

Raymond James 39<sup>th</sup> Annual Institutional Investor Conference March 2018 Howard Levkowitz

Chairman & CEO, TCP Capital Corp.

Managing Partner & Co-Founder, Tennenbaum Capital Partners, LLC

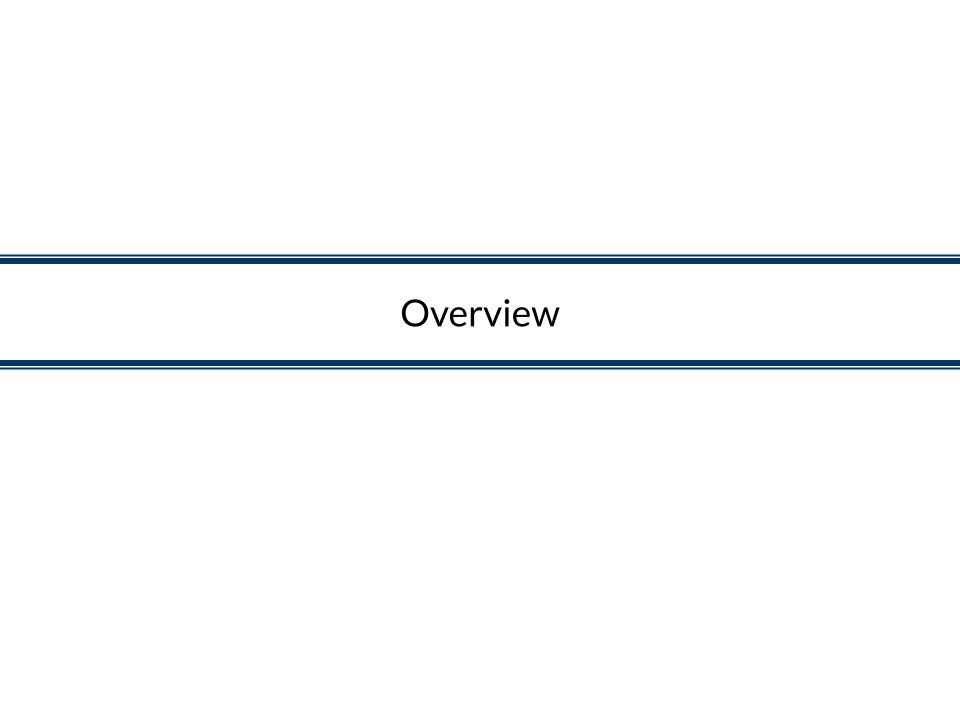


# **Forward Looking Statements**

Prospective investors considering an investment in TCP Capital Corp. should consider the investment objectives, risks and expenses of the Company carefully before investing. This information and other information about the Company are available in the Company's filings with the Securities and Exchange Commission ("SEC"). Copies are available on the SEC's website at www.sec.gov and the Company's website at http://www.tcpcapital.com. Prospective investors should read these materials carefully before investing

This presentation may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on estimates, projections, beliefs and assumptions of management of the Company at the time of such statements and are not guarantees of future performance. Forward-looking statements involve risks and uncertainties in predicting future results and conditions. These forward-looking statements do not meet the safe harbor for forward-looking statements pursuant to Section 27A of the Securities Act or Section 21E of the Securities Exchange Act. Actual results could differ materially from those projected in these forward-looking statements due to a variety of factors, including, without limitation, changes in general economic conditions or changes in the conditions of the industries in which the Company makes investments, risks associated with the availability and terms of financing, changes in interest rates, availability of transactions, and regulatory changes. Certain factors that could cause actual results to differ materially from those contained in the forward-looking statements are included in the "Risks" section of the Company's shelf registration statement declared effective on May 3, 2017, and the Company's subsequent periodic filings with the SEC. Copies are available on the SEC's website at www.sec.gov and the Company's website at http://www.tcpcapital.com. Forward-looking statements are made as of the date of this presentation, or as of the prior date referenced in this presentation, and are subject to change without notice. The Company has no duty and does not undertake any obligation to update or revise any forward-looking statements based on the occurrence of future events, the receipt of new information, or otherwise.





# Established Platform - Tennenbaum Capital Partners ("Tennenbaum")

### **Externally Managed by Tennenbaum**

# ~\$9 billion committed capital under management(1)

# More than 20 years (2)

of experience investing through multiple market cycles

### \$21.9 billion invested

across 560+ companies

Long-term relationships with sponsors and deal sources

### **Experienced Team with Diverse Skills**

19 industry-focused verticals with senior experienced professionals investing across asset classes

**~80 team members**, plus an Advisory Board of senior operating executives

### North America-focused,

regional coverage with offices in Los Angeles, New York, San Francisco and Atlanta

In-house legal expertise with significant experience protecting creditors' rights



<sup>(1)</sup> As of December 31, 2017

<sup>(2)</sup> Tennenbaum's predecessor entity was founded in 1996. The firm was organized in its current structure in 1999.

### **Overview of Tennenbaum Platform**

# Tennenbaum

~\$9 billion of committed capital under management<sup>(1)</sup>

TCP Capital Corp. (NASDAQ: TCPC) Publicly-traded BDC

Private Institutional Vehicles and Accounts



# **Key Highlights – TCP Capital Corp**

As of December 31, 2017

**Investment Objective** 

 We seek to generate high total returns through current income and capital appreciation, with an emphasis on principal protection

Dividend Coverage

Dividend covered in all 23 quarters since our IPO

Well Positioned Portfolio

- \$1.5 billion portfolio fair value
- 11.0% weighted average effective yield on debt portfolio<sup>(1)</sup>
- Portfolio composed of 95% debt, 89% of which is floating rate

Diversified Low Cost
Of Financing

- \$1.0 billion leverage program (total capacity)
- 4.13% average interest rate

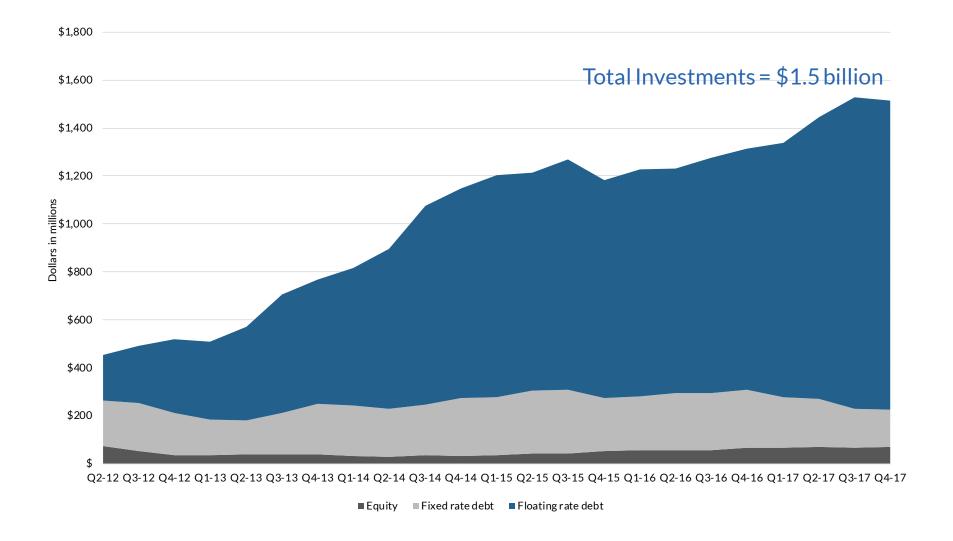
Strong Alignment with Public Investors

- Best-in-class advisory fee structure
- Regular share purchases by Management and the Board

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<sup>(1)</sup> Weighted average annual effective yield includes amortization of deferred debt origination and exit fees and original issue discount, but excludes market discount, any repayment and make-whole fee income, and any debt investments on non-accrual status.

# **Consistent and Disciplined Portfolio Growth Since IPO**



# **Best-In-Class Advisory Fee Structure**

	TCP Capital Corp.	Typical Externally Managed BDCs <sup>(1)</sup>
Base Management Fee	<ul> <li>1.5% on gross assets (less cash and cash equivalents)</li> </ul>	■ 1.5% - 2.0% on gross assets
Incentive Fee Hurdle	<ul> <li>8% annualized total return on NAV, cumulative (infinite) lookback</li> </ul>	<ul> <li>7% annualized NII return on NAV, no lookback</li> </ul>
Incentive Compensation	<ul> <li>Capital Gains: 20% of cumulative net realized gains less net unrealized depreciation, subject to a <u>cumulative</u> (infinite), annualized 8% total return hurdle</li> </ul>	<ul> <li>Capital Gains: 20% of cumulative net realized gains less net unrealized depreciation</li> </ul>
	<ul> <li>Ordinary Income: 20% subject to a cumulative (infinite), annualized 8.0% total return hurdle</li> </ul>	<ul> <li>Ordinary Income: 20% subject to quarterly hurdle rate calculated quarterly</li> </ul>
	✓ Subject to cumulative high water mark	



# Well Covered and Stable Dividend

- Net investment income<sup>(1)</sup> of \$0.41 per share in Q4 2017
  - Quarterly dividend of \$0.36 per share paid on December 29, 2017
- Declared Q1 2018 dividend of \$0.36 per share
  - Payable on March 30, 2018 to holders of record as of March 16, 2018
- Dividend covered in all 23 quarters since inception

	2012(2,3)	2013	2014	2015	2016	2017	ITD
Per Share							Total
Regular dividend	\$1.04	\$1.43	\$1.44	\$1.44	\$1.44	\$1.44	\$8.23
Net investment income	\$1.42	\$1.65	\$1.55	\$1.64	\$1.51	\$1.59	\$9.36
Regular dividend coverage	137%	115%	108%	114%	105%	110%	114%
Special dividend	\$0.05	\$0.10	\$0.10				\$0.25



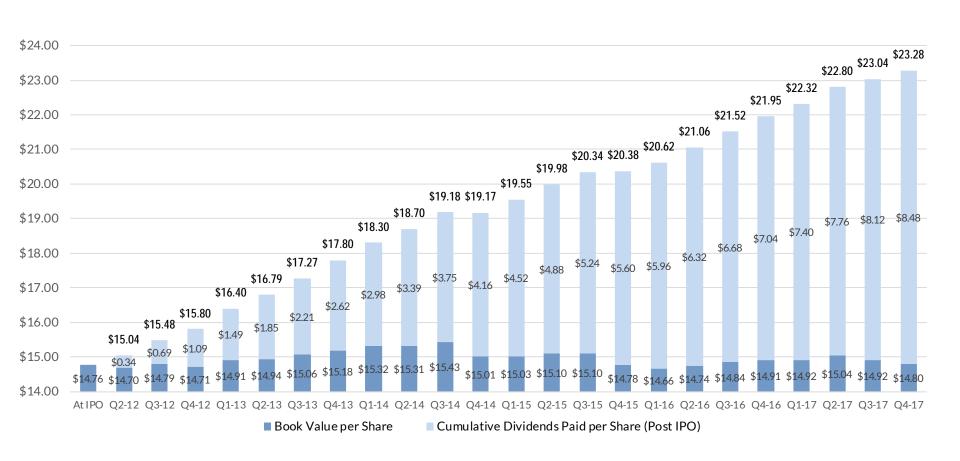
<sup>(1)</sup> After incentive compensation

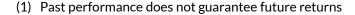
<sup>(2)</sup> Incentive compensation was waived prior to January 1, 2013

<sup>(3)</sup> Dividends and net investment income in 2012 reflect the 3 quarters post-IPO (Q2, Q3 and Q4)

# **Strong Track Record of Positive Performance**(1)

### **Book Value per Share and Dividends Paid**

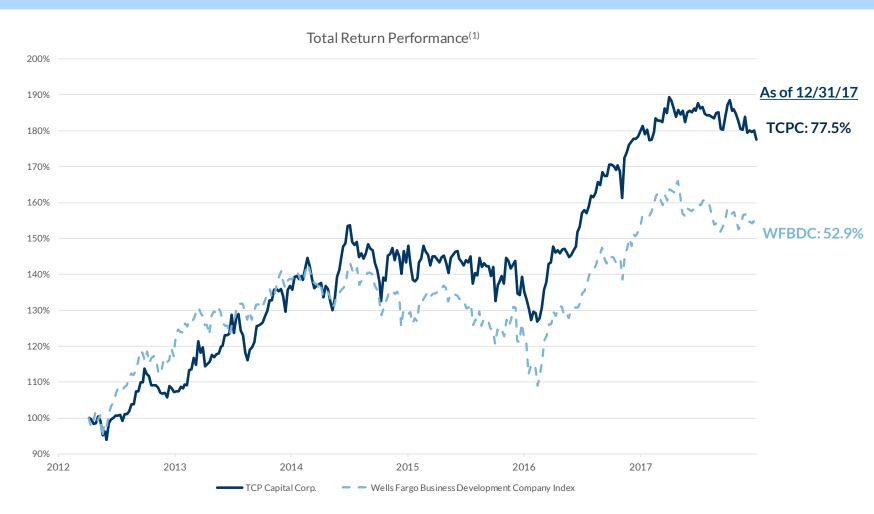






# **TCPC** Relative Outperformance

### Out-performed the Wells Fargo BDC Index by 47% since our IPO



<sup>(1)</sup> Assumes a fixed investment on April 6, 2012 in TCP Capital Corp. and the Wells Fargo Business Development Company Index. Assumes all dividends are reinvested on the respective dividend payment dates without commissions. Source: FactSet.

# **Investment Strategy & Focus**

### **Return Focus**

- Primarily current cash income with additional return from origination and structuring fees
- Potential capital appreciation
- Potential upside through equity participation

### **Investment Focus**

- Directly originated and newly originated leveraged loans and, to a lesser extent, secondary-market purchases
- Complex situations requiring specialized industry knowledge
- Emphasis on principal protection

### **Leveraged Loans**

- Focused on direct origination of senior secured loans to stable middlemarket borrowers:
  - Contractual first claim ahead of subordinated debt and equity
  - Assets pledged as collateral
  - Interest payments typically floating rate

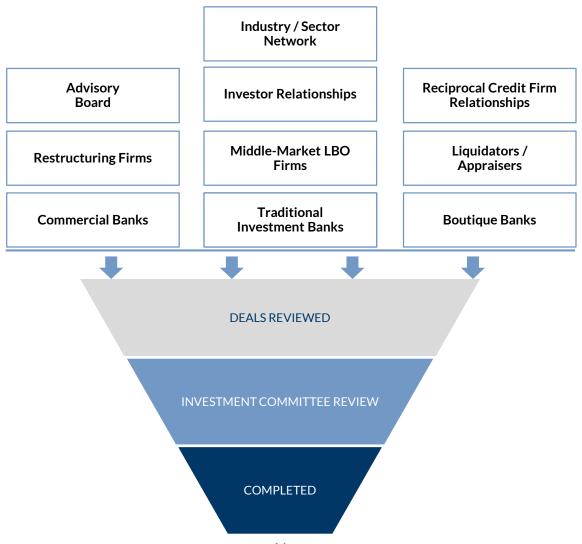
### **Investment Size**

- Generally \$10 to \$50 million; average investment size \$15.8 million
- May grow through time with capital base



# **Multi-Channel Deal Sourcing**

Extensive and diverse sourcing network designed to generate attractive investments across market cycles



### **Proven Investment Process**

Over 20 years<sup>(1)</sup>, Tennenbaum has developed a proven, repeatable investment process

# Rigorous Due Diligence & Structuring

- Comprehensive analysis of company, industry, management and strategy
- Credit, pricing and sector analysis
- Implementation of creative and flexible structures
- Focus on time-sensitive execution and confidentiality
- Robust internal legal due diligence
- Experienced Advisory Board resources

# Investment Committee

- Thorough due diligence, applying an "owner's perspective"
- Downside case analysis to prepare for challenges
- All investment professionals participate
- Meets weekly with active debate in addition to ad-hoc meetings
- Majority vote required; no person has a veto

### Portfolio Management

- Holistic approach
- Proactively manage underperforming assets
- Access to operating talent through Advisory Board when needed
- Weekly review of potential and existing investments
- Regular meetings with portfolio company management

# Realizations / Liquidity

- Focus on providing timely and optimal liquidity to investors
- Typically interest income and capital gains
- Opportunistic sales in the secondary marketplace
- Early re-financings that often drive enhanced returns

Tennenbaum's industry deal teams are involved in every phase of a transaction

TCPC's entire portfolio marked to market each quarter using third-party pricing and valuation sources



### Middle-Market Credit Overview

Middle-market lending is increasingly dominated by non-traditional lenders as banks continue a secular shift away from the market

### Why have banks retreated from the market?

### **Regulatory Changes**

- Dodd Frank / Volcker Rule
- Basel III
- Stress tests (annual and mid-year)
- FDIC assessment fees
- Leveraged lending guidelines / Shared National Credits Program

### **Consequences for Banks**

- Increased capital ratios and liquidity required
- Reduced leverage and increased costs lead to lower ROE
- Lower growth prospects
- Restrictions on lending activities including more stringent underwriting criteria despite a more favorable current environment

Banks have retreated from middle-market lending...

.... As the market continues to grow post-crisis



# Case Study\* - KPC Healthcare, Inc. (Regional California Hospital System) → Repeat Borrower



	Initial Transaction	2nd Investment - Refinancing
Date of Investment	August 2015	February 2017
TCP Investment	\$55 million (par) (of \$140 million transaction)	\$77 million (par) (of \$77 million transaction)
Security	1 <sup>st</sup> Lien Term Loan	1 <sup>st</sup> Lien Term Loan
OID	97.25	99.25
Coupon	L+925 bps (floating rate)	L+900 bps (floating rate)
Maturity	5 years	3 years
Liquidity Developments	Prepaid in full at call price of 104 in February 2017	Repaid \$15 million one week after closing, taking total leverage below 2x. Prepaid in full in November 2017.

• Case studies provide examples of investments made by TCPC and its investment process and approach. Not all investments following this process and approach have been profitable and there can be no guarantee that the investments profiled will be profitable. Additional information regarding all of TCPC's investments is available in its public filings.



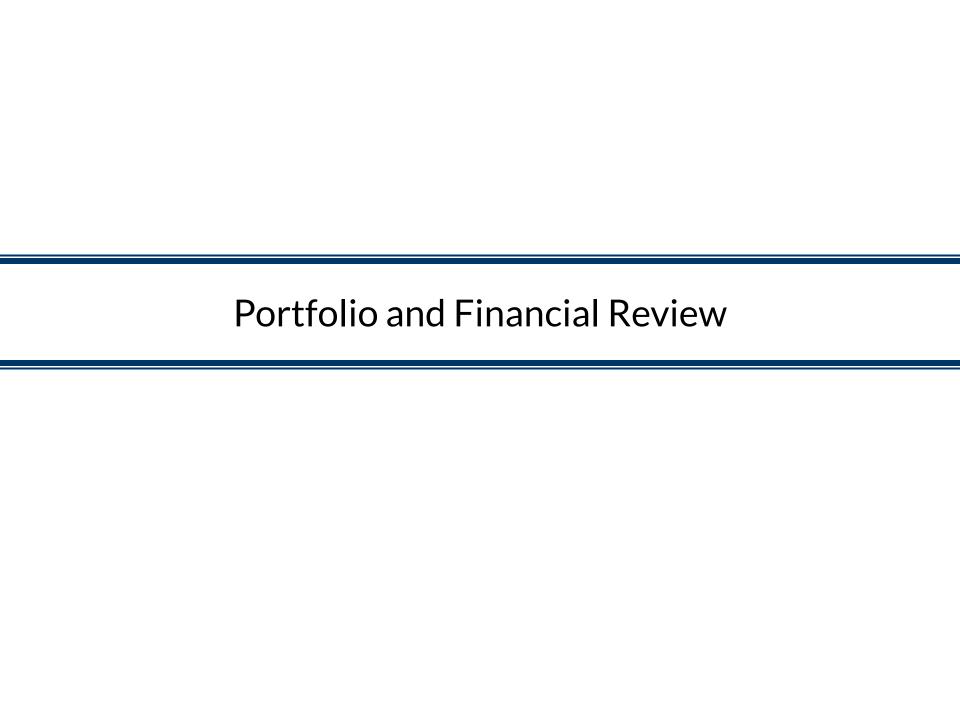
## Case Study\* - NILCO → Leveraging our deep relationships and industry experience



	Terms	Description				
Date of Investment	July 2016	Sourcing: Direct sponsor relationship				
Transaction Size	\$37.5 million (par)	• Structure:				
Security	1 <sup>st</sup> Lien Term Loan	<ul> <li>Collateralized by real estate and equipment value; supported by</li> </ul>				
OID	97	strong enterprise value				
Coupon	L+950 bps (floating rate)	Call protection				
Maturity	5 years	Exit: One year later, Company				
Liquidity Developments	Prepaid in full at call price of 102 in October 2017	acquired by a strategic buyer at a premium and our term loan was repaid at a premium				

• Case studies provide examples of investments made by TCPC and its investment process and approach. Not all investments following this process and approach have been profitable and there can be no guarantee that the investments profiled will be profitable. Additional information regarding all of TCPC's investments is available in its public filings.





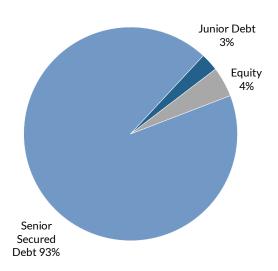
# **Conservatively Positioned and Diversified Portfolio**

As of December 31, 2017

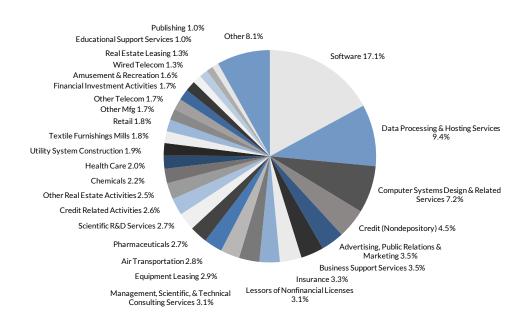
- \$1.5 billion portfolio fair value
- 89% of debt portfolio is floating rate

- 93% of portfolio is senior secured debt
- 11.0% weighted average effective yield on debt portfolio<sup>(1)</sup>

### Portfolio by Asset Type



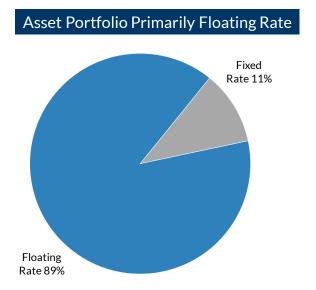
### **Industry Diversification**

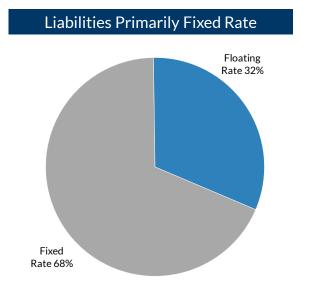


(1) Weighted average annual effective yield includes amortization of deferred debt origination and exit fees and original issue discount, but excludes market discount, any repayment and make-whole fee income, and any debt investments on non-accrual status.



# **Strategically Positioned Balance Sheet**





# Positive annual impact on net income of base rate increases in interest rates<sup>(1)</sup>:

Basis Point Change	Net Investment Income	Net Investment Income Per Share
Up 300 basis points	+\$39,643,811	+\$0.67
Up 200 basis points	+\$28,979,754	+\$0.49
Up 100 basis points	+\$18,315,697	+\$0.31
Down 100 basis points	(\$6,710,481)	(\$0.11)
Down 200 basis points	(\$6,664,731)	(\$0.11)

<sup>(1)</sup> Please refer to page 71 of the Company's 10-K as of December 31, 2017.



# **Diversified Sources of Funding**

### As of December 31, 2017

Source	Capacity	Drawn Amount	Available	Pricing	Maturity
SVCP Revolver (1)	\$116.0mm	\$57.0mm	\$59.0mm	L + 2.50% (5)	Jul-18
2019 Convertible Notes	\$107.0mm <sup>(2)</sup>	\$107.0mm	-	5.25%	Dec-19
2022 Convertible Notes	\$137.4mm <sup>(3)</sup>	\$137.4mm	-	4.625%	Mar-22
2022 Notes	\$174.4mm <sup>(4)</sup>	\$174.4mm	-	4.125%	Aug-22
TCPC Funding Facility	\$350.0mm	\$175.0mm	\$175.0mm	L + 2.50% <sup>(6)</sup>	Apr-21
SBA Debentures	\$150.0mm	\$83.0mm	\$67.0mm	2.57% (7)	2024-2028
Total leverage	\$1,034.8mm	\$733.8mm	\$301.0mm	<b>4.13%</b> (8)	
Cash			\$86.6mm		
Net settlements			\$(16.0)mm		
Unamortized debt issuance costs		\$(8.6)mm			
Net		\$725.2mm	\$371.6mm		

### TCPC is rated BBB- by Standard & Poor's with outlook stable

- (1) Refinanced on 2/26/2018 with new \$100 million credit facility at L+2.25%
- (2) \$108 million par. Carrying value shown.
- (3) \$140 million par. Carrying value shown.
- (4) \$175 million par. Carrying value shown.
- (5) Based on either LIBOR or the lender's cost of funds, subject to certain limitations.
- (6) Or L + 2.25% subject to certain funding requirements.
- (7) Weighted average interest rate on pooled loans, excluding fees of 0.36%.
- (8) Combined weighted-average interest rate on amounts outstanding.



# **2017 Highlights and Recent Achievements**

### Dividend Coverage

• Net investment income<sup>(1)</sup> of \$1.59 & dividends of \$1.44 per share

# Record Deployment

Deployment of \$865 million gross or \$210 million net

# Capital Markets Access

- \$175 million unsecured notes offerings at 4.125%
- \$94 million equity offering at a substantial premium
- \$100 million revolving credit facility closed (post-year end)
- Investment grade rating reaffirmed

### Strong Governance

- Additional independent director added
  - Kathleen Corbet Lead Director, MassMutual Financial
- \$50 million share repurchase program renewed



# Conclusion

# Appendix

# **Financial Highlights**

(\$ per share)	<b>Q4 2017</b> unaudited)		<b>Q3 2017</b> unaudited)		<b>Q2 2017</b> unaudited)		<b>Q1 2017</b> unaudited)		<b>Q4 2016</b> unaudited)	
Net investment income, after incentive	0.41		0.38		0.43		0.38		0.36	
Net realized & unrealized gains (losses)	(0.18)		(0.13)		(80.0)		(0.01)		0.07	
Net increase in net assets from operations	 0.23		0.25		0.35		0.37		0.43	
Dividend paid	(0.36)		(0.36)		(0.36)		(0.36)		(0.36)	
Premium on issuance of securities	-		-		0.13		-	-		
Net asset value	14.80		14.92		15.04		14.92		14.91	
	 Q4 2017		Q3 2017		Q2 2017		Q1 2017		Q4 2016	
Total fair value of investments (000s)	\$ 1,514,533	\$	1,528,750	\$	1,445,948	\$	1,338,510	\$	1,314,970	
Number of portfolio companies	96		97		94		88		90	
Average investment size (000s)	\$ 15,776	\$	15,760	\$	15,382	\$	15,210	\$	14,611	
Debt/equity ratio <sup>(1)</sup>	.75x		.68x		.59x		.70x		.66x	
Debt/equity ratio, net of cash <sup>(1)(2)</sup>	.67x		.68x		.57x		.63x		.60x	



<sup>(1)</sup> Excludes SBIC debt, which is exempt from regulatory asset coverage requirements.

<sup>(2)</sup> Net of trades pending settlement.

# Portfolio Highlights

Asset Mix of the Investment Portfolio (in thousands)	Q4 2017	Q3 2017		Q2 2017	Q1 2017	Q4 2016
Senior secured debt	\$ 1,404,729	\$ 1,463,295	\$	1,378,055	\$ 1,273,608	\$ 1,248,888
Junior debt	41,008	-		-	-	-
Equity	68,796	65,455		67,893	64,902	66,082
Total investments	1,514,533	1,528,750		1,445,948	1,338,510	1,314,970
Portfolio Activity (in thousands)	Q4 2017	Q3 2017		Q2 2017	Q1 2017	Q4 2016
Gross new commitments	\$ 213,034	•	\$	•	\$ 139,793	\$ 207,402
Exits (includes repayments)	221,613	158,060		158,968	117,033	179,233
Net commitments	 (8,579)	87,623	_	107,950	22,760	 28,169



# **Corporate Information**

### **Securities Listing**

NASDAQ: TCPC

### Research Coverage

- Wells Fargo
- Bank of America Merrill Lynch
- Citigroup Global Markets
- D.A. Davidson
- Deutsche Bank
- JMP Securities
- Keefe, Bruyette & Woods
- National Securities
- Oppenheimer
- Raymond James

### **Transfer Agent**

Equiniti Shareholder Services (800) 468-9716 (from U.S.) (651) 450-4064 (from outside U.S.) www.shareowneronline.com

### Corporate Headquarters

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