

(Address of principal executive office)

(847) 734-2000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer <input type="checkbox"/>	Accelerated filer <input type="checkbox"/>	x
Non-accelerated filer <input type="checkbox"/> (do not check if a smaller reporting company)	Smaller reporting company <input type="checkbox"/>	

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

The number of shares of the issuer's Common Stock, \$0.01 par value, outstanding as of November 7, 2014 was 9,638,061.

OFS CAPITAL CORPORATION

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OFS Capital Corporation and Subsidiaries**Consolidated Balance Sheets****(Dollar amounts in thousands, except per share data)**

	September 30, 2014	December 31, 2013
	(unaudited)	
Assets		
Investments, at fair value		
Non-control/non-affiliate investments (cost of \$223,703 and \$201,209, respectively)	\$ 219,936	\$ 197,338
Affiliate investments (cost of \$38,982 and \$32,618, respectively)	40,692	32,735
Control investment (cost of \$8,991 and \$9,596, respectively)	5,551	7,846
Total investments at fair value	266,179	237,919
Cash and cash equivalents	14,288	28,569
Restricted cash and cash equivalents	-	450
Interest receivable	704	644
Receivable from investment sold	-	4,493
Prepaid expenses and other assets	266	174
Intangible asset, net of accumulated amortization of \$161 and \$0, respectively	2,339	2,500
Goodwill	1,077	1,077
Due from affiliated entity	-	218
Deferred financing closing costs, net of accumulated amortization of \$2,320 and \$1,851, respectively	4,258	3,043
Total assets	\$ 289,111	\$ 279,087
Liabilities		
Accrued professional fees	\$ 496	\$ 613
Interest payable	804	1,044
Management fees payable	2,757	1,168
Administration fee payable	972	280
Other payables	251	260
Deferred loan fee revenue	592	389
SBA debentures payable	61,375	26,000
Revolving line of credit	84,763	108,955
Total liabilities	152,010	138,709

Commitments and Contingencies (Note 7)**Net Assets**

Preferred stock, par value of \$0.01 per share, 2,000,000 shares authorized, 0 shares issued and outstanding as of September 30, 2014 and December 31, 2013

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Common stock, par value of \$0.01 per share, 100,000,000 shares authorized, 9,638,061 and 9,629,797 shares issued and outstanding as of September 30, 2014 and December 31, 2013, respectively	96		96
Paid-in capital in excess of par	143,231		143,126
Distributions in excess of net investment income	(7,491)	(4,103)
Accumulated net realized gain	2,742		2,742
Net unrealized depreciation on investments	(1,477)	(1,483)
Total net assets	137,101		140,378
Total liabilities and net assets	\$289,111		\$ 279,087
Number of shares outstanding	9,638,061		9,629,797
Net asset value per share	\$14.22		\$ 14.58

See Notes to Unaudited Consolidated Financial Statements.

OFS Capital Corporation and Subsidiaries**Consolidated Statements of Operations (unaudited)****(Dollar amounts in thousands, except per share data)**

	Three Months Ended September		Nine Months Ended September	
	30,	2013	30,	2013
	2014		2014	
Investment income				
Interest income				
Non-control/non-affiliate investments	\$ 4,420	\$ 4,017	\$ 11,730	\$ 12,618
Affiliate investments	896	-	2,515	-
Control investment	277	-	843	-
Total interest income	5,593	4,017	15,088	12,618
Dividend and fee income				
Non-control/non-affiliate investments	205	-	213	-
Affiliate investments	424	-	541	-
Control investment	(25) -	25	-
Total dividend and fee income	604	-	779	-
Total investment income	6,197	4,017	15,867	12,618
Expenses				
Interest expense	1,001	821	2,989	2,530
Amortization and write-off of deferred financing closing costs	167	168	469	803
Amortization of intangible asset	49	-	161	-
Management fees	543	744	2,341	2,345
Incentive fee	723	-	723	-
Professional fees	382	418	1,112	1,177
Administrative fee	212	200	972	657
General and administrative expenses	227	238	708	770
Total expenses	3,304	2,589	9,475	8,282
Net investment income	2,893	1,428	6,392	4,336
Net realized and unrealized gain (loss) on investments				
Net realized gain on non-control/non-affiliate investments	17	-	17	5
Net realized gain on affiliate investment	-	-	28	-
	427	(1,501) 106	554

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Net change in unrealized depreciation on non-control/non-affiliate investments				
Net change in unrealized appreciation/depreciation on affiliate investments	964	439	1,591	1,599
Net change in unrealized depreciation on control investment	(466)) -	(1,691)) -
Net realized and unrealized gain (loss) on investments	942	(1,062)) 51	2,158
Net increase in net assets resulting from operations	\$ 3,835	\$ 366	\$ 6,443	\$ 6,494
Net investment income per common share - basic and diluted	\$ 0.30	\$ 0.15	\$ 0.66	\$ 0.45
Net increase in net assets resulting from operations per common share - basic and diluted	\$ 0.40	\$ 0.04	\$ 0.67	\$ 0.67
Dividends and distributions declared per common share - basic and diluted	\$ 0.34	\$ 0.34	\$ 1.02	\$ 1.02
Basic and diluted weighted average shares outstanding	9,635,943	9,626,336	9,633,214	9,616,637

See Notes to Unaudited Consolidated Financial Statements.

OFS Capital Corporation and Subsidiaries

Consolidated Statements of Changes in Net Assets (unaudited)

(Dollar amounts in thousands, except per share data)

	Common Stock Shares	Par	Paid-in Capital in Excess of Par	Distributions in Excess of Net Investment Income	Accumulated Net Realized Gain	Net Unrealized Depreciation on Investments	Total Net Assets
Balance at January 1, 2013	9,578,691	\$96	\$ 142,408	\$ (94)	\$ -	\$ (611)	\$ 141,799
Net increase in net assets resulting from operations	-	-	-	4,336	5	2,153	6,494
Stock issued in connection with dividend reinvestment plan	48,296	-	684	-	-	-	684
Dividends and distributions (1)	-	-	-	(9,809)	(5)	-	(9,814)
Balance at September 30, 2013	9,626,987	\$96	\$ 143,092	\$ (5,567)	\$ -	\$ 1,542	\$ 139,163
Balance at January 1, 2014	9,629,797	\$96	\$ 143,126	\$ (4,103)	\$ 2,742	\$ (1,483)	\$ 140,378
Net increase in net assets resulting from operations	-	-	-	6,392	45	6	6,443
Stock issued in connection with dividend reinvestment plan	8,264	-	105	-	-	-	105
Dividends and distributions (1)	-	-	-	(9,780)	(45)	-	(9,825)
Balance							