

ARES CAPITAL CORP  
Form 497AD  
November 10, 2010

**Filed pursuant to Rule 497(a)(1)**

**Registration No. 333-165585**

**Rule 482ad**

### **ARES CAPITAL CORPORATION PRICES PUBLIC OFFERING**

New York, NY November 10, 2010 Ares Capital Corporation (Nasdaq: ARCC) announced that it has entered into an agreement to sell 10,000,000 shares of common stock at a public offering price of \$16.50 per share, raising \$165,000,000 in gross proceeds. Wells Fargo Securities, BofA Merrill Lynch and SunTrust Robinson Humphrey are acting as joint bookrunners for this offering. Deutsche Bank Securities Inc. and Morgan Stanley are acting as the co-lead managers and BB&T Capital Markets, BMO Capital Markets, Stifel Nicolaus Weisel and JMP Securities are acting as the co-managers for this offering.

The closing of the transaction is subject to customary closing conditions and the shares are expected to be delivered on November 16, 2010. Ares Capital also has granted the underwriters an option to purchase up to an additional 1,500,000 shares of common stock to cover over-allotments, if any.

Ares Capital expects to use the net proceeds of this offering to repay certain outstanding indebtedness under its senior secured revolving credit facility and, to the extent not applied for such purposes, to repay certain outstanding indebtedness under a separate revolving securitized facility and for general corporate purposes, which may include funding investments in its investment backlog and pipeline that, as of November 3, 2010, were approximately \$180 million and \$310 million, respectively. Please note that the consummation of any of the investments in this backlog and pipeline depends upon, among other things: satisfactory completion of Ares Capital's due diligence investigation of the prospective portfolio company, Ares Capital's acceptance of the terms and structure of such investment and the execution and delivery of satisfactory transaction documentation.

**Investors are advised to carefully consider the investment objective, risks and charges and expenses of Ares Capital before investing. The preliminary prospectus supplement dated November 9, 2010 and the accompanying prospectus dated October 8, 2010, which have been filed with the Securities and Exchange Commission, contain this and other information about Ares Capital and should be read carefully before investing.**

The preliminary prospectus supplement, the accompanying prospectus and this press release are not offers to sell any securities of the Company and are not soliciting an offer to buy such securities in any state where such offer and sale is not permitted. A registration statement relating to these securities was filed with, and has been declared effective by, the Securities and Exchange Commission.

**The offering may be made only by means of a prospectus supplement and an accompanying prospectus, copies of which may be obtained from Wells Fargo**



Securities, Attention: Equity Syndicate Department, 375 Park Avenue, New York, NY 10152, 800-326-5897 or e-mail [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com), BofA Merrill Lynch, 4 World Financial Center, New York, NY 10080, Attention: Prospectus Department or e-mail [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com), SunTrust Robinson Humphrey, 3333 Peachtree Road, NE, Atlanta, GA 30326, Attention: Prospectus Department, 404-926-5744 or e-mail [prospectus@rhco.com](mailto:prospectus@rhco.com), Deutsche Bank Securities Inc., 100 Plaza One, Jersey City, NJ 07311, Attention: Prospectus Department, 800-503-4611 or e-mail [prospectusrequest@list.db.com](mailto:prospectusrequest@list.db.com), Morgan Stanley, 180 Varick Street, 2nd Floor, New York, NY 10014, Attention: Prospectus Department, 866-718-1649 or e-mail [prospectus@morganstanley.com](mailto:prospectus@morganstanley.com), BB&T Capital Markets, 901 E. Byrd Street, Suite 300, Richmond, VA 23219, Attention: Equity Syndicate Department, 804-780-3283, BMO Capital Markets Corp., 3 Times Square, New York, NY 10036, Attention: Equity Syndicate Department, 212-885-4039 or e-mail [bmoprospectus@bmo.com](mailto:bmoprospectus@bmo.com), Stifel Nicolaus Weisel, One South Street, 15th Floor, Baltimore, MD 21202, Attention: Equity Syndicate Department, 443-224-1988 or e-mail [SyndicateOps@stifel.com](mailto:SyndicateOps@stifel.com) or JMP Securities LLC, 600 Montgomery Street, 10th Floor, San Francisco, CA 94111, Attention: Equity Syndicate Department, 415-835-3914.

## **ABOUT ARES CAPITAL CORPORATION**

Ares Capital is a closed-end, non-diversified management investment company that has elected to be regulated as a business development company under the Investment Company Act of 1940. With offices in Atlanta, Chicago, Los Angeles, New York and Washington, D.C., Ares Capital is a specialty finance company that provides integrated debt and equity financing solutions to U.S. middle market companies. Ares Capital invests primarily in first-and second-lien loans and mezzanine debt, which in some cases includes an equity component. To a lesser extent, Ares Capital also makes equity investments. Ares Capital is externally managed by Ares Capital Management LLC, an affiliate of Ares Management LLC, a global alternative asset manager and a Securities and Exchange Commission registered investment adviser. As of September 30, 2010, Ares Management LLC had approximately \$37 billion of committed capital under management.

## **FORWARD-LOOKING STATEMENTS**

Statements included herein may constitute forward-looking statements, which relate to future events or our future performance or financial condition. These statements are not guarantees of future performance, condition or results and involve a number of risks and uncertainties. Actual results may differ materially from those in the forward-looking statements as a result of a number of factors, including those described from time to time in our filings with the Securities and Exchange Commission. Ares Capital undertakes no duty to update any forward-looking statements made herein.

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**CONTACT**

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