufacturer and retailer of educational products	Preferred stock (99,492 shares)	12.00% PIK	8/1/2011	10,633	10,633(2)
					10,633	11,760
		First lien senior secured loan (\$1 par due 8/2016)	9.50% (Libor + 8.50%/Q)	8/25/2011	1	1(2)(25)
		Series A preferred units (124,890 units)		8/25/2011	124,890	124,890(2)
					148,426	150,657

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		First lien senior secured loan (\$40,035 par due 6/2015)		4/24/2013	38,809	34,029(3)(24)
		Series C preferred stock (2,512,586 shares)		6/7/2010	689	(2)
					59,029	46,770
		First lien senior secured loan (\$82,989 par due 12/2016)	8.50% (Libor + 7.50%/Q)	10/4/2011	82,930	82,989(2)(14)(25)
		First lien senior secured loan (\$7,962 par due 12/2016)	5.25% (Libor + 4.25%/Q)	10/4/2011	7,947	7,962(3)(25)
		Common stock (5,000 shares)		10/4/2011	5,000	4,720(2)
PIH Corporation	Franchisor of education-based early childhood centers	First lien senior secured revolving loan (\$621 par due 6/2016)	7.25% (Libor + 6.25%/M)	12/13/2013	621	621(25)
					39,702	39,458

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		Common membership interest (26.27% interest)		9/21/2007	15,800	29,307(2)
					18,000	31,243
		First lien senior secured loan (\$634 par due 5/2019)	5.50% (Libor + 4.25%/Q)	5/29/2013	634	634(2)(25)
					27,020	27,020
<b>Energy</b>						
		First lien senior secured loan (\$3,000 par due 7/2017)	9.62%	12/16/2013	2,737	2,910(2)
		Warrants to purchase up to 59,524 units of Series B preferred stock		12/16/2013	146	128(2)
Bicent (California) Holdings LLC	Gas turbine power generation facilities operator	Senior subordinated loan (\$50,000 par due 2/2021)	8.25% (Libor + 7.25%/Q)	2/6/2014	50,000	50,000(2)(25)
Centinela Funding, LLC	Solar power generation facility developer and operator	Senior subordinated loan (\$56,000 par due 11/2020)	10.00% (Libor + 8.75%/Q)	11/14/2012	56,000	56,000(2)(25)
		Warrant to purchase up to 32,051 shares of Series C-2 preferred stock		7/25/2013		39(2)(8)



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La Paloma Generating Company, LLC	Natural gas fired, combined cycle plant operator	Second lien senior secured loan (\$10,000 par due 2/2020)	9.25% (Libor + 8.25%/Q)	2/20/2014	9,605	9,750(2)(25)
Panda Temple Power II, LLC	Gas turbine power generation facilities operator	First lien senior secured loan (\$20,000 par due 4/2019)	7.25% (Libor + 6.00%/Q)	4/3/2013	19,827	20,000(2)(25)
Sunrun Solar Owner Holdco X, LLC	Residential solar energy provider	First lien senior secured loan (\$59,423 par due 6/2019)	9.50% (Libor + 8.25%/Q)	6/7/2013	59,423	59,423(2)(25)
					416,502	418,848
						8.55%
AllBridgE Financial, LLC (7)	Asset management services	Equity interests		4/1/2010	5,077	10,115
Ciena Capital LLC (7)	Real estate and small business loan servicer	First lien senior secured revolving loan (\$14,000 par due 12/2014)	6.00%	11/29/2010	14,000	14,000(2)
		Equity interests		11/29/2010	53,374	12,969(2)
Commercial Credit Group, Inc.	Commercial equipment finance and leasing company	Senior subordinated loan (\$28,000 par due 5/2018)	12.75%	5/10/2012	28,000	28,000(2)
Gordian Acquisition Corp.	Financial services firm	Common stock (526 shares)		11/30/2012		(2)

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Imperial Capital Group LLC	Investment services	Class A common units (23,130 units)		5/10/2007	11,248	15,252(2)
		2007 Class B common units (945 units)		5/10/2007		(2)
Ivy Hill Asset Management, L.P. (7)(9)	Asset management services	Member interest (100.00% interest)		6/15/2009	170,961	264,941
<b>Consumer Products-Non-durable</b>						
		First lien senior secured revolving loan (\$5,050 par due 12/2014)	6.25% (Libor + 5.00%/M)	4/1/2010	5,050	5,050(2)(25)
					31,321	30,645
		Common stock (455 shares)		10/31/2011	455	992(2)
Insight Pharmaceuticals Corporation (6)	OTC drug products manufacturer	Second lien senior secured loan (\$19,310 par due 8/2017)	13.25% (Libor + 11.75%/Q)	8/26/2011	19,172	19,310(2)(25)
		Class B common stock (155,000 shares)		8/26/2011	6,035	10,713(2)
Matrixx Initiatives, Inc. and Wonder Holdings Acquisition Corp.	Developer and marketer of over-the-counter healthcare products	Warrants to purchase up to 1,654,678 shares of common stock		7/27/2011		334(2)

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						1,501
		First lien senior secured loan (\$81 par due 4/2018)	9.25% (Base Rate + 6.00%/Q)	4/2/2012	81	81(3)(25)
		First lien senior secured loan (\$23 par due 4/2018)	9.25% (Base Rate + 6.00%/Q)	4/2/2012	23	23(4)(25)
PG-ACP Co-Invest, LLC	Supplier of medical uniforms, specialized medical footwear and accessories	Class A membership units (1,000,000 units)		8/29/2012	1,000	1,570(2)
		First lien senior secured loan (\$7,871 par due 3/2020)	10.00% (Base Rate + 6.75%/Q)	3/14/2014	7,871	7,871(2)(25)
		Class A preferred units (50,000 units)		3/14/2014	5,000	5,000(2)
The Step2 Company, LLC	Toy manufacturer	Second lien senior secured loan (\$25,600 par due 4/2015)	10.00%	4/1/2010	25,181	25,600(2)
		Second lien senior secured loan (\$33,290 par due 4/2015)		4/1/2010	30,802	14,238(2)(24)
		Warrants to purchase up to		4/1/2010		

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3,157,895 units						
The Thymes, LLC (7)	Cosmetic products manufacturer	Preferred units (6,283 units)	8.00% PIK	6/21/2007	3,935	3,519
					3,935	11,374
		Senior subordinated loan (\$80,000 par due 2/2017)	11.50%	4/18/2012	77,576	80,000(2)
					87,111	91,194
<b>Restaurants and Food Services</b>						
		First lien senior secured loan (\$10,919 par due 12/2018)	9.25% (Libor + 8.25%/Q)	11/27/2006	10,922	10,919(3)(20)(25)
				12/18/2013	24	(2)
Benihana, Inc.	Restaurant owner and operator	First lien senior secured loan (\$4,900 par due 2/2018)	6.75% (Libor + 5.50%/Q)	8/21/2012	4,900	4,900(4)(25)
		First lien senior secured loan (\$43,367 par due 7/2018)	10.00% (Libor + 8.50%/M)	10/3/2013	43,367	43,367(2)(25)
Hojiej Branded Foods, Inc.	Airport restaurant operator	First lien senior secured revolving loan (\$450 par due 2/2017)	9.00% (Libor + 8.00%/Q)	2/15/2012	450	450(2)(25)(28)

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		Warrants to purchase up to 7.5% of membership interest		2/15/2012		344(2)
					28,193	33,259
		First lien senior secured loan (\$32,698 par due 9/2014)	10.00% (Libor + 8.50%/Q)	4/1/2010	32,698	32,698(2)(25)
		Preferred units (10,000 units)		10/28/2010		(2)
		Class B common units (1,122,452 units)		4/1/2010		(2)
OTG Management, LLC	Airport restaurant operator	First lien senior secured loan (\$6,250 par due 12/2017)	8.75% (Libor + 7.25%/Q)	1/2/2014	6,250	6,250(2)(25)
		First lien senior secured loan (\$11,325 par due 12/2017)	8.75% (Libor + 7.25%/Q)	12/11/2012	11,325	11,325(2)(25)
		Warrants to purchase up to 7.73% of common units		6/19/2008	100	4,229(2)
Performance Food Group, Inc. and Wellspring Distribution Corp	Food service distributor	Second lien senior secured loan (\$39,525 par due	6.25% (Libor + 5.25%/Q)	5/14/2013	39,351	39,675(2)(25)

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11/2019)						
45,654 46,296						
		Common stock (22,401 shares)		12/13/2013	687	870
Restaurant Holding Company, LLC	Fast food restaurant operator	First lien senior secured loan (\$37,500 par due 2/2019)	8.75% (Libor + 7.75%/M)	3/13/2014	37,130	37,500(2)(25)
		Warrants to purchase up to 257,429 shares of common stock		4/1/2010		(2)
293,112 309,410 6.31%						
Cambrios Technologies Corporation	Nanotechnology-based solutions for electronic devices and computers	First lien senior secured loan (\$2,576 par due 8/2015)	12.00%	8/7/2012	2,576	2,576(2)
2,576 2,582						
		First lien senior secured loan (\$23,583 par due 7/2019)	5.50% (Libor + 4.50%/M)	7/1/2013	23,583	23,583(2)(25)
Harvey Tool Company, LLC and Harvey Tool Holding, LLC	Cutting tool provider to the metalworking industry	First lien senior secured revolving facility (\$198 par due 3/2019)	5.75% (Libor + 4.75%/Q)	3/28/2014	198	198(2)(25)
				3/28/2014	750	750(2)

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Class A membership units (750 units)						
Mac Lean-Fogg Company	Provider of intelligent transportation systems products in the traffic and rail industries	Senior subordinated loan (\$100,621 par due 10/2023)	9.50% Cash, 1.50% PIK	10/31/2013	100,621	100,621(2)
		First lien senior secured loan (\$10,000 par due 3/2019)	9.38% (Libor + 8.13%/Q)	6/15/2011	10,000	10,000(4)(25)
NetShape Technologies, Inc.	Metal precision engineered components	First lien senior secured revolving loan (\$784 par due 12/2014)	7.50% (Libor + 6.50%/Q)	4/1/2010	784	784(2)(25)
		Second lien senior secured loan (\$32,000 par due 6/2019)	12.25% (Base Rate + 9.00%/Q)	7/13/2012	32,000	32,640(2)(25)
Protective Industries, Inc. dba Caplugs	Plastic protection products	First lien senior secured loan (\$995 par due 10/2019)	6.75% (Libor + 5.75%/M)	11/30/2012	995	995(2)(25)
					2,293	6,596
SSH Environmental Industries, Inc. and SSH Non-Destructive Testing, Inc.	Magnetic sensors and supporting sensor products	First lien senior secured loan (\$10,568 par due 12/2016)	9.00% (Libor + 7.50%/Q)	3/23/2012	10,436	10,568(2)(25)

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					275,883	279,964	5.72%
ICSH, Inc.	Industrial container manufacturer, reconditioner and servicer	First lien senior secured revolving loan		8/31/2011		(2)(27)	
		First lien senior secured loan (\$61,358 par due 8/2016)	7.00% (Libor + 6.00%/Q)	8/31/2011	61,358	61,358(3)(25)	
					103,744	103,708	
		Common stock (50,000 shares)		12/14/2012	5,000	7,650(2)	
Pregis Corporation, Pregis Intellipack Corp., and Pregis Innovative Packaging Inc.	Provider of a broad range of highly-customized, tailored protective packaging solutions	First lien senior secured loan (\$970 par due 3/2017)	7.75% (Libor + 6.25%/M)	4/25/2012	970	970(2)(25)	
					975	975	
<b>Automotive Services</b>							
		First lien senior secured loan (\$20 par due 3/2017)	7.25% (Base Rate + 4.00%/Q)	12/16/2011	20	20(2)(25)	
		Common stock (25,000 units)		12/16/2011	25	1,376(2)	
Eckler Industries, Inc.	Restoration parts and accessories provider for classic	First lien senior secured revolving loan (\$4,200 par due	8.25% (Base Rate + 5.00%/Q)	7/12/2012	4,200	4,200(2)(25)	



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automobiles		7/2017)				
		First lien senior secured loan (\$7,826 par due 7/2017)	7.25% (Libor + 6.00%/S)	7/12/2012	7,826	7,826(2)(25)
		Series A preferred stock (1,800 shares)		7/12/2012	1,800	1,870(2)
					44,770	44,640
		First lien senior secured loan (\$5,000 par due 6/2017)	10.83%	12/28/2012	4,862	5,000(2)
		Warrant to purchase up to 321,888 shares of Series C Preferred Stock		12/28/2012		43(2)
Service King Paint & Body, LLC	Collision repair site operators	First lien senior secured loan (\$13,968 par due 8/2017)	4.00% (Libor + 3.00%/Q)	8/20/2012	13,968	13,968(2)(25)
		First lien senior secured loan (\$10,000 par due 8/2017)	6.00% (Libor + 5.00%/Q)	8/20/2012	10,000	10,000(3)(16)(25)

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	loan (\$9,593 par due 8/2017)		8/20/2012	5,000	7,140(2)
				157,594	159,734
<b>Retail</b>					
	First lien senior secured loan (\$40,000 par due 5/2018)	8.50%	5/28/2010	40,000	40,000(3)(12)