Risk Factors Comparison 2024-02-15 to 2023-02-16 Form: 10-K

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Investing in our securities involves a number of significant risks.Before you invest in our securities,you should be aware of various risks associated with the investment,including those described below.The risks set out below are not the only risks we face.Additional risks and uncertainties not presently known to us or not presently deemed material by us may also impair our operations and performance.If any of the following events occur,our business,financial condition and results of operations could be materially and adversely affected.In such case,our net asset value and the trading price of our securities could decline,and you may lose all or part of your investment.Summary of Risk Factors The following is a summary of the principal risks that could adversely affect our business,operations and financial results. Risks Related to Our Business and Structure ~~—~~ **• We are dependent upon management personnel of the Adviser, Sixth Street and their affiliates for our future success. We are subject to significant regulations governing our operation as a BDC, which affect our ability to, and the way in which we, raise additional capital. Changes in regulation could adversely affect our business.** We borrow money, which magnifies the potential for gain or loss and increases the risk of investing in us. ~~" See also " Regulation as a Business Development Company — Senior Securities. Our operations comprise only a single reportable segment. Relationship with our Adviser, and Sixth Street Our Adviser is a Delaware limited liability company. Our Adviser acts as our investment adviser and administrator, and is a registered investment adviser with the SEC under the Investment Advisers Act of 1940, as amended, or the Advisers Act. Our Adviser sources and manages our portfolio through a dedicated team of investment professionals predominately focused on us, which we refer to as our Investment Team. Our Investment Team is led by our Chairman and Chief Executive Officer and our Adviser' s Co- Chief Investment Officer Joshua Easterly and our Adviser' s Co- Chief Investment Officer Alan Waxman, both of whom have substantial experience in credit origination, underwriting and asset management. Our investment decisions are made by our Investment Review Committee, which includes senior personnel of our Adviser and Sixth Street Partners, LLC or " Sixth Street. " Sixth Street is a global investment business with over $ 65 billion of assets under management as of December 31, 2022. Sixth Street' s core platforms include Sixth Street Specialty Lending, Sixth Street Lending Partners, which is aimed at U. S. upper middle- market loan originations, Sixth Street Specialty Lending Europe, which is aimed at European middle- market loan originations, Sixth Street TAO, which has the flexibility to invest across all of Sixth Street' s private credit market investments, Sixth Street Opportunities, which focuses on actively managed opportunistic investments across the credit cycle, Sixth Street Credit Market Strategies, which is the firm' s " public- side " credit investment platform focused on investment opportunities in broadly syndicated leveraged loan markets, Sixth Street Growth, which provides financing solutions to growing companies, Sixth Street Fundamental Strategies, which primarily invests in secondary credit, and Sixth Street Agriculture, which invests in niche agricultural opportunities. Sixth Street has a long- term oriented, highly flexible capital base that allows it to invest across industries, geographies, capital structures and asset classes. Sixth Street has extensive experience with highly complex, global public and private investments executed through primary originations, secondary market purchases and restructurings, and has a team of over 475 investment and operating professionals. As of December 31, 2022, forty- four (44) of these personnel are dedicated to our business, including thirty- four (34) investment professionals. Our Adviser consults with Sixth Street in connection with a substantial number of our investments. The Sixth Street platform provides us with the breadth of large and scalable investment resources. We believe we benefit from Sixth Street' s market expertise, insights into industry, sector and macroeconomic trends and intensive due diligence capabilities, which help us discern market conditions that vary across industries and credit cycles, identify favorable investment opportunities and manage our portfolio of investments. Sixth Street and its affiliates will refer all middle- market loan origination activities for companies domiciled in the United States to us and conduct those activities through us. The Adviser will determine whether it would be permissible, advisable or otherwise appropriate for us to pursue a particular investment opportunity allocated to us. On December 16, 2014, we were granted an exemptive order from the SEC that allows us to co- invest, subject to certain conditions and to the extent the size of an investment opportunity exceeds the amount our Adviser has independently determined is appropriate to invest, with certain of our affiliates (including affiliates of Sixth Street) in middle- market loan origination activities for companies domiciled in the United States and certain " follow- on " investments in companies in which we have already co- invested pursuant to the order and remain invested. On January 16, 2020, we filed a further application for co- investment exemptive relief with the SEC to better align our existing co- investment relief with more recent SEC exemptive orders. Subsequent further applications were also made, most recently as June 29, 2022. On August 3, 2022, the SEC granted the new order in response to our application. We believe our ability to co- invest with Sixth Street affiliates is particularly useful where we identify larger capital commitments than otherwise would be appropriate for us. We expect that with the ability to co- invest with Sixth Street affiliates we will continue to be able to provide " one- stop " financing to a potential portfolio company in these circumstances, which may allow us to capture opportunities where we alone could not commit the full amount of required capital or would have to spend additional time to locate unaffiliated co- investors. See " Regulation as a Business Development Company — Transactions with our affiliates. " The Adviser is responsible for managing our day- to- day business affairs, including implementing investment policies and strategic initiatives set by our Investment Team and managing our portfolio under the general oversight of our Investment Review Committee. On April 15, 2011, we entered into the Investment Advisory Agreement with our Adviser. The Investment Advisory Agreement was subsequently amended on December 12, 2011. Under the Investment Advisory Agreement, the Adviser provides investment advisory services to us. The Adviser' s services under the Investment Advisory Agreement are not exclusive, and the Adviser is free to furnish similar or other services to others so long as its services to us are~~

~~not impaired. Under the terms of the Investment Advisory Agreement, we pay the Adviser the Management Fee and the Incentive Fee. For a discussion of the Management Fee and Incentive Fee payable by us to the Adviser, see “ Management Agreements — Investment Advisory Agreement; Administration Agreement; License Agreement. ” Our Board monitors the mix and performance of our investments over time and seeks to satisfy itself that the Adviser is acting in our interests and that our fee structure appropriately incentivizes the Adviser to do so. In November 2022, our Board renewed the Investment Advisory Agreement. Unless earlier terminated, the Investment Advisory Agreement will remain in effect until November 2023, and may be extended subject to required approvals. Investment Criteria / Guidelines Investment Decision Process Our investment approach involves, among other things: • an assessment of the markets, overall macroeconomic environment and how the assessment may impact industry and investment selection; • substantial company- specific research and analysis; and • with respect to each individual company, an emphasis on capital preservation, low volatility and management of downside risk. The foundation of our investment philosophy incorporates intensive analysis, a management discipline based on both market technicals and fundamental value- oriented research, and consideration of diversification within our portfolio. We follow a rigorous investment process based on: • a comprehensive analysis of issuer creditworthiness, including a quantitative and qualitative assessment of the issuer' s business; • an evaluation of management and its economic incentives; • an analysis of business strategy and industry trends; and • an in- depth examination of a prospective portfolio company' s capital structure, financial results and projections. We seek to identify those companies exhibiting superior fundamental risk- reward profiles and strong defensible business franchises, while focusing on the absolute and relative value of the investment. Investment Process Overview Origination and Sourcing The substantial majority of our investments are not intermediated and are originated without the assistance of investment banks or other traditional Wall Street sources. In addition to executing direct calling campaigns on companies based on the Adviser' s sector and macroeconomic views, our Investment Team also maintains direct contact with financial sponsors, banks, corporate advisory firms, industry consultants, attorneys, investment banks, “ club ” investors and other potential sources of investment opportunities. The substantial majority of our deals are informed by our current sector views and are sourced directly by our Adviser through our network of contacts. We also identify opportunities through our Adviser' s relationships with Sixth Street. Due Diligence Process The process through which an investment decision is made involves extensive research into the company, its industry, its growth prospects and its ability to withstand adverse conditions. If the investment team responsible for the transaction determines that an investment opportunity should be pursued, we will engage in an intensive due diligence process. Though each transaction will involve a somewhat different approach, our diligence of each opportunity may include: • understanding the purpose of the capital requirement, the key personnel and variables, as well as the sources and uses of the proceeds; • meeting the company' s management, including top and middle- level executives, to get an insider' s view of the business, and to probe for potential weaknesses in business prospects; • checking management' s backgrounds and references; • performing a detailed review of historical financial performance, including performance through various economic cycles, and the quality of earnings; • contacting customers and vendors to assess both business prospects and standard practices; • conducting a competitive analysis, and comparing the company to its main competitors on an operating, financial, market share and valuation basis; • researching the industry for historic growth trends and future prospects as well as to identify future exit alternatives; • assessing asset value and the ability of physical infrastructure and information systems to handle anticipated growth; • leveraging Sixth Street internal resources with institutional knowledge of the company' s business; and • investigating legal and regulatory risks and financial and accounting systems and practices. Selective Investment Process After an investment has been identified and preliminary diligence has been completed, a credit research and analysis report is prepared. This report is reviewed by senior investment professionals. If these senior and other investment professionals are supportive of pursuing the potential investment, then a more extensive due diligence process is employed. Additional due diligence with respect to any investment may be conducted on our behalf by attorneys, independent accountants, and other third-party consultants and research firms prior to the closing of the investment, as appropriate, on a case- by- case basis. Issuance of Formal Commitment Approval of an investment requires the approval of the Investment Review Committee. Once we have determined that a prospective portfolio company is suitable for investment, we work with the management or financial sponsor of that company and its other capital providers, including senior, junior and equity capital providers, if any, to finalize the structure and terms of the investment. Portfolio Monitoring The Adviser monitors our portfolio companies on an ongoing basis. The Adviser monitors the financial trends of each portfolio company to determine if it is meeting its business plans and to assess the appropriate course of action for each company. The Adviser has a number of methods of evaluating and monitoring the performance of our investments, which may include the following: • assessment of success of the portfolio company in adhering to its business plan and compliance with covenants; • periodic and regular contact with portfolio company management and, if appropriate, the financial or strategic sponsor, to discuss financial position, requirements and accomplishments; • comparisons to other companies in the industry; • attendance at, and participation in, board meetings; and • review of monthly and quarterly financial statements and financial projections for portfolio companies. As part of the monitoring process, the Adviser regularly assesses the risk profile of each of our investments and, on a quarterly basis, grades each investment on a risk scale of 1 to 5. Risk assessment is not standardized in our industry and our risk assessment may not be comparable to ones used by our competitors. Our assessment is based on the following categories: • An investment is rated 1 if, in the opinion of the Adviser, it is performing as agreed and there are no concerns about the portfolio company' s performance or ability to meet covenant requirements. For these investments, the Adviser generally prepares monthly reports on investment performance and intensive quarterly asset reviews. • An investment is rated 2 if it is performing as agreed, but, in the opinion of the Adviser, there may be concerns about the company' s operating performance or trends in the industry. For these investments, in addition to monthly reports and quarterly asset reviews, the Adviser also researches any areas of concern with the objective of early intervention with the portfolio company. • An investment will be assigned a rating of 3 if it is paying its obligations to us as agreed but a material covenant violation is expected. For these investments, in addition to monthly reports and quarterly asset reviews, the~~

~~Adviser also adds the investment to its " watch list " and researches any areas of concern with the objective of early intervention with the portfolio company. • An investment will be assigned a rating of 4 if a material covenant has been violated, but the company is making its scheduled payments on its obligations to us. For these investments, the Adviser generally prepares a bi- monthly asset review email and generally has monthly meetings with the portfolio company' s senior management. For investments where there have been material defaults, including bankruptcy filings, failures to achieve financial performance requirements or failure to maintain liquidity or loan- to- value requirements, the Adviser often will take immediate action to protect its position. These remedies may include negotiating for additional collateral, modifying investment terms or structure, or payment of amendment and waiver fees. • A rating of 5 indicates an investment is in default on its interest and / or principal payments. For these investments, our Adviser reviews the investment on a bi- monthly basis and, where possible, pursues workouts that achieve an early resolution to avoid further deterioration of our investment. The Adviser retains legal counsel and takes actions to preserve our rights, which may include working with the portfolio company to have the default cured, to have the investment restructured or to have the investment repaid through a consensual workout. For more information on the investment performance ratings of our portfolio, see " ITEM 7. MANAGEMENT' S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS — Portfolio and Investment Activity. " The Adviser manages our portfolio under the general oversight of the Investment Review Committee. The Investment Review Committee includes certain individuals who are senior personnel of the Adviser and Sixth Street, as well as certain other persons appointed by the Adviser from time to time. Our Investment Team and the Investment Review Committee are supported by and have access to the investment professionals, analytical capabilities and support personnel of Sixth Street. Structure of Investments Since beginning our investment activities in July 2011, we have sought to generate current income primarily in U. S.- domiciled middle- market companies through direct originations of senior secured loans and, to a lesser extent, originations of mezzanine and unsecured loans and investments in corporate bonds and equity and other investments. Debt Investments The terms of our debt investments are tailored to the facts and circumstances of each transaction and prospective portfolio company. We negotiate the structure of each investment to protect our rights and manage our risk while providing funding to help the portfolio company achieve its business plan. We invest in the following types of debt: • First- lien debt. First- lien debt is typically senior on a lien basis to other liabilities in the issuer' s capital structure and has the benefit of a first- priority security interest in assets of the issuer. The security interest ranks above the security interest of any second- lien lenders in those assets. Our first- lien debt may include stand- alone first- lien loans, " last out " first- lien loans, " unitranche " loans and secured corporate bonds with similar features to these categories of first- lien loans. • Stand- alone first- lien loans. Stand- alone first- lien loans are traditional first- lien loans. All lenders in the facility have equal rights to the collateral that is subject to the first- priority security interest. • " Last out " first- lien loans. " Last out " first- lien loans have a secondary priority behind super- senior " first out " first- lien loans in the collateral securing the loans in certain circumstances. The arrangements for a " last out " first- lien loan are set forth in an " agreement among lenders, " which provides lenders with " first out " and " last out " payment streams based on a single lien on the collateral. Since the " first out " lenders generally have priority over the " last out " lenders for receiving payment under certain specified events of default, or upon the occurrence of other triggering events under intercreditor agreements or agreements among lenders, the " last out " lenders bear a greater risk and, in exchange, receive a higher effective interest rate, through arrangements among the lenders, than the " first out " lenders or lenders in stand- alone first- lien loans. Agreements among lenders also typically provide greater voting rights to the " last out " lenders than the intercreditor agreements to which second- lien lenders often are subject. • " Unitranche " loans. Unitranche loans combine features of first- lien, second- lien and mezzanine debt, generally in a first- lien position. In many cases, we may provide the borrower most, if not all, of the capital structure above the equity. The primary advantages to the borrower are the ability to negotiate the entire debt financing with one lender and the elimination of intercreditor issues. • Second- lien debt. Our second- lien debt may include secured loans, and, to a lesser extent, secured corporate bonds, with a secondary priority behind first- lien debt. Second- lien debt typically is senior on a lien basis to other liabilities in the issuer' s capital structure and has the benefit of a security interest over assets of the issuer, though ranking junior to first- lien debt secured by those assets. First- lien lenders and second- lien lenders typically have separate liens on the collateral, and an intercreditor agreement provides the first- lien lenders with priority over the second- lien lenders' liens on the collateral. • " Mezzanine " and " Unsecured " debt. Structurally, mezzanine debt usually ranks subordinate in priority of payment to first- lien and second- lien debt and may not have the benefit of financial covenants common in first- lien and second- lien debt. Unsecured debt may rank junior as it relates to proceeds in certain liquidations where it does not have the benefit of a lien in specific collateral held by creditors (typically first lien and / or second lien) who have a perfected security interest in such collateral. However, both mezzanine and unsecured debt ranks senior to common and preferred equity in an issuer' s capital structure. Mezzanine and unsecured debt investments generally offer lenders fixed returns in the form of interest payments and mezzanine debt will often provide lenders an opportunity to participate in the capital appreciation, if any, of an issuer through an equity interest. This equity interest typically takes the form of an equity co- investment or warrants. Due to its higher risk profile and often less restrictive covenants compared to senior secured loans, mezzanine and unsecured debt generally bears a higher stated interest rate than first- lien and second- lien debt. Our debt investments are typically structured with the maximum seniority and collateral that we can reasonably obtain while seeking to achieve our total return target. We seek to limit the downside potential of our investments by: • requiring a total return on our investments (including both interest and potential equity appreciation) that compensates us for credit risk; and • negotiating covenants in connection with our investments that afford our portfolio companies as much flexibility in managing their businesses as possible, consistent with preservation of our capital. Such restrictions may include affirmative covenants (including reporting requirements), negative covenants (including financial covenants), lien protection, change of control provisions and board rights, including either observation or rights to a seat on the board under some circumstances. Among the types of first- lien debt in which we invest, we generally are able to obtain higher effective interest rates on our " last out " first- lien loans than on other types of first- lien~~

~~loans, since our “ last- out ” first- lien loans generally are more junior in the capital structure. Within our portfolio, we aim to maintain the appropriate proportion among the various types of first- lien loans, as well as second- lien debt and mezzanine debt, which allows us to achieve our target returns while maintaining our targeted amount of credit risk. Equity and Other Investments Our loans may include an equity interest in the issuer, such as a warrant or profit participation right. In certain instances, we also will make equity investments, although those situations are generally limited to those cases where we are also making an investment in a more senior part of the capital structure of the issuer. As of December 31, 2022 and 2021, we had made investments with an aggregate fair value of $ 2, 787. 9 million and $ 2, 521. 6 million, respectively, in 121 and 72 portfolio companies, respectively. Investments consisted of the following at December 31, 2022 and 2021: December 31, 2022 Net Unrealized ($ in millions) Amortized Cost (1) Fair Value Gain (Loss) First- lien debt investments $ 2, 529. 3 $ 2, 517. 9 $ (11. 4) Second- lien debt investments 42. 7 40. 8 (1. 9) Mezzanine debt investments 7. 5 10. 1 2. 6 Equity and other investments 142. 1 167. 7 25. 6 Structured credit investments 53. 1 51. 4 (1. 7) Total Investments $ 2, 774. 7 $ 2, 787. 9 $ 13. 2 December 31, 2021 Net Unrealized ($ in millions) Amortized Cost (1) Fair Value Gain (Loss) First- lien debt investments $ 2, 265. 6 $ 2, 298. 9 $ 33. 3 Second- lien debt investments 42. 6 42. 7 — Mezzanine debt investments 9. 4 18. 6 9. 2 Equity and other investments 109. 3 155. 6 46. 3 Structured credit investments 5. 1 5. 8 0. 7 Total Investments $ 2, 432. 0 $ 2, 521. 6 $ 89. 5 (1) Amortized cost represents the original cost adjusted for the amortization of discounts or premiums, as applicable, on debt investments using the effective interest method. The industry composition of investments at fair value at December 31, 2022 and 2021 was as follows: December 31, 2022 December 31, 2021 Automotive 1. 2 % — Business Services 14. 4 % 16. 8 % Chemicals 0. 7 % — Communications 2. 7 % 3. 5 % Education 5. 8 % 12. 2 % Financial Services 12. 8 % 11. 4 % Healthcare 9. 9 % 8. 4 % Hotel, Gaming and Leisure 4. 5 % 2. 4 % Human Resource Support Services 11. 9 % 11. 9 % Internet Services 13. 9 % 8. 7 % Manufacturing 1. 3 % — Marketing Services 0. 4 % 1. 8 % Office Products 0. 7 % 0. 2 % Oil, Gas and Consumable Fuels 3. 9 % 3. 7 % Other 3. 3 % 1. 6 % Pharmaceuticals 0. 0 % 3. 8 % Retail and Consumer Products 11. 4 % 12. 3 % Transportation 1. 2 % 1. 3 % Total 100. 0 % 100. 0 % We classify the industries of our portfolio companies by end- market (such as Healthcare, and Business Services) and not by the product or services (such as Software) directed to those end- markets. The geographic composition of investments at fair value at December 31, 2022 and 2021 was as follows: December 31, 2022 December 31, 2021 United States Midwest 11. 6 % 12. 5 % Northeast 25. 4 % 24. 2 % South 24. 3 % 23. 4 % West 30. 7 % 31. 8 % Australia 2. 2 % 2. 4 % Canada 4. 3 % 5. 7 % Germany 0. 1 % — Luxembourg 0. 1 % — Norway 0. 7 % — United Kingdom 0. 6 % — Total 100. 0 % 100. 0 % Investment Commitments As of December 31, 2022 and 2021, we had the following commitments to fund investments in current portfolio companies: ($ in millions) December 31, 2022 December 31, 2021 Alpha Mideo, Inc.- Delayed Draw $ 0. 9 $ 4. 4 American Achievement, Corp.- Revolver 2. 4 2. 4 ASG II, LLC- Delayed Draw 7. 0 — Avalara, Inc.- Revolver 3. 9 — AvidXchange, Inc.- Delayed Draw — 1. 0 Axonify, Inc.- Delayed Draw 6. 1 6. 9 Bayshore Intermediate # 2, L. P.- Revolver 1. 6 2. 4 BCTO Ace Purchaser, Inc.- Delayed Draw 6. 6 — Bear OpCo, LLC- Delayed Draw 2. 6 — Biohaven Pharmaceuticals, Inc.- Delayed Draw — 12. 5 BlueSnap, Inc.- Delayed Draw & Revolver 2. 5 12. 5 BTRS Holdings, Inc.- Delayed Draw & Revolver 8. 6 — Carlstar Group, LLC- Revolver 8. 5 — Clinicient, Inc.- Revolver — 1. 6 Cordance Operations, LLC- Delayed Draw & Revolver 12. 0 — CrunchTime Information Systems, Inc.- Delayed Draw 7. 1 — DaySmart Holdings, LLC- Delayed Draw — 4. 6 Destiny Solutions Parent Holding Company- Delayed Draw — 6. 5 Dye & Durham Corp.- Delayed Draw & Revolver 6. 3 7. 9 EDB Parent, LLC- Delayed Draw 18. 0 — Erling Lux Bidco SARL- Delayed Draw & Revolver 5. 6 — Elysian Finco Ltd.- Delayed Draw & Revolver 6. 8 — Employment Hero Holdings Pty Ltd.- Delayed Draw & Revolver 8. 8 16. 7 EMS Linq, Inc.- Revolver 8. 8 8. 8 ExtraHop Networks, Inc.- Delayed Draw 17. 1 24. 4 ForeScout Technologies, Inc.- Delayed Draw & Revolver 3. 4 0. 5 G Treasury SS, LLC- Delayed Draw 3. 3 7. 0 Hornetsecurity Holding GmbH- Delayed Draw & Revolver 2. 0 — Ibis Intermediate Co.- Delayed Draw 6. 3 6. 3 IntelePeer Holdings, Inc.- Delayed Draw — 2. 6 IRGSE Holding Corp.- Revolver 0. 3 0. 7 Kyriba Corp.- Delayed Draw & Revolver — — LeanTaaS Holdings, Inc.- Delayed Draw 47. 2 — Lithium Technologies, LLC- Revolver 2. 0 2. 0 Lucidworks, Inc.- Delayed Draw & Revolver 0. 8 3. 3 Murchison Oil and Gas, LLC- Delayed Draw 9. 8 — Netwrix Corp.- Delayed Draw & Revolver 13. 9 6. 4 Neuintel, LLC- Delayed Draw 4. 2 8. 6 OutSystems Luxco SARL- Delayed Draw 2. 1 — PageUp People, Ltd.- Delayed Draw & Revolver 5. 8 30. 2 Passport Labs, Inc.- Delayed Draw & Revolver 2. 8 8. 3 Ping Identity Holding Corp.- Revolver 2. 3 — PrimePay Intermediate, LLC- Delayed Draw 2. 5 8. 0 PrimeRevenue, Inc.- Delayed Draw & Revolver 6. 3 6. 5 Project44, Inc.- Delayed Draw 19. 9 19. 9 ReliaQuest Holdings, LLC- Delayed Draw & Revolver 22. 7 29. 9 Tango Management Consulting, LLC- Delayed Draw & Revolver 26. 6 38. 8 TRP Assets, LLC- Delayed Draw and Membership Interest 7. 8 18. 0 Verdad Resources Intermediate Holdings, LLC- Delayed Draw — 7. 8 WideOrbit, Inc.- Revolver 4. 8 4. 8 Workwell Acquisition Co.- Delayed Draw — 10. 0 Total Portfolio Company Commitments (1) (2) $ 338. 0 $ 332. 2 (1) Represents the full amount of our commitments to fund investments on such date. Commitments may be subject to limitations on borrowings set forth in the agreements between us and the applicable portfolio company. As a result, portfolio companies may not be eligible to borrow the full commitment amount on such date. (2) Our estimate of the fair value of the current investments in these portfolio companies includes as analysis of the fair value of any unfunded commitments. Other Commitments and Contingencies As of December 31, 2022 and 2021, we did not have any unfunded commitments to fund investments to new borrowers that were not current portfolio companies as of such date. From time to time, we may become a party to certain legal proceedings incidental to the normal course of our business. As of December 31, 2022, management is not aware of any material pending or threatened litigation that would require accounting recognition or financial statement disclosure. Competition We compete for investments with a number of capital providers, including BDCs, other investment funds (including private debt and equity funds and venture capital funds), special purpose acquisition company sponsors, investment banks with underwriting activities, hedge funds that invest in private investments in public equities, traditional financial services companies such as commercial banks, and other sources of financing, including the broadly syndicated loan market and high yield capital market. Many of these capital providers have greater financial and managerial resources than we do. In addition, many of our competitors are not~~

~~subject to the regulatory restrictions that the 1940 Act imposes on us as a BDC. For additional information concerning the competitive risks we expect to face, see " ITEM 1A. RISK FACTORS — Risks Related to Our Business and Structure —~~ We operate in a highly competitive market for investment opportunities. ~~" Capital~~ **If we are unable to** ~~Resources~~ --- **source investments, access financing or manage** ~~and Borrowings We anticipate generating cash in the~~ future **growth effectively** ~~from cash flows from operations~~ , ~~including interest received on~~ **we may be unable to achieve our investment objective. Even in the event the value of** ~~our~~ **your investment declines** ~~cash and cash equivalents~~ , ~~U. S. government securities and other~~ -- **the** ~~high~~ **Management Fee and, in certain circumstances, the Incentive Fee will still be payable to the Adviser. To the extent that we do not realize income or choose not to retain after** - ~~quality debt investments that mature in one year or less, and through issuances of common stock. Additionally, we are permitted, under specified conditions, to issue multiple classes of indebtedness and one class of shares senior to our common stock if our asset coverage, as defined in the 1940 Act, is at least equal to 150 % immediately after each such issuance. As of December 31, 2022 and 2021, our asset coverage was 188. 6 % and 205. 4 %, respectively. See " Regulation as a Business Development Company — Senior Securities " below. Furthermore, while any indebtedness and senior securities remain outstanding, we must make provisions to prohibit any distribution to our stockholders (which may cause us to fail to distribute amounts necessary to avoid entity- level taxation under the Code), or the repurchase of such securities or shares unless we meet the applicable asset coverage ratios at the time of the distribution or repurchase. In addition, we must also comply with positive and negative covenants customary for these types of facilities. Our debt obligations consisted of the following as of December 31, 2022 and 2021: December 31, 2022 Aggregate Principal Outstanding Amount Carrying ($ in millions) Amount Committed Principal Available (1) Value (2) (3) Revolving Credit Facility $ 1, 585. 0 $ 719. 3 $ 865. 7 $ 706. 2 2023 Notes 150. 0 150. 0 — 149. 9 2024 Notes 347. 5 347. 5 — 325. 5 2026 Notes 300. 0 300. 0 — 260. 2 Total Debt $ 2, 382. 5 $ 1, 516. 8 $ 865. 7 $ 1, 441. 8 (1) The amount available may be subject to limitations related to the borrowing base under the Revolving Credit Facility and asset coverage requirements. (2) The carrying values of the Revolving Credit Facility, 2023 Notes, 2024 Notes and 2026 Notes are presented net of deferred financing costs and original issue discounts totaling $ 13. 2 million, less than $ 0. 1 million, $ 2. 6 million and $ 4. 1 million, respectively. (3) The carrying value of the 2024 Notes and 2026 Notes is presented inclusive of an incremental $ (19. 4) million and $ (35. 7) million, respectively, which represents an adjustment in the carrying values of the 2024 Notes and 2026 Notes, each resulting from a hedge accounting relationship. December 31, 2021 Aggregate Principal Outstanding Amount Carrying ($ in millions) Amount Committed Principal Available (1) Value (2) (3) Revolving Credit Facility $ 1, 510. 0 $ 316. 4 $ 1, 193. 6 $ 304. 6 2022 Convertible Notes 100. 0 100. 0 — 99. 7 2023 Notes 150. 0 150. 0 — 149. 3 2024 Notes 347. 5 347. 5 — 347. 9 2026 Notes 300. 0 300. 0 — 284. 5 Total Debt $ 2, 407. 5 $ 1, 213. 9 $ 1, 193. 6 $ 1, 186. 0 (2) The carrying values of the Revolving Credit Facility, 2022 Convertible Notes, 2023 Notes, 2024 Notes and 2026 Notes arepresented net of deferred financing costs and original issue discounts totaling $ 11. 8 million, $ 0. 3 million, $ 0. 7 million, $ 4. 0million and $ 5. 3 million, respectively. (3) The carrying value of the 2024 Notes and 2026 Notes is presented inclusive of an incremental $ 4. 4 million and $ (10. 2) million, respectively, which represents an adjustment in the carrying values of the 2024 Notes and 2026 Notes, each resulting from ahedge accounting relationship. For the years ended December 31, 2022, 2021 and 2020, the components of interest expense were as follows: ($ in millions) Year Ended December 31, 2022 Year Ended December 31, 2021 Year Ended December 31, 2020 Interest expense $ 49. 9 $ 39. 7 $ 36. 5 Commitment fees 4. 1 4. 4 3. 7 Amortization of deferred financing costs 5. 7 6. 1 5. 1 Accretion of original issue discount 0. 8 0. 7 0. 5 Swap settlement 2. 5 (12. 1) (6. 4) Total Interest Expense $ 63. 0 $ 38. 8 $ 39. 4 Average debt outstanding $ 1, 342. 0 $ 1, 223. 4 $ 1, 001. 6 Weighted average interest rate 3. 9 % 2. 3 % 3. 0 % For more information on our debt, see " ITEM 7. MANAGEMENT' S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS — — Financial Condition, Liquidity and Capital Resources. " Dividend Policy To maintain our status as a RIC, we must distribute (or be treated as distributing) in each taxable year dividends for~~ tax **realized** ~~purposes of an amount equal to at least 90 % of our investment company taxable income (which includes, among other items, dividends, interest, the excess of any net short- term capital gains over net long- term capital losses, as well as other taxable income, excluding any~~ net capital gains ~~reduced by deductible~~ **, we will have a greater need for additional capital to fund our investments and operating** expenses ~~) and 90 % of our net tax- exempt income for that taxable year~~ . **We** ~~As a RIC, we generally~~ will ~~not~~ be subject to corporate- level U. S. federal income tax ~~on~~ **if we are unable to maintain** our ~~investment company taxable~~ **qualification as a RIC. We can be expected to retain some** income and ~~net~~ capital gains **in excess of** ~~that~~ **what** ~~we distribute~~ **is permissible for excise tax purposes and such amounts will be subject** to ~~stockholders. In addition, to avoid the imposition of a nondeductible~~ 4 % U. S. federal excise tax **. Our Adviser** ~~, we must distribute (or be treated as distributing) in each calendar year an~~ **and its affiliates** ~~amount at least equal to the sum of: • 98 % of our net ordinary income~~ , ~~excluding~~ **officers and employees may face** certain **conflicts** ~~ordinary gains and losses, recognized during a calendar year; • 98. 2 %~~ of **interest. Our Adviser can resign** ~~our capital gain net income, adjusted for certain ordinary gains and losses, recognized for the twelve- month period ending~~ on **60 days' notice** ~~October 31 of such calendar year; and • 100 % of any income or gains recognized, but not distributed, in preceding years~~ . We ~~have previously incurred, and can be expected to incur in the future, such excise tax on a portion of our income and gains. While we intend to distribute income and capital gains to minimize exposure to the 4 % excise tax, we~~ may not be able to **find a suitable replacement within that time** , **resulting in a disruption in** ~~or~~ **our operations and a loss of the benefits from our relationship with Sixth Street. The Adviser' s liability is limited under the Investment Advisory Agreement, and we are required to indemnify the Adviser against certain liabilities, which** may ~~choose~~ **lead the Adviser to** act in a riskier manner.Any failure to maintain our status as a BDC would reduce our operating flexibility.We incur significant costs as a result of being a publicly traded company.Provisions of the General Corporation Law of the State of Delaware and our certificate of incorporation and bylaws could deter takeover attempts and have an adverse effect on the price of our common stock.Certain investors are limited in their ability to make significant investments in us.Cybersecurity risks and cyber incidents may adversely affect our business or those of our portfolio companies.Our Board may change our investment objective,operating policies and strategies without prior notice or stockholder approval.The interest rates of our debt investments to our portfolio companies and our indebtedness that extend beyond 2023 might be subject to change based on recent regulatory changes.Risks Related to Economic Conditions The ~~COVID- 19 pandemic has materially and adversely affected,and is likely to continue to materially and adversely affect,our portfolio companies and the results of our operations,including our financial results.The~~ current state of the economy and financial markets increases the likelihood of adverse effects on our financial position and results of operations.Economic recessions or downturns could impair our **portfolio companies and harm our operating results.Risks Related to Our Portfolio Company Investments Our investments are very risky and highly speculative.The value of most of our portfolio securities will** not ~~to, distribute amounts sufficient to avoid~~ **have a readily available market price and we value** ~~the~~ **these** ~~these~~ securities at fair value as determined in good faith by our Board,which valuation is inherently subjective,may not reflect what we may actually realize for the sale of the investment and could result in a conflict of interest with the Adviser.The lack of liquidity in our investments may adversely affect our business.Our portfolio may be focused on a limited number of portfolio companies or industries,which will subject us to a risk of significant loss if any of these companies defaults on its obligations under any of its debt instruments or if there is a downturn in a particular industry.We may securitize certain of our investments,which may subject us to certain structured financing risks.Because we generally do not hold controlling interests in our portfolio companies,we may not be in **a** ~~imposition~~ -- **position to** ~~of the excise~~ **exercise** ~~tax entirely~~ **control over those portfolio companies or prevent decisions by management of those portfolio companies** . ~~In~~ **We are exposed to risks associated with changes in interest rates. We may not be able to realize expected returns on our invested capital. By originating loans to companies** that ~~event~~ **are experiencing significant financial or business difficulties** , **we may be exposed to distressed lending risks. Our portfolio companies in some cases may incur debt or issue equity securities that rank equally with, or senior to, our investments in those companies and we may be exposed to special risks associated with bankruptcy cases. Our failure to make follow- on investments in our portfolio companies could impair the value of our investments. Our ability to enter into transactions with our affiliates is restricted. Any acquisitions or strategic investments that we pursue are subject to risks and uncertainties. We cannot guarantee that** we will be ~~liable~~ -- **able to obtain various required licenses in U. S. states or in any other jurisdiction where they may be required in the future. Our investments in foreign companies may involve significant risks in addition to the risks inherent in U. S. investments. We expose ourselves to risks when we engage in hedging transactions. The new market structure applicable to derivatives imposed by the Dodd- Frank Act may affect our ability to use over- the- counter (" OTC ") derivatives** for ~~the excise~~ **hedging purposes. Our portfolio investments may present special** tax ~~only on~~ **issues, and** ~~the~~ **there** ~~amount by which we do not meet the foregoing distribution requirement~~ **are certain risks associated with holding debt obligationsthat have original issue discount or payment- in- kind interest** . ~~See " ITEM 1A. RISK FACTORS —~~ Risks Related to Our ~~Business~~ **Securities There is a risk that investors in our common stock may not receive dividends or that our dividends may not grow over time. Investing in our securities may involve a high degree of risk** and ~~Structure — We~~ **the market price of our common stock may fluctuate significantly and could decline. Our stockholders** will **experience dilution in their ownership percentage** ~~be subject to corporate- level income tax~~ if ~~we are unable to maintain our qualification as a RIC under Subchapter M of the~~ **they opt out of our** ~~Code. " Dividend Reinvestment Plan We have adopted a~~ dividend reinvestment plan **. Purchases of** ~~, pursuant to which we will reinvest all cash dividends or~~ **our** ~~distributions declared by the Board on behalf of investors who do not elect to receive their cash dividends or distributions in cash as provided below. As a result, if the Board authorizes, and we declare, a cash dividend or distribution, then our stockholders who have not elected to " opt out " of our dividend reinvestment plan will have their cash dividends or distributions automatically reinvested in additional~~ common stock ~~as described below. Those stockholders whose shares are held~~ by **us under** ~~a broker or other~~ -- **the** ~~financial intermediary may receive cash dividends and other distributions in cash by notifying their broker or other financial intermediary of their election. No action is required on the part of a registered stockholder to have its cash dividend or other distribution reinvested in our common stock. A registered stockholder is able to elect to receive an entire cash dividend or distribution in cash by notifying American Stock Transfer & Trust~~ Company **10b5** ~~, LLC, the plan administrator and our transfer agent and registrar, in writing, so that notice is received by the plan administrator no later than 10 days prior to the record date for the cash dividend or distributions to the stockholders. The plan administrator has set up an account for shares acquired through the plan for each stockholder who has not elected to receive cash dividends or distributions in cash and hold the shares in non~~ - **1** ~~certificated form. We expect to use primarily newly issued shares to implement the plan~~ **Plan may result in dilution to** ~~, whether our shares are trading at a premium or~~ **our** ~~at a discount to net asset value. We reserve the right to purchase shares in the open market in connection with our implementation of the plan. The number of shares to be issued to a stockholder is determined by dividing the total dollar amount of the cash dividend or distribution payable to a stockholder by the market price per share of our common stock at the close of regular trading on the New York Stock Exchange, or " NYSE, " on the payment date of a distribution, or if no sale is reported for such day, the average of the reported bid and ask prices. However, if the market price per share on the payment date of a cash dividend or distribution exceeds the most recently computed~~ net asset value per share **and** ~~, we will issue shares at~~ the ~~greater~~ **price** of ~~(i)~~ **our common stock being higher than** the ~~most recently computed net asset value per~~ **price that otherwise might exist in the open market. General Risk Factors We** ~~share~~ -- **are highly dependent on information systems** and ~~(ii) 95 % of~~ **systems failures could significantly disrupt our business, which may, in turn, negatively affect** the ~~current~~ market price **of** ~~per share (or~~ **our** ~~such lesser discount to the current market price per share that still exceeded the most recently computed net asset value per share). Shares purchased in open market transactions by the plan administrator will be allocated to a stockholder based on the average purchase price, excluding any brokerage charges or other charges, of all shares of~~ common stock ~~purchased~~ **and our ability to pay dividend. Changes** in ~~the open market~~ **laws or regulations governing our operations may adversely affect our business** . The ~~number of shares of our common stock that will be outstanding after giving~~ effect ~~to~~

~~payment~~ of **geopolitical conflicts** ~~a cash dividend or distribution cannot be established until the value per share at which additional shares will be issued has been determined~~ and **global climate** ~~elections of our stockholders have been tabulated. The number of shares to be issued to a stockholder pursuant to the foregoing will be rounded down to the nearest whole share to avoid the issuance of fractional shares, with any fractional shares being paid in cash. For non- U. S. stockholders, the number of shares to be issued to the stockholder will be the amount equal to the total dollar amount of the cash dividend or distribution payable, net of applicable withholding taxes. There are no brokerage charges~~ - **change may impact** ~~or other charges to stockholders who participate in the plan. The plan is terminable by~~ us ~~upon notice in writing mailed to each stockholder of record at least 30 days prior to any record date for the payment of any cash dividend or distribution by us. If a participant elects by written notice to the plan administrator to have the plan administrator sell part or all of the shares held by the plan administrator in the participant' s account and remit the proceeds to the participant, the plan administrator is authorized to deduct a $ 15. 00 transaction fee plus a brokerage commission from the proceeds. Each of our executive officers is an~~ **and** ~~employee of our Adviser or~~ **our** ~~its affiliates~~ **portfolio companies** . We ~~do not currently have any employees~~ **depend on the experience, diligence, skill** and **network** ~~do not expect to have any employees. Individuals who are employees~~ of ~~our Adviser or its affiliates provide services necessary for our~~ business **contacts** ~~under the terms~~ of ~~the~~ **senior members of our** Investment **Team** ~~Advisory Agreement and the Administration Agreement. Our day- to- day investment operations are managed by our Adviser and the services necessary for the origination and administration of our investment portfolio are provided by investment professionals employed by our Adviser or its affiliates~~ . Our Investment Team **, together with** ~~focuses on origination and transaction development and the~~ **other professionals at Sixth Street and** ~~ongoing monitoring of our investments. In addition, we reimburse the Adviser for the allocable portion of the compensation paid by the Adviser (or~~ its affiliates ~~) to our Chief Compliance Officer~~ , **identifies** ~~Chief Financial Officer~~ , **evaluates, negotiates, structures, closes, monitors** and ~~other professionals who spend time~~ **manages our investments. Our success will depend to a significant extent** on ~~those~~ -- **the continued service** ~~related activities (based on the percentage of time those individuals devote, on an~~ **and** ~~estimated basis, to~~ **coordination of the senior members of** our ~~business and affairs). See "~~ Investment ~~Advisory Agreement; Administration Agreement; License Agreement " below. In addition to our Adviser, Sixth Street has a team~~ **Team** ~~of over 475 investment and operating professionals~~ . ~~As~~ **The senior members** of ~~December 31, 2022, forty- four~~ - **our** ~~(44) of these personnel are dedicated to our business, including thirty- four (34) investment professionals. Under the~~ Investment **Team** ~~Advisory Agreement, the Adviser: • determines the composition of our portfolio, the nature and timing of the changes to our portfolio and the manner of implementing those changes; • identifies, evaluates and negotiates the structure of the investments we make (including performing due diligence on our prospective portfolio companies); • determines the assets we will originate, purchase, retain or sell; • closes, monitors and administers the investments we make, including the exercise of any rights in our capacity as a lender or equity holder; and • provides us other investment advisory, research and related services as we may, from time to time, reasonably require for the investment of our funds, including providing operating and managerial assistance to us and our portfolio companies, as required. Under the terms of the Investment Advisory Agreement, we pay the Adviser a base management fee, or the " Management Fee, " and may also pay certain incentive fees, or " Incentive Fees ". The Management Fee is calculated at an annual rate of 1. 5 % based on the average value of our gross assets calculated using the values at the end of the two most recently completed calendar quarters, adjusted for any share issuances or repurchases during the period. The Management Fee is payable quarterly in arrears. For each of the years ended December 31, 2022, 2021, and 2020, Management Fees (gross of waivers) were $ 39. 9 million, $ 37. 1 million and $ 32. 1 million, respectively. Any waived Management Fees are not subject to recoupment by the Adviser. The Adviser intends to waive a portion of the Management Fee payable under the Investment Advisory Agreement by reducing the Management Fee on assets financed using leverage over 200 % asset coverage (in other words, over 1. 0x debt to equity) (the " Leverage Waiver "). Pursuant to the Leverage Waiver, the Adviser intends to waive the portion of the Management Fee in excess of an annual rate of 1. 0 % (0. 250 % per quarter) on the average value of our gross assets as of the end of the two most recently completed calendar quarters that exceeds the product of (i) 200 % and (ii) the average value of our net asset value at the end of the two most recently completed calendar quarters. For the years ended December 31, 2022 and 2021, Management Fees of $ 0. 4 million, and $ 0. 2 million, respectively, have been waived pursuant to the Leverage Waiver. The Adviser did not waive any Management Fees for the year ended December 31, 2020 pursuant to the Leverage Waiver. The Incentive Fee consists of two parts, as follows: (i) The first component, payable at the end of each quarter in arrears, equals 100 % of the pre- Incentive Fee net investment income in excess of a 1. 5 % quarterly " hurdle rate, " the calculation of which is further explained below, until the Adviser has received 17. 5 % of the total pre- Incentive Fee net investment income for that quarter and, for pre- Incentive Fee net investment income in excess of 1. 82 % quarterly, 17. 5 % of all remaining pre- Incentive Fee net investment income for that quarter. The 100 % " catch- up " provision for pre- Incentive Fee net investment income in excess of the 1. 5 % " hurdle rate " is intended to provide the Adviser with an Incentive Fee of 17. 5 % on all pre- Incentive Fee net investment income when that amount equals 1. 82 % in a quarter (7. 28 % annualized), which is the rate at which catch- up is achieved. Once the " hurdle rate " is reached and catch- up is achieved, 17. 5 % of any pre- Incentive Fee net investment income in excess of 1. 82 % in any quarter is payable to the Adviser. Pre- Incentive Fee net investment income means dividends, interest and fee income accrued by us during the calendar quarter, minus our operating expenses for the quarter (including the Management Fee, expenses payable under the Administration Agreement to the Administrator, and any interest expense and dividends paid on any issued and outstanding preferred stock, but excluding the Incentive Fee). Pre- Incentive Fee net investment income includes, in the case of investments with a deferred interest feature (such as original issue discount, debt instruments with pay- in- kind interest and zero coupon securities), accrued income that we may not have received in cash. Pre- Incentive Fee net investment income does not include any realized capital gains, realized capital losses or unrealized capital gains or losses. (ii) The second component, payable at the end of each fiscal year in arrears, equaled 15 % through March 31, 2014 and, beginning April 1, 2014, equals a weighted percentage of cumulative realized capital gains from~~

~~our inception to the end of that fiscal year, less cumulative realized capital losses and unrealized capital losses. This component of the Incentive Fee is referred to as the Capital Gains Fee. Each year, the fee paid for this component of the Incentive Fee is net of the aggregate amount of any previously paid Capital Gains Fee for prior periods. For capital gains that accrue following March 31, 2014, the Incentive Fee rate is 17. 5 %. We accrue, but do not pay, a capital gains Incentive Fee with respect to unrealized capital gains because a capital gains Incentive Fee would be owed to the Adviser if we were to sell the relevant investment and realize a capital gain. The weighted percentage is intended to ensure that for each fiscal year following the completion of the IPO, the portion of our realized capital gains that accrued prior to March 31, 2014, is subject to an Incentive Fee rate of 15 % and the portion of our realized capital gains that accrued beginning April 1, 2014 is subject to an Incentive Fee rate of 17. 5 %. As of March 31, 2020, there are no remaining investments that were made prior to April 1, 2014, and as a result, the Incentive Fee rate of 17. 5 % is applicable to any future realized capital gains. For purposes of determining whether pre- Incentive Fee net investment income exceeds the hurdle rate, pre- Incentive Fee net investment income is expressed as a rate of return on the value of our net assets at the end of the immediately preceding calendar quarter. Pre- Incentive Fee net investment income does not include any realized capital gains, realized capital losses or unrealized capital gains or losses. Because of the structure of the Incentive Fee, it is possible that we may pay an Incentive Fee in a quarter in which we incur a loss. For example, if we receive pre- Incentive Fee net investment income in excess of the quarterly minimum hurdle rate, we will pay the applicable Incentive Fee even if we have incurred a loss in that quarter due to realized and unrealized capital losses. In addition, because the quarterly minimum hurdle rate is calculated based on our net assets, decreases in our net assets due to realized or unrealized capital losses in any given quarter may increase the likelihood that the hurdle rate is reached and therefore the likelihood of us paying an Incentive Fee for that quarter. Our net investment income used to calculate this component of the Incentive Fee is also included in the amount of our gross assets used to calculate the Management Fee because gross assets are total assets (including cash received) before deducting liabilities (such as declared dividend payments). Section 205 (b) (3) of the Advisers Act, as amended, prohibits the Adviser from receiving the payment of fees on unrealized gains until those gains are realized, if ever. There can be no assurance that such unrealized gains will be realized in the future. For the years ended December 31, 2022, 2021 and 2020, Incentive Fees were $ 24. 5 million, $ 46. 6 million and $ 32. 9 million, respectively, of which $ 33. 4 million, $ 33. 1 million, and $ 31. 5 million, respectively, were realized and payable to the Adviser. For the years ended December 31, 2022, 2021 and 2020, $ (8. 9) million, $ 13. 5 million, and $ 1. 4 million, respectively, of Incentive Fees were accrued related to Capital Gains Fees. As of December 31, 2022, these accrued Incentive Fees~~ are not contractually ~~payable to~~ **restricted from leaving** the Adviser. The **departure of any of these key personnel, including members of our** Adviser **' s Investment Review Committee** ~~did not waive any Incentive Fees for the years ended December 31~~ , ~~2022, 2021 and 2020~~ **could have a material adverse effect on us** . **In addition, we cannot assure you that** ~~Any waived Incentive Fees are not subject to recoupment by~~ the Adviser ~~. Since our IPO, with the exception of its waiver of Management Fees and certain Incentive Fees attributable to our ownership of certain investments and the Leverage Waiver, the Adviser has not waived its right to receive any Management Fees or Incentive Fees payable pursuant to the Investment Advisory Agreement. In November 2022, the Board renewed the Investment Advisory Agreement. Unless earlier terminated as described below, the Investment Advisory Agreement~~ will remain **our investment adviser or that we will continue** ~~in effect until November 2023, and may be extended subject~~ to ~~required approvals~~ **have access to Sixth Street or its investment professionals** . The Investment Advisory Agreement ~~will automatically terminate in the event of an assignment and~~ may be terminated by either party without penalty on 60 days' written notice to the other party. On March 15, 2011, we...... written notice to the other party. The holders of a majority of our outstanding voting securities may also terminate the Investment Advisory Agreement without penalty on 60 days' written notice. **Regulations governing our operation as a BDC affect our ability to, and the way in which we, raise additional capital.** The 1940 Act imposes numerous constraints on the operations of BDCs. See " ITEM 1. BUSINESS — Regulation as a Business Development Company " for a discussion of BDC limitations. For example, BDCs are required to invest at least 70 % of their total assets in securities of nonpublic or thinly traded U. S. companies, cash, cash equivalents, U. S. government securities and other high- quality debt investments that mature in one year or less. These constraints may hinder the Adviser' s ability to take advantage of attractive investment opportunities and to achieve our investment objective. We may need to periodically access the debt and equity capital markets to raise cash to fund new investments in excess of our repayments, and we may also need to access the capital markets to refinance existing debt obligations to the extent such maturing obligations are not repaid with availability under our revolving credit facilities or cash flows from operations. Regulations governing our operation as a BDC affect our ability to raise additional capital, and the ways in which we can do so. Raising additional capital may expose us to risks, including the typical risks associated with leverage, and may result in dilution to our current stockholders. The 1940 Act limits our ability to incur borrowings and issue debt securities and preferred stock, which we refer to as senior securities, requiring that after any borrowing or issuance the ratio of total assets (less total liabilities other than indebtedness) to total indebtedness plus preferred stock, is at least 150 %. We may need to continue to borrow from financial institutions and issue additional securities to fund our growth. Unfavorable economic or capital market conditions may increase our funding costs, limit our access to the capital markets or could result in a decision by lenders not to extend credit to us. An inability to successfully access the capital markets may limit our ability to refinance our existing debt obligations as they come due and / or to fully execute our business strategy and could limit our ability to grow or cause us to have to shrink the size of our business, which could decrease our earnings, if any. Consequently, if the value of our assets declines or we are unable to access the capital markets we may be required to sell a portion of our investments and, depending on the nature of our leverage, repay a portion of our indebtedness at a time when this may be disadvantageous. Also, any amounts that we use to service our indebtedness would not be available for distributions to our common stockholders. If we borrow money or issue senior securities, we will be exposed to typical risks associated with leverage, including an increased risk of loss. If we issue preferred stock, the preferred stock would rank senior to common stock in our capital structure. Preferred stockholders would have separate voting rights on certain matters and may have other rights, preferences or privileges more favorable than those of our common stockholders. The issuance of preferred stock could have the effect of delaying, deferring or preventing a transaction or a change of control that might involve a premium price for holders of our common stock or otherwise be in your best interest. Holders of our common stock will directly or indirectly bear all of the costs associated with offering and servicing any preferred stock that we issue. In addition, any interests of preferred stockholders may not necessarily align with the interests of holders of our common stock and the rights of holders of shares of preferred stock to receive dividends would be senior to those of holders of shares of our common stock. Our Board may decide to issue additional common stock to finance our operations rather than issuing debt or other senior securities. However, we generally are not able to issue and sell our common stock at a price below net asset value per share. We may, however, elect to issue and sell our common stock, or warrants, options or rights to acquire our common stock, at a price below the then- current net asset value of our common stock if our Board determines that the sale is in our best interests and the best interests of our stockholders, and our stockholders have approved our policy and practice of making these sales within the preceding 12 months. Pursuant to approval granted at a special meeting of stockholders held on May ~~26~~ **25** , ~~2022~~ **2023** , we are currently permitted to sell or otherwise issue shares of our common stock at a price below our then- current net asset value per share, subject to the approval of our Board and certain other conditions. Such stockholder approval expires on May ~~26~~ **25** , ~~2023~~ **2024** . We may in the future seek such approval again; however, there is no assurance such approval will be obtained. In any such case, the price at which our securities are to be issued and sold may not be less than a price that, in the determination of our Board, closely approximates the market value of those securities (less any distribution commission or discount). In the event we sell shares of our common stock at a price below net asset value per share, existing stockholders will experience net asset value dilution. This dilution would occur as a result of the sale of shares at a price below the then current net asset value per share of our common stock and would cause a proportionately greater decrease in the stockholders' interest in our earnings and assets and their voting interest in us than the increase in our assets resulting from such issuance. As a result of any such dilution, our market price per share may decline. Because the number of shares of common stock that could be so issued and the timing of any issuance is not currently known, the actual dilutive effect cannot be predicted. In addition to issuing securities to raise capital as described above, we could securitize our investments to generate cash for funding new investments. To securitize our investments, we likely would create a wholly owned subsidiary, contribute a pool of loans to the subsidiary and have the subsidiary issue primarily investment grade debt securities to purchasers who we would expect would be willing to accept a substantially lower interest rate than the loans earn. We would retain all or a portion of the equity in the securitized pool of loans. Our retained equity would be exposed to any losses on the portfolio of investments before any of the debt securities would be exposed to the losses. An inability to successfully securitize our investment portfolio could limit our ability to grow or fully execute our business and could adversely affect our earnings, if any. The successful securitization of our investment could expose us to losses because the portions of the securitized investments that we would typically retain tend to be those that are riskier and more apt to generate losses. The 1940 Act also may impose restrictions on the structure of any securitization. In connection with any future securitization of investments, we may incur greater set- up and administration fees relating to such vehicles than we have in connection with financing of our investments in the past. See " — Risks Related to Our Portfolio Company Investments — We may securitize certain of our investments, which may subject us to certain structured financing risks. " As part of our business strategy, we borrow from and may in the future issue additional senior debt securities to banks, insurance companies and other lenders. Holders of these loans or senior securities would have fixed- dollar claims on our assets that have priority over the claims of our stockholders. If the value of our assets decreases, leverage will cause our net asset value to decline more sharply than it otherwise would have without leverage. Similarly, any decrease in our income would cause our net income to decline more sharply than it would have if we had not borrowed. This decline could negatively affect our ability to make dividend payments on our common stock. Our ability to service our borrowings depends largely on our financial performance and is subject to prevailing economic conditions and competitive pressures. In addition, the Management Fee is payable based on our gross assets, including cash and assets acquired through the use of leverage, which may give our Adviser an incentive to use leverage to make additional investments. See " — Risks Related to Our Business and Structure — Even in the event the value of your investment declines, the Management Fee and, in certain circumstances, the Incentive Fee will still be payable to the Adviser. " The amount of leverage that we employ will depend on our Adviser' s and our Board' s assessment of market and other factors at the time of any proposed borrowing. We cannot assure you that we will be able to obtain credit at all or on terms acceptable to us. Our credit facilities and indentures governing our indebtedness also impose financial and operating covenants that restrict our business activities, remedies on default and similar matters. As of the date of this Annual Report, we are in compliance with the covenants of our credit facilities and indentures. However, our continued compliance with these covenants depends on many factors, some of which are beyond our control. Accordingly, although we believe we will continue to be in compliance, we cannot assure you that we will continue to comply with the covenants in our credit facilities and indentures. Failure to comply with these covenants could result in a default. If we were unable to obtain a waiver of a default from the lenders or holders of that indebtedness, as applicable, those lenders or holders could accelerate repayment under that indebtedness. An acceleration could have a material adverse impact on our business, financial condition and results of operations. Lastly, we may be unable to obtain additional leverage, which would, in turn, affect our return on capital. As of December 31, ~~2022~~ **2023** , we had $ 1, ~~516~~ **837** . ~~8~~ **2** million principal amount of outstanding indebtedness, which had an annualized interest cost of ~~3~~ **7** . ~~9~~ **8** % under the terms of our debt, excluding fees (such as fees on undrawn amounts and amortization of upfront fees) and giving effect to the swap- adjusted interest rates on our ~~2023 Notes,~~ 2024 Notes ~~and~~ **,** 2026 Notes **and 2028 Notes** . As of December 31, ~~2022~~ **2023** , as adjusted to give effect to the interest rate swaps ~~, the interest rate on the 2023 Notes was three- month LIBOR plus 1. 99 %~~ , the interest rate on the 2024 Notes was three- month ~~LIBOR~~ **SOFR** plus 2. ~~28~~ **54** % (on a weighted- average basis), ~~and~~ the interest rate on the 2026 Notes was three- month ~~LIBOR~~ **SOFR** plus ~~1~~ **2** . ~~91~~ **17 %, and the interest rate on the 2028 Notes was three- month SOFR plus 2. 99** %. For us to cover these annualized interest payments on indebtedness, we must achieve annual returns on our investments of at least ~~2~~ **4** . ~~1~~ **4** %. Since we generally pay interest at a floating rate on our debt, an increase in interest rates will generally increase our borrowing costs. We expect that our annualized interest cost and returns required to cover interest will increase if we issue additional debt securities. In order to assist investors in understanding the effects of leverage, the following table illustrates the effect of leverage on returns from an investment in our common stock assuming various annual returns, net of expenses. Leverage generally magnifies the return of stockholders when the portfolio return is positive and magnifies their losses when the portfolio return is negative. Actual returns may be greater or less than those appearing in the table. The calculations in the table below are hypothetical and actual returns may be higher or lower than those appearing below. Effects of Leverage Based on Actual Amount of Borrowings Incurred by us as of December 31, ~~2022~~ **2023** Assumed Return on Our Portfolio (net of expenses) (1)- 10 %- 5 % 0 % 5 % 10 % Corresponding return to stockholder (2) (~~25~~ **31. 9 %) (20. 7 %) (9** . 6 %) **1** ~~(15~~ . ~~0~~ **6** % **12** ~~) (4~~ . **8** ~~4 %) 6. 2 % 16. 7~~ % The assumed portfolio return is required by SEC regulations and is not a prediction of, and does not represent, our projected or actual performance. Actual returns may be greater or less than those appearing in the table. Pursuant to SEC regulations, this table is calculated as of December 31, ~~2022~~ **2023** . As a result, it has not been updated to take into account any changes in assets or leverage since December 31, ~~2022~~ **2023** . In order to compute the " Corresponding return to stockholder, " the " Assumed Return on Our Portfolio " is multiplied by the total value of our assets at December 31, ~~2022~~ **2023** to obtain an assumed return to us. From this amount, the interest expense (calculated by multiplying the weighted average **annualized** stated interest rate of ~~3~~ **7** . ~~91~~ **79** % by the approximately $ 1, ~~516~~ **837** . ~~8~~ **2** million of principal debt outstanding) is subtracted to determine the return available to stockholders. The return available to stockholders is then divided by the total value of our net assets as of December 31, ~~2022~~ **2023** to determine the " Corresponding return to stockholder. " Our indebtedness could adversely affect our business, financial conditions or results of operations. We cannot assure you that our business will generate sufficient cash flow from operations or that future borrowings will be available to us under our credit facilities or otherwise in an amount sufficient to enable us to pay our indebtedness or to fund our other liquidity needs. We may need to refinance all or a portion of our indebtedness on or before it matures. We cannot assure you that we will be able to refinance any of our indebtedness on commercially reasonable terms or at all. If we cannot service our indebtedness, we may have to take actions such as selling assets or seeking additional equity. We cannot assure you that any such actions, if necessary, could be effected on commercially reasonable terms or at all, or on terms that would not be disadvantageous to our stockholders or on terms that would not require us to breach the terms and conditions of our existing or future debt agreements. Legislation allows us to incur additional leverage. Under the 1940 Act, a BDC generally is not permitted to incur borrowings, issue debt securities or issue preferred stock unless immediately after the borrowing or issuance the ratio of total assets (less total liabilities other than indebtedness) to total indebtedness plus preferred stock is at least 200 %. However, under the SBCAA, which became law in March 2018, BDCs have the ability to elect to become subject to a lower asset coverage requirement of 150 %, subject to the receipt of the requisite board or stockholder approvals under the SBCAA and satisfaction of certain other conditions. On October 8, 2018, our stockholders approved the application of the minimum asset coverage ratio of 150 % to us, as set forth in Section 61 (a) (2) of the 1940 Act, as amended by the SBCAA. As a result and subject to certain additional disclosure requirements, as of October 9, 2018, our minimum asset coverage ratio was reduced from 200 % to 150 %. In other words, pursuant to Section 61 (a) of the 1940 Act, as amended by the SBCAA, we are permitted to potentially increase our maximum debt- to- equity ratio from an effective level of one- to- one to two- to- one. As a result, you may face increased investment risk. We may not be able to implement our strategy to utilize additional leverage successfully. See " — We operate in a highly competitive environment for investment opportunities. " Any impact on returns or equity or our business associated with additional leverage may not outweigh the additional risk. See " — We borrow money, which magnifies the potential for gain or loss and increases the risk of investing in us. " Other public and private entities, including commercial banks, commercial financing companies, other BDCs and insurance companies compete with us to make the types of investments that we make in middle- market companies. Certain of these competitors may be substantially larger, have considerably greater financial, technical and marketing resources than we have and offer a wider array of financial services. For example, some competitors may have a lower cost of funds and access to funding sources that are not available to us. In addition, some of our competitors may have higher risk tolerances or different risk assessments, which could allow them to consider a wider variety of investments and establish more relationships. We may lose investment opportunities if we do not match our competitors' pricing, terms and structure. If we match our competitors' pricing, terms and structure, however, we may experience decreased net interest income and increased risk of credit loss. In addition, many competitors are not subject to the regulatory restrictions that the 1940 Act imposes on us as a BDC or the restrictions that the Code imposes on us as a RIC. As a result, we face additional constraints on our operations, which may put us at a competitive disadvantage. As a result of this existing and potentially increasing competition, we may not be able to take advantage of attractive investment opportunities and we cannot assure you that we will be able to identify and make investments that are consistent with our investment objective. The competitive pressures we face could have a material adverse effect on our ability to achieve our investment objective. Our ability to achieve our investment objective depends on our Investment Team' s ability to identify, evaluate, finance and invest in suitable companies that meet our investment criteria. Accomplishing this result on a cost- effective basis is largely a function of our marketing capabilities, our management of the investment process, our ability to provide efficient services and our access to financing sources on acceptable terms, including equity financing. Moreover, our ability to structure investments may also depend upon the participation of other prospective investors. For example, our ability to offer loans above a certain size and to structure loans in a certain way may depend on our ability to partner with other investors. As a result, we could fail to capture some investment opportunities if we cannot provide " one- stop " financing to a potential portfolio company either alone or with other investment partners. In addition to monitoring the performance of our existing investments, members of our Investment Team may also be called upon to provide managerial assistance to our portfolio companies. These demands on their time may distract them or slow the rate of investment. To grow, our Adviser may need to hire, train, supervise and manage new employees. Failure to manage our future growth effectively could have a material adverse effect on our growth prospects and ability to achieve our investment objective. Even in the event the value of your investment declines, the Management Fee and, in certain circumstances, the Incentive Fee will still be payable to the Adviser. The Management Fee is calculated as a percentage of the value of our gross assets at a specific time, which would include any borrowings for investment purposes, and may give our Adviser an incentive to use leverage to make additional investments. In addition, the Management Fee is payable regardless of whether the value of our gross assets or your investment have decreased. The use of increased leverage may increase the likelihood of default, which would disfavor holders of our common stock. Given the subjective nature of the investment decisions that our Adviser will make on our behalf, we may not be able to monitor this potential conflict of interest. The Incentive Fee is calculated as a percentage of pre- Incentive Fee net investment income. Since pre- Incentive Fee net investment income does not include any realized capital gains, realized capital losses or unrealized capital gains or losses, it is possible that we may pay an Incentive Fee in a quarter in which we incur a loss. For example, if we receive pre- Incentive Fee net investment income in excess of the quarterly minimum hurdle rate, we will pay the applicable Incentive Fee even if we have incurred a loss in that quarter due to realized and unrealized capital losses. In addition, because the quarterly minimum hurdle rate is calculated based on our net assets, decreases in our net assets due to realized or unrealized capital losses in any given quarter may increase the likelihood that the hurdle rate is reached in that quarter and, as a result, that an Incentive Fee is paid for that quarter. Our net investment income used to calculate this component of the Incentive Fee is also included in the amount of our gross assets used to calculate the Management Fee. Also, one component of the Incentive Fee is calculated annually based upon our realized capital gains, computed net of realized capital losses and unrealized capital losses on a cumulative basis. As a result, we may owe the Adviser an Incentive Fee during one year as a result of realized capital gains on certain investments, and then incur significant realized capital losses and unrealized capital losses on the remaining investments in our portfolio during subsequent years. Incentive Fees earned in prior years cannot be clawed back even if we later incur losses. In addition, the Incentive Fee payable by us to the Adviser may create an incentive for the Adviser to make investments on our behalf that are risky or more speculative than would be the case in the absence of such a compensation arrangement. The Adviser receives the Incentive Fee based, in part, upon capital gains realized on our investments. Unlike the portion of the Incentive Fee that is based on income, there is no hurdle rate applicable to the portion of the Incentive Fee based on capital gains. As a result, the Adviser may have an incentive to invest more in companies whose securities are likely to yield capital gains, as compared to income- producing investments. Such a practice could result in our making more speculative investments than would otherwise be the case, which could result in higher investment losses, particularly during cyclical economic downturns. To maintain our status as a RIC for U. S. federal income tax purposes, we must distribute (or be treated as distributing) in each taxable year dividends for tax purposes equal to at least 90 % of our investment company taxable income and net tax- exempt income for that taxable year, and may either distribute or retain our realized net capital gains from investments. Unless investors elect to reinvest dividends, earnings that we are required to distribute to stockholders will not be available to fund future investments. Accordingly, we may have insufficient funds to make new and follow- on investments, which could have a material adverse effect on our financial condition and results of operations. Because of the structure and objectives of our business, we may experience operating losses and expect to rely on proceeds from sales of investments, rather than on interest and dividend income, to pay our operating expenses. We cannot assure you that we will be able to sell our investments and thereby fund our operating expenses. We will be subject to corporate- level U. S. federal income tax if we are unable to maintain our qualification as a RIC under Subchapter M of the Code, including as a result of our failure to satisfy the RIC distribution requirements. We will incur corporate- level U. S. federal income tax costs if we are unable to maintain our qualification as a RIC for U. S. federal income tax purposes, including as a result of our failure to satisfy the RIC distribution requirements. Although we have elected to be treated as a RIC for U. S. federal income tax purposes, we cannot assure you that we will be able to continue to qualify for and maintain RIC status. To maintain RIC status under the Code and to avoid corporate- level U. S. federal income tax, we must meet the following annual distribution, income source and asset diversification requirements: We must distribute (or be treated as distributing) dividends for tax purposes in each taxable year equal to at least 90 % of each of: the sum of our net ordinary income and realized net short- term capital gains in excess of realized net long- term capital losses or, investment company taxable income, if any, for that taxable year; and **our net tax- exempt income for that taxable year.** The asset coverage ratio requirements under the 1940 Act and financial covenants under our loan and credit agreements could, under certain circumstances, restrict us from making distributions necessary to satisfy the distribution requirement. In addition, as discussed in more detail below, our income for tax purposes may exceed our available cash flow. If we are unable to obtain cash from other sources, we could fail to satisfy the distribution requirements that apply to a RIC. As a result, we could lose our RIC status and become subject to corporate- level U. S. federal income tax. We must derive at least 90 % of our gross income for each taxable year from dividends, interest, gains from the sale of or other disposition of stock or securities or similar sources. We must meet specified asset diversification requirements at the end of each quarter of our taxable year. The need to satisfy these requirements to prevent the loss of RIC status may result in our having to dispose of certain investments quickly on unfavorable terms. Because most of our investments will be relatively illiquid, any such dispositions could be made at disadvantageous prices and could result in substantial losses. If we fail to maintain our qualification for tax treatment as a RIC for any reason, the resulting U. S. federal income tax liability could substantially reduce our net assets, the amount of income available for distribution, and the amount of our distributions. As of December 31, **2023 and** 2022 ~~and 2021~~, we elected to retain approximately $ ~~63~~ **91. 6** million and $ ~~32~~ **62. 8** million of taxable income and capital gains, respectively, in order to provide us with additional liquidity and we recorded an expense of $ 2. **3 million and $** 2 ~~million and $ 0~~. ~~7~~ **2** million, respectively, for U. S. federal excise tax as a result. We can be expected to retain some income and capital gains in the future, including for purposes of providing us with additional liquidity, which amounts would similarly be subject to the 4 % U. S. federal excise tax. In that event, we will be liable for the tax on the amount by which we do not meet the foregoing distribution requirement. See " ITEM 1. BUSINESS — Regulation as a Business Development Company — Regulated Investment Company Classification " for more information. The majority of our debt investments are based on floating rates, such as ~~LIBOR,~~ **Euro Interbank Offer Rate ("** EURIBOR **")** , **Term Secured Overnight Financing Rate ("** SOFR **"), Sterling Overnight Index Average (" SONIA")** , the Federal Funds Rate or the Prime Rate. General interest rate fluctuations may have a substantial negative impact on our investments, the value of our common stock and our rate of return on invested capital. On one hand, a reduction in the interest rates on new investments relative to interest rates on current investments could have an adverse impact on our net interest income, which also could be negatively impacted by our borrowers making prepayments on their loans. On the other hand, an increase in interest rates could increase the interest repayment obligations of our borrowers and result in challenges to their financial performance and ability to repay their obligations, adversely affecting the credit quality of our investments. An increase in interest rates could also decrease the value of any investments we hold that earn fixed interest rates, including subordinated loans, senior and junior secured and unsecured debt securities and loans and high yield bonds, and also could increase our interest expense, thereby decreasing our net income. Moreover, an increase in interest rates available to investors could make investment in our common stock less attractive if we are not able to increase our dividend rate, which could reduce the value of our common stock. Federal Reserve policy, including with respect to certain interest rates and the decision to end its quantitative easing policy, may also adversely affect the value, volatility and liquidity of dividend- and interest- paying securities. Market volatility, rising interest rates and / or a return to unfavorable economic conditions could adversely affect our business. A rise in the general level of interest rates typically leads to higher interest rates applicable to our debt investments. Accordingly, an increase in interest rates may result in an increase in the amount of the Incentive Fee payable to the Adviser. We may use interest rate risk management techniques in an effort to limit our exposure to interest rate fluctuations. These techniques may include various interest rate hedging activities to the extent permitted by the 1940 Act. Our Revolving Credit Facility is subject to variable rates that expose us to interest rate risk. We may also incur additional indebtedness subject to variable rates in the future. When interest rates increase, our debt service obligations on the variable rate indebtedness increase even though the amount borrowed remains the same. U. S. dollar borrowings under our Revolving Credit Facility bear interest at a rate derived from SOFR. SOFR is a relatively new reference rate and has a very limited history. The future performance of SOFR cannot be predicted based on its limited historical performance. Since the initial publication of SOFR in April 2018, changes in SOFR have, on occasion, been more volatile than changes in other benchmark or market rates, such as U. S. dollar LIBOR. The use of SOFR is relatively new, and there could be unanticipated difficulties or disruptions with the calculation and publication of SOFR. Additionally, any successor rate to SOFR under our revolving credit facility may not have the same characteristics as SOFR or LIBOR. As a result, the amount of interest we may pay on our revolving credit facility is difficult to predict. Sixth Street and its affiliates will refer all middle- market loan origination activities for companies domiciled in the United States to us and conduct those activities through us. The Adviser will determine whether it would be permissible, advisable or otherwise appropriate for us to pursue a particular investment opportunity allocated to us. However, the Adviser, its officers and employees and members of its Investment Review Committee serve or may serve as investment advisers, officers, directors or principals of entities or investment funds that operate in the same or a related line of business as us or of investment funds managed by our affiliates. Accordingly, these individuals may have obligations to investors in those entities or funds, the fulfillment of which might not be in our best interests or the best interests of our stockholders. In addition, any affiliated investment vehicle currently formed or formed in the future and managed by the Adviser or its affiliates, particularly in connection with any future growth of their respective businesses, may have overlapping investment objectives with our own and, accordingly, may invest in asset classes similar to those targeted by us. For example, Sixth Street has organized a separate investment vehicle, Sixth Street Specialty Lending Europe, aimed specifically at European middle- market loan originations and may in the future organize vehicles aimed at other loan origination opportunities outside our primary focus. Our ability to pursue investment opportunities other than middle- market loan originations for companies domiciled in the United States is subject to the contractual and other requirements of these other funds and allocation decisions by their respective senior professionals. As a result, the Adviser and its affiliates may face conflicts in allocating investment opportunities between us and those other entities. It is possible that we may not be given the opportunity to participate in certain investments made by those other entities that would otherwise be suitable for us. On December 16, 2014, we were granted an exemptive order from the SEC that, if certain conditions are met, allows us to co-invest with certain of our affiliates (including affiliates of Sixth Street) in middle- market loan origination activities for companies domiciled in the United States and certain " follow- on " investments in companies in which we have already co-invested pursuant to the order and remain invested. These conditions include, among others, prior approval by a majority of our Independent Directors and that the terms and conditions of the investment applicable to those affiliates must be the same as those applicable to us. If the Adviser, Sixth Street and their affiliates were to determine that an investment is appropriate both for us and for one or more other affiliated vehicles, we would only be able to make the investment in conjunction with another vehicle to the extent the exemptive order granted to us by the SEC permits us to do so or the investment is otherwise permitted under relevant SEC guidance. On January 16, 2020, we filed a further application for co- investment exemptive relief with the SEC, which was most recently amended on June 29, 2022, in order to better align our existing co- investment relief with more recent SEC exemptive orders, including flexibility to allow certain private funds affiliated with us to participate in " follow- on " investments in issuers in which the we are invested, but such private affiliated funds are not invested. On August 3, 2022, the SEC granted the new order in response to our application. The new order provides us with greater flexibility to participate in co-investment transactions with certain proprietary accounts that are majority- owned by our Adviser or its affiliates, to participate in " follow- on " investments in so- called " pre- boarding " investments in which we or an affiliated fund acquired a prior position not in reliance on the prior SEC exemptive order, and to participate in certain " follow- on " investments and pro rata distributions of existing co- investment positions without seeking approval by a majority of our Independent Directors. Our

Board has established certain criteria to describe the characteristics of potential co- investment transactions in which we are permitted to participate and regarding which the Adviser should be notified. We cannot assure you when or whether we will apply for any other exemptive relief in the future and whether such orders will be obtained. We are prohibited under the 1940 Act from participating in certain transactions with certain of our affiliates without the prior approval of our Independent Directors and, in some cases, exemptive relief from the SEC. Any person that owns, directly or indirectly, 5 % or more of our outstanding voting securities is our affiliate for purposes of the 1940 Act, and we generally are prohibited from buying or selling any security from or to such affiliate, absent the prior approval of our Independent Directors. The 1940 Act also prohibits certain " joint " transactions with certain of our affiliates, which could include investments in the same portfolio company (whether at the same or different times), without prior approval of our Independent Directors and, in some cases, exemptive relief from the SEC. If a person acquires more than 25 % of our voting securities, we are prohibited from buying or selling any security from or to such person or certain of that person' s affiliates, or entering into prohibited joint transactions with such persons, absent the prior approval of the SEC. Similar restrictions limit our ability to transact business with our officers or directors or their affiliates. The decision by Sixth Street, our Adviser or their affiliates to allocate an opportunity to another entity could cause us to forgo an investment opportunity that we otherwise would have made. We also generally will be unable to invest in any issuer in which Sixth Street and its other affiliates or a fund managed by Sixth Street or its other affiliates has previously invested or in which they are making an investment. Similar restrictions limit our ability to transact business with our officers or directors or their affiliates. These restrictions may limit the scope of investment opportunities that would otherwise be available to us. On December 16, 2014, we were granted an exemptive order from the SEC that, if certain conditions are met, allows us to co-invest with certain of our affiliates (including affiliates of Sixth Street) in middle- market loan origination activities for companies domiciled in the United States and certain " follow- on " investments in companies in which we have already co-invested pursuant to the order and remain invested. On January 16, 2020, we filed a further application for co- investment exemptive relief with the SEC, which was most recently amended on June 29, 2022, in order to better align our existing co-investment relief with more recent SEC exemptive orders, including flexibility to allow certain private funds affiliated with us to participate in " follow- on " investments in issuers in which the we are invested, but such private affiliated funds are not invested. On August 3, 2022, the SEC granted the new order in response to our application. The new order provides us with greater flexibility to participate in co- investment transactions with certain proprietary accounts that are majority- owned by our Adviser or its affiliates, to participate in " follow- on " investments in so- called " pre- boarding " investments in which we or an affiliated fund acquired a prior position not in reliance on the prior SEC exemptive order, and to participate in certain " follow-on " investments and pro rata distributions of existing co- investment positions without seeking approval by a majority of our Independent Directors. Our Board has established certain criteria to describe the characteristics of potential co- investment transactions in which we are permitted to participate and regarding which the Adviser should be notified. We and our affiliates, including investment funds managed by our affiliates, are only permitted to co- invest in accordance with the terms of the exemptive order or in the limited circumstances otherwise currently permitted by regulatory guidance. Our Adviser can resign on 60 days' notice. We may not be able to find a suitable replacement within that time, resulting in a disruption in our operations and a loss of the benefits from our relationship with Sixth Street. Any new investment advisory agreement would require stockholder approval. The Adviser has the right, under the Investment Advisory Agreement and the Administration Agreement, to resign at any time on 60 days' written notice, regardless of whether we have found a replacement. In addition, our Board has the authority to remove the Adviser for any reason or for no reason, or may choose not to renew the Investment Advisory Agreement and the Administration Agreement. Furthermore, the Investment Advisory Agreement automatically terminates in the event of its assignment, as defined in the 1940 Act, by the Adviser. If the Adviser resigns or is terminated, or if we do not obtain the requisite approvals of stockholders and our Board to approve an agreement with the Adviser after an assignment, we may not be able to find a new investment adviser or hire internal management with similar expertise and ability to provide the same or equivalent services on acceptable terms within 60 days, or at all. If we are unable to do so quickly, our operations are likely to experience a disruption and costs under any new agreements that we enter into could increase. Our financial condition, business and results of operations, as well as our ability to pay dividends, are likely to be adversely affected, and the value of our common stock may decline. Any new Investment Advisory Agreement would be subject to approval by our stockholders. Even if we are able to enter into comparable management or administrative arrangements, the integration of a new adviser or administrator and their lack of familiarity with our investment objective may result in additional costs and time delays that may adversely affect our business, financial condition and results of operations. In addition, if the Adviser resigns or is terminated, we would lose the benefits of our relationship with Sixth Street, including insights into our existing portfolio, market expertise, sector and macroeconomic views and due diligence capabilities, as well as any investment opportunities referred to us. The Adviser' s liability is limited under the Investment Advisory Agreement, and we are required to indemnify the Adviser against certain liabilities, which may lead the Adviser to act in a riskier manner on our behalf than it would when acting for its own account. The Adviser has not assumed any responsibility to us other than to render the services described in the Investment Advisory Agreement, and it will not be responsible for any action of our Board in declining to follow the Adviser' s advice or recommendations. Pursuant to the Investment Advisory Agreement, the Adviser and its members, managers, officers, employees, agents, controlling persons and any other person or entity affiliated with it will not be liable to us for any action taken or omitted to be taken by the Adviser in connection with the performance of any of its duties or obligations under the Investment Advisory Agreement or otherwise as our investment adviser (except to the extent specified in Section 36 (b) of the 1940 Act concerning loss resulting from a breach of fiduciary duty (as the same is finally determined by judicial proceedings) with respect to the receipt of compensation for services). We have agreed to the fullest extent permitted by law, to provide indemnification and the right to the advancement of expenses, to each person who was or is made a party or is threatened to be made a party to or is involved (including as a witness) in any actual or threatened action, suit or proceeding, whether civil, criminal, administrative or investigative, because he or she is or was a member, manager, officer, employee, agent, controlling person or any other person or entity affiliated with the Adviser with respect to all damages, liabilities, costs and expenses resulting from acts of the Adviser in the performance of the person' s duties under the Investment Advisory Agreement. Our obligation to provide indemnification and advancement of expenses is subject to the requirements of the 1940 Act and Investment Company Act Release No. 11330, which, among other things, preclude indemnification for any liability (whether or not there is an adjudication of liability or the matter has been settled) arising by reason of willful misfeasance, bad faith, gross negligence, or reckless disregard of duties, and require reasonable and fair means for determining whether indemnification will be made. Despite these limitations, the rights to indemnification and advancement of expenses may lead the Adviser and its members, managers, officers, employees, agents, controlling persons and other persons and entities affiliated with the Adviser to act in a riskier manner than they would when acting for their own account. If we do not remain a BDC, we might be regulated as a closed- end investment company under the 1940 Act, which would subject us to substantially more regulatory restrictions under the 1940 Act and correspondingly decrease our operating flexibility. In addition, failure to comply with the requirements imposed on BDCs by the 1940 Act could cause the SEC to bring an enforcement action against us. As a publicly traded company, we incur legal, accounting, investor relations and other expenses, including costs associated with corporate governance requirements, such as those under the Sarbanes- Oxley Act, other rules implemented by the SEC and the listing standards of the NYSE. Our independent registered public accounting firm is required to attest to the effectiveness of our internal controls over financial reporting pursuant to Section 404 of the Sarbanes- Oxley Act, which increases the costs associated with our periodic reporting requirements. We are obligated to maintain proper and effective internal control over financial reporting. We may not complete our analysis of our internal control over financial reporting in a timely manner, or our internal controls may not be determined to be effective, which may adversely affect investor confidence in our company and, as a result, the value of our securities. We are required to comply with the independent auditor attestation requirements of Section 404 of the Sarbanes- Oxley Act. Complying with Section 404 requires a rigorous compliance program as well as adequate time and resources. We may not be able to complete our internal control evaluation, testing and any required remediation in a timely fashion. Matters impacting our internal control may cause us to be unable to report our financial information on a timely basis and thereby subject us to adverse regulatory consequences, including sanctions by the SEC or violations of applicable stock exchange listing rules, and result in a breach of the covenants under the agreements governing any of our financing arrangements. Additionally, if we identify one or more material weaknesses in our internal control over financial reporting, we will be unable to assert that our internal controls are effective. If we are unable to assert that our internal control over financial reporting is effective, or if our auditors are unable to attest to management' s report on the effectiveness of our internal controls, we could lose investor confidence in the accuracy and completeness of our financial reports, which would have a material adverse effect on the price of our securities. We may experience fluctuations in our quarterly results. We may experience fluctuations in our quarterly operating results as a result of a number of factors, including the pace at which investments are made, rates of repayment, interest rates payable on investments, changes in realized and unrealized gains and losses, syndication and other fees, the level of our expenses and default rates on our investments. As a result of these and other possible factors, results for any period should not be relied upon as being indicative of performance in future periods. The General Corporation Law of the State of Delaware **(** ~~, or~~ the **“** DGCL **”)** , our amended and restated certificate of incorporation, which we refer to as our certificate of incorporation, and bylaws contain provisions that may discourage, delay or make more difficult a change in control of us or the removal of our directors. Among other provisions, we have a staggered board and our directors may be removed for cause only by the affirmative vote of 75 % of the holders of our outstanding capital stock. Our Board also is authorized to issue preferred stock in one or more series. In addition, our certificate of incorporation requires the favorable vote of a majority of our Board followed by the favorable vote of the holders of at least 75 % of our outstanding shares of common stock, to approve, adopt or authorize certain transactions, including mergers and the sale, lease or exchange of all or any substantial part of our assets with 10 % or greater holders of our outstanding common stock and their affiliates or associates, unless the transaction has been approved by at least 80 % of our Board, in which case approval by " a majority of the outstanding voting securities " (as defined in the 1940 Act) is required. Our certificate of incorporation further provides that stockholders may not take action by written consent in lieu of a meeting and our bylaws provide that any stockholder action required or permitted at an annual meeting or special meeting of stockholders may only be taken if it is properly brought before such meeting. These provisions may also discourage another person or entity from making a tender offer for our common stock, because such person or entity, even if it acquired a majority of our outstanding voting securities, would be able to take action as a stockholder (such as electing new directors or approving a merger) only at a duly called stockholders' meeting and not by written consent. We also are subject to Section 203 of the DGCL, which generally prohibits us from engaging in mergers and other business combinations with stockholders that beneficially own 15 % or more of our voting stock, or with their affiliates, unless our directors or stockholders approve the business combination in the prescribed manner. These measures may delay, defer or prevent a transaction or a change in control that might otherwise be in the best interests of our stockholders and could have the effect of depriving stockholders of an opportunity to sell their shares at a premium over prevailing market prices. Investment companies registered under the 1940 Act are restricted from acquiring directly or through a controlled entity more than 3 % of our total outstanding voting stock (measured at the time of the acquisition), unless these funds comply with an exemption under the 1940 Act as well as other limitations under the 1940 Act that would restrict the amount that they are able to invest in our securities. Private funds that are excluded from the definition of " investment company " either pursuant to Section 3 (c) (1) or 3 (c) (7) of the 1940 Act are also subject to this restriction. As a result, certain investors may be precluded from acquiring additional shares at a time that they might desire to do so. Cybersecurity risks and cyber incidents may adversely affect our business or those of our portfolio companies by causing a disruption to our operations, a compromise or corruption of confidential information and / or damage to business relationships, or those of our portfolio companies, all of which could negatively impact our business, results of operations or financial condition. A cyber incident is considered to be any adverse event that threatens the confidentiality, integrity or availability of our information resources. These incidents may be an intentional attack or an unintentional event and could involve gaining unauthorized access to, use, alteration or destruction of our information systems for purposes of misappropriating assets, obtaining ransom payments, stealing confidential information, corrupting data or causing operational disruption, or may involve phishing. The result of these incidents may include disrupted operations, misstated or unreliable financial data, liability for stolen information, misappropriation of assets, increased cybersecurity protection and insurance costs, litigation and damage to our business relationships. This could result in significant losses, reputational damage, litigation, regulatory fines or penalties, or otherwise adversely affect our business, financial condition or results of operations. In addition, we may be required to expend significant additional resources to modify our protective measures and to investigate and remediate vulnerabilities or other exposures arising from operational and security risks. The costs related to cybersecurity incidents may not be fully insured or indemnified. As our and our portfolio companies’ reliance on technology has increased, so have the risks posed to our information systems, both internal and those provided by our Adviser and third- party service providers, and the information systems of our portfolio companies. We, our Adviser and its affiliates have implemented processes, procedures and internal controls to help mitigate cybersecurity risks and cyber intrusions, but these measures, as well as our increased awareness of the nature and extent of a risk of a cyber incident, may be ineffective and do not guarantee that a cyber incident will not occur or that our financial results, operations or confidential information will not be negatively impacted by such an incident. Third parties with which we do business (including, but not limited to, service providers, such as accountants, custodians, transfer agents and administrators, and the issuers of securities in which we invest) may also be sources or targets of cybersecurity or other technological risks. We outsource certain functions and these relationships allow for the storage and processing of our information and assets, as well as certain investor, counterparty, employee and borrower information. While we engage in actions to reduce our exposure resulting from outsourcing, we cannot control the cybersecurity plans and systems put in place by these third parties and ongoing threats may result in unauthorized access, loss, exposure or destruction of data, or other cybersecurity incidents, with increased costs and other consequences, including those described above. Privacy and information security laws and regulation changes, and compliance with those changes, may also result in cost increases due to system changes and the development of new administrative processes. Our Board has the authority to change our investment objective and modify or waive certain of our operating policies and strategies without prior notice (except as required by the 1940 Act) and without stockholder approval. However, absent stockholder approval, we may not change the nature of our business so as to cease to be a BDC and we may not withdraw our election as a BDC. We cannot predict the effect any changes to our current operating policies or strategies would have on our business, operating results and value of our common stock. Nevertheless, the effects may adversely affect our business and impact our ability to pay dividends. ~~LIBOR, the London Interbank Offered Rate, is the basic rate of interest used in lending transactions between banks on the London interbank market and has been widely used as a reference for setting the interest rate on loans globally. We typically use LIBOR as a reference rate in term loans we extend to portfolio companies such that the interest due to us pursuant to a term loan extended to a portfolio company is calculated using LIBOR. The terms of our debt investments generally include minimum interest rate floors which are calculated based on LIBOR. Amounts drawn under the Revolving Credit Facility in U. S. dollars also currently bear interest at LIBOR plus a margin, and obligations under interest rate swaps we enter into are referenced to LIBOR. On July 27, 2017, the United Kingdom’ s Financial Conduct Authority (“ FCA ”), which regulates LIBOR, announced that it intends to phase out LIBOR by the end of 2021. As of January 1, 2022, consistent with FCA’ s prior announcement, British pound, euro, Swiss franc and Japanese yen settings and the one- week and two- month U. S. dollar LIBOR settings are no longer available. Until March 31, 2023, one- month and six- month British pound settings will continue publication on a changed methodology (i. e., “ synthetic ”) basis, but these synthetic rates may only be used in legacy LIBOR contracts, other than cleared derivatives, that have not been changed at or ahead of the end of 2021. At the end of 2022, FCA ceased publication of synthetic Japanese yen LIBOR. The remaining U. S. dollar LIBOR settings will permanently cease immediately after June 30, 2023, though FCA has proposed to require the 1-, 3- and 6- month US dollar LIBOR settings to be published on a synthetic basis until September 30, 2024. On December 16, 2022, the U. S. Federal Reserve adopted a final rule pursuant to Adjustable Interest Rate (LIBOR) Act of 2021 (LIBOR Act) that will replace US dollar LIBOR with a new index calculated by short term repurchase agreements, backed by Treasury securities called the Secured Overnight Financing Rate (“ SOFR ”) in certain financial contracts after June 30, 2023. However, the scope of LIBOR Act is limited and it is unclear whether SOFR will attain market traction as a LIBOR replacement beyond the extent required by LIBOR Act and the implementing regulation. Because of this uncertainty, we cannot reasonably estimate the expected impact of a transition away from LIBOR to our business. Further, on October 23, 2020, the International Swap and Derivatives Association (“ ISDA ”) launched (i) Supplement number 70 to the 2006 ISDA Definitions (“ IBOR Supplement ”) and (ii) the ISDA 2020 IBOR Fallbacks Protocol (“ IBOR Protocol ”). The IBOR Supplement is intended to enhance the robustness of derivatives contracts traded on or after January 25, 2021 by addressing the risk that some interbank offered rates (“ IBORs ”) are permanently discontinued or, in the case of LIBOR, cease to be representative, by applying fallbacks to specified alternative references rates upon such a trigger. The IBOR Protocol permits adhering parties to amend in- scope transactions entered into prior to January 25, 2021 on similar terms. On September 8, 2022, ISDA published guidance on the interaction between risk- free rate publications, IBOR Fallback publications, and the ISDA Definitions. These documents are a critical element to industry efforts to facilitate the derivatives markets’ transition away from LIBOR and other IBORs. When LIBOR ceases to exist or degrades to the degree that it is no longer representative of the underlying market, we may need to renegotiate the credit agreements extending beyond 2023 with our portfolio companies that utilize LIBOR as a factor in determining the interest rate, in order to replace LIBOR with the new standard that is established, which may have an adverse effect on our ability to receive attractive returns. In addition, when LIBOR ceases to exist or degrades to the degree that it is no longer representative of the underlying market, we may need to~~

~~renegotiate certain terms of our Revolving Credit Facility to replace LIBOR with new standards that are established in its place. If we are unable to do so, amounts drawn under the Revolving Credit Facility may bear interest at a higher rate, which would increase the cost of our borrowings and, in turn, affect our return on capital. In December 2021, we entered into an amendment to our Revolving Credit Facility to reflect alternative reference rates based on the Sterling Overnight Index Average for Sterling loans, the Swiss Average Rate Overnight for Swiss Franc loans, the Tokyo Interbank Offered Rate for Japanese Yen loans and the Euro Interbank Offered Rate for Euro loans. When LIBOR ceases to exist or degrades to the degree that it is no longer representative of the underlying market, we will also have to renegotiate the terms of any outstanding interest rate swaps. A significant majority of our investments have historically had interest rates with a LIBOR reference. As a result, the transition away from LIBOR could adversely impact us. Even if replacement conventions (e. g., SOFR) are adopted in the lending and bond markets, it is uncertain whether they might affect us as an investor in floating- rate instruments, including by: (a) affecting liquidity of our investments in the secondary market and their market value; (b) reducing the interest rate earned by the Fund as a holder of such Investments (either generally or in certain market cycles) due to the use of a collateralized, overnight rate and credit spread adjustments instead of an unsecured, term rate; or (c) causing us to incur expenses to manage the transition away from LIBOR. Also, while it is common for recently issued instruments to contemplate a scenario where LIBOR is no longer available by providing for an alternative rate setting methodology and mechanisms to amend the applicable reference rate, not all instruments have such provisions and there are significant uncertainties regarding the effectiveness of any such alternative methodologies. As such, we may need to renegotiate the terms of credit agreements with certain issuers of investments that utilize LIBOR in order to replace it with the new standard convention that is established, which could result in increased costs for us. We may also enter into swaps and similar instruments that reference LIBOR, including swaps used to manage long- term interest rate risk related to assets and / or liabilities. In addition to us potentially needing to renegotiate some of those instruments to address a transition away from LIBOR, there also may be different conventions that arise in different but related market segments, which could result in mismatches between different assets and liabilities and, in turn, in possible unexpected gains and / or losses for us. In addition and as further described above, SOFR and other replacement rates are conceptually different than LIBOR, in that they are overnight, secured rates instead of unsecured, term rates, which could behave differently from LIBOR in ways that cause the Fund to owe greater payments or receive less payments under its derivatives, at least during certain market cycles. Some of these replacement rates may also be subject to compounding or similar adjustments that cause the amount of any payment referencing a replacement rate not to be determined until the end of the relevant calculation period, rather than at the beginning, which could lead to administrative challenges for us.~~ Changes in tax laws, including the Tax Cuts and Jobs Act and the Inflation Reduction Act may adversely affect our business. ~~Recent changes~~ **Changes** to U. S. tax laws, including the Tax Cuts and Jobs Act enacted on December 22, 2017 (" Tax Reform "), the Coronavirus Aid, Relief, and Economic Security Act enacted on March 27, 2020 (the " CARES Act ") and the Inflation Reduction Act, enacted on August 16, 2022 (the " IRA ") have made significant changes to the U. S. federal income tax system. Among other things, Tax Reform may limit the ability of borrowers to fully deduct interest expense. This could potentially affect the loan market, for example by impacting the demand for loans available from us or the terms of such loans. In addition, the IRA introduced a corporate alternative minimum tax of 15 % of the " adjusted financial statement income " of certain domestic corporations as well as a 1 % excise tax on the fair market value of stock repurchases by certain domestic corporations, effective for tax years beginning in 2023. Further changes could be made under the new Presidential administration in the United States. Such changes to the tax laws, including (i) changes to interest deductibility, utility of net operating losses and other provisions of Tax Reform, (ii) the corporate alternative minimum tax, excise tax on stock repurchases and other provisions of the IRA or (iii) changes pursuant to future legislation or regulatory guidance could also in certain circumstances increase the U. S. tax burden on our portfolio assets which, in turn, could negatively impact their ability to service their interest expense obligations to us. Prospective investors are urged to consult with their own advisors about the potential effects of Tax Reform, IRA and other changes in tax laws on the loan market and about the tax consequences of an investment in us. ~~The COVID- 19 outbreak~~ **We are subject to risks associated with artificial intelligence, including the application of various forms of artificial intelligence such** ~~has~~ - **as** ~~led to~~ **machine learning technology. Recent technological advances in artificial intelligence** , ~~and for~~ **including machine learning technology (" Machine Learning Technology "), pose risks to us** ~~an~~ **and** ~~unknown and potentially significant period of time will continue to lead to, disruptions in local, regional, national and global markets and economies affected thereby. To date, cross border commercial activity and market sentiment have been negatively impacted by the outbreak and government and other measures seeking to contain its spread. With respect to the U. S. credit markets, and middle- market loans and the businesses of~~ our portfolio companies **. We** ~~in particular, this outbreak has resulted in,~~ and **our portfolio companies could be exposed to the risks of Machine Learning Technology if third- party service providers or any counterparties use Machine Learning Technology in their business activities. We and the Adviser are not in a position to control the use of Machine Learning Technology in third- party products or services. Use of Machine Learning Technology could include the input of confidential information in contravention of applicable policies, contractual or other obligations or restrictions, resulting in such confidential information becoming partly accessible by other third- party Machine Learning Technology applications and users. Machine Learning Technology and** ~~is~~ **its applications** ~~likely to~~ continue to **develop rapidly** ~~result in significant disruption to the businesses of many middle- market loan borrowers including supply chains~~ , ~~demand~~ and **we** ~~practical aspects of their operations, as well as in lay- offs of employees and liquidity issues. We~~ cannot predict ~~when, or if,~~ the **risks that** ~~impacts of the COVID- 19 pandemic~~ may ~~lessen~~ **arise from such developments. Machine Learning Technology is generally highly reliant on the collection and analysis of large amounts of data** , ~~including whether new variants~~ **and it is not possible or practicable to incorporate all relevant data into the model that Machine Learning Technology utilizes to operate. Certain data in such models** will ~~emerge~~ **inevitably contain a degree of inaccuracy** and ~~how severe~~ **error and could otherwise be inadequate or flawed, which would be likely to degrade** ~~they~~ - **the effectiveness of Machine Learning**

Technology. To the extent we or our portfolio companies are exposed to the risks of Machine Learning Technology use, any such inaccuracies or errors could adversely impact us or our portfolio companies. Inflation and global supply chain issues may adversely affect our business. Inflation and fluctuations in inflation rates have had in the past, and may in the future have, negative effects on economies and financial markets, particularly in emerging economies. For example, wages and prices of inputs increase during periods of inflation, which can negatively impact returns on investments. In an attempt to stabilize inflation, countries may impose wage and price controls or otherwise intervene in the economy. Governmental efforts to curb inflation often have negative effects on the level of economic activity. There can be no assurance that inflation will **not become** ~~be. As~~ a ~~result,~~ **serious problem in** ~~these~~ -- **the** ~~conditions could result in (i) increased draws by some eligible borrowers on revolving lines of credit and / or (ii) increased requests by some borrowers for amendments and waivers of their credit agreements to avoid default, increased defaults by such borrowers and / or increased difficulty in obtaining refinancing at the maturity dates of their loans. This outbreak and its effects are having, and the effects of any~~ future **and** ~~outbreaks could~~ have ~~,~~ an adverse impact on **the Company' s returns. Economic activity has continued to accelerate across sectors and regions. Nevertheless, global supply chain issues have, and may in the future, lead to a rise in energy prices. Inflation may continue in the near to medium- term, particularly in the U. S., with the possibility that monetary policy may tighten in response. Persistent inflationary pressures could affect** our **obligors' profit margins. Additionally, the continuing trade dispute between the United States and China, pursuant to which both countries have, among other things, imposed tariffs on one another, has had an adverse economic effect on U. S. markets and international trade more broadly. This adverse economic effect is likely to become more pronounced if the dispute remains unresolved, which could have a material adverse impact on the Company' s** portfolio **investments. For example, existing and any additional supply chain and other laws, regulations, or executive orders by either country that restrict or prohibit transactions or impose requirements or limitations on business could impair the ability of U. S.- based** companies **(in which the Company is likely to invest) to expand into markets in China and the ability of such companies' to produce or obtain component parts necessary for production. Also, for the foreseeable future, the trade dispute will likely continue to be** ~~and~~ - **an** ~~us~~ **ongoing source of instability, resulting in significant currency fluctuations, increased capital markets volatility,** and **other adverse effects** on ~~the~~ **international** markets **, international trade agreements,** and ~~the~~ **other existing cross- border cooperation arrangements (whether** ~~economy~~ **economic** ~~in general~~ , ~~and that impact~~ **tax, fiscal, legal, regulatory or otherwise), which** could **present similar and additional potential** ~~be material. The effects of the COVID- 19 pandemic may heighten the other risk~~ **risks** ~~factors described in this Annual Report~~ **and consequences for the Company and is portfolio investments** . We are currently operating in a period of disruption, volatility and uncertainty in the capital markets and in the economy generally. The U. S. capital markets have experienced extreme volatility and disruption in recent years, **following** ~~on account of, but not solely owing to~~ the spread of COVID- 19 in the United States and globally ~~, the large- scale invasion of Ukraine by Russia that began in February 2022 and related responses and the monetary policies of the Federal Reserve~~ . Disruptions in the capital markets have increased the spread between the yields realized on risk- free and higher risk securities, resulting in illiquidity in parts of the capital markets. **The federal government and the Federal Reserve, as well as foreign governments and central banks, have implemented, and may in the** ~~Future~~ **future implement, significant fiscal and monetary policies in response to these disruptions, and additional government and regulatory responses may be possible. These actions, future** market disruptions and illiquidity could have an adverse effect on our business, financial condition, results of operations and cash flows. Unfavorable economic conditions also could increase our funding costs, limit our access to the capital markets or result in a decision by lenders not to extend credit to us. These events could limit our investment originations and our ability to grow, and could have a material negative impact on our operating results and the fair values of our debt and equity investments. We believe that attractive investment opportunities may present themselves during this volatile period as in other periods of market volatility, and we may have opportunities to make investments at compelling values. However, periods of market disruption and instability, like the one we are experiencing currently, may adversely affect our access to sufficient debt and equity capital in order to take advantage of attractive investment opportunities that are created during these periods. In addition, the debt capital that will be available in the future, if any, may be at a higher cost and on less favorable terms and conditions. The U. S. and global capital markets experienced extreme volatility and disruption in recent years, leading to periods of recessionary conditions and depressed levels of consumer and commercial spending. For instance, monetary policies of the Federal Reserve and political uncertainty resulting from recent events, including changes to U. S. trade policies, the impact of the end of the transition period following United Kingdom' s exit from the European Union in January 2020 (" Brexit "), the provisional application of the EU- UK Trade and Cooperation Agreement ~~,~~ and **ongoing conflicts between Russia and** ~~the large- scale invasion of~~ Ukraine **and Israel and Hamas** ~~by Russia that began in February 2022~~ and related responses, has led to **, from time to time,** disruption and instability in the global markets. Disruptions in the capital markets increased the spread between the yields realized on risk- free and higher risk securities, resulting in illiquidity in parts of the capital markets. We cannot assure you that these conditions will not worsen. If conditions worsen, a prolonged period of market illiquidity could have a material adverse effect on our business, financial condition and results of operations. Unfavorable economic conditions also could increase our funding costs, limit our access to the capital markets or result in a decision by lenders not to extend credit to us. These events could limit our investment originations, limit our ability to grow and negatively impact our operating results. In addition, to the extent that recessionary conditions return, the financial results of small to mid- sized companies, like those in which we invest, will likely experience deterioration, which could ultimately lead to difficulty in meeting debt service requirements and an increase in defaults. Additionally, the end markets for certain of our portfolio companies' products and services have experienced, and continue to experience, negative economic trends. The performances of certain of our portfolio companies have been, and may continue to be, negatively impacted by these economic or other conditions, which may ultimately result in: our receipt of a reduced level of interest income from our portfolio companies; decreases in the value of collateral securing some of our loans and the value of our equity investments; and ultimately, losses or charge- offs related to our investments. Uncertainty about financial stability could have a significant adverse effect on our business, results of operations and financial condition. Due to federal budget deficit concerns, S & P downgraded the federal government' s credit rating from AAA to AA for the first time in history on August 5, 2011. Further, **in 2023,** ~~Moody' s and~~ Fitch ~~warned that they may downgrade~~ **downgraded** the federal government' s credit rating **from AAA to AA** . Further downgrades or warnings by S & P **, Moody' s** or other rating agencies, and the government' s credit and deficit concerns in general, could cause interest rates and borrowing costs to rise, which may negatively impact both the perception of credit risk associated with our debt portfolio and our ability to access the debt markets on favorable terms. In addition, a decreased credit rating could create broader financial turmoil and uncertainty, which may weigh heavily on our financial performance and the value of our common stock. Also, to the extent uncertainty regarding any economic recovery in Europe and Brexit continue to negatively impact consumer confidence and consumer credit factors, our business and results of operations could be significantly and adversely affected. ~~In October 2014, the Federal Reserve announced that it was concluding its bond-buying program, or quantitative easing, which was designed to stimulate the economy and expand the Federal Reserve' s holdings of long- term securities, suggesting that key economic indicators, such as the unemployment rate, had showed signs of improvement since the inception of the program. It is unclear what effect, if any, the conclusion of the Federal Reserve' s bond-buying program will have on the value of our investments. However, it is possible that, without quantitative easing by the Federal Reserve, these developments, along with the United States government' s credit and deficit concerns and the European sovereign debt crisis, could cause interest rates and borrowing costs to rise, which may negatively impact our ability to access the debt markets on favorable terms. Additionally, after~~ **After** raising the target range for the federal funds rate in 2017 and 2018, the Federal Reserve lowered the target rate three times in 2019 and two times in 2020. Following recent heightened inflation, the Federal Reserve raised the target rate ~~seven~~ **four** times in ~~2022~~ **2023** , raising the fed funds rate by about three percentage points in **a** six month period. In ~~2023~~ **2024** , it is possible that the Federal Reserve will raise the interest rates further. Further changes in key economic indicators, such as the unemployment rate or inflation, could lead to additional changes to the target range for the federal funds rate that may cause instability or may negatively impact our ability to access the debt markets on favorable terms. As a result of the 2022 U. S. election, the Democratic Party currently controls the executive branch of government and the Senate, while the Republican Party controls the House **of Representatives** . The divided U. S. Congress makes passage of legislation that could significantly affect the regulation of U. S. financial markets less likely. Despite the reduced likelihood of congressional action with respect to financial services, areas subject to potential change or amendment include the Wall Street Reform and Consumer Protection Act, or the Dodd- Frank Act, and the authority of the Federal Reserve and the Financial Stability Oversight Council. Additionally, under the divided control of the Congress, the likelihood of a failure to increase the debt ceiling and a default by the federal government is increased. The United States may also potentially withdraw from, renegotiate or enter into various trade agreements and take other actions that would change current trade policies of the United States. We cannot predict which, if any, of these actions will be taken or, if taken, their effect on the financial stability of the United States. Such actions could have a significant adverse effect on our business, financial condition and results of operations. Many of the portfolio companies in which we make investments may be susceptible to economic slowdowns or recessions and during these periods may be unable to repay the loans we made to them. Therefore, our non-performing assets may increase and the value of our portfolio may decrease during these periods as we are required to record our investments at their current fair value. Adverse economic conditions also may decrease the value of collateral securing some of our loans and the value of our equity investments. Economic slowdowns or recessions could lead to financial losses in our portfolio and a decrease in revenues, net income and assets. Unfavorable economic conditions also could increase our and our portfolio companies' funding costs, limit our and our portfolio companies' access to the capital markets or result in a decision by lenders not to extend credit to us or our portfolio companies. These events could prevent us from increasing investments and harm our operating results. A portfolio company' s failure to satisfy financial or operating covenants imposed by us or other lenders could lead to defaults and, potentially, acceleration of the time when the loans are due and foreclosure on its secured assets, which could trigger cross- defaults under other agreements and jeopardize the portfolio company' s ability to meet its obligations under the debt that we hold. We may incur additional expenses to the extent necessary to seek recovery upon default or to negotiate new terms with a defaulting portfolio company. In addition, if one of our portfolio companies were to go bankrupt, depending on the facts and circumstances, including the extent to which we will actually provide significant managerial assistance to that portfolio company, a bankruptcy court might subordinate all or a portion of our claim to that of other creditors. We primarily invest in first- lien debt, second- lien debt, mezzanine and unsecured debt or equity or other securities issued by middle- market companies. The companies in which we intend to invest are typically highly leveraged, and, in most cases, our investments in these companies are not rated by any rating agency. If these instruments were rated, we believe that they would likely receive a rating of below investment grade (that is, below BBB- or Baa3, which is often referred to as " junk "). Exposure to below investment grade instruments involves certain risks, including speculation with respect to the borrower' s capacity to pay interest and repay principal. First- Lien Debt. When we make a first- lien loan, we generally take a security interest in the available assets of the portfolio company, including the equity interests of its subsidiaries, which we expect to help mitigate the risk that we will not be repaid. However, there is a risk that the collateral securing our loans may decrease in value over time, may be difficult to sell in a timely manner, may be difficult to appraise, and may fluctuate in value based upon the success of the business and market conditions, including as a result of the inability of the portfolio company to raise additional capital. In some circumstances, our lien is, or could become, subordinated to claims of other creditors. Consequently, the fact that a loan is secured does not guarantee that we will receive principal and interest payments according to the loan' s terms, or at all, or that we will be able to collect on the loan should we need to enforce our remedies. In addition, in connection with our " last out " first- lien loans, we enter into agreements among lenders. Under these agreements, our interest in the collateral of the first- lien loans may rank junior to those of other lenders in the loan under certain circumstances. This may result in greater risk and loss of principal on these loans. Second- Lien and Mezzanine Debt. Our investments in second- lien and mezzanine debt generally are subordinated to senior loans and will either have junior security interests or be unsecured. As such, other creditors may rank senior to us in the event of insolvency. This may result in greater risk and loss of principal. Equity and Other Investments. When we invest in first- lien debt, second- lien debt or mezzanine debt, we may acquire equity securities, such as warrants, options and convertible instruments. In addition, we may invest directly in the equity securities of portfolio companies. We seek to dispose of these equity interests and realize gains upon our disposition of these interests. However, the equity interests we receive may not appreciate in value and, in fact, may decline in value. Accordingly, we may not be able to realize gains from our equity interests, and any gains that we do realize on the disposition of any equity interests may not be sufficient to offset any other losses we experience. Preferred Stock. To the extent we invest in preferred securities, we may incur particular risks, including: preferred securities may include provisions that permit the issuer, at its discretion, to defer distributions for a stated period without any adverse consequences to the issuer. If we own a preferred security that is deferring its distributions, we may be required to report income for U. S. federal income tax purposes before we receive such distributions; preferred securities are subordinated to bonds and other debt instruments in a company' s capital structure in terms of priority to corporate income and liquidation payments, and therefore are subject to greater credit risk than more senior debt instruments; and generally, preferred security holders have no voting rights with respect to the issuing company unless preferred dividends have been in arrears for a specified number of periods, at which time the preferred security holders may elect a number of directors to the issuer' s board; generally, once all the arrearages have been paid, the preferred security holders no longer have voting rights. In addition, our investments generally involve a number of significant risks, including: the companies in which we invest may have limited financial resources and may be unable to meet their obligations under their debt securities that we hold, which may be accompanied by a deterioration in the value of any collateral and a reduction in the likelihood of us realizing any guarantees we may have obtained in connection with our investment; the companies in which we invest typically have shorter operating histories, narrower product lines and smaller market shares than larger businesses, which tend to render them more vulnerable to competitors' actions and market conditions, as well as general economic downturns; the companies in which we invest are more likely to depend on the management talents and efforts of a small group of persons; therefore, the death, disability, resignation or termination of one or more of these persons could have a material adverse impact on our portfolio company and, in turn, on us; the companies in which we invest generally have less predictable operating results, may be engaged in rapidly changing businesses with products subject to a substantial risk of obsolescence, and may require substantial additional capital to support their operations, finance expansion or maintain their competitive position; the debt investments in our portfolio generally have a significant portion of principal due at the maturity of the investment, which would result in a substantial loss to us if such borrowers are unable to refinance or repay their debt at maturity; our executive officers, directors and Adviser may, in the ordinary course of business, be named as defendants in litigation arising from our investments in the portfolio companies; the companies in which we invest generally have less publicly available information about their businesses, operations and financial condition and, if we are unable to uncover all material information about these companies, we may not make a fully informed investment decision; and the companies in which we invest may have difficulty accessing the capital markets to meet future capital needs, which may limit their ability to grow or to repay their outstanding indebtedness upon maturity. Investments are valued at the end of each fiscal quarter. The majority of our investments are expected to be in loans that do not have readily ascertainable market prices. The fair value of investments that are not publicly traded or whose market prices are not readily available are determined in good faith by the Board, which is supported by the valuation committee of our Adviser and by the audit committee of our Board. The Board has retained independent third- party valuation firms to perform certain limited third- party valuation services that the Board identified and requested them to perform. In accordance with our valuation policy, our Investment Team prepares portfolio company valuations using sources or proprietary models depending on the availability of information on our investments and the type of asset being valued. The participation of the Adviser in our valuation process could result in a conflict of interest, since the Management Fee is based on the value of our gross assets. Factors that we may consider in determining the fair value of our investments include the nature and realizable value of any collateral, the portfolio company' s earnings and its ability to make payments on its indebtedness, the markets in which the portfolio company does business, comparison to similar publicly traded companies, discounted cash flow and other relevant factors. Because fair valuations, and particularly fair valuations of private securities and private companies, are inherently uncertain, may fluctuate over short periods of time and are often based to a large extent on estimates, comparisons and qualitative evaluations of private information, our determinations of fair value may differ materially from the values that would have been determined if a ready market for these securities existed. This could make it more difficult for investors to value accurately our portfolio investments and could lead to undervaluation or overvaluation of our common stock. In addition, the valuation of these types of securities may result in substantial write- downs and earnings volatility. Decreases in the market values or fair values of our investments are recorded as unrealized losses. The effect of all of these factors on our portfolio can reduce our net asset value by increasing net unrealized losses in our portfolio. Depending on market conditions, we could incur substantial realized losses and may suffer unrealized losses, which could have a material adverse impact on our business, financial condition and results of operations. We generally make loans to private companies. There may not be a ready market for our loans and certain loans may contain transfer restrictions, which may also limit liquidity. The illiquidity of these investments may make it difficult for us to sell positions if the need arises. In addition, if we are required to liquidate all or a portion of our portfolio quickly, we may realize significantly less than the value at which we had previously recorded these investments. In addition, we may face other restrictions on our ability to liquidate an investment in a portfolio company to the extent that we hold a significant portion of a company' s equity or if we have material nonpublic information regarding that company. Our portfolio may be focused on a limited number of portfolio companies or industries, which will subject us to a risk of significant loss if any of these companies defaults on its obligations under any of its debt instruments or if there is a downturn in a particular industry. Our portfolio is currently invested in a limited number of portfolio companies and industries and may continue to be in the near future. Beyond the asset diversification requirements associated with our qualification as a RIC for U. S. federal income tax purposes, we do not have fixed guidelines for diversification. While we are not targeting any specific industries, our investments may be focused on relatively few industries. For example, although we classify the industries of our portfolio companies by end- market (such as healthcare, and business services) and not by the products or services (such as software) directed to those end- markets, many of our portfolio companies principally provide software products or services, which exposes us to downturns in that sector. As a result, the aggregate returns we realize may be significantly adversely affected if a small number of investments perform poorly or if we need to write down the value of any one investment. Additionally, a downturn in any particular industry in which we are invested could significantly affect our aggregate returns. Although we have not done so to date, we may securitize certain of our investments in the future, including through the formation of one or more collateralized loan obligations, or CLOs, while retaining all or most of the exposure to the performance of these investments. This would involve contributing a pool of assets to a special purpose entity, and selling debt interests in that entity on a non- recourse or limited- recourse basis to purchasers. If we were to create a CLO or other securitization vehicle, we would depend on distributions from the vehicle to pay dividends to our stockholders. The ability of a CLO or other securitization vehicle to make distributions will be subject to various limitations, including the terms and covenants of the debt it issues. For example, tests (based on interest coverage or other financial ratios or other criteria) may restrict our ability, as holder of a CLO or other securitization vehicle equity interest, to receive cash flow from these investments. We cannot assure you that any such performance tests would be satisfied. Also, a CLO or other securitization vehicle may take actions that delay distributions to preserve ratings and to keep the cost of present and future financings lower or the financing vehicle may be obligated to retain cash or other assets to satisfy over- collateralization requirements commonly provided for holders of its debt. As a result, there may be a lag, which could be significant, between the repayment or other realization on a loan or other assets in, and the distribution of cash out of, a CLO or other securitization vehicle, or cash flow may be completely restricted for the life of the CLO or other securitization vehicle. In addition, a decline in the credit quality of loans in a CLO or other securitization vehicle due to poor operating results of the relevant borrower, declines in the value of loan collateral or increases in defaults, among other things, may force the sale of certain assets at a loss, reducing their earnings and, in turn, cash potentially available for distribution to us for distribution to our stockholders. If we were to form a CLO or other securitization vehicle, to the extent that any losses were incurred by the financing vehicle in respect of any collateral, these losses would be borne first by us as owners of its equity interests. Any equity interests that we were to retain in a CLO or other securitization vehicle would not be secured by its assets and we would rank behind all of its creditors. A CLO or other securitization vehicle, if created, also would likely be consolidated in our financial statements and consequently affect our asset coverage ratio, which may limit our ability to incur additional leverage. See " ITEM 1. BUSINESS – Regulation as a Business Development Company. " Because we generally do not hold controlling interests in our portfolio companies, we may not be in a position to exercise control over those portfolio companies or prevent decisions by management of those portfolio companies that could decrease the value of our investments. We are a lender, and loans (and any equity investments we make) typically will be non-controlling investments, meaning we will not be in a position to control the management, operation and strategic decision-making of the companies we invest in (outside of, potentially, the context of a restructuring, insolvency or similar event). As a result, we will be subject to the risk that a portfolio company we do not control, or in which we do not have a majority ownership position, may make business decisions with which we disagree, and the equity holders and management of such a portfolio company may take risks or otherwise act in ways that are adverse to our interests. We may not be able to dispose of our investments in the event that we disagree with the actions of a portfolio company, and may therefore suffer a decrease in the value of our investments. The majority of our debt investments are based on floating rates, such as ~~LIBOR~~ **SOFR** , EURIBOR **, SONIA** , the Federal Funds Rate or the Prime Rate. General interest rate fluctuations may have a substantial negative impact on our investments, the value of our common stock and our rate of return on invested capital. On one hand, a reduction in the interest rates on new investments relative to interest rates on current investments could have an adverse impact on our net interest income, which also could be negatively impacted by our borrowers making prepayments on their loans. On the other hand, an increase in interest rates could increase the interest repayment obligations of our borrowers and result in challenges to their financial performance and ability to repay their obligations. An increase in interest rates could also decrease the value of any investments we hold that earn fixed interest rates, including subordinated loans, senior and junior secured and unsecured debt securities and loans and high yield bonds, and also could increase our interest expense, thereby decreasing our net income. Moreover, an increase in interest rates available to investors could make investment in our common stock less attractive if we are not able to increase our dividend rate, which could reduce the value of our common stock. Federal Reserve policy, including with respect to certain interest rates and the decision to end its quantitative easing policy, may also adversely affect the value, volatility and liquidity of dividend- and interest- paying securities. Market volatility, rising interest rates and / or a return to unfavorable economic conditions could adversely affect our business. See " — Risks Related to Economic Conditions — Uncertainty about financial stability could have a significant adverse effect on our business, results of operations and financial condition. " We may use interest rate risk management techniques in an effort to limit our exposure to interest rate fluctuations. These techniques may include various interest rate hedging activities to the extent permitted by the 1940 Act. See " — Risks Related to Our Portfolio Company Investments — We expose ourselves to risks when we engage in hedging transactions. " We may not realize expected returns on our investment in a portfolio company due to changes in the portfolio company' s financial position or due to an acquisition of the portfolio company. If a portfolio company repays our loans prior to their maturity, we may not receive our expected returns on our invested capital. Many of our investments are structured to provide a disincentive for the borrower to pre- pay or call the security, but this call protection may not cover the full expected value of an investment if that investment is repaid prior to maturity. Middle- market companies operate in a highly acquisitive market with frequent mergers and buyouts. If a portfolio company is acquired or merged with another company prior to drawing on our commitment, we would not realize our expected return. Similarly, in many cases companies will seek to restructure or repay their debt investments or buy our other equity ownership positions as part of an acquisition or merger transaction, which may result in a repayment of debt or other reduction of our investment. As part of our lending activities, we may originate loans to companies that are experiencing significant financial or business difficulties, including companies involved in bankruptcy or other reorganization and liquidation proceedings. Although the terms of such financing may result in significant financial returns to us, they involve a substantial degree of risk. The level of analytical sophistication, both financial and legal, necessary for successful financing to companies experiencing significant business and financial difficulties is unusually high. We cannot assure you that we will correctly evaluate the value of the assets collateralizing our loans or the prospects for a successful reorganization or similar action. In any reorganization or liquidation proceeding relating to a company that we fund, we may lose all or part of the amounts advanced to the borrower or may be required to accept collateral with a value less than the amount of the loan advanced by us to the borrower. Our portfolio companies in some cases may incur debt or issue equity securities that rank equally with, or senior to, our investments in those companies. Our portfolio companies may have, or may be permitted to incur, other debt, or issue other equity securities that rank equally with, or senior to, our investments. By their terms, those instruments may provide that the holders are entitled to receive payment of dividends, interest or principal on or before the dates on which we are entitled to receive payments in respect of our investments. These debt instruments would usually prohibit the portfolio companies from paying interest on or repaying our investments in the event and during the continuance of a default under the debt. Also, in the event of insolvency, liquidation, dissolution, reorganization or bankruptcy of a portfolio company, holders of securities ranking senior to our investment in that portfolio company typically would be entitled to receive payment in full before we receive any distribution in respect of our investment. After repaying those holders, the portfolio company may not have any remaining assets to use for repaying its obligation to us. In the case of securities ranking equally with our investments, we would have to share on an equal basis any distributions with other security holders in the event of an insolvency, liquidation, dissolution, reorganization or bankruptcy of the relevant portfolio company. The rights we may have with respect to the collateral securing certain loans we make to our portfolio companies may also be limited pursuant to the terms of one or more intercreditor agreements or agreements among lenders. Under these agreements, we may forfeit certain rights with respect to the collateral to holders with prior claims. These rights may include the right to commence enforcement proceedings against the collateral, the right to control the conduct of those enforcement proceedings, the right to approve amendments to collateral documents, the right to release liens on the collateral and the right to waive past defaults under collateral documents. We may not have the ability to control or direct such actions, even if as a result our rights as lenders are adversely affected. We may be exposed to special risks associated with bankruptcy cases. One or more of our portfolio companies may be involved in bankruptcy or other reorganization or liquidation proceedings. Many of the events within a bankruptcy case are adversarial and often beyond the control of the creditors. While creditors generally are afforded an opportunity to object to significant actions, we cannot assure you that a bankruptcy court would not approve actions that may be contrary to our interests. There also are instances where creditors can lose their ranking and priority if they are considered to have taken over management of a borrower. If one of our portfolio companies were to go bankrupt, depending on the facts and circumstances, including the extent to which we will actually provide significant managerial assistance to that portfolio company, a bankruptcy court might subordinate all or a portion of our claim to that of other creditors. The reorganization of a company can involve substantial legal, professional and administrative costs to a lender and the borrower. It is subject to unpredictable and lengthy delays, and during the process a company' s competitive position may erode, key management may depart and a company may not be able to invest adequately. In some cases, the debtor company may not be able to reorganize and may be required to liquidate assets. The debt of companies in financial reorganization will, in most cases, not pay current interest, may not accrue interest during reorganization and may be adversely affected by an erosion of the issuer' s fundamental value. In addition, lenders can be subject to lender liability claims for actions taken by them where they become too involved in the borrower' s business or exercise control over the borrower. For example, we could become subject to a lender liability claim (alleging that we misused our influence on the borrower for the benefit of its lenders), if, among other things, the borrower requests significant managerial assistance from us and we provide that assistance. Following an initial investment in a portfolio company, we may make additional investments in that portfolio company as " follow- on " investments to: increase or maintain in whole or in part our equity ownership percentage; exercise warrants, options or convertible securities that were acquired in the original or subsequent financing; or attempt to preserve or enhance the value of our investment. We may elect not to make follow- on investments, may be constrained in our ability to employ available funds, or otherwise may lack sufficient funds to make those investments. We have the discretion to make any follow- on investments, subject to the availability of capital resources. However, doing so could be placing even more capital at risk in existing portfolio companies. The failure to make follow- on investments may, in some circumstances, jeopardize the continued viability of a portfolio company and our initial investment, or may result in a missed opportunity for us to increase our participation in a successful operation. Even if we have sufficient capital to make a desired follow- on investment, we may elect not to make a follow- on investment because we may not want to increase our concentration of risk, because we prefer other opportunities or because we are inhibited by compliance with BDC requirements or the desire to maintain our tax status. On December 16, 2014, we were granted an exemptive order from the SEC that, if certain conditions are met, allows us to co- invest with certain of our affiliates (including affiliates of Sixth Street) in middle-market loan origination activities for companies domiciled in the United States and certain " follow- on " investments in companies in which we have already co- invested pursuant to the order and remain invested. On January 16, 2020, we filed a further application for co- investment exemptive relief with the SEC, which was most recently amended on June 29, 2022, in order to better align our existing co- investment relief with more recent SEC exemptive orders, including flexibility to allow certain private funds affiliated with us to participate in " follow- on " investments in issuers in which the we are invested, but such private affiliated funds are not invested. On August 3, 2022, the SEC granted the new order in response to our application. The new order provides us with greater flexibility to participate in co- investment transactions with certain proprietary accounts that are majority- owned by our Adviser or its affiliates, to participate in " follow- on " investments in so- called " pre- boarding " investments in which we or an affiliated fund acquired a prior position not in reliance on the prior SEC exemptive order, and to participate in certain " follow- on " investments and pro rata distributions of existing co- investment positions without seeking approval by a majority of our Independent Directors. Our Board has established certain criteria to describe the characteristics of potential co- investment transactions in which we are permitted to participate and regarding which the Adviser should be notified. We and our affiliates, including investment funds managed by our affiliates, are only permitted to co- invest in accordance with the terms of the exemptive order or in the limited circumstances otherwise currently permitted by regulatory guidance. We have pursued and may continue to pursue growth through acquisitions or strategic investments in new businesses. Completion and timing of any such acquisitions or strategic investments may be subject to a number of contingencies, including the uncertainty in reaching a commercial agreement with our counterparty, our ability to obtain required board, shareholder and regulatory approvals, as well as any required financing (or the risk that these are obtained subject to terms and conditions that are not anticipated). The announcement or consummation of any transaction also may adversely impact our business relationships or engender competitive responses. Acquisitions could involve numerous additional risks, such as unanticipated litigation, unexpected costs, liabilities, charges or expenses resulting from a transaction, the inability to generate sufficient revenue to offset acquisition costs and any changes in general economic or industry specific conditions. There can be no assurance that the integration of an acquired business will be successful or that an acquired business will prove to be profitable or sustainable. The failure to integrate successfully or to manage the challenges presented by an integration process may adversely impact our financial results. In addition, the proposal and negotiation of acquisitions or strategic investments, whether or not completed, as well as the integration of those businesses into our existing portfolio, could result in substantial expenses and the diversion of our Adviser' s time, attention and resources from our day- to- day operations. Our ability to manage our growth through acquisitions or strategic investments will depend, in part, on our success in addressing these risks. Any failure to effectively implement our acquisition or strategic investment strategies could have a material adverse effect on our business, financial condition or results of operations. We are required to have and may be required in the future to obtain various state licenses to, among other things, originate commercial loans, and may be required to obtain similar licenses from other authorities, including outside of the United States, in the future in connection with one or more investments. Applying for and obtaining required licenses can be costly and take several months. We cannot assure you that we will maintain or obtain all of the licenses that we need on a timely basis. We also are and will be subject to various information and other requirements to maintain and obtain these licenses, and we cannot assure you that we will satisfy those requirements. Our failure to maintain or obtain licenses that we require, now or in the future, might restrict investment options and have other adverse consequences. Our investment strategy may include potential investments in foreign companies. Investing in foreign companies may expose us to additional risks not typically associated with investing in U. S. companies. These risks include changes in exchange control regulations, U. S. trade policy, political and social instability, expropriation, imposition of foreign taxes (potentially at confiscatory levels), less liquid markets, less available information than is generally the case in the United States, higher transaction costs, less government supervision of exchanges, brokers and issuers, less developed bankruptcy laws, difficulty in enforcing contractual obligations, lack of uniform accounting and auditing standards and greater price volatility. Uncertainty in the wake of ~~Brexit as well as~~ Russia' s invasion of Ukraine **and the war between Israel and Hamas in the Middle East** , among other current events, could have negative impacts on the economies of countries in Europe and elsewhere. In addition, interest income derived from loans to foreign companies is not eligible to be distributed to our non- U. S. stockholders free from withholding taxes. Although most of our investments will be U. S. dollar- denominated, our investments that are denominated in a foreign currency will be subject to the risk that the value of a particular currency will change in relation to one or more other currencies. Among the factors that may affect currency values are trade balances, the level of short- term interest rates, differences in relative values of similar assets in different currencies, long- term opportunities for investment and capital gains and political developments. We may employ hedging techniques to minimize these risks, but we cannot assure you that such strategies will be effective or without risk to us. We have entered, and may in the future enter, into hedging transactions, which may expose us to risks associated with such transactions. We may seek to utilize instruments such as forward contracts, currency options and interest rate swaps, caps, collars and floors to seek to hedge against fluctuations in the relative values of our portfolio positions from changes in currency exchange rates and market interest rates and the relative value of certain debt securities from changes in market interest rates. Use of these hedging instruments may include counterparty credit risk. To the extent we have non- U. S. investments, particularly investments denominated in non- U. S. currencies, our hedging costs will increase. We also have the ability to borrow in certain foreign currencies under the second amended and restated senior secured revolving credit agreement, as amended, with Truist Bank (as a successor by merger to SunTrust Bank), as administrative agent, and certain lenders, which we refer to as the Revolving Credit Facility. Instead of entering into a foreign exchange forward contract in connection with loans or other investments we have made that are denominated in a foreign currency, we may borrow in that currency to establish a natural hedge against our loan or investment. To the extent the loan or investment is based on a floating rate other than a rate under which we can borrow under our Revolving Credit Facility, we may seek to utilize interest rate derivatives to hedge our exposure to changes in the associated rate. Hedging against a decline in the values of our portfolio positions would not eliminate the possibility of fluctuations in the values of such positions or prevent losses if the values of such positions were to decline. However, such hedging can establish other positions designed to gain from those same developments, thereby offsetting the decline in the value of such portfolio positions. Such hedging transactions may also limit the opportunity for gain if the values of the underlying portfolio positions were to increase. It also may not be possible to hedge against an exchange rate or interest rate fluctuation that is so generally anticipated that we are not able to enter into a hedging transaction at an acceptable price. The success of our hedging strategy will depend on our ability to correctly identify appropriate exposures for hedging. To date, we have entered into hedging transactions to seek to reduce currency exchange rate risk and interest rate risk related to specific portfolio companies. In addition, in connection with our 2023 Notes, 2024 Notes ~~and~~ **,** 2026 Notes **and 2028 Notes,** which bear interest at fixed rates, we entered into fixed- to- floating interest rate swaps to align the interest rates of our liabilities with our investment portfolio, which consists of predominately floating rate loans. However, unanticipated changes in currency exchange rates or other exposures that we might hedge may result in poorer overall investment performance than if we had not engaged in any such hedging transactions. In addition, the degree of correlation between price movements of the instruments used in a hedging strategy and price movements in the portfolio positions being hedged may vary, as may the time period in which the hedge is effective relative to the time period of the related exposure. For a variety of reasons, we may not seek to (or be able to) establish a perfect correlation between such hedging instruments and the positions being hedged. Any such imperfect correlation may prevent us from achieving the intended hedge and expose us to risk of loss. In addition, it may not be possible to hedge fully or perfectly against currency fluctuations affecting the value of securities denominated in non- U. S. currencies because the value of those securities is likely to fluctuate as a result of factors not related to currency fluctuations. Income derived from hedging transactions also is not eligible to be distributed to non- U. S. stockholders free from withholding taxes. Changes to the regulations applicable to the financial instruments we use to accomplish our hedging strategy could affect the effectiveness of that strategy. For additional information on these regulatory changes, see " — Risks Related to Our Portfolio Company Investments — The new market structure applicable to derivatives imposed by the Dodd- Frank Act may affect our ability to use over- the- counter (" OTC ") derivatives for hedging purposes. " See also " — Risks Related to Our Portfolio Company Investments — We are exposed to risks associated with changes in interest rates " and " ITEM 7. MANAGEMENT' S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS — Results of Operations — Hedging. " Finally, the SEC has recently adopted Rule 18f- 4, which constrains our ability to use swaps and other derivatives. Among other requirements, the rule would force us to reduce our use of derivatives, unless we were to qualify as a limited derivatives user under the rule, if the value- at- risk of our investment portfolio including our swap or derivative positions, exceeds 200 percent of a " designated reference portfolio, " which is a designated index that is unleveraged and reflects the market or asset classes in which we invest or our securities portfolio. If we could not identify a suitable reference portfolio, our value- at- risk would not be permitted to exceed 20 % of our net assets. In addition, we are required under the final rule to establish a risk management program for our use of swaps or other derivative positions. Based on our current use of derivatives primarily for interest rate hedging purposes, we believe that we qualify, and will continue to qualify, as a limited derivatives user under the rule. However, we cannot assure you that we will be treated as a limited derivatives user or that our approach to our use of derivatives will not change. The Dodd- Frank Act enacted, and the Commodity Futures Trading Commission, or CFTC, and SEC have issued or proposed rules to implement, both broad new regulatory requirements and broad new structural requirements applicable to OTC derivatives markets and, to a lesser extent, listed commodity futures (and futures options) markets. Similar changes are in the process of being implemented in other major financial markets. Recent and anticipated regulatory changes require that certain types of OTC derivatives, including those that we may use for hedging activities such as interest rate and credit default swaps, be cleared and traded on regulated platforms, and these regulatory changes are expected to apply to foreign exchange transactions in the future. Our cleared OTC derivatives (such as the interest rate swaps we entered into in connection with certain investments in portfolio companies and our ~~2023 Notes,~~ 2024 Notes ~~and~~ **,** 2026 **Notes and 2028** Notes) are subject to margin requirements established by regulated clearinghouses, including daily exchanges of cash variation (or mark- to- market) margin and an upfront posting of cash or securities initial margin to cover the clearinghouse' s potential future exposure to the default of a party to a particular OTC derivatives transaction. U. S. regulators have also adopted rules imposing margin requirements for OTC derivatives executed with registered swap dealers or security- based swap dealers that are not cleared. The margin requirements for cleared and uncleared OTC derivatives may require that our Adviser, in order to maintain its exclusion from commodity pool operator (" CPO ") registration under CFTC Rule 4. 5, limit our ability to enter into hedging transactions or to obtain synthetic investment exposures, in either case adversely affecting our ability to mitigate risk. Furthermore, any failure by us to fulfill any collateral requirement (e. g., a so- called " margin call ") may result in a default and could have a material adverse impact on our business, financial condition and results of operations. The Dodd- Frank Act and the rules adopted by the CFTC and SEC thereunder also imposed requirements relating to real- time public and regulatory reporting of OTC derivative transactions, enhanced documentation requirements, position limits on an expanded array of derivatives, and recordkeeping requirements. Taken as a whole, these changes could significantly increase the cost of using uncleared OTC derivatives to hedge risks, including interest rate and foreign exchange risk; reduce the level of exposure we are able to obtain for risk management purposes through OTC derivatives (including as the result of the CFTC imposing position limits on additional products); reduce the amounts available to us to make non- derivatives investments; impair liquidity in certain OTC derivatives; and adversely affect the quality of execution pricing obtained by us, all of which could adversely impact our investment returns. If we cease to be eligible for an exemption from regulation as a commodity pool operator, our compliance expenses could increase substantially. Our Adviser has filed with the National Futures Association a notice of exclusion from registration with the CFTC as a commodity pool operator (" CPO ") pursuant to CFTC Rule 4. 5. CFTC Rule 4. 5 relieves our Adviser from registering with the CFTC as the CPO of us, so long as we: continue to be regulated by the SEC as a BDC; confine our trading in CFTC- regulated derivatives within specified thresholds; and are not marketed to the public as a commodity pool or as a vehicle for trading in CFTC- regulated derivatives. If we were unable to satisfy the conditions of CFTC Rule 4. 5 in the future, our Adviser may be subject to registration with the CFTC as a CPO, unless it can rely on a different exclusion, exemption or no- action relief. Registered CPOs must comply with numerous substantive regulations related to disclosure, reporting and recordkeeping, and are required to become members of the NFA, and be subject to the NFA' s rules and bylaws. Compliance with these additional registration and regulatory requirements could increase our expenses and impact performance. Our portfolio investments may present special tax issues. Investments in below- investment grade debt instruments and certain equity securities may present special tax issues for us. U. S. federal income tax rules are not entirely clear about certain issues, including when we may cease to accrue interest, original issue discount or market discount, when and to what extent certain deductions may be taken for bad debts or worthless equity securities, how payments received on obligations in default should be allocated between principal and interest income, as well as whether exchanges of debt instruments in a bankruptcy or workout context are taxable. These matters could cause us to recognize taxable income for U. S. federal income tax purposes, even in the absence of cash or economic gain, and require us to make taxable distributions to our stockholders to maintain our RIC status or preclude the imposition of either U. S. federal corporate income or excise taxation. Additionally, because such taxable income may not be matched by corresponding cash received by us, we may be required to borrow money or dispose of other investments to be able to make distributions to our stockholders. These and other issues will be considered by us, to the extent determined necessary, so that we aim to minimize the level of any U. S. federal income or excise tax that we would otherwise incur. See " ITEM 1. BUSINESS — Regulation as a Business Development Company — Regulated Investment Company Classification " for more information ~~. We expect to be treated as a " publicly offered regulated investment company " as a result of shares of our common stock being treated as regularly traded on an established securities market. However, we cannot assure you that we will be treated as a publicly offered regulated investment company for all years. For example, if our shares are not treated as regularly traded and we are not held by more than 500 persons at all times during the taxable year, we might not be treated as a publicly offered regulated investment company. If we are not treated as a publicly offered regulated investment company for any calendar year, each U. S. stockholder that is an individual, trust or estate will be treated as having received a dividend from us in the amount of such U. S. stockholder' s allocable share of the Management Fees and Incentive Fees paid to our Adviser and certain of our other expenses for the calendar year, and these fees and expenses will be treated as miscellaneous itemized deductions of such U. S. stockholder. Miscellaneous itemized deductions generally are not deductible by individuals, trusts or estates for taxable years beginning after December 31, 2017 and before January 1, 2026~~ . There are certain risks associated with holding debt obligations that have original issue discount or payment- in- kind interest. Original issue discount, or OID, may arise if we hold securities issued at a discount, receive warrants in connection with the making of a loan, or in certain other circumstances. OID creates the risk that Incentive Fees will be paid to the Adviser based on non- cash accruals that ultimately may not be realized, while the Adviser will be under no obligation to reimburse us for these fees. The higher interest rates of OID instruments reflect the payment deferral and increased credit risk associated with these instruments, and OID instruments generally represent a significantly higher credit risk than coupon loans. Even if the accounting conditions for income accrual are met, the borrower could still default when our actual collection is supposed to occur at the maturity of the obligation. OID instruments may have unreliable valuations because their continuing accruals require continuing judgments about the collectability of the deferred payments and the value of any associated collateral. OID income may also create uncertainty about the source of our cash dividends. For accounting purposes, any cash dividends to stockholders representing OID income are not treated as coming from paid- in capital, even if the cash to pay them comes from the proceeds of issuances of our common stock. As a result, despite the fact that a dividend representing OID income could be paid out of amounts invested by our stockholders, the 1940 Act does not require that stockholders be given notice of this fact by reporting it as a return of capital. Payment- in- kind, or PIK, interest has the effect of generating investment income at a compounding rate, thereby further increasing the Incentive Fees payable to the Adviser. Similarly, all things being equal, the deferral associated with PIK interest also increases the loan- to- value ratio at a compounding rate. We intend to continue paying dividends on a quarterly basis to our stockholders out of assets legally available for distribution. We cannot assure you that we will achieve investment results or maintain a tax status that will allow or require any specified level of cash dividends or year- to- year increases in cash dividends. Our ability to pay dividends might be adversely affected by the impact of one or more of the risk factors described in this Annual Report. Due to the asset coverage test applicable to us under the 1940 Act as a BDC or restrictions under our credit facilities, we may be limited in our ability to pay dividends. Although a portion of our expected earnings and dividend distributions will be attributable to net interest income, we do not expect to generate capital gains from the sale of our portfolio investments on a level or uniform basis from quarter to quarter. This may result in substantial fluctuations in our quarterly dividend payments. In some cases where we receive certain upfront fees in connection with loans we originate, we treat the loan as having OID under applicable accounting and tax regulations, even though we have received the corresponding cash. In other cases, however, we may recognize income before or without receiving the corresponding cash, including in connection with the accretion of OID. For other risks associated with debt obligations treated as having OID, see " — Risks Related to Our Portfolio Company Investments — There are certain risks associated with holding debt obligations that have original issue discount or payment- in- kind interest. " Therefore, we may be required to make a distribution to our stockholders in order to satisfy the annual distribution requirement necessary to qualify for and maintain RIC tax treatment under Subchapter M of the Code, even though we may not have received the corresponding cash amount. Accordingly, we may have to sell investments at times we would not otherwise consider advantageous, raise additional debt or equity capital or reduce new investment originations to meet these distribution requirements for this purpose. If we are not able to obtain cash from other sources, we may fail to qualify as a RIC and thereby be subject to corporate- level income tax. To the extent that the amounts distributed by us exceed our current and accumulated earnings and profits, these excess distributions will be treated first as a return of capital to the extent of a stockholder' s tax basis in his or her shares and then as capital gain. Reducing a stockholder' s tax basis will have the effect of increasing his or her gain (or reducing loss) on a subsequent sale of shares. The part of the Incentive Fee payable by us that relates to our net investment income is computed and paid on income that may include interest that has been accrued but not yet received in cash. If a portfolio company defaults on a loan, it is possible that accrued interest previously used in the calculation of the Incentive Fee will become uncollectible. Consequently, while we may make Incentive

Fee payments on income accruals that we may not collect in the future and with respect to which we do not have a clawback right against our Adviser, the amount of accrued income written off in any period will reduce the income in the period in which the write- off is taken and thereby reduce that period' s Incentive Fee payment, if any. In addition, the middle- market companies in which we intend to invest may be more susceptible to economic downturns than larger operating companies, and therefore may be more likely to default on their payment obligations to us during recessionary periods. Any such defaults could substantially reduce our net investment income available for distribution in the form of dividends to our stockholders. Investing in our securities may involve a high degree of risk. The investments we make in accordance with our investment objective may result in a higher amount of risk than alternative investment options and volatility or loss of principal. Our investments in portfolio companies may be highly speculative and aggressive and, therefore, an investment in our securities may not be suitable for someone with lower risk tolerance. The market price of our common stock may fluctuate significantly. The market price and liquidity of the market for shares of our common stock may be significantly affected by numerous factors, some of which are beyond our control and may not be directly related to our operating performance. These factors include: significant volatility in the market price and trading volume of securities of BDCs or other companies in our sector, which is not necessarily related to the operating performance of these companies; changes in regulatory policies or tax guidelines, particularly with respect to RICs or BDCs; the exclusion of BDC common stock from certain market indices, which could reduce the ability of certain investment funds to own our common stock and put short term selling pressure on our common stock; loss of RIC or BDC status; changes or perceived changes in earnings or variations in operating results; changes in our portfolio of investments; changes or perceived changes in the value of our portfolio of investments; changes in accounting guidelines governing valuation of our investments; any shortfall in revenue or net income or any increase in losses from levels expected by investors or securities analysts; any downgrades to our credit rating or placement on a negative watch status by a credit rating agency; departure of the Adviser' s or any of its affiliates' key personnel; operating performance of companies comparable to us; short- selling pressure with respect to shares of our common stock or BDCs generally; future sales of our securities convertible into or exchangeable or exercisable for our common stock or the conversion of such securities; uncertainty surrounding the strength of the U. S. economy; concerns regarding European sovereign debt and Brexit; concerns regarding volatility in the Chinese stock market and Chinese currency; concerns regarding U. S. and global tariffs and trade policy; the impact of the large- scale invasion of Ukraine by Russia that began in February 2022, related sanctionsand other potential retaliatory actions or responses; fluctuations in base interest rates, such as ~~LIBOR,~~ SOFR, EURIBOR, SONIA, the Federal Funds Rate or the Prime Rate; the impact of public health epidemics on the global economy, such as the COVID- 19 pandemic and its worldwide impact; general economic trends and other external factors; and loss of a major funding source. In the past, following periods of volatility in the market price of a company' s securities, securities class action litigation has often been brought against that company. If our stock price fluctuates significantly, we may be the target of securities litigation in the future. Securities litigation could result in substantial costs and divert management' s attention and resources from our business. We cannot assure you that the market price of shares of our common stock will not decline. Shares of closed- end investment companies, including BDCs, frequently trade at a discount from their net asset value and our stock may also be discounted in the market. This characteristic of closed- end investment companies is separate and distinct from the risk that our net asset value per share of common stock may decline. In the past, shares of BDCs, including at times shares of our common stock, have traded at prices per share below net asset value per share. We cannot predict whether our common stock will trade at a price per share above, at or below net asset value per share. In addition, if our common stock trades below its net asset value per share, we will generally not be able to sell additional shares of our common stock to the public at its market price without first obtaining the approval of a majority of our stockholders (including a majority of our unaffiliated stockholders) and our Independent Directors for such issuance. See " — Risks Related to Our Business and Structure — Regulations governing our operation as a BDC affect our ability to, and the way in which we, raise additional capital. " Sales of substantial amounts of our common stock in the public market may have an adverse effect on the market price of our common stock. Sales of substantial amounts of our common stock, the availability of such common stock for sale or the perception that such sales could occur could adversely affect the prevailing market prices for our common stock. If this occurs, it could impair our ability to raise additional capital through the sale of equity securities should we desire to do so. We cannot predict what effect, if any, future sales of securities or the availability of securities for future sales will have on the market price of our common stock prevailing from time to time. We have adopted a dividend reinvestment plan, pursuant to which we will reinvest all cash dividends and distributions declared by the Board on behalf of investors who do not elect to receive their dividends in cash. As a result, if the Board authorizes, and we declare, a cash dividend or other distribution, then our stockholders who have not opted out of our dividend reinvestment plan will have their cash distributions automatically reinvested in additional common stock, rather than receiving the cash dividend or other distribution. See " ITEM 1. BUSINESS — Dividend Policy " and " ITEM 1. BUSINESS — Dividend Reinvestment Plan " for a description of our dividend policy and obligations. In addition, the number of shares issued pursuant to the dividend reinvestment plan will be determined based on the market price of shares of our common stock, except in circumstances where the market price exceeds our most recently computed net asset value per share, in which case we will issue shares at the greater of (i) the most recently computed net asset value per share and (ii) 95 % of the current market price per share or such lesser discount to the current market price per share that still exceeds the most recently computed net asset value per share. Accordingly, participants in the dividend reinvestment plan may receive a greater number of shares of our common stock than the number of shares associated with the market price of our common stock, resulting in dilution for other stockholders. Stockholders that opt out of our dividend reinvestment plan will experience dilution in their ownership percentage of our common stock over time. Purchases of our common stock by us under the Company 10b5- 1 Plan may result in the price of our common stock being higher than the price that otherwise might exist in the open market. We have entered into an agreement with Goldman Sachs & Co. LLC, which we refer to as the Company 10b5- 1 Plan, in accordance with Rules 10b5- 1 and 10b- 18 under the Exchange Act, under which Goldman Sachs & Co. LLC, as agent for us, will buy up to $ 50 million of our common stock in the aggregate during the period ending on the earlier of the date on which all the capital committed to the plan has been exhausted or May 31, ~~2023~~ **2024**. Whether purchases will be made under the Company 10b5- 1 Plan and how much will be purchased at any time is uncertain, dependent on prevailing market prices and trading volumes, all of which we cannot predict. These activities may have the effect of maintaining the market price of our common stock or retarding a decline in the market price of the common stock, and, as a result, the price of our common stock may be higher than the price that otherwise might exist in the open market. Purchases of our common stock by us under the Company 10b5- 1 Plan may result in dilution to our net asset value per share. On August 4, 2015, the Board authorized us to acquire up to $ 50 million in aggregate of our common stock from time to time over an initial six month period, and has continued to authorize the refreshment of the $ 50 million amount authorized under and extension of the stock repurchase program prior to its expiration since that time, most recently as of November ~~1~~ **15**, ~~2022~~ **2023**. Under the Company 10b5- 1 Plan, the agent will increase the volume of purchases made as the price of our common stock declines, subject to volume restrictions. Dilution to our net asset value per share will occur if we purchase shares of our common stock at a price above the net asset value per share, as it would cause a proportionately smaller increase in our stockholders' interest in our earnings and assets and their voting interest in us than the decrease in our assets resulting from such repurchase. As a result of any such dilution, our market price per share may decline. The actual dilutive effect will depend on the number of shares of common stock that could be so repurchased, the price and the timing of any repurchases under the Company 10b5- 1 Plan. We are highly dependent on information systems and systems failures could significantly disrupt our business, which may, in turn, negatively affect the market price of our common stock and our ability to pay dividends. Our business is highly dependent on the communications and information systems of the Adviser, its affiliates and third parties ~~, including certain limited TPG- provided services (such as certain information technology services utilized by the Adviser on our behalf)~~. Further, in the ordinary course of our business we or the Adviser engage certain third party service providers to provide us with services necessary for our business. Any failure or interruption of those systems or services, including as a result of the termination or suspension of an agreement with any third- party service providers, could cause delays or other problems in our activities. Our financial, accounting, data processing, backup or other operating systems and facilities may fail to operate properly or become disabled or damaged as a result of a number of factors including events that are wholly or partially beyond our control and adversely affect our business. There could be: sudden electrical or telecommunications outages; natural disasters such as earthquakes, tornadoes and hurricanes; disease pandemics; events arising from local or larger scale political or social matters, including wars or terrorist acts; outages due to idiosyncratic issues at specific providers; and cyber- attacks. These events, in turn, could have a material adverse effect on our operating results and negatively affect the market price of our common stock and our ability to pay dividends to our stockholders. We and our portfolio companies are subject to regulation by laws and regulations at the local, state, federal and, in some cases, foreign levels. These laws and regulations, as well as their interpretation, may be changed from time to time, and new laws and regulations may be enacted. Accordingly, any change in these laws or regulations, changes in their interpretation, or newly enacted laws or regulations and any failure by us or our portfolio companies to comply with these laws or regulations, could require changes to certain business practices of us or our portfolio companies, negatively impact the operations, cash flows or financial condition of us or our portfolio companies, impose additional costs on us or our portfolio companies or otherwise adversely affect our business or the business of our portfolio companies. In particular, changes to the laws and regulations governing BDCs or the interpretation of these laws and regulations by the staff of the SEC could disrupt our business model. For example, tax reform legislation could have an adverse impact on us, the credit markets and our portfolio companies, to the extent the reduction in corporate tax rates or limitations on interest expense deductibility impact the credit markets and our portfolio companies. Any changes to the laws and regulations governing our operations or the U. S. federal income tax treatment of our assets may cause us to alter our investment strategy to avail ourselves of new or different opportunities. For more information on tax regulatory risks, see " Risks Related to our Portfolio Company Investments. " Over the last several years, there has been an increase in regulatory attention to the extension of credit outside of the traditional banking sector, raising the possibility that some portion of the non- bank financial sector will be subject to new regulation. While it cannot be known at this time whether these regulations will be implemented or what form they will take, increased regulation of non- bank credit extension could negatively impact our operations, cash flows or financial condition, impose additional costs on us, intensify the regulatory supervision of us or otherwise adversely affect our business. The **ongoing armed conflicts as a result of the Russian invasion of Ukraine and the war between Israel and Hamas may have a material adverse impact on us and our portfolio companies. On February 24, 2022, Russian President Vladimir Putin commenced a full- scale invasion of Russia' s pre- positioned forces into Ukraine, which could have a negative impact on the economy and business activity globally (including in the countries in which the Company invests), and therefore could adversely affect the performance of the Company' s investments. The Russian invasion of Ukraine and the war between Israel and Hamas in the Middle East have led, are currently leading, and for an unknown period of time may continue to lead to disruptions in local, regional, national, and global markets and economies affected thereby. Furthermore, the aforementioned conflicts and the varying involvement of the United States and other NATO countries could preclude prediction as to their ultimate adverse impact on global economic and market conditions, and, as a result, presents material uncertainty and risk with respect to the Company and the performance of its investments or operations, and the ability of the Company to achieve its investment objectives. Additionally, to the extent that third parties, investors, or related customer bases have material operations or assets in such conflict zones, they may have adverse consequences related to the ongoing conflict. The** effect of global climate change may adversely affect our business and impact the operations of our portfolio companies. We and our portfolio companies face risks associated with climate change including risks related to the impact of climate- and ESG- related legislation and regulation (both domestically and internationally), risks related to climate- related business trends, and risks stemming from the physical impacts of climate change. New climate change-related regulations or interpretations of existing laws may result in enhanced disclosure obligations, which could negatively affect us or our portfolio companies and materially increase our regulatory burden. Increased regulations generally increase our costs, and we could continue to experience higher costs if new laws require us to spend more time or buy new technology to comply effectively. At the portfolio company level, while we have increasingly and substantially sought to invest in sectors that are inherently lower carbon intensity (e. g., business services) which decreases transition risk, there are still individual portfolio companies in these and other sectors that could face transition risk if carbon- related regulations or taxes are implemented. Further, advances in climate science may change society' s understanding of sources and magnitudes of negative effects on climate, which could negatively impact portfolio company financial performance and regulatory jeopardy. For our portfolio companies, business trends related to climate change may require capital expenditures, product or service redesigns, and changes to operations and supply chains to meet changing customer expectations. While this can create opportunities, not addressing these changed expectations could create business risks for portfolio companies. Further, significant physical effects of climate change including extreme weather events such as hurricanes or floods, can also have an adverse impact on certain of our portfolio companies and investments, especially our portfolio companies that rely locations in the affected areas. As the effects of climate change increase, we expect the frequency and impact of weather and climate related events and conditions to increase as well. For example, unseasonal or violent weather events can have a material impact to businesses that focus on tourism or recreational travel. Additionally, the needs of customers of energy companies vary with weather conditions, primarily temperature and humidity. To the extent weather conditions are affected by climate change, energy use could increase or decrease depending on the duration and magnitude of any changes. Increases in the cost of energy could adversely affect the cost of operations of our portfolio companies if the use of energy products or services is material to their business. A decrease in energy use due to weather changes may affect some of our portfolio companies' financial condition, through decreased revenues. Extreme weather conditions in general require more system backup, adding to costs, and can contribute to increased system stresses, including service interruptions.