

MONROE CAPITAL Corp  
Form 497AD  
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**Rule 482 ad**

## **Monroe Capital Corporation Announces Closing of Public Offering of**

### **\$69 Million 5.75% Notes Due 2023**

CHICAGO, Ill. – September 12, 2018 – Monroe Capital Corporation (the “Company”) (NASDAQ: MRCC) announced today that it has closed an underwritten public offering of \$69.0 million in aggregate principal amount of its 5.75% Notes due 2023 (including \$9.0 million in aggregate principal amount of its 5.75% Notes due 2023 sold pursuant to the exercise in full by the underwriters of their over-allotment option) (the “Notes”), which resulted in net proceeds to the Company of approximately \$66.4 million based on a public offering price of 100% of the aggregate principal amount of the Notes, after deducting payment of underwriting discounts and commissions and estimated offering expenses payable by the Company.

The Notes will mature on October 31, 2023, and may be redeemed in whole or in part at any time, or from time to time, at the Company’s option on or after October 31, 2020. The Notes will bear interest at a rate of 5.75% per year, payable quarterly on January 31, April 30, July 31 and October 31 of each year, beginning on October 31, 2018.

The Company has submitted an application for the Notes to be listed and trade on The Nasdaq Global Select Market under the trading symbol “MRCCL.” If approved for listing, the Company expects the Notes to begin trading within 30 days from the original issue date.

The Company has received a private rating of “A-” from Egan-Jones Ratings Company, an independent, unaffiliated rating agency.

The Company intends to use the net proceeds of the offering to invest in portfolio companies in accordance with its investment objectives and for other general corporate purposes, including payments of operating expenses. The

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Company also intends to use a portion of the net proceeds from the offering to repay outstanding indebtedness under its revolving credit facility. As of August 31, 2018, the Company had \$114.4 million of indebtedness outstanding under the credit facility.

Ladenburg Thalmann & Co. Inc., a subsidiary of Ladenburg Thalmann Financial Services Inc. (NYSE American: LTS), BB&T Capital Markets, a division of BB&T Securities, LLC, and Janney Montgomery Scott LLC acted as book-running managers for the offering. B. Riley FBR, Inc., Oppenheimer & Co. and William Blair acted as lead managers for the offering. National Securities Corporation, a wholly owned subsidiary of National Holdings Corporation (NASDAQ: NHLD), and Wedbush Securities Inc. acted as co-managers for the offering.

**Investors are advised to carefully consider the investment objective, risks, charges and expenses of the Company before investing. The prospectus supplement dated September 5, 2018, and the accompanying prospectus dated June 1, 2018, each of which has been filed with the Securities and Exchange Commission, contain a description of these matters and other important information about the Company and should be read carefully before investing.**

**A shelf registration statement relating to these securities is on file with and has been declared effective by the Securities and Exchange Commission. The offering was made only by means of a prospectus and a related prospectus supplement, copies of which may be obtained from: Ladenburg Thalmann & Co. Inc., 277 Park Avenue, 26th Floor, New York, New York 10172, or: 1-800-573-2541, or: [prospectus@ladenburg.com](mailto:prospectus@ladenburg.com).**

#### **ABOUT MONROE CAPITAL CORPORATION**

Monroe Capital Corporation is a publicly-traded specialty finance company that principally invests in senior, unitranche and junior secured debt and, to a lesser extent, unsecured debt and equity investments in middle-market companies. The Company's investment objective is to maximize the total return to its stockholders in the form of current income and capital appreciation. The Company's investment activities are managed by its investment adviser, Monroe Capital BDC Advisors, LLC, which is an investment adviser registered under the Investment Advisers Act of 1940, as amended, and an affiliate of Monroe Capital LLC. To learn more about Monroe Capital Corporation, visit [www.monroebdc.com](http://www.monroebdc.com).

#### **ABOUT MONROE CAPITAL LLC**

Monroe Capital LLC ("Monroe") is a private credit asset management firm specializing in direct lending and opportunistic private credit investing. Since 2004, the firm has provided private credit solutions to borrowers in the U.S. and Canada. Monroe's middle market lending platform provides senior and junior debt financing to businesses, special situation borrowers, and private equity sponsors. Investment types include unitranche financings; cash flow, asset based and enterprise value based loans; and equity co-investments. Monroe is committed to being a value-added and user-friendly partner to business owners, senior management, and private equity and independent sponsors. The firm is headquartered in Chicago and maintains offices in Atlanta, Boston, Dallas, Los Angeles, New York, and San Francisco.

Monroe has been recognized by Creditflux as the 2018 Best U.S. Direct Lending Fund; Private Debt Investor as the 2017 Lower Mid-Market Lender of the Year; Global M&A Network as the 2017 Small Middle Markets Lender of the Year; M&A Advisor as the 2016 Lender Firm of the Year; and the U.S. Small Business Administration as the 2015 Small Business Investment Company (SBIC) of the Year. For more information, please visit [www.monroecap.com](http://www.monroecap.com).

**FORWARD-LOOKING STATEMENTS**

This press release may contain certain forward-looking statements. Any such statements, other than statements of historical fact, are likely to be affected by other unknowable future events and conditions, including elements of the future that are or are not under the Company's control, and that the Company may or may not have considered; accordingly, such statements cannot be guarantees or assurances of any aspect of future performance. Actual developments and results are highly likely to vary materially from these estimates and projections of the future. Such statements speak only as of the time when made, and the Company undertakes no obligation to update any such statement now or in the future.

SOURCE: Monroe Capital Corporation

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