



Explanatory Note

BlackRock TCP Capital Corp. is filing an amendment (the "Amendment") to its Current Report on Form 8-K filed with the Securities and Exchange Commission on August 2, 2018 (the "Original Filing") solely for the purpose of amending and restating Exhibit 99.3 in its entirety to correct the inadvertent attachment of an incorrect draft of the exhibit. The corrected Exhibit 99.3 supersedes and replaces in its entirety Exhibit 99.3 to the Original Filing.

This Amendment contains only the Cover Page to this Form 8-K/A, this Explanatory Note, Item 9.01, the Signature Page and the corrected Exhibit 99.3. This Amendment speaks as of the original filing date of the Original Filing and does not modify or update in any way disclosures made in the Original Filing other than to correct Exhibit 99.3.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit
Number Description

- | | |
|-------------|---|
| 99.1 | Investment Management Agreement, by and between BlackRock TCP Capital Corp. and Tennenbaum Capital Partners, LLC dated as of August 1, 2018 |
| 99.2 | Certificate of Incorporation of BlackRock TCP Capital Corp., as amended |
| <u>99.3</u> | Amended and Restated Bylaws of BlackRock TCP Capital Corp. |
| 99.4 | Press Release, dated as of August 1, 2018 |
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BLACKROCK TCP CAPITAL CORP.

Date: December 18, 2018

By: /s/ Elizabeth Greenwood

Name: Elizabeth Greenwood

Title: General Counsel and Chief Compliance Officer
