

ARES CAPITAL CORP  
Form 10-Q  
August 04, 2015  
[Table of Contents](#)

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q**

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

For the quarterly period ended June 30, 2015

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**

(Exact name of Registrant as specified in its charter)

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**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.

Class	Outstanding at August 4, 2015
Common stock, \$0.001 par value	314,468,685

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Table of Contents

**ARES CAPITAL CORPORATION**

**INDEX**

**Part I. Financial Information**

Item 1.	Financial Statements	
	<u>Consolidated Balance Sheet as of June 30, 2015 (unaudited) and December 31, 2014</u>	3
	<u>Consolidated Statement of Operations for the three and six months ended June 30, 2015 and 2014 (unaudited)</u>	4
	<u>Consolidated Schedule of Investments as of June 30, 2015 (unaudited) and December 31, 2014</u>	5
	<u>Consolidated Statement of Stockholders' Equity for the six months ended June 30, 2015 and 2014 (unaudited)</u>	50
	<u>Consolidated Statement of Cash Flows for the six months ended June 30, 2015 and 2014 (unaudited)</u>	51
	<u>Notes to Consolidated Financial Statements (unaudited)</u>	52
Item 2.	<u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	83
Item 3.	<u>Quantitative and Qualitative Disclosures About Market Risk</u>	111
Item 4.	<u>Controls and Procedures</u>	112
<b>Part II. Other Information</b>		
Item 1.	<u>Legal Proceedings</u>	112
Item 1A.	<u>Risk Factors</u>	112
Item 2.	<u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	113
Item 3.	<u>Defaults Upon Senior Securities</u>	113
Item 4.	<u>Mine Safety Disclosures</u>	113
Item 5.	<u>Other Information</u>	113
Item 6.	<u>Exhibits</u>	113

Table of Contents**ARES CAPITAL CORPORATION AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEET**

(in thousands, except per share data)

	June 30, 2015 (unaudited)	As of	December 31, 2014
<b>ASSETS</b>			
Investments at fair value			
Non-controlled/non-affiliate company investments	\$ 5,671,380	\$	6,270,075
Non-controlled affiliate company investments	293,367		228,716
Controlled affiliate company investments	2,608,648		2,529,588
Total investments at fair value (amortized cost of \$8,452,913 and \$8,875,095, respectively)	8,573,395		9,028,379
Cash and cash equivalents	299,079		194,555
Interest receivable	138,738		160,981
Receivable for open trades	3,966		859
Other assets	109,683		112,999
Total assets	\$ 9,124,861	\$	9,497,773
<b>LIABILITIES</b>			
Debt	\$ 3,582,199	\$	3,924,482
Base management fees payable	33,021		34,497
Income based fees payable	28,949		33,070
Capital gains incentive fees payable	72,448		92,979
Accounts payable and other liabilities	67,073		81,892
Interest and facility fees payable	58,350		46,974
Payable for open trades	380		164
Total liabilities	3,842,420		4,214,058
Commitments and contingencies (Note 7)			
<b>STOCKHOLDERS EQUITY</b>			
Common stock, par value \$0.001 per share, 500,000 common shares authorized; 314,469 and 314,108 common shares issued and outstanding, respectively	314		314
Capital in excess of par value	5,334,249		5,328,057
Accumulated overdistributed net investment income	(57,230)		(32,846)
Accumulated net realized loss on investments, foreign currency transactions, extinguishment of debt and other assets	(114,505)		(166,668)
Net unrealized gains on investments and foreign currency transactions	119,613		154,858
Total stockholders equity	5,282,441		5,283,715
Total liabilities and stockholders equity	\$ 9,124,861	\$	9,497,773
<b>NET ASSETS PER SHARE</b>	\$ 16.80	\$	16.82

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)****(unaudited)**

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
<b>INVESTMENT INCOME:</b>				
From non-controlled/non-affiliate company investments:				
Interest income from investments	\$ 122,616	\$ 100,780	\$ 247,443	\$ 200,211
Capital structuring service fees	8,762	12,371	21,527	26,694
Dividend income	4,081	5,601	7,912	13,577
Other income	3,606	2,854	6,100	9,902
Total investment income from non-controlled/non-affiliate company investments	139,065	121,606	282,982	250,384
From non-controlled affiliate company investments:				
Interest income from investments	4,724	3,295	7,319	6,195
Capital structuring service fees	2,205		2,205	650
Dividend income	744	826	1,369	3,498
Other income	68	76	130	403
Total investment income from non-controlled affiliate company investments	7,741	4,197	11,023	10,746
From controlled affiliate company investments:				
Interest income from investments	73,932	72,075	145,166	143,268
Capital structuring service fees	12,115	9,361	19,531	15,286
Dividend income	10,000	10,322	30,099	30,400
Management and other fees	6,235	6,078	12,273	12,030
Other income	391	1,288	1,652	2,532
Total investment income from controlled affiliate company investments	102,673	99,124	208,721	203,516
Total investment income	249,479	224,927	502,726	464,646
<b>EXPENSES:</b>				
Interest and credit facility fees	56,421	53,151	114,996	105,644
Base management fees	33,021	30,731	66,937	60,815
Income based fees	28,949	25,540	58,314	53,858
Capital gain incentive fees	7,682	10,168	3,462	11,103
Administrative fees	3,514	2,813	6,970	6,556
Other general and administrative	8,773	7,610	15,726	14,040
Total expenses	138,360	130,013	266,405	252,016
<b>NET INVESTMENT INCOME BEFORE INCOME TAXES</b>				
Income tax expense, including excise tax	111,119	94,914	236,321	212,630
NET INVESTMENT INCOME	2,616	2,923	6,141	8,303
<b>REALIZED AND UNREALIZED GAINS (LOSSES) ON INVESTMENTS AND FOREIGN CURRENCY TRANSACTIONS:</b>				
Net realized gains (losses):	24,910	519	51,804	10,667

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Non-controlled/non-affiliate company investments				
Non-controlled affiliate company investments			333	38
Controlled affiliate company investments		(47,956)		(46,188)
Foreign currency transactions	(662)	(1,080)	3,865	(917)
Net realized gains (losses)	24,248	(48,517)	56,002	(36,400)
Net unrealized gains (losses):				
Non-controlled/non-affiliate company investments				
Non-controlled affiliate company investments	10,683	13,031	(23,728)	9,786
Controlled affiliate company investments	10,812	31,955	16,396	47,046
Foreign currency transactions	(7,752)	54,630	(26,615)	35,410
Net unrealized gains (losses)	28	(259)	(1,298)	(274)
Net realized and unrealized gains (losses) from investments and foreign currency transactions	13,771	99,357	(35,245)	91,968
REALIZED LOSSES ON EXTINGUISHMENT OF DEBT			(3,839)	(72)
NET INCREASE IN STOCKHOLDERS EQUITY RESULTING FROM OPERATIONS				
BASIC AND DILUTED EARNINGS PER COMMON SHARE (see Note 10)	\$ 146,522	\$ 142,831	\$ 247,098	\$ 259,823
WEIGHTED AVERAGE SHARES OF COMMON STOCK OUTSTANDING (see Note 10)				
	314,469	298,270	314,289	298,122

See accompanying notes to consolidated financial statements.

Table of Contents**ARES CAPITAL CORPORATION AND SUBSIDIARIES****CONSOLIDATED SCHEDULE OF INVESTMENTS**

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
<b>Investment Funds and Vehicles</b>							
CIC Flex, LP (10)	Investment partnership	Limited partnership units (0.94 units)		9/7/2007	\$	\$ 248(2)	
Covestia Capital Partners, LP (10)	Investment partnership	Limited partnership interest (47.00% interest)		6/17/2008	487	1,863(2)	
HCI Equity, LLC (8)(9)(10)	Investment company	Member interest (100.00% interest)		4/1/2010		128	
Imperial Capital Private Opportunities, LP (10)(29)	Investment partnership	Limited partnership interest (80.00% interest)		5/10/2007	4,214	20,380(2)	
Partnership Capital Growth Fund I, L.P. (10)	Investment partnership	Limited partnership interest (25.00% interest)		6/16/2006		873(2)	
Partnership Capital Growth Investors III, L.P. (10)(29)	Investment partnership	Limited partnership interest (2.50% interest)		10/5/2011	2,722	2,861(2)	
PCG-Ares Sidecar Investment, L.P. (10)(29)	Investment partnership	Limited partnership interest (100.00% interest)		5/22/2014	6,500	8,042(2)	
PCG-Ares Sidecar Investment II, L.P. (10)(29)	Investment partnership	Limited partnership interest (100.00% interest)		10/31/2014	2,147	1,279(2)	
Piper Jaffray Merchant Banking Fund I, L.P. (10)(29)	Investment partnership	Limited partnership interest (2.00% interest)		8/16/2012	1,240	1,342(2)	
Senior Secured Loan Fund LLC (8)(11)(30)	Co-investment vehicle	Subordinated certificates (\$2,089,348 par due 12/2024)	8.27% (Libor + 8.00%/M)(24)	10/30/2009	2,089,348	2,099,796	
		Member interest (87.50% interest)		10/30/2009			
					2,089,348	2,099,796	
VSC Investors LLC (10)	Investment company	Membership interest (1.95% interest)		1/24/2008	879	1,661(2)	
					2,107,537	2,138,473	40.48%
<b>Healthcare Services</b>							
Alegeus Technologies Holdings Corp.	Benefits administration and transaction processing provider	Preferred stock (2,997 shares)		12/13/2013	3,087	1,913	
		Common stock (3 shares)		12/13/2013	3		



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American Academy Holdings, LLC	Provider of education, training, certification, networking, and consulting services to medical coders and other healthcare professionals	First lien senior secured loan (\$8,810 par due 6/2019)	7.00% (Libor + 6.00%/Q)	6/27/2014	3,090 8,810	1,913 8,810(2)(20)(23)
		First lien senior secured loan (\$52,039 par due 6/2019)	7.00% (Libor + 6.00%/Q)	6/27/2014	52,039	52,039(3)(20)(23)
		First lien senior secured loan (\$3,540 par due 6/2019)	4.00% (Libor + 3.00%/Q)	6/27/2014	3,540	3,540(4)(23)
AwarePoint Corporation	Healthcare technology platform developer	First lien senior secured loan (\$10,000 par due 6/2018)	9.50%	9/5/2014	64,389 9,920	64,389 9,900(2)
		Warrant to purchase up to 3,213,367 shares of Series 1 preferred stock		11/14/2014		609(2)
AxelaCare Holdings, Inc. and AxelaCare Investment Holdings, L.P.	Provider of home infusion services	Preferred units (8,664,072 units)		4/12/2013	9,920 866	10,509 726(2)
		Common units (87,514 units)		4/12/2013	17	7(2)
California Forensic Medical Group, Incorporated (28)	Correctional facility healthcare operator	First lien senior secured loan (\$44,707 par due 11/2018)	9.25% (Libor + 8.00%/Q)	11/16/2012	883 44,707	733 44,707(3)(23)

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Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
CCS Intermediate Holdings, LLC and CCS Group Holdings, LLC (28)	Correctional facility healthcare operator	First lien senior secured revolving loan (\$2,625 par due 7/2019)	6.25% (Base Rate + 3.00%/Q)	7/23/2014	2,625	2,572(2)(23)	
		First lien senior secured loan (\$6,685 par due 7/2021)	5.00% (Libor + 4.00%/Q)	7/23/2014	6,657	6,551(2)(23)	
		Second lien senior secured loan (\$135,000 par due 7/2022)	9.38% (Libor + 8.38%/Q)	7/23/2014	133,805	129,600(2)(23)	
		Class A units (601,937 units)		8/19/2010		1,023(2)	
					143,087	139,746	
DNAnexus, Inc.	Bioinformatics company	First lien senior secured loan (\$10,500 par due 10/2018)	9.25% (Libor + 8.25%/M)	3/21/2014	10,151	10,500(2)(23)	
		Warrant to purchase up to 909,092 units of Series C preferred stock		3/21/2014		347(2)	
					10,151	10,847	
Global Healthcare Exchange, LLC and GHX Ultimate Parent Corp. (28)	On-demand supply chain automation solutions provider	First lien senior secured loan (\$220,118 par due 3/2020)	8.50% (Libor + 7.50%/Q)	3/11/2014	218,762	220,118(2)(23)	
		First lien senior secured loan (\$9,975 par due 3/2020)	8.50% (Libor + 7.50%/Q)	3/11/2014	9,873	9,975(4)(23)	
		Class A common stock (2,991 shares)		3/11/2014	2,991	2,991(2)	
		Class B common stock (980 shares)		3/11/2014	30	3,027(2)	
					231,656	236,111	
Greenphire, Inc. and RMCF III CIV XXIX, L.P (28)	Software provider for clinical trial management	First lien senior secured loan (\$4,000 par due 12/2018)	9.00% (Libor + 8.00%/M)	12/19/2014	4,000	4,000(2)(23)	
		Limited partnership interest (99.90% interest)		12/19/2014	999	999(2)	
					4,999	4,999	
INC Research Mezzanine Co-Invest, LLC	Pharmaceutical and biotechnology consulting services	Common units (1,410,000 units)		9/27/2010	255	4,994(2)	
Intermedix Corporation	Revenue cycle management provider to the emergency healthcare industry	Second lien senior secured loan (\$112,000 par due 6/2020)	9.25% (Libor + 8.25%/Q)	12/27/2012	112,000	110,880(2)(23)	
				9/27/2013	660	1,610(2)	

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LM Acquisition Holdings, LLC (9)	Developer and manufacturer of medical equipment	Class A units (426 units)				
MC Acquisition Holdings I, LLC	Healthcare professional provider	Class A units (1,338,314 shares)		1/17/2014	1,338	1,756(2)
Monte Nido Holdings, LLC	Outpatient eating disorder treatment provider	First lien senior secured loan (\$44,750 par due 12/2019)	8.50% (Libor + 7.50%/Q)	12/20/2013	44,750	44,302(3)(16)(23)
MW Dental Holding Corp. (28)	Dental services provider	First lien senior secured revolving loan (\$2,000 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	2,000	2,000(2)(23)
		First lien senior secured loan (\$13,094 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	13,094	13,094(2)(23)
		First lien senior secured loan (\$24,358 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	24,358	24,358(2)(23)
		First lien senior secured loan (\$47,990 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	47,990	47,990(3)(23)
		First lien senior secured loan (\$19,846 par due 4/2017)	8.50% (Libor + 7.00%/M)	4/12/2011	19,846	19,846(4)(23)
					107,288	107,288
My Health Direct, Inc. (28)	Healthcare scheduling exchange software solution provider	First lien senior secured loan (\$3,000 par due 1/2018)	10.75%	9/18/2014	2,924	3,000(2)
		Warrant to purchase up to 4,548 shares of Series D preferred stock		9/18/2014	39	39(2)
					2,963	3,039
Napa Management Services Corporation	Anesthesia management services provider	First lien senior secured loan (\$36,734 par due 2/2019)	9.61% (Libor + 8.61%/Q)	4/15/2011	36,734	36,734(2)(23)
		First lien senior secured loan (\$33,266 par due 2/2019)	9.61% (Libor + 8.61%/Q)	4/15/2011	33,221	33,266(3)(23)
		Common units (5,345 units)		4/15/2011	5,764	12,558(2)
					75,719	82,558
Netsmart Technologies, Inc. and NS Holdings, Inc.	Healthcare technology provider	Second lien senior secured loan (\$90,000 par due 8/2019)	10.50% (Libor + 9.50%/Q)	2/27/2015	90,000	90,000(2)(23)

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Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
		Common stock (2,500,000 shares)		6/21/2010	760	2,970(2)	
					90,760	92,970	
New Trident Holdcorp, Inc.	Outsourced mobile diagnostic healthcare service provider	Second lien senior secured loan (\$80,000 par due 7/2020)	10.25% (Libor + 9.00%/Q)	8/6/2013	78,785	76,000(2)(23)	
Nodality, Inc.	Biotechnology company	First lien senior secured loan (\$7,680 par due 2/2018)	8.90%	4/25/2014	7,494	7,680(2)	
		First lien senior secured loan (\$3,000 par due 8/2018)	8.90%	4/25/2014	2,916	3,000(2)	
		Warrant to purchase up to 164,179 shares of Series B preferred stock		4/25/2014		41(2)	
					10,410	10,721	
OmniSYS Acquisition Corporation, OmniSYS, LLC, and OSYS Holdings, LLC (28)	Provider of technology-enabled solutions to pharmacies	First lien senior secured loan (\$19,456 par due 11/2018)	8.50% (Libor + 7.50%/Q)	11/21/2013	19,456	19,456(2)(23)	
		Limited liability company membership interest (1.57)%		11/21/2013	1,000	1,238(2)	
					20,456	20,694	
PerfectServe, Inc. (28)	Communications software platform provider for hospitals and physician practices	First lien senior secured revolving loan (\$1,500 par due 6/2016)	7.50%	12/26/2013	1,500	1,500(2)	
		First lien senior secured loan (\$2,408 par due 10/2017)	10.00%	12/26/2013	2,392	2,408(2)	
		First lien senior secured loan (\$2,855 par due 4/2017)	10.00%	12/26/2013	2,840	2,855(2)	
		Warrant to purchase up to 34,113 units of Series C preferred stock		12/26/2013		106(2)	
					6,732	6,869	
PhyMED Management LLC	Provider of anesthesia services	First lien senior secured loan (\$9,950 par due 11/2020)	5.25% (Libor + 4.25%/M)	11/18/2014	9,887	9,950(2)(23)	
Physiotherapy Associates Holdings, Inc.	Physical therapy provider	Class A common stock (100,000 shares)		12/31/2013	3,090	4,665	
				2/3/2011	4,670	1,043(2)	

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POS I Corp. (fka Vantage Oncology, Inc.)	Radiation oncology care provider	Common stock (62,157 shares)					
Press Ganey Holdings, Inc.	Provider of patient surveys, management reports and national databases for the integrated healthcare delivery system	Common stock (47,987 shares)		5/27/2015	292	1,381(2)	
Reed Group Holdings, LLC	Medical disability management services provider	Equity interests		4/1/2010		(2)	
Respicardia, Inc.	Developer of implantable therapies to improve cardiovascular health	Warrant to purchase up to 99,094 shares of Series C preferred stock		6/28/2012	38	28(2)	
Sage Products Holdings III, LLC	Patient infection control and preventive care solutions provider	Second lien senior secured loan (\$108,679 par due 6/2020)	9.25% (Libor + 8.00%/Q)	12/13/2012	108,494	108,679(2)(23)	
Sarnova HC, LLC, Tri-Anim Health Services, Inc., and BEMS Holdings, LLC	Distributor of emergency medical service and respiratory products	Second lien senior secured loan (\$60,000 par due 9/2018)	8.75% (Libor + 8.00%/M)	6/30/2014	60,000	60,000(2)(23)	
SurgiQuest, Inc.	Medical device company	Warrant to purchase up to 54,672 shares of Series D-4 convertible preferred stock		9/28/2012		(2)	
Transaction Data Systems, Inc.	Pharmacy management software provider	Second lien senior secured loan (\$27,500 par due 6/2022)	9.25% (Libor + 8.25%/M)	6/15/2015	27,500	27,500(2)(23)	
U.S. Anesthesia Partners, Inc.	Anesthesiology service provider	Second lien senior secured loan (\$50,000 par due 9/2020)	9.00% (Libor + 8.00%/Q)	9/24/2014	50,000	50,000(2)(23)	
Urgent Cares of America Holdings I, LLC	Operator of urgent care clinics	Preferred units (6,000,000 units)		6/11/2015	6,000	6,000(2)	
		Series A common units (2,000,000 units)		6/11/2015	2,000	1,830(2)	
		Series C common units (800,507 units)		6/11/2015		612(2)	
					8,000	8,442	
Young Innovations, Inc.	Dental supplies and equipment manufacturer	Second lien senior secured loan (\$45,000 par due 7/2019)	9.00% (Libor + 8.00%/Q)	5/30/2014	45,000	45,000(2)(23)	
					1,381,969	1,394,323	26.40%

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Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
<b>Other Services</b>							
American Residential Services L.L.C.	Heating, ventilation and air conditioning services provider	Second lien senior secured loan (\$50,000 par due 12/2021)	9.00% (Libor + 8.00%/Q)	6/30/2014	49,567	50,000(2)(23)	
Community Education Centers, Inc. and CEC Parent Holdings LLC (8)	Offender re-entry and in-prison treatment services provider	First lien senior secured loan (\$13,657 par due 12/2017)	6.25% (Libor + 5.25%/Q)	12/10/2010	13,657	13,657(2)(13)(23)	
		First lien senior secured loan (\$629 par due 12/2017)	7.50% (Base Rate + 4.25%/Q)	12/10/2010	629	629(2)(13)(23)	
		Second lien senior secured loan (\$21,985 par due 6/2018)	15.28% (Libor + 15.00%/Q)	12/10/2010	21,895	21,895(2)	
		Class A senior preferred units (7,846 units)		3/27/2015	9,384	8,445(2)	
		Class A junior preferred units (26,154 units)		3/27/2015	19,833	12,437(2)	
		Class A common units (134 units)		3/27/2015		(2)	
					65,398	57,063	
Competitor Group, Inc. and Calera XVI, LLC (28)	Endurance sports media and event operator	First lien senior secured revolving loan (\$3,750 par due 11/2018)	9.00% (Libor + 7.75%/Q)	11/30/2012	3,750	3,375(2)(23)	
		First lien senior secured loan (\$24,506 par due 11/2018)	10.50% (Libor + 7.75% Cash, 1.50% PIK /Q)	11/30/2012	24,506	22,055(2)(23)	
		First lien senior secured loan (\$30,007 par due 11/2018)	10.50% (Libor + 7.75% Cash, 1.50% PIK /Q)	11/30/2012	30,007	27,006(3)(23)	
		Membership units (2,500,000 units)		11/30/2012	2,523	198(2)(10)	
					60,786	52,634	
Crown Health Care Laundry Services, Inc. and Crown Laundry Holdings, LLC (7)(28)	Provider of outsourced healthcare linen management solutions	First lien senior secured revolving loan		3/13/2014		(2)(25)	
		First lien senior secured loan (\$24,194 par due 3/2019)	7.75% (Libor + 6.50%/Q)	3/13/2014	24,194	24,194(2)(23)	
		Class A preferred units (2,475,000 units)		3/13/2014	2,475	3,592(2)	

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		Class B common units (275,000 units)		3/13/2014	275	399(2)
					26,944	28,185
Dwyer Acquisition Parent, Inc. and TDG Group Holding Company	Operator of multiple franchise concepts primarily related to home maintenance or repairs	Senior subordinated loan (\$52,670 par due 2/2020)	11.00%	8/15/2014	52,670	52,670(2)
		Senior subordinated loan (\$31,500 par due 2/2020)	11.00%	6/12/2015	31,500	31,500(2)
		Common stock (32,843 shares)		8/15/2014	3,378	3,797(2)
					87,548	87,967
Massage Envy, LLC (28)	Franchisor in the massage industry	First lien senior secured loan (\$8,017 par due 9/2018)	8.50% (Libor + 7.25%/Q)	9/27/2012	8,017	8,017(2)(23)
		First lien senior secured loan (\$46,434 par due 9/2018)	8.50% (Libor + 7.25%/Q)	9/27/2012	46,434	46,434(3)(23)
		First lien senior secured loan (\$19,469 par due 9/2018)	8.50% (Libor + 7.25%/Q)	9/27/2012	19,469	19,469(4)(23)
		Common stock (3,000,000 shares)		9/27/2012	3,000	4,742
					76,920	78,662
McKenzie Sports Products, LLC (28)	Designer, manufacturer and distributor of hunting-related supplies	First lien senior secured loan (\$84,500 par due 9/2020)	6.75% (Libor + 5.75%/M)	9/18/2014	84,500	84,500(2)(14)(23)
OpenSky Project, Inc.	Social commerce platform operator	First lien senior secured loan (\$2,700 par due 9/2017)	15.00%	6/4/2014	2,671	2,565(2)
		First lien senior secured loan (\$200 par due 9/2017)	17.50%	6/4/2014	198	190(2)
		Warrant to purchase up to 159,496 shares of Series D preferred stock		6/29/2015	48	(2)
					2,917	2,755
PODS, LLC	Storage and warehousing	Second lien senior secured loan (\$17,500 par due 2/2023)	9.25% (Libor + 8.25%/Q)	2/2/2015	17,332	17,500(2)(23)
Spin HoldCo Inc.	Laundry service and equipment provider	Second lien senior secured loan (\$140,000 par due 5/2020)	8.00% (Libor + 7.00%/M)	5/14/2013	140,000	138,600(2)(23)
Surface Dive, Inc.	SCUBA diver training and certification provider	Second lien senior secured loan (\$72,000 par due 1/2022)	10.25% (Libor + 9.25%/Q)	1/29/2015	71,580	72,000(2)(23)

Edgar Filing: ARES CAPITAL CORP - Form 10-Q

Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
TWH Water Treatment Industries, Inc., TWH Filtration Industries, Inc. and TWH Infrastructure Industries, Inc. (28)	Wastewater infrastructure repair, treatment and filtration holding company	First lien senior secured loan (\$2,240 par due 10/2019)	10.25% (Libor + 9.25%/Q)	10/10/2014	2,240	2,240(2)(23)	
		First lien senior secured loan (\$36,400 par due 10/2019)	10.25% (Libor + 9.25%/Q)	10/10/2014	36,400	36,400(3)(23)	
					38,640	38,640	
United Road Towing, Inc.	Towing company	Warrant to purchase up to 607 shares		4/1/2010			
Wash Multifamily Acquisition Inc. and Coinmatic Canada Inc.	Laundry service and equipment provider	Second lien senior secured loan (\$3,726 par due 5/2023)	8.00% (Libor + 7.00%/M)	5/14/2015	3,652	3,726(2)(23)	
		Second lien senior secured loan (\$21,274 par due 5/2023)	8.00% (Libor + 7.00%/M)	5/14/2015	20,853	21,274(2)(23)	
					24,505	25,000	
					746,637	733,506	13.89%
<b>Consumer Products</b>							
Feradyne Outdoors, LLC and Bowhunter Holdings, LLC	Provider of branded archery and bowhunting accessories	First lien senior secured loan (\$13,500 par due 3/2019)	4.00% (Libor + 3.00%/Q)	4/24/2014	13,500	13,500(2)(23)	
		First lien senior secured loan (\$25,500 par due 3/2019)	6.55% (Libor + 5.55%/Q)	4/24/2014	25,500	25,500(2)(19)(23)	
		First lien senior secured loan (\$6,742 par due 3/2019)	4.00% (Libor + 3.00%/Q)	4/24/2014	6,742	6,742(2)(23)	
		First lien senior secured loan (\$50,100 par due 3/2019)	6.55% (Libor + 5.55%/Q)	4/24/2014	50,100	50,100(2)(19)(23)	
		Common units (373 units)		4/24/2014	3,733	4,228(2)	
					99,575	100,070	
Implus Footcare, LLC	Provider of footwear and other accessories	First lien senior secured loan (\$20,000 par due 4/2021)	7.00% (Libor + 6.00%/Q)	4/30/2015	19,888	20,000(2)(23)	
Indra Holdings Corp.	Designer, marketer, and distributor of rain and cold weather products	Second lien senior secured loan (\$80,000 par due 11/2021)	8.50% (Libor + 7.50%/Q)	5/1/2014	78,900	76,800(2)(23)	
Matrixx Initiatives, Inc. and Wonder Holdings Acquisition Corp.	Developer and marketer of OTC healthcare products	Warrant to purchase up to 1,489 shares of preferred stock		7/27/2011		1,289(2)	



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		Warrant to purchase up to 1,654,678 shares of common stock		7/27/2011		86(2)
						1,375
Oak Parent, Inc.	Manufacturer of athletic apparel	First lien senior secured loan (\$2,631 par due 4/2018)	7.50% (Libor + 7.00%/Q)	4/2/2012	2,627	2,631(3)(23)
		First lien senior secured loan (\$8,377 par due 4/2018)	7.50% (Libor + 7.00%/Q)	4/2/2012	8,358	8,377(4)(23)
					10,985	11,008
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	1,388(2)
Plantation Products, LLC, Seed Holdings, Inc. and Flora Parent, Inc.	Provider of branded lawn and garden products	Second lien senior secured loan (\$66,000 par due 6/2021)	9.94% (Libor + 8.94%/Q)	12/23/2014	65,651	66,000(2)(23)
		Common stock (30,000 shares)		12/23/2014	3,000	3,773(2)
					68,651	69,773
Shock Doctor, Inc. and Shock Doctor Holdings, LLC (7)	Developer, marketer and distributor of sports protection equipment and accessories	Second lien senior secured loan (\$75,000 par due 10/2021)	11.50% (Libor + 10.50%/Q)	4/22/2015	75,000	75,000(2)(23)
		Class A preferred units (50,000 units)		3/14/2014	5,000	5,350(2)
		Class C preferred units (50,000 units)		4/22/2015	5,000	5,350(2)
					85,000	85,700
The Hygenic Corporation	Designer, manufacturer and marketer of branded wellness products	Second lien senior secured loan (\$70,000 par due 4/2021)	9.75% (Libor + 8.75%/Q)	2/27/2015	70,000	70,000(2)(23)
The Step2 Company, LLC (8)	Toy manufacturer	Second lien senior secured loan (\$27,583 par due 9/2019)	10.00%	4/1/2010	27,473	27,583(2)
		Second lien senior secured loan (\$4,500 par due 9/2019)	10.00%	3/13/2014	4,500	4,500(2)

Edgar Filing: ARES CAPITAL CORP - Form 10-Q

Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
		Second lien senior secured loan (\$40,082 par due 9/2019)		4/1/2010	30,802	12,005(2)(22)	
		Common units (1,116,879 units)		4/1/2011	24		
		Class B common units (126,278,000 units)		10/30/2014		(2)	
		Warrant to purchase up to 3,157,895 units		4/1/2010			
					62,799	44,088	
Varsity Brands Holding Co., Inc., Hercules Achievement, Inc., Hercules Achievement Holdings, Inc. and Hercules VB Holdings, Inc.	Leading manufacturer and distributor of textiles, apparel & luxury goods	Second lien senior secured loan (\$91,697 par due 12/2022)	9.75% (Libor + 8.75%/Q)	12/11/2014	90,843	91,697(2)(23)	
		Second lien senior secured loan (\$55,576 par due 12/2022)	9.75% (Libor + 8.75%/Q)	12/11/2014	55,056	55,576(2)(23)	
		Common stock (3,353,371 shares)		12/11/2014	4,147	4,906(2)	
		Common stock (3,353,371 shares)		12/11/2014	3,353	3,967(2)	
					153,399	156,146	
					650,197	636,348	12.05%
<b>Business Services</b>							
2329497 Ontario Inc. (9)	Outsourced data center infrastructure and related services provider	Second lien senior secured loan (\$42,480 par due 6/2019)	10.50% (Libor + 9.25%/M)	12/13/2013	43,211	31,705(2)(23)	
BlackArrow, Inc.	Advertising and data solutions software platform provider	First lien senior secured loan (\$6,545 par due 9/2017)	9.25%	3/13/2014	6,402	6,545(2)	
		Warrant to purchase up to 517,386 units of Series C preferred stock		3/13/2014		(2)	
					6,402	6,545	
Brandtone Holdings Limited (9)(28)	Mobile communications and marketing services provider	First lien senior secured loan (\$5,674 par due 11/2018)	9.50% (Libor + 8.50%/M)	5/11/2015	5,508	5,674(2)(23)	
		Warrant to purchase up to 115,002 units of Series Three participating convertible		5/11/2015		1(2)	

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		preferred ordinary shares				
					5,508	5,675
CallMiner, Inc.	Provider of cloud-based conversational analytics solutions	First lien senior secured loan (\$4,000 par due 5/2018)	10.00%	7/23/2014	3,977	4,000(2)
		First lien senior secured loan (\$2,000 par due 9/2018)	10.00%	7/23/2014	1,988	2,000(2)
		Warrant to purchase up to 2,350,636 shares of Series 1 preferred stock		7/23/2014		(2)
					5,965	6,000
Cast & Crew Payroll, LLC and Centerstage Co-Investors, L.L.C. (7)	Payroll and accounting services provider to the entertainment industry	First lien senior secured loan (\$45,069 par due 10/2019)	7.00% (Libor + 6.00%/Q)	12/24/2012	45,069	45,069(2)(18)(23)
		First lien senior secured loan (\$41,813 par due 10/2019)	7.00% (Libor + 6.00%/Q)	12/24/2012	41,813	41,813(3)(18)(23)
		Class A membership units (2,500,000 units)		12/24/2012	57	14,687(2)
		Class B membership units (2,500,000 units)		12/24/2012	57	14,687(2)
					86,996	116,256
CIBT Investment Holdings, LLC	Expedited travel document processing services	Class A shares (2,500 shares)		12/15/2011	2,500	4,411(2)
Command Alkon, Incorporated and CA Note Issuer, LLC	Software solutions provider to the ready-mix concrete industry	Second lien senior secured loan (\$10,000 par due 8/2020)	9.25% (Libor + 8.25%/Q)	9/28/2012	10,000	10,000(2)(23)
		Second lien senior secured loan (\$26,500 par due 8/2020)	9.25% (Libor + 8.25%/Q)	9/28/2012	26,500	26,500(2)(23)
		Second lien senior secured loan (\$11,500 par due 8/2020)	9.25% (Libor + 8.25%/Q)	9/28/2012	11,500	11,500(2)(23)
		Senior subordinated loan (\$18,909 par due 8/2021)	14.00% PIK	8/8/2014	18,909	18,909(2)
					66,909	66,909
Compuware Parent, LLC	Web and mobile cloud performance testing and monitoring services provider	Class A-1 common stock (4,132 units)		12/15/2014	2,250	2,527(2)

Edgar Filing: ARES CAPITAL CORP - Form 10-Q

Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
		Class B-1 common stock (4,132 units)		12/15/2014	450	505(2)	
		Class C-1 common stock (4,132 units)		12/15/2014	300	337(2)	
		Class A-2 common stock (4,132 units)		12/15/2014		(2)	
		Class B-2 common stock (4,132 units)		12/15/2014		(2)	
		Class C-2 common stock (4,132 units)		12/15/2014		(2)	
					3,000	3,369	
Coverall North America, Inc.	Commercial janitorial services provider	Letter of credit facility		1/17/2013		(27)	
Directworks, Inc. and Co-Exprise Holdings, Inc. (28)	Provider of cloud-based software solutions for direct materials sourcing and supplier management for manufacturers	First lien senior secured loan (\$2,500 par due 4/2018)	10.25% (Libor + 9.25%/M)	12/19/2014	2,500	2,500(2)(23)	
		Warrant to purchase up to 1,875,000 shares of Series 1 preferred stock		12/19/2014		(2)	
					2,500	2,500	
DTI Holdco, Inc. and OPE DTI Holdings, Inc.	Provider of legal process outsourcing and managed services	First lien senior secured loan (\$995 par due 8/2020)	5.75% (Libor + 4.75%/Q)	8/19/2014	995	995(2)(23)	
		Class A common stock (7,500 shares)		8/19/2014	7,500	8,586(2)	
		Class B common stock (7,500 shares)		8/19/2014		(2)	
					8,495	9,581	
EN Engineering, L.L.C (28)	National utility services firm providing engineering and consulting services to natural gas, electric power and other energy & industrial end markets	First lien senior secured loan (\$75,000 par due 6/2021)	7.00% (Libor + 6.00%/Q)	6/30/2015	74,467	75,000(2)(23)	
Faction Holdings, Inc. and The Faction Group LLC (fka PeakColo Holdings, Inc.) (28)	Wholesaler of cloud-based software applications and services	First lien senior secured revolving loan (\$500 par due 10/2016)	7.50% (Base + 4.25%/M)	11/3/2014	500	500(2)(23)	
		First lien senior secured loan (\$4,000 par due 11/2018)	9.75% (Libor + 8.75%/M)	11/3/2014	3,920	4,000(2)(23)	
		Warrant to purchase up to 2,037 shares of Series A preferred		11/3/2014	93	93(2)	

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		stock				
First Insight, Inc.	Software company providing merchandising and pricing solutions to companies worldwide	First lien senior secured loan (\$2,567 par due 4/2017)	9.50%	3/20/2014	4,513	4,593
					2,523	2,567(2)
		Warrant to purchase up to 122,827 units of Series C preferred stock		3/20/2014		14(2)
HCPro, Inc. and HCP Acquisition Holdings, LLC (8)	Healthcare compliance advisory services	Senior subordinated loan (\$9,498 par due 5/2015)		3/5/2013	2,523	2,581
		Class A units (14,293,110 units)		6/26/2008	2,691	(2)(23)
					15,484	
iControl Networks, Inc. and uControl Acquisition, LLC	Software and services company for the connected home market	Second lien senior secured loan (\$20,000 par due 3/2019)	9.50% (Libor + 8.50%/Q)	2/19/2015	19,633	20,075(2)(21)(23)
		Warrant to purchase up to 385,616 shares of Series D preferred stock		2/19/2015		173(2)
					19,633	20,248
IfByPhone Inc.	Voice-based marketing automation software provider	Warrant to purchase up to 124,300 shares of Series C preferred stock		10/15/2012	88	71(2)
Interactions Corporation	Developer of a speech recognition software based customer interaction system	First lien senior secured loan (\$2,500 par due 7/2019)	9.85% (Libor + 8.85%/Q)	6/16/2015	2,153	2,475(2)(23)
		First lien senior secured loan (\$22,500 par due 7/2019)	9.85% (Libor + 8.85%/Q)	6/16/2015	22,106	22,275(5)(23)

Edgar Filing: ARES CAPITAL CORP - Form 10-Q

Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
		Warrant to purchase up to 68,187 shares of Series G-3 convertible preferred stock		6/16/2015	303	303(2)	
					24,562	25,053	
Investor Group Services, LLC (7)	Business consulting for private equity and corporate clients	Limited liability company membership interest (5.17% interest)		6/22/2006		382	
IronPlanet, Inc. (28)	Online auction platform provider for used heavy equipment	First lien senior secured revolving loan		9/24/2013		(2)(25)	
		Warrant to purchase up to 133,333 shares of Series C preferred stock		9/24/2013	214	203(2)	
					214	203	
Itel Laboratories, Inc. (28)	Data services provider for building materials to property insurance industry	Preferred units (1,798,391 units)		6/29/2012	1,000	1,146(2)	
Market Track Holdings, LLC	Business media consulting services company	Preferred stock (1,500 shares)		12/13/2013	1,982	2,004	
		Common stock (15,000 shares)		12/13/2013	1,982	2,027	
					3,964	4,031	
Maximus Holdings, LLC	Provider of software simulation tools and related services	Warrant to purchase up to 1,050,013 shares of common stock		12/13/2013			
Multi-Ad Services, Inc. (7)	Marketing services and software provider	Preferred units (1,725,280 units)		4/1/2010	788	2,395	
		Common units (1,725,280 units)		4/1/2010			
					788	2,395	
MVL Group, Inc. (8)	Marketing research provider	Senior subordinated loan (\$436 par due 7/2012)		4/1/2010	226	226(2)(22)	
		Common stock (560,716 shares)		4/1/2010		(2)	
					226	226	
NAS, LLC, Nationwide Marketing Group, LLC and Nationwide Administrative Services, Inc.	Buying and marketing services organization for appliance, furniture and consumer electronics dealers	First lien senior secured loan (\$7,500 par due 6/2021)	5.75% (Libor + 4.75%/Q)	6/1/2015	7,500	7,500(2)(23)	
				6/1/2015	24,100	24,100(2)(23)	

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		Second lien senior secured loan (\$24,100 par due 12/2021)	9.75% (Libor + 8.75%/Q)		31,600	31,600
PHL Investors, Inc., and PHL Holding Co. (8)	Mortgage services	Class A common stock (576 shares)		7/31/2012	3,768	(2)
Poplicus Incorporated	Business intelligence and market analytics platform provider	First lien senior secured loan (\$5,000 par due 7/2019)	8.50% (Libor + 7.50%/M)	6/25/2015	4,725	4,850(5)(23)
		Warrant to purchase up to 2,402,991 shares of Series C preferred stock		6/25/2015	125	125(5)
					4,850	4,975
PowerPlan, Inc.	Fixed asset financial management software provider	Second lien senior secured loan (\$80,000 par due 2/2023)	10.75% (Libor + 9.75%/Q)	2/23/2015	79,270	80,000(2)(23)
		Class A common stock (1,980 shares)		2/23/2015	1,980	2,386(2)
		Class B common stock (989,011 shares)		2/23/2015	20	24(2)
					81,270	82,410
Powersport Auctioneer Holdings, LLC	Powersport vehicle auction operator	Common units (1,972 units)		3/2/2012	1,000	881(2)
R2 Acquisition Corp.	Marketing services	Common stock (250,000 shares)		5/29/2007	250	177(2)
Rocket Fuel Inc.	Provider of open and integrated software for digital marketing optimization	Common stock (11,405 units)		9/9/2014	40	48(2)
Ship Investor & Cy S.C.A. (9)	Payment processing company	Common stock (936,693 shares)		12/13/2013	1,729	3,454
TraceLink, Inc. (28)	Supply chain management software provider for the pharmaceutical industry	First lien senior secured loan (\$4,500 par due 1/2019)	8.50% (Libor + 7.00%/M)	1/2/2015	4,399	4,500(2)(23)
		Warrant to purchase up to 283,353 shares of Series A-2 preferred stock		1/2/2015	146	1,040(2)
					4,545	5,540

Table of Contents

As of June 30, 2015

(dollar amounts in thousands)

(unaudited)

Company(1)	Business Description	Investment	Interest(5)(11)	Acquisition Date	Amortized Cost	Fair Value	Percentage of Net Assets
Velocity Holdings Corp.	Hosted enterprise resource planning application management services provider	Common units (1,713,546 units)					