



TCP Capital Corp. Investor Presentation

Quarter Ended March 31, 2018

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 "Risk Factors" section of the Company's Form 10-K for the year ended December 31, 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.

TCP Capital Corp. Overview

TCPC

- Business development company (BDC)
- Trades on NASDAQ: "TCPC"
- Expects to distribute most of its earnings as dividends⁽¹⁾
- 9.8% current dividend yield⁽²⁾

Investment Objective

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

Leveraged Loans

Focused on direct origination of senior secured loans to stable middle-market borrowers:

- Contractual first claim ahead of subordinated debt and equity
- Assets pledged as collateral
- Interest payments typically floating rate

(1) There can be no assurance that dividends will continue at current rates or that quarterly cash distributions will be made.

(2) Based on a closing price of \$14.66 as of 5/8/2018.

First Quarter 2018 Highlights

Dividend Coverage

- Net investment income of \$0.37; dividends of \$0.36 per share

Deployment

- Deployment of \$169 million gross; \$98 million net of dispositions

Capital Markets Access

- \$100 million revolving credit facility at L+2.25% closed in February

Portfolio

- Effective yield on the debt portfolio increased to 11.3%^{(1),(2)}
- 93% of the portfolio is senior secured debt⁽¹⁾

Advisor Acquisition

- On April 17, 2018, Tennenbaum Capital Partners, LLC (“TCP”), advisor to TCPC, and BlackRock, Inc. (“BlackRock”) announced that they entered into a definitive agreement pursuant to which the Advisor will be merged with and into an indirect wholly-owned subsidiary of BlackRock.

(1) As of 3/31/2018

(2) Weighted average annual effective yield includes amortization of deferred debt origination and end-of-term fees and accretion of original issue discount, but excludes market discount, any prepayment and make-whole fee income, and any debt investments that are distressed or on non-accrual status. Weighted average effective yield on the total portfolio (including debt investments that are distressed or on non-accrual status and equity investments) was 11.0% as of 3/31/2018.

Well-Covered and Stable Dividend

- Net investment income of \$0.37 per share in Q1 2018
 - Quarterly dividend of \$0.36 per share paid on March 30, 2017
- Declared Q2 2018 dividend of \$0.36 per share
 - Payable on June 29, 2018 to holders of record as of June 15, 2018
- **Dividend covered in all 24 quarters since inception**

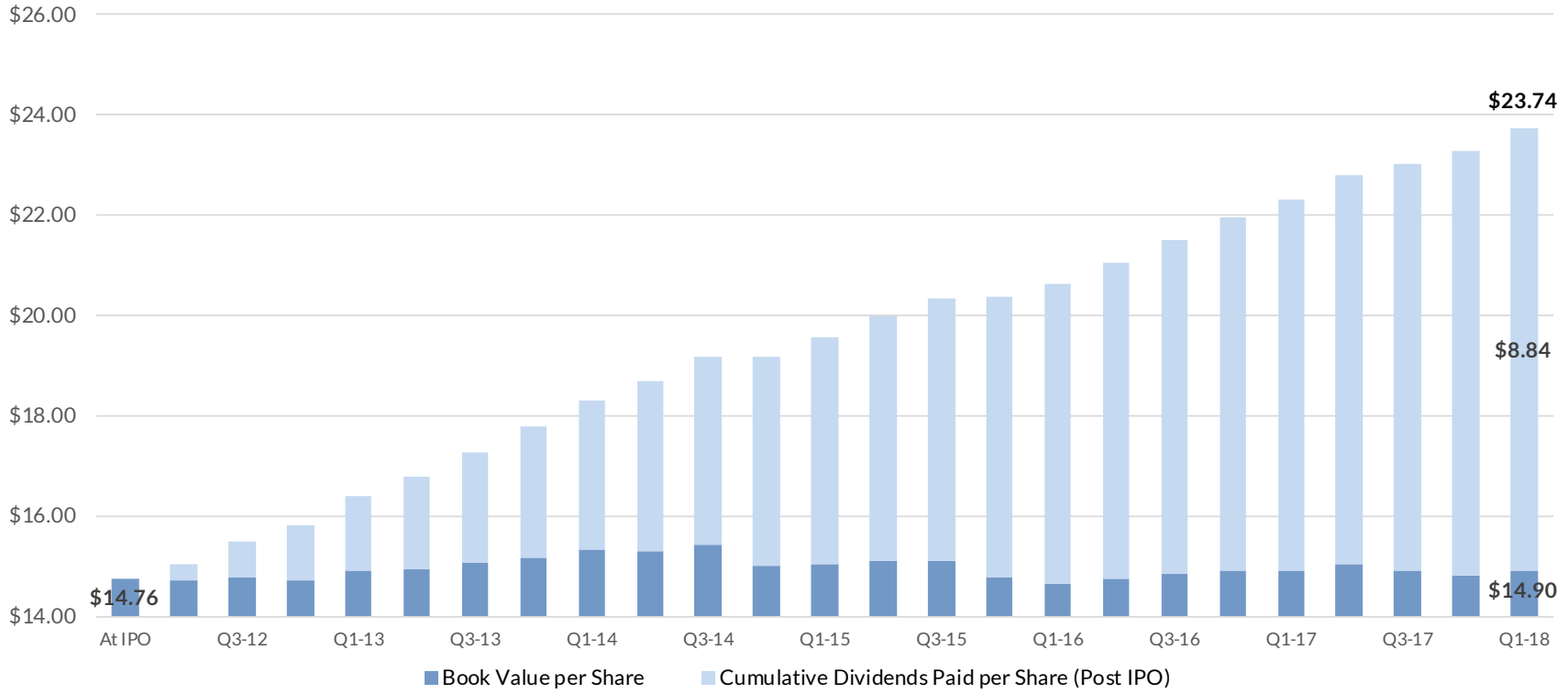
	2012 ^(1,2)	2013	2014	2015	2016	2017	1Q 2018
Per Share							
Regular dividend	\$1.04	\$1.43	\$1.44	\$1.44	\$1.44	\$1.44	\$0.36
Net investment income	\$1.42	\$1.65	\$1.55	\$1.64	\$1.51	\$1.59	\$0.37
Regular dividend coverage	137%	115%	108%	114%	105%	110%	103%
Special dividend	\$0.05	\$0.10	\$0.10				

(1) Incentive compensation was waived prior to January 1, 2013.

(2) Dividends and net investment income in 2012 reflect the 3 quarters post-IPO (Q2, Q3 and Q4).

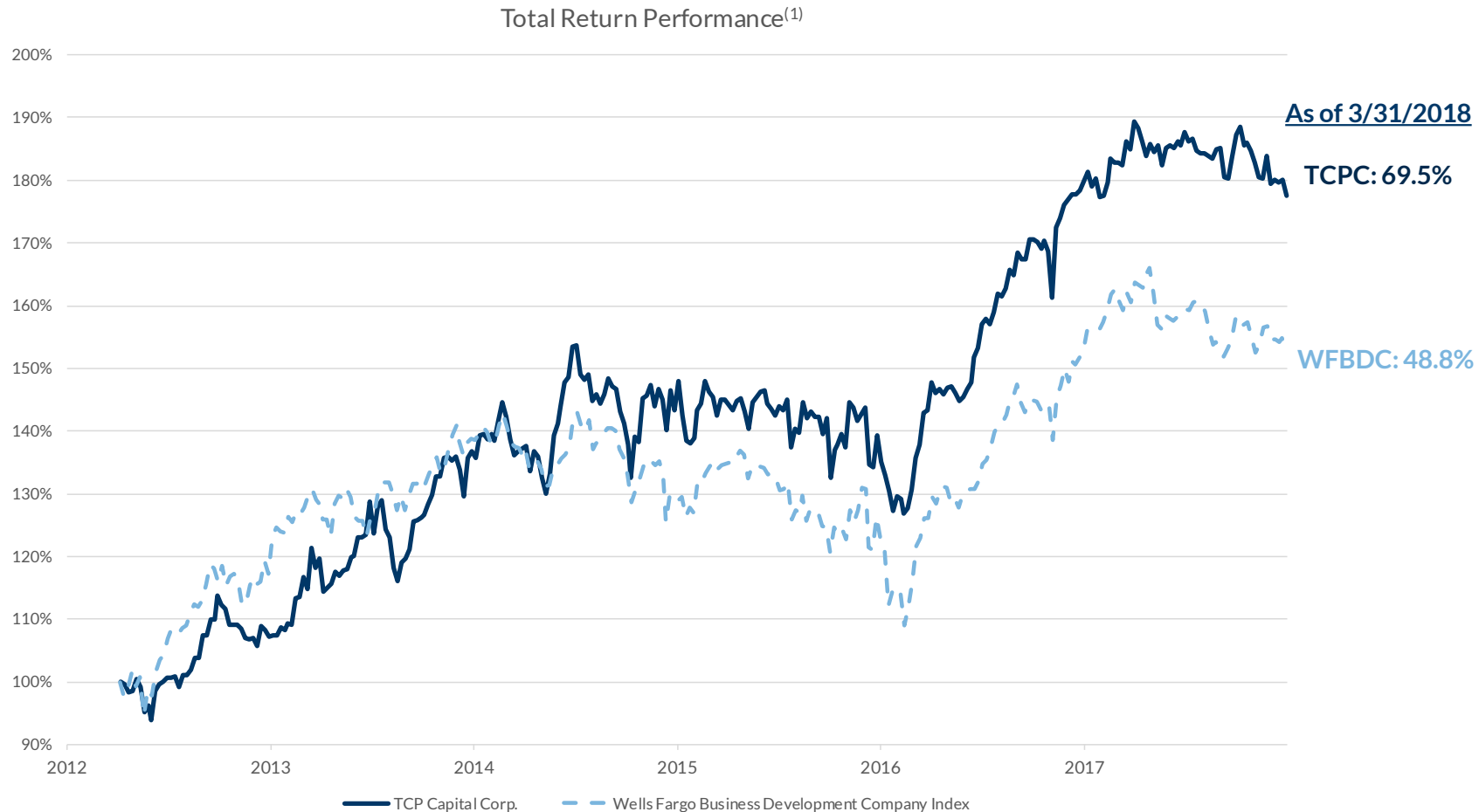
Strong Track Record of Positive Performance

Book Value per Share and Dividends Paid



TCPC Relative Outperformance

Out-performed the Wells Fargo BDC Index by 42% since our IPO

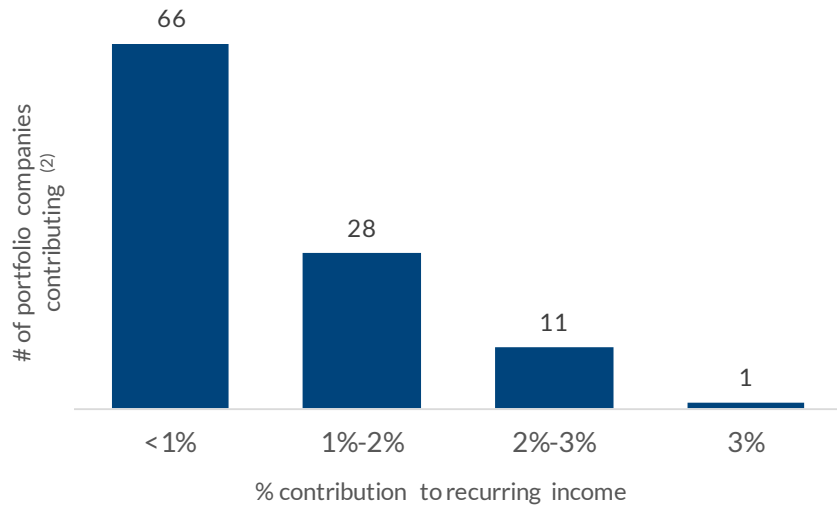


(1) Assumes a fixed investment on April 6, 2012 in TCP Capital Corp. and the Wells Fargo Business Development Company Index. Assumes all dividends are reinvested on the respective dividend payment dates without commissions. Source: FactSet

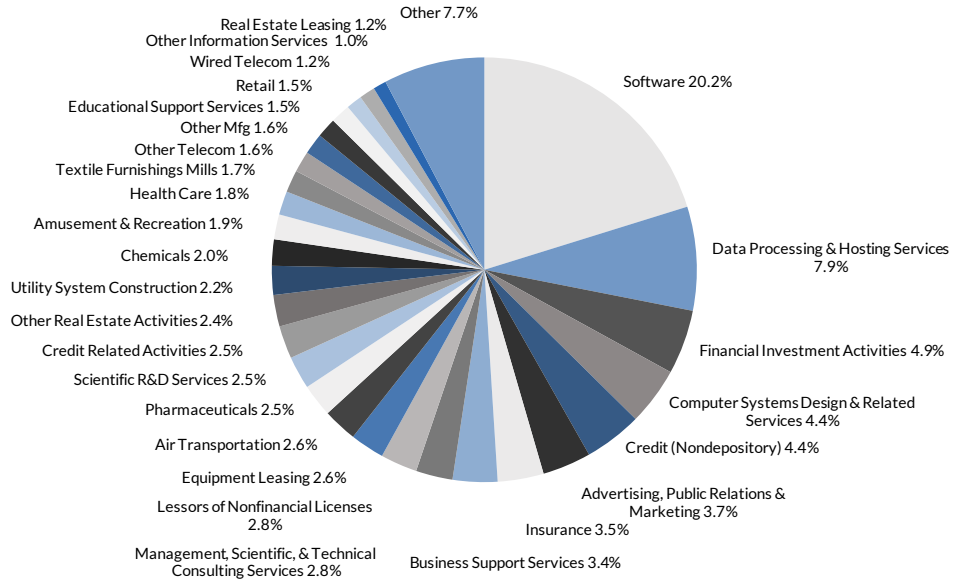
Conservatively Positioned and Diversified Portfolio

- \$1.6 billion portfolio fair value
- Majority of our portfolio companies contribute <1% to recurring income
- 93% of portfolio is senior secured debt
- 11.3% weighted average effective yield on debt portfolio⁽¹⁾

Diversified Income Contribution



Industry Diversification

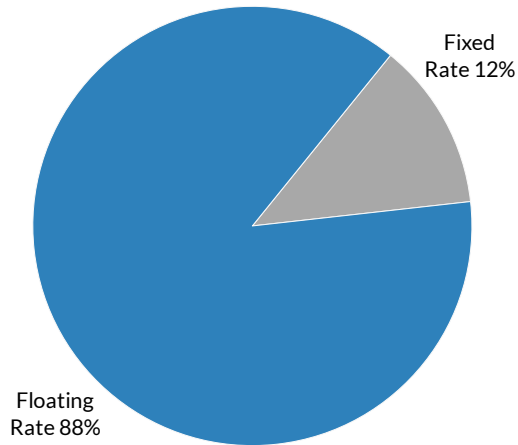


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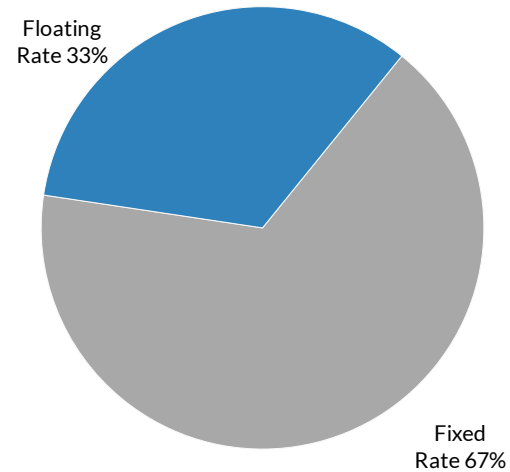
(2) Excludes equity investments

Strategically Positioned Balance Sheet

Primarily Floating Rate Asset Portfolio



Liabilities Primarily Fixed Rate



Positive annual impact on net income of base rate increases in interest rates⁽¹⁾:

Basis Point Change	Net Investment Income	Net Investment Income Per Share
Up 300 basis points	+\$32,304,870	+\$0.55
Up 200 basis points	+\$21,536,580	+\$0.37
Up 100 basis points	+\$10,768,290	+\$0.18
Down 100 basis points	(\$10,684,982)	(\$0.18)
Down 200 basis points	(\$13,249,332)	(\$0.23)

(1) Assumes concurrent contractual rate resets for assets and liabilities, and excludes the related incentive compensation impact. Actual results may differ. Please refer to page 70 of the Company's 10-Q as of March 31, 2018.

Portfolio Highlights

Asset Mix of the Investment Portfolio <i>(in thousands)</i>	Q1 2018	Q4 2017	Q3 2017	Q2 2017	Q1 2017
Senior secured debt	\$ 1,505,586	\$ 1,404,729	\$ 1,463,295	\$ 1,378,055	\$ 1,273,608
Junior debt	42,750	41,008	-	-	-
Equity	72,052	68,796	65,455	67,893	64,902
Total investments	1,620,388	1,514,533	1,528,750	1,445,948	1,338,510

Portfolio Activity <i>(in thousands)</i>	Q1 2018	Q4 2017	Q3 2017	Q2 2017	Q1 2017
Gross new commitments	\$ 169,069	\$ 213,034	\$ 245,683	\$ 266,918	\$ 139,793
Exits (includes repayments)	70,968	221,613	158,060	158,968	117,033
Net commitments	98,101	(8,579)	87,623	107,950	22,760

Summary of BlackRock Acquisition of TCP

Management of TCP Capital Corp. to Continue with Same Team, Greater Resources

- On April 17, 2018 Tennenbaum Capital Partners, LLC, our investment advisor (the "Advisor"), entered into a definitive agreement with BlackRock, Inc. ("BlackRock"), pursuant to which the Advisor will be merged with and into an indirect wholly-owned subsidiary of BlackRock, with the Advisor being the surviving entity.
- The same team that has been responsible for the investment operations of TCPC since inception will continue to focus on executing the same investment strategies and process.
- In addition to the Advisor's significant experience in private credit origination and underwriting, TCPC shareholders will benefit from BlackRock's global scale, industry expertise and portfolio and risk management capabilities.
- The transaction is expected to close in 3Q 2018.

Benefits for TCPC Shareholders – Enhancing Value in a Competitive Environment

- Transaction couples TCP's longstanding experience in private credit origination and underwriting with BlackRock's credit expertise, brand and global scope.

In the current environment, this transaction with BlackRock enables us to continue to strengthen our competitive position by:

- Providing access to **greater scale and resources** needed to provide a more complete solution to a broader cross-section of middle-market companies
- Enhancing our **ability to source transaction flow** for existing investment vehicles across a variety of deal source channels, while ensuring the continuity of management and operations
- Committing to leverage scale and **reduce administration expense ratio** as assets grow
- Leveraging significant **technology capabilities and innovative investment infrastructure**
- Continuing to attract the **most talented individuals** moving forward

Quarterly Operating Results

	Three Months Ended				
	(Unaudited; dollar amounts in thousands, except per share data)				
	3/31/2018	12/31/2017	9/30/2017	6/30/2017	3/31/2017
Investment income					
Interest income	\$ 43,825	\$ 46,424	\$ 42,341	\$ 45,982	\$ 38,780
Lease income	74	71	74	74	75
Dividend income	18	237	-	17	-
Other income	298	375	874	158	488
Total investment income	44,215	47,107	43,289	46,231	39,343
Expenses					
Interest and other debt expenses	9,642	9,004	8,213	7,896	7,755
Management and advisory fees	5,706	5,937	5,611	5,079	4,934
Incentive fee ⁽¹⁾	5,391	N/A	N/A	N/A	N/A
Administrative expenses	597	597	597	567	590
Legal fees, professional fees and due diligence expenses	434	358	288	561	278
Other expenses	880	1,259	1,012	1,092	904
Total expenses	22,650	17,155	15,721	15,195	14,461
Net investment income before taxes	21,565	29,952	27,568	31,036	24,882
Excise taxes	-	36	-	-	-
Net investment income	21,565	29,916	27,568	31,036	24,882
Net realized and unrealized gain (loss)	5,624	(10,283)	(7,436)	(4,601)	(470)
Incentive allocation distributions ⁽¹⁾	N/A	(5,983)	(5,514)	(6,207)	(4,976)
Net increase in net assets to common equity	\$ 27,189	\$ 13,650	\$ 14,618	\$ 20,228	\$ 19,436
Earnings per share	\$ 0.46	\$ 0.23	\$ 0.25	\$ 0.35	\$ 0.37
Net investment income per share⁽²⁾	\$ 0.37	\$ 0.41	\$ 0.38	\$ 0.43	\$ 0.38
Dividend per share	\$ 0.36	\$ 0.36	\$ 0.36	\$ 0.36	\$ 0.36
Weighted average common shares outstanding	58,844,381	58,809,888	58,792,204	57,275,565	53,041,902
Ending common shares outstanding	58,836,148	58,847,256	58,792,364	58,792,202	53,042,047

(1) Prior to January 1, 2018, incentive compensation was allocated to the General Partner as a distribution. Refer to Footnote 3 of the Company's 10Q for the period ended March 31, 2018.

(2) After incentive compensation and taxes

Financial Highlights

	Q1 2018 (unaudited)	Q4 2017 (unaudited)	Q3 2017 (unaudited)	Q2 2017 (unaudited)	Q1 2017 (unaudited)
<i>(\$ per share)</i>					
Net investment income	0.37	0.41	0.38	0.43	0.38
Net realized & unrealized gains (losses)	0.09	(0.18)	(0.13)	(0.08)	(0.01)
Net increase in net assets from operations	0.46	0.23	0.25	0.35	0.37
Dividend paid	(0.36)	(0.36)	(0.36)	(0.36)	(0.36)
Premium on issuance of securities	-	-	-	0.13	-
Net asset value	14.90	14.80	14.92	15.04	14.92
	Q1 2018	Q4 2017	Q3 2017	Q2 2017	Q1 2017
Total fair value of investments (000s)	\$ 1,620,388	\$ 1,514,533	\$ 1,528,750	\$ 1,445,948	\$ 1,338,510
Number of portfolio companies	97	96	97	94	88
Average investment size (000s)	\$ 16,705	\$ 15,776	\$ 15,760	\$ 15,382	\$ 15,210
Debt/equity ratio ⁽¹⁾	.77x	.75x	.68x	.59x	.70x
Debt/equity ratio, net of cash ⁽¹⁾⁽²⁾	.76x	.67x	.68x	.57x	.63x

(1) Excludes SBIC debt, which is exempt from regulatory asset coverage requirements

(2) Net of trades pending settlement

Quarterly Balance Sheets

<i>(in thousands, except per share data)</i>	3/31/2018 <i>(unaudited)</i>	12/31/2017 <i>(audited)</i>	9/30/2017 <i>(unaudited)</i>	6/30/2017 <i>(unaudited)</i>	3/31/2017 <i>(unaudited)</i>
ASSETS					
Investments at fair value	\$ 1,620,388	\$ 1,514,533	\$ 1,528,750	\$ 1,445,948	\$ 1,338,510
Cash and cash equivalents	13,737	86,625	71,930	41,574	55,964
Accrued interest income	21,147	19,368	19,850	15,161	14,896
Receivable for investments sold	199	431	13,414	14,143	-
Other assets	10,145	8,465	8,171	8,882	4,712
Total assets	<u>1,665,616</u>	<u>1,629,422</u>	<u>1,642,115</u>	<u>1,525,708</u>	<u>1,414,082</u>
LIABILITIES					
Debt, net of unamortized issuance costs	\$ 768,655	\$ 725,200	\$ 665,378	\$ 586,724	\$ 608,357
Payable for investments purchased	1,405	16,475	85,545	40,430	2,057
Interest payable	5,164	7,772	4,527	5,402	4,672
Incentive allocation payable	5,391	5,983	5,514	6,207	4,976
Management and advisory fee payable	5,553	-	-	-	-
Other liabilities	2,873	3,264	3,754	3,003	2,741
Total liabilities	<u>789,041</u>	<u>758,694</u>	<u>764,718</u>	<u>641,766</u>	<u>622,803</u>
NET ASSETS	<u>\$ 876,575</u>	<u>\$ 870,728</u>	<u>\$ 887,397</u>	<u>\$ 883,942</u>	<u>\$ 791,279</u>
NET ASSETS PER SHARE	<u>\$ 14.90</u>	<u>\$ 14.80</u>	<u>\$ 14.92</u>	<u>\$ 15.04</u>	<u>\$ 14.92</u>

Best-In-Class Advisory Fee Structure

	TCP Capital Corp.	Typical Externally Managed BDCs ⁽¹⁾
Base Management Fee	<ul style="list-style-type: none"> 1.5% on gross assets (less cash and cash equivalents) 	<ul style="list-style-type: none"> 1.5% - 2.0% on gross assets
Incentive Fee Hurdle	<ul style="list-style-type: none"> 8% annualized total return on NAV, cumulative (infinite) lookback 	<ul style="list-style-type: none"> 7% annualized NII return on NAV, no lookback
Incentive Compensation	<ul style="list-style-type: none"> Capital Gains: 20% of cumulative net realized gains less net unrealized depreciation, subject to a <u>cumulative (infinite), annualized 8% total return</u> hurdle Ordinary Income: 20% subject to a <u>cumulative (infinite), annualized 8.0% total return</u> hurdle 	<ul style="list-style-type: none"> Capital Gains: 20% of cumulative net realized gains less net unrealized depreciation Ordinary Income: 20% subject to quarterly hurdle rate calculated quarterly
	<ul style="list-style-type: none"> ✓ Subject to cumulative high water mark 	

(1) Source: SEC filings

Diversified Sources of Funding

As of March 31, 2018

Source	Capacity	Drawn Amount	Available	Pricing	Maturity
SVCP 2022 Facility	\$100.0mm	\$57.0mm	\$43.0mm	L + 2.25%	Feb-22
2019 Convertible Notes	\$107.1mm ⁽¹⁾	\$107.1mm	-	5.25%	Dec-19
2022 Convertible Notes	\$137.6mm ⁽²⁾	\$137.6mm	-	4.625%	Mar-22
2022 Notes	\$174.4mm ⁽³⁾	\$174.4mm	-	4.125%	Aug-22
TCPC Funding Facility	\$350.0mm	\$203.0mm	\$147.0mm	L + 2.50% ⁽⁴⁾	Apr-21
SBA Debentures	\$150.0mm	\$98.0mm	\$52.0mm	2.63% ⁽⁵⁾	2024-2028
Total leverage	\$1,019.1mm	\$777.1mm	\$242.0mm	4.18% ⁽⁶⁾	
Cash			\$13.7mm		
Net settlements			\$(1.2)mm		
Unamortized debt issuance costs		\$(8.4)mm			
Net		\$768.7mm	\$254.5mm		

TCPC is rated BBB- by Standard & Poor's

(1) \$108 million par. Carrying value shown.

(2) \$140 million par. Carrying value shown.

(3) \$175 million par. Carrying value shown.

(4) Or L + 2.25% subject to certain funding requirements.

(5) Weighted average interest rate on pooled loans, excluding fees of 0.36% or 0.35%. As of March 31, 2018, \$15.0 million of the outstanding amount was not yet pooled, and bore interest at a temporary weighted average rate of 2.72% plus fees of 0.35% through September 19, 2018, the date of the next SBA pooling.

(6) Combined weighted-average interest rate on amounts outstanding as of March 31, 2018.

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