Edgar Filing: MONROE CAPITAL Corp - Form 497AD

MONROE CAPITAL Corp Form 497AD October 25, 2012

Filed pursuant to Rule 497(a)(1)

File no. 333-172601

Rule 482 ad

Monroe Capital Corporation Prices Initial Public Offering

CHICAGO, IL October 25, 2012 Monroe Capital Corporation (the Company) (NASDAQ: MRCC) announced today the pricing of the initial public offering of 5,000,000 shares of its common stock at a public offering price of \$15.00 per share, raising approximately \$75,000,000 in gross proceeds. The Company has granted the underwriters an option to purchase up to an additional 750,000 shares of its common stock. As part of the offering, the Company sold 470,000 shares of its common stock at the public offering price of \$15.00 per share directly to affiliates of Monroe Capital Corporation, Monroe Capital BDC Advisors, LLC, which is the Company s investment adviser, their respective affiliates and employees. Since these shares were sold directly by the Company and not through the underwriters, no underwriting discount or commission is being paid to the underwriters for these shares. The Company s common stock is expected to begin trading on the NASDAQ Global Market under the symbol MRCC on October 25, 2012.

Robert W. Baird & Co. Incorporated, William Blair & Company, L.L.C. and Janney Montgomery Scott LLC are acting as joint book-running managers for the initial public offering. BB&T Capital Markets, a division of Scott & Stringfellow, LLC and Stephens Inc. are acting as co-lead managers, and Ladenburg Thalmann & Co. Inc. and Wunderlich Securities, Inc. are acting as co-managers for the initial public offering. The closing of the transaction is subject to customary closing conditions. The shares are expected to be delivered on October 30, 2012.

The Company intends to use a portion of the net proceeds from the offering to pay the outstanding balance on the term loan portion of the credit facility it incurred in order to acquire its initial portfolio. It intends to use the remainder of the net proceeds of the offering to invest in portfolio companies in accordance with its investment objectives and for general corporate purposes.

This press release does not constitute an offer to sell or the solicitation of an offer to buy the shares in this offering nor will there be any sale of the shares referred to in this press release in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of such state or jurisdiction. A registration statement relating to these securities was filed and has been declared effective by the Securities and Exchange Commission. This offering is being made solely by means of a written prospectus forming part of the effective registration statement, which may be obtained from the Prospectus Departments of any of the following investment banks: Robert W. Baird & Co. Incorporated., Attn: Prospectus Department, 777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202;

Edgar Filing: MONROE CAPITAL Corp - Form 497AD

William Blair & Company, L.L.C., Attn: Prospectus Department, 222 West Adams Street, Chicago, Illinois 60606; or Janney Montgomery Scott LLC, Attn: Prospectus Department, 1717 Arch Street, Philadelphia, Pennsylvania 19103. Investors are advised to carefully consider the investment objective, risks and charges and expenses of the Company before investing. The prospectus dated October 24, 2012, which has been filed with the Securities and Exchange Commission, contain this and other information about the Company and should be read carefully before investing.

ABOUT MONROE CAPITAL CORPORATION

The Company is a newly-organized, externally-managed, non-diversified closed-end management investment company that has filed an election to be treated as a business development company under the Investment Company Act of 1940, as amended, and intends to elect to be treated as a regulated investment company (RIC) for federal income tax purposes. The Company s investment objective is to maximize the total return to its stockholders in the form of current income and capital appreciation through investments in senior, unitranche and junior secured debt and, to a lesser extent, unsecured debt and equity investments. 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.

ABOUT MONROE CAPITAL LLC

Monroe Capital LLC is a private investment firm providing senior and junior debt and equity co-investments to middle-market companies in the U.S. and Canada. Investment types include unitranche financings, cash flow and enterprise value based loans, acquisition facilities, mezzanine debt, second lien or last-out loans and equity co-investments. Monroe Capital prides itself on its flexible investment approach and its ability to close and fund transactions quickly. Monroe is committed to being a value-added and user-friendly partner to owners, senior management and private equity sponsors. To learn more about Monroe Capital LLC, visit www.monroecap.com.

FORWARD-LOOKING STATEMENTS

Statements included herein may contain forward-looking statements. Statements other than statements of historical facts included in this press release may constitute forward-looking statements and are not guarantees of future performance or results and involve a number of assumptions, risks and uncertainties, which change over time. Actual results may differ materially from those anticipated in any forward-looking statements as a result of a number of factors, including those described from time to time in filings by the Company with the Securities and Exchange Commission. The Company undertakes no duty to update any forward-looking statement made herein. All forward-looking statements speak only as of the date of this press release.

SOURCE: Monroe Capital Corporation

Edgar Filing: MONROE CAPITAL Corp - Form 497AD

CONTACT: Theodore L. Koenig

President and Chief Executive Officer

Monroe Capital Corporation

(312) 523-2360

Email: tkoenig@monroecap.com

Kelly Holman

BackBay Communications

212-209-3844

kelly.holman@backbaycommunications.com

3