

TPG Specialty Lending

Earnings Presentation

Quarter Ended March 31, 2016

Disclaimer and Forward-Looking Statement

References in this presentation ("Presentation") to "TSLX," "we," "us," "our" and "the Company" refer to TPG Specialty Lending, Inc.

This Presentation includes forward-looking statements about TSLX that involve substantial risks and uncertainties. These forward-looking statements are not historical facts, but rather are based on current expectations, estimates and projections about us, our current and prospective portfolio investments, our industry, our beliefs, and our assumptions. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," "would," "should," "targets," "projects," and variations of these words and similar expressions are intended to identify forward-looking statements. These statements are not guarantees of future performance and are subject to risks, uncertainties, and other factors, some of which are beyond our control and difficult to predict, that could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. Such factors include, but are not limited to the risks, uncertainties and other factors we identify in the section entitled "Risk Factors" in filings we make with the Securities and Exchange Commission. Opinions expressed are current opinions as of the date of this Presentation.

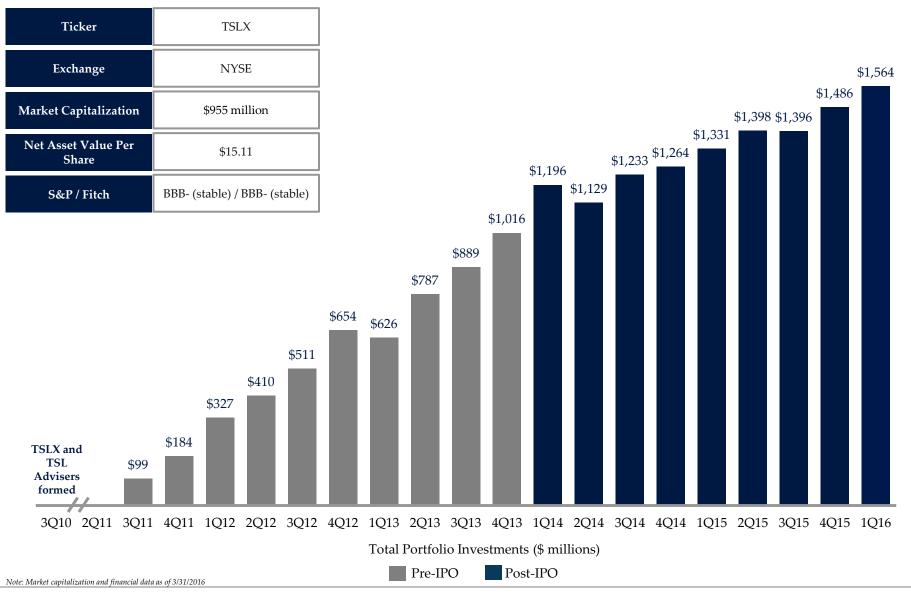
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Overview

Specialty finance company focused on lending to middle-market companies



Key Highlights

Broadly distributed, scaled senior floating rate-focused portfolio

- ▶ Core focus on investing in middle-market loans to U.S. based companies
 - Target EBITDA: \$10 million to \$250 million
 - Portfolio weighted average EBITDA: \$36 million⁽¹⁾
- ▶ Target average investment hold size of \$30 million to \$100 million
- Diversified portfolio of investments in 48 portfolio companies with an average investment size of \$33 million; largest investment represents 4.7%
- ▶ Portfolio of 97% secured, 89% first-lien debt investments

Leading platform with proprietary, directly originated deal flow

- ▶ External advisor part of TPG Special Situations Partners, with over \$16 billion of credit related assets under management
- Direct, primary originations generated through coverage of companies, financial sponsors, and intermediaries
- ▶ Sourcing from non-intermediated channels accounts for 84% of TSLX originations
- Sponsor coverage focused on sector-based themes

Disciplined investment strategy, underwriting process, and active asset management

- ▶ Focus on investing at the top of the capital structure and protecting that position
- ▶ Weighted average of 2.5 key financial covenants per credit agreement
- ▶ Effective voting control on 79% of debt investments
- One investment on non-accrual

Drive ROE

- ▶ 1Q '16 Annualized ROAE from Net Investment Income of 11.0%⁽²⁾
- ▶ 1Q '16 Annualized ROAE from Net Income of 8.4%⁽²⁾

Financial Highlights

(Dollar amounts in thousands, except per share data; per share data is based on weighted average shares outstanding during the period, except as otherwise noted)

0 0	0 0	1 1		
Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016
\$0.39	\$0.46	\$0.48	\$0.44	\$0.42
\$0.06	\$0.17	(\$0.31)	(\$0.52)	(\$0.10)
\$0.45	\$0.63	\$0.17	(\$0.08)	\$0.32
\$15.60	\$15.84	\$15.62	\$15.15	\$15.11
\$0.39	\$0.39	\$0.39	\$0.39	\$0.39
\$841,530	\$855,289	\$843,972	\$820,741	\$894,671
\$485,223	\$557,132	\$538,619	\$652,788	\$635,853
0.59x	0.64x	0.65x	0.80x	0.74x
0.50x	0.63x	0.65x	0.77x	0.79x
9.9%	11.9%	12.1%	11.2%	11.0%
11.7%	16.2%	4.4%	(2.1%)	8.4%
	\$0.39 \$0.06 \$0.45 \$15.60 \$0.39 \$841,530 \$485,223 0.59x 0.50x	\$0.39 \$0.46 \$0.06 \$0.17 \$0.45 \$0.63 \$15.60 \$15.84 \$0.39 \$0.39 \$841,530 \$855,289 \$485,223 \$557,132 0.59x 0.64x 0.50x 0.63x	\$0.39 \$0.46 \$0.48 \$0.06 \$0.17 (\$0.31) \$0.45 \$0.63 \$0.17 \$15.60 \$15.84 \$15.62 \$0.39 \$0.39 \$0.39 \$841,530 \$855,289 \$843,972 \$485,223 \$557,132 \$538,619 0.59x 0.64x 0.65x 0.50x 0.63x 0.65x	\$0.39 \$0.46 \$0.48 \$0.44 \$0.06 \$0.17 (\$0.31) (\$0.52) \$0.45 \$0.63 \$0.17 (\$0.08) \$15.60 \$15.84 \$15.62 \$15.15 \$0.39 \$0.39 \$0.39 \$0.39 \$841,530 \$855,289 \$843,972 \$820,741 \$485,223 \$557,132 \$538,619 \$652,788 0.59x 0.64x 0.65x 0.80x 0.50x 0.63x 0.65x 0.77x

Portfolio Highlights – Selected Metrics

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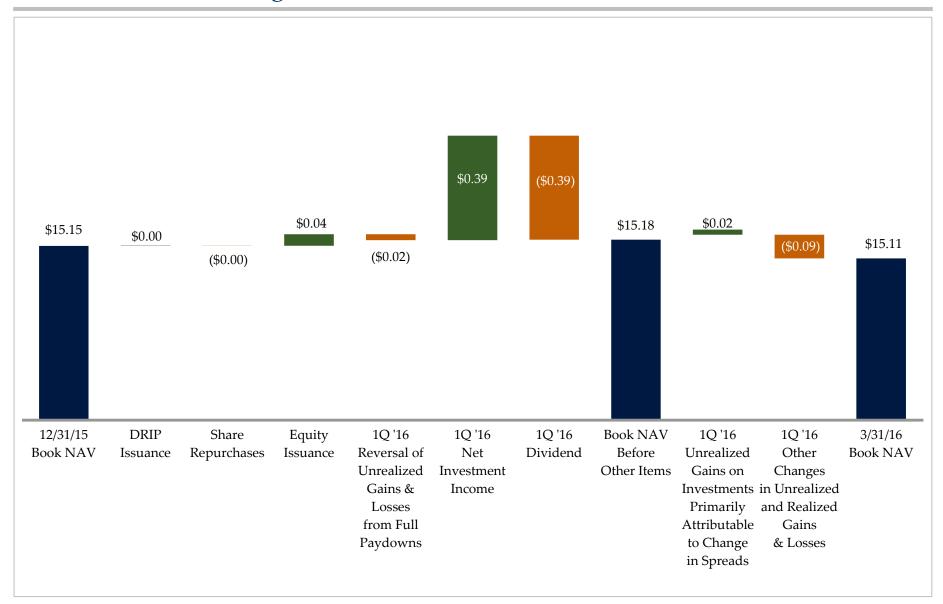
(Dottal amounts in thousands)	As of and For Three Months Ended				
•	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	March 31, 2016
Investments at Fair Value	\$1,330,993	\$1,397,560	\$1,396,426	\$1,485,709	\$1,563,664
Number of Portfolio Companies	35	40	44	46	48
Average Investment Size in Our Portfolio Companies	\$38,028	\$34,939	\$31,737	\$32,298	\$32,576
Asset Class:					
First-Lien Debt Investments	90%	90%	87%	88%	89%
Second-Lien Debt Investments	8%	8%	9%	8%	8%
Mezzanine and Unsecured Debt Investments	1%	1%	2%	2%	2%
Equity and Other Investments	1%	<1%	2%	2%	1%
Interest Rate Type:					
% Floating Rate	97%	96%	95%	95%*	96%*
% Fixed Rate	3%	4%	5%	5%	4%
Yields at Fair Value unless Otherwise Noted:					
Weighted Average Total Yield of Debt and Income Producing Securities at Amortized Cost ⁽⁶⁾	10.3%	10.4%	10.5%	10.1%	10.3%
Weighted Average Total Yield of Debt and Income Producing Securities ⁽⁶⁾	10.4%	10.3%	10.5%	10.3%	10.5%
Weighted Average Spread Over LIBOR of All Floating Rate Investments	8.8%	8.7%	9.0%	8.8%*	8.9%*
Weighted Average Interest Rate of Debt and Income Producing Securities	9.9%	9.9%	10.0%	9.8%	9.9%
Fair Value as a Percentage of Principal (Debt)	98.5%	99.3%	98.5%	96.7%	96.3%
Fair Value as a Percentage of Call Price (Debt)	92.9%	94.0%	93.7%	92.1%	92.1%
Investment Activity at Par:					
New Investment Commitments	\$137,835	\$112,255	\$184,813	\$283,796	\$129,600
Net Funded Investment Activity	\$71,017	\$62,554	\$15,849	\$129,322	\$83,837
New Investment Commitments at Par:					
Number of New Investment Commitments in New Portfolio Companies	3	5	6	6	4
Average New Investment Commitment Amount in New Portfolio Companies	\$33,667	\$19,351	\$26,824	\$45,492	\$19,634
Weighted Average Term for New Investment Commitments in New Portfolio Companies (in years)	5.5	4.9	5.1	4.7	5.0
Weighted Average Interest Rate of New Investment Commitments	10.2%	7.9%	9.6%	8.3%	9.0%
Weighted Average Spread Over LIBOR of New Floating Rate Investment Commitments	9.3%	7.2%	8.9%	7.8%*	8.0%

^{*}Includes one fixed rate investment for which TSL entered into an interest rate swap agreement to swap to a floating rate

Quarterly Statements of Financial Condition

(Dollar amounts in thousands)							
	As of						
	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	March 31, 2016		
Assets							
Investments at Fair Value	\$1,330,993	\$1,397,560	\$1,396,426	\$1,485,709	\$1,563,664		
Cash and Cash Equivalents	\$3,329	\$2,760	\$3,788	\$2,431	\$4,029		
Interest Receivable	\$7,282	\$7,361	\$9,185	\$10,146	\$11,829		
Receivable for Interest Rate Swaps	\$667	-	\$1,692	\$402	\$1,642		
Receivable for Investments Sold	-	\$9,325	-	-	-		
Prepaid Expenses and Other Assets*	\$17,334	\$28,591	\$8,324	\$7,880	\$3,088		
Total Assets [*]	\$1,359,605	\$1,445,597	\$1,419,415	\$1,506,568	\$1,584,252		
Liabilities							
Debt (Net of Deferred Financing Costs) ^{(3)*}	\$471,068	\$543,724	\$529,025	\$642,423	\$626,063		
Management Fees Payable to Affiliate	\$4,950	\$5,296	\$5,439	\$5,530	\$5,734		
Incentive Fees Payable to Affiliate	\$5,007	\$7,623	\$4,959	\$4,915	\$4,819		
Dividends Payable	\$21,044	\$21,061	\$21,070	\$21,124	\$23,098		
Payable for Investments Purchased	\$7,440	\$3,305	\$6,737	\$4,435	\$22,045		
Payable on Interest Rate Swaps	-	\$18	-	-	-		
Payables to Affiliate	\$1,561	\$1,400	\$1,762	\$1,492	\$1,758		
Other Liabilities	\$7,004	\$7,881	\$6,451	\$5,908	\$6,064		
Total Liabilities	\$518,075	\$590,308	\$575,443	\$685,827	\$689,581		
Total Net Assets	\$841,530	\$855,289	\$843,972	\$820,741	\$894,671		
Total Liabilities and Net Assets	\$1,359,605	\$1,445,597	\$1,419,415	\$1,506,568	\$1,584,252		
Net Asset Value per Share	\$15.60	\$15.84	\$15.62	\$15.15	\$15.11		
Debt to Equity at Quarter End ⁽⁴⁾	\$15.60 0.59x	\$15.84 0.64x	0.65x	\$15.15 0.80x	\$15.11 0.74x		
Average Debt to Equity ⁽⁵⁾	0.59x 0.50x	0.64x 0.63x	0.65x	0.80x 0.77x	0.74x 0.79x		
Average Debt to Equity	0.30x	0.638	U.63X	U.77X	0.798		

Net Asset Value Bridge – 1Q 16



Quarterly Operating Results

(Dollar amounts in thousands, except per share data; per share data is based on weighted average shares outstanding during the period, except as otherwise noted)

	For Three Months Ended					
	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	March 31, 2016	
Total Investment Income	\$37,730	\$45,352	\$46,774	\$43,559	\$42,751	
Net Expenses	\$16,638	\$19,797	\$20,465	\$19,716	\$19,124	
Net Investment Income Before Income Taxes	\$21,092	\$25,555	\$26,309	\$23,843	\$23,627	
Income Taxes, Including Excise Taxes	\$305	\$535	\$460	\$200	\$435	
Net Investment Income	\$20,787	\$25,020	\$25,849	\$23,643	\$23,192	
Net Realized and Unrealized Gains (Losses)	\$3,681	\$9,085	(\$16,512)	(\$27,985)	(\$5,421)	
Net Income	\$24,468	\$34,105	\$9,337	(\$4,342)	\$17,771	
Per Share:						
Net Investment Income	\$0.39	\$0.46	\$0.48	\$0.44	\$0.42	
Net Income	\$0.45	\$0.63	\$0.17	(\$0.08)	\$0.32	
Distributions (Ending Shares)	\$0.39	\$0.39	\$0.39	\$0.39	\$0.39	
Weighted Average Shares Outstanding for the Period	53,902,074	53,987,627	54,017,302	54,115,816	55,802,270	
Shares Outstanding at End of Period	53,959,848	54,001,289	54,025,547	54,163,960	59,225,688	

Quarterly Operating Results Detail

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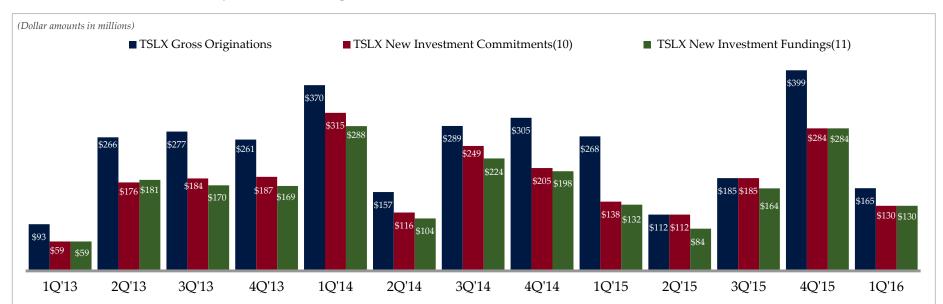
		Fo	or Three Months Ended	d	
	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	March 31, 2016
Investment Income:					
Interest From Investments – Interest and Dividend Income ⁽⁷⁾	\$32,322	\$34,896	\$36,878	\$39,131	\$39,77
Interest From Investments – Other Fees ⁽⁸⁾	\$1,974	\$9,771	\$9,114	\$1,461	\$2,203
Total Interest From Investments	\$34,296	\$44,667	\$45,992	\$40,592	\$41,977
Other Income ⁽⁹⁾	\$3,434	\$685	\$782	\$2,967	\$774
Total Investment Income	\$37,730	\$45,352	\$46,774	\$43,559	\$42,751
Expenses:					
Interest	\$4,220	\$4,727	\$7,963	\$5,100	\$5,298
Management Fees	\$4,950	\$5,297	\$5,460	\$5,569	\$5,748
Incentive Fees	\$5,007	\$7,130	\$3,045	\$4,998	\$4,902
Other Operating Expenses	\$2,461	\$2,644	\$4,101	\$4,171	\$3,274
Total Expenses	\$16,638	\$19,797	\$20,569	\$19,838	\$19,222
Management and Incentive Fees Waived	-	-	(\$104)	(\$122)	(\$98
Net Expenses	\$16,638	\$19,797	\$20,465	\$19,716	\$19,124
Net Investment Income Before Income Taxes	\$21,092	\$25,555	\$26,309	\$23,843	\$23,627
Income Taxes, Including Excise Taxes	\$305	\$535	\$460	\$200	\$435
Net Investment Income	\$20,787	\$25,020	\$25,849	\$23,643	\$23,192
Net Unrealized and Realized Gains (Losses)	\$3,681	\$9,085	(\$16,512)	(\$27,985)	(\$5,421
Net Income (Losses)	\$24,468	\$34,105	\$9,337	(\$4,342)	\$17,771

Portfolio Highlights – Originations

(Dollar amounts in millions)

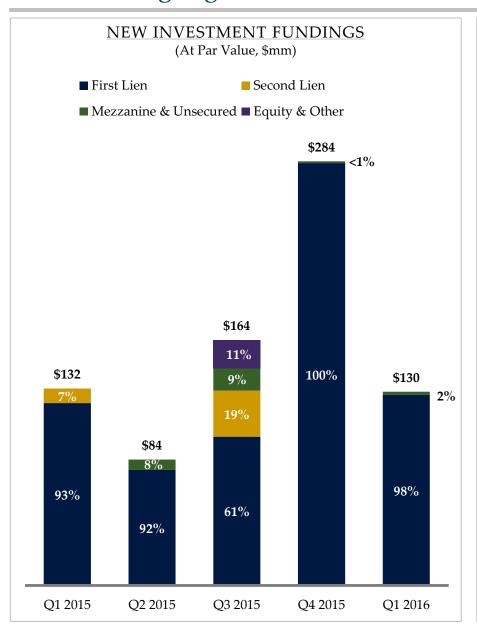
Originations and Net Funds Growth

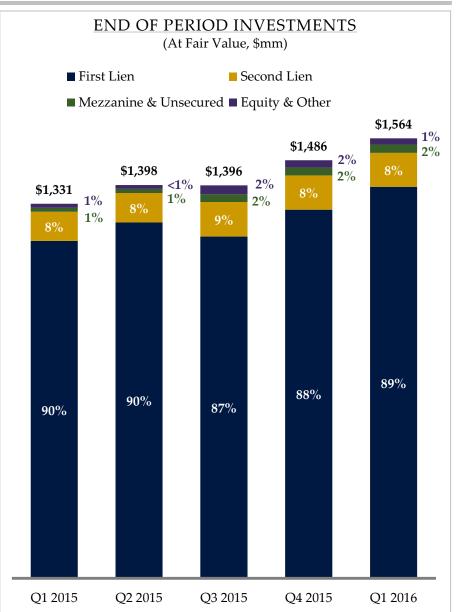
- Gross originations were \$164.6 for the quarter
- New investment commitments and fundings totaled \$129.6 and \$129.6 respectively, for the quarter. The commitments were distributed across 4 new portfolio companies and 4 add-ons of existing portfolio companies
- Received full paydowns on 2 investments, and one partial pay down totaling \$45.8 for the quarter
- Net funded investment activity was \$83.8 for the quarter



O1 2015	O2 2015	O3 2015	O4 2015	Q1 2016
\$137,835	\$112,255	\$184,813	\$283,796	\$129,600
\$131,835	\$84,135	\$164,213	\$283,796	\$129,600
(\$60,818)	(\$21,581)	(\$148,364)	(\$154,474)	(\$45,763)
\$71,017	\$62,554	\$15,849	\$129,322	\$83,837
	\$137,835 \$131,835 (\$60,818)	\$137,835 \$112,255 \$131,835 \$84,135 (\$60,818) (\$21,581)	\$137,835 \$112,255 \$184,813 \$131,835 \$84,135 \$164,213 (\$60,818) (\$21,581) (\$148,364)	\$137,835 \$112,255 \$184,813 \$283,796 \$131,835 \$84,135 \$164,213 \$283,796 (\$60,818) (\$21,581) (\$148,364) (\$154,474)

Portfolio Highlights – Asset Mix



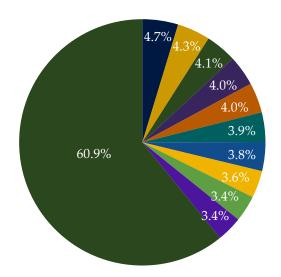


Portfolio Highlights – Diversification Across Borrower and Industry

TOP 10 BORROWER DIVERSIFICATION

- Nektar Therapeutics
- Insurity Inc.
- AFS Technologies (2)
- Kewill Ltd
- Saba Software
- Rest of Portfolio

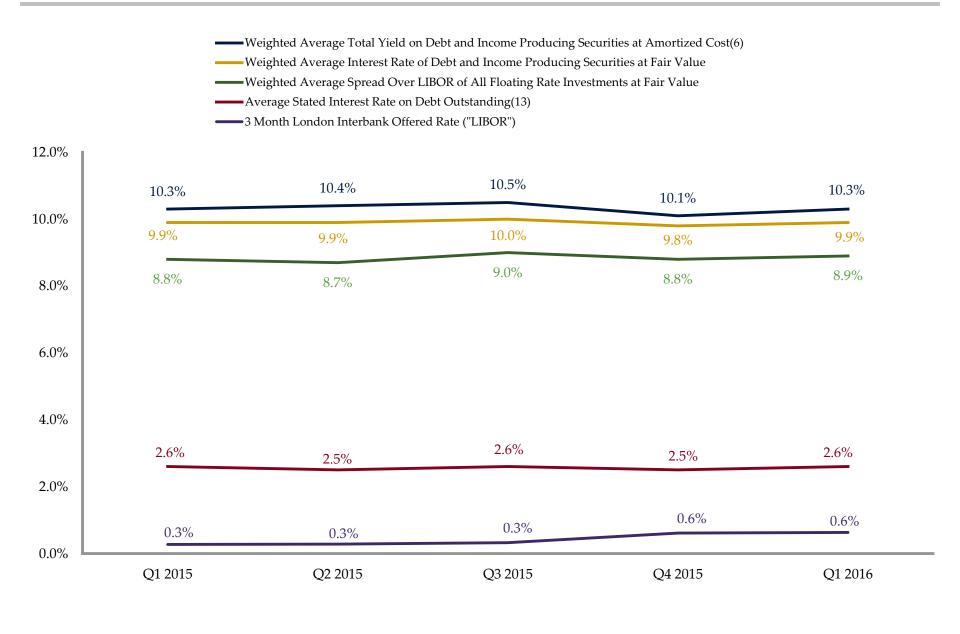
- Mediware Information Systems, Inc.
- My Alarm Center, LLC
- Actian Corporation
- Idera, Inc.
- Highwinds Capital, Inc.



INDUSTRY DIVERSIFICATION ■ Business services Healthcare ■ Retail and consumer products ■ Electronics ■ Hotel, gaming, and leisure Pharmaceuticals ■ Transportation ■ Human resource support services ■ Financial services Insurance ■ Beverage, food, and tobacco Internet services Oil, gas and consumable fuels Office products ■ Education Automotive ■ Manufacturing Chemicals Other 0.4%1.5% 0.4% 1.7% 20.1% 4.1% 4.5% 4.6% 11.2%

Note: Numbers may not sum to 100% due to rounding. Based on fair value of investments

Portfolio Highlights – Net Interest Margin Analysis



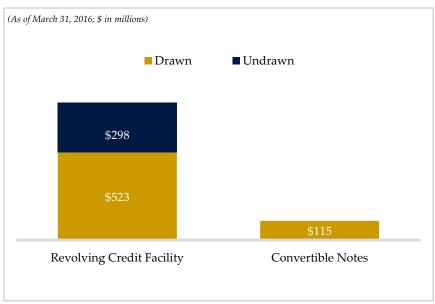
Liquidity Management

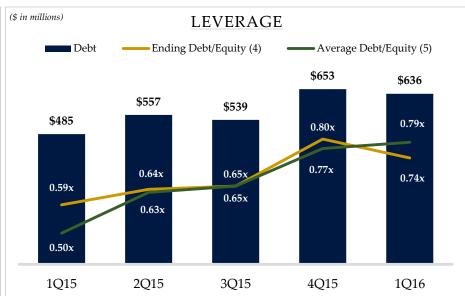
Cash and Cash Equivalents

Unrestricted cash totaled \$4.0 million as of March 31, 2016. Cash held at quarter-end was primarily attributable to amortization and interest payments. Restricted cash related to our interest rate swaps totaled \$0.8 million

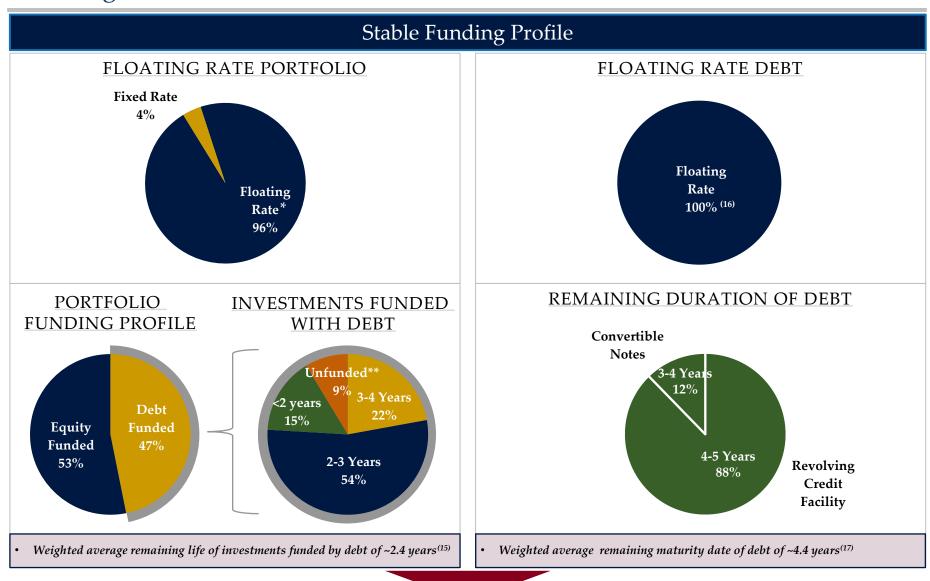
	Revolving Credit Facility	Conv	ertible Notes
Size:	\$821.3 million; uncommitted accordion feature can increase total size to \$1.25 billion	Size:	\$115 million
Revolving Period:	October 2, 2019	Maturity:	December 15, 2019
Maturity Date:	October 2, 2020	Coupon:	4.50%
Interest Rate:	LIBOR + 200 / LIBOR + 175*	Interest Rate Swap Pricing ⁽¹⁴⁾ :	LIBOR + 286
Undrawn Fee:	0.375%	Conversion Price:	\$25.83

^{*}Interest rate on the facility is a formula based calculation. If the Borrowing Base is equal to or greater than 1.85 times the Combined Debt Amount, the applicable margin is 1.75%. As of today, under this formula, the stated rate on the facility is L +200





Funding Profile



TSLX is match funded from an interest rate and duration perspective

^{*}Includes one fixed rate investment for which TSL entered into an interest rate swap agreement to swap to a floating rate
**Includes unfunded commitments of \$68.0mm

Distribution and Equity Information

Distribution Data(18)

			Amount	Total Amount
Date Declared	Record Date	Payment Date	Per Share	(\$000's)
December 31, 2011	December 31, 2011	January 30, 2012	\$0.06	\$649
March 20, 2012	March 31, 2012	May 7, 2012	\$0.16	\$3,100
May 9, 2012	June 30, 2012	August 3, 2012	\$0.32	\$7,410
September 30, 2012	September 30, 2012	October 30, 2012	\$0.36	\$9,000
December 31, 2012	December 31, 2012	January 31, 2013	\$0.33(19)	\$10,260(19)
March 31, 2013	March 31, 2013	May 6, 2013	\$0.38	\$13,000
June 30, 2013	June 30, 2013	July 31, 2013	\$0.40	\$13,675
September 30, 2013	September 30, 2013	October 31, 2013	\$0.38	\$13,900
December 31, 2013	December 31, 2013	January 30, 2014	\$0.40 (20)	\$14,810 ⁽²⁰⁾
March 26, 2014	March 31, 2014	April 30, 2014	\$0.38	\$19,717
May 6, 2014	June 30, 2014	July 31, 2014	\$0.38	\$20,272
August 4, 2014	September 30, 2014	October 31, 2014	\$0.38	\$20,355
November 3, 2014	December 31, 2014	January 30, 2015	\$0.39	\$20,981
February 20, 2015	March 31, 2015	April 30, 2015	\$0.39	\$21,044
May 6, 2015	June 30, 2015	July 31, 2015	\$0.39	\$21,061
August 4, 2015	September 30, 2015	October 30, 2015	\$0.39	\$21,070
November 3, 2015	December 31, 2015	January 29, 2016	\$0.39	\$21,124
February 24, 2016	March 31, 2016	April 29, 2016	\$0.39	\$23,098
May 4, 2016	June 30, 2016	July 29, 2016	\$0.39	TBD

Equity Offerings / Repurchases (22)

Date	Offering	Amount Per Share	Gross Amount (\$000s)
January 15, 2014	Capital Call	\$15.35	\$65,000
February 13, 2014	DRIP Issuance	\$15.52	\$7,794
March 21, 2014	Private Placement	\$16.00	\$50,000
March 21, 2014	Public Offering (21)	\$16.00	\$128,402
May 1, 2014	DRIP Issuance	\$17.24	\$7,072
August 1, 2014	DRIP Issuance	\$18.40	\$4,028
November 3, 2014	DRIP Issuance	\$15.93	\$3,673
February 2, 2015	DRIP Issuance	\$16.61	\$2,699
May 1, 2015	DRIP Issuance	\$17.25	\$715
August 3, 2015	DRIP Issuance	\$16.91	\$444
August 24, 2015	Stock Repurchase	\$14.42	(\$29)
November 2, 2015	DRIP Issuance	\$16.15	\$2,235
January – February 2016	Stock Repurchase (23)	\$15.44	(\$1,329)
February 1, 2016	DRIP Issuance	\$15.63	\$2,310
March 3, 2016	Equity Issuance	\$16.42	\$79,600
May 2, 2016	DRIP Issuance	\$15.61	\$2,907

Common Stock Data

Quarter Ended	Low	High	End of Period
March 31, 2014	\$16.00	\$16.70	\$16.60
June 30, 2014	\$16.60	\$23.90	\$21.83
September 30, 2014	\$16.01	\$22.36	\$16.01
December 31, 2014	\$15.74	\$18.00	\$16.82
March 31, 2015	\$16.34	\$18.54	\$17.21
June 30, 2015	\$17.00	\$18.35	\$17.00
September 30, 2015	\$16.22	\$18.00	\$16.43
December 31, 2015	\$15.97	\$17.65	\$16.22
March 31, 2016	\$15.15	\$16.86	\$16.13

Endnotes

Note: Figures are as of 3/31/2016 quarter end unless otherwise noted

- 1) Represents our core portfolio, which excludes certain investments that fall outside of our typical borrower profile
- 2) Return on Average Equity is calculated using weighted average equity. Weighted average equity is calculated by starting with NAV at the beginning of the period, adjusting daily for equity issuances and adjusting on the last day of the period for that period's net income and dividends payable
- 3) Deferred Financing Costs total \$14.2mm at 3/31/15, \$13.4mm at 6/30/15, \$9.6mm at 9/30/15, and \$10.4mm at 12/31/15, \$9.8mm at 3/31/16
- 4) Pro-forma for unsettled trades of \$8mm at 3/31/15, -\$6mm at 6/30/15, \$7mm at 9/30/15, and \$4mm at 12/31/15, \$22mm at 3/31/16
- 5) Daily average debt outstanding during the quarter divided by daily average net assets during the quarter. Daily average net assets is calculated by starting with the prior quarter end net asset value and adjusting for capital activity during the quarter (adding common stock offerings / DRIP contributions)
- 6) Total yield on investments is calculated based on the interest rate and the accretion of OID, exclusive of investments on non-accrual status
- 7) Interest from investments interest and dividend income includes accrued interest and dividend income, amortization of purchase discounts (premiums) and certain fees, and accelerated amortization of upfront fees from scheduled principal payments
- 8) Interest from investments other fees includes prepayment fees and accelerated amortization of upfront fees from unscheduled paydowns
- Other income includes amendment and syndication fees and other income
- 10) New investments are net of sell-downs
- 11) Fundings exclude intra-quarter revolver borrowings that are repaid by quarter-end
- 12) Par value; excludes amortization, excess cash flow sweeps, PIK, FX movements, and intra-quarter revolver borrowings that are repaid by quarter-end
- 13) Interest rate on debt outstanding includes the swap-adjusted interest expense related to our Convertible Notes
- 14) In connection with the offering of the convertible senior notes, the Company entered into interest rate swaps to continue to align the interest rates of our liabilities with our investment portfolio, which consists of predominately floating rate loans. As a result of the swaps, our effective interest rate on the convertible senior notes was three-month LIBOR plus 286 basis points, which reflects the current terms
- 15) Weighted by amortized cost of debt investments. Investments are financed by debt and permanent equity capital. This analysis assumes longer-dated investments are currently funded by permanent equity capital (53% of investments) and the remaining (shorter-dated) investments (47% of investments) are currently funded by debt financing. Investments for purposes of this analysis include unfunded commitments
- 16) Convertible debt treated as floating rate due to interest rate swap TSLX entered into to swap fixed notes payments for floating rate payments
- 17) Weighted by gross commitment amount. Reflects current terms.
- 18) Total distributions and shares issued before accounting for proceeds reinvested under the company's dividend reinvestment (DRIP) program
- 19) Includes special dividend of \$260,000, or \$0.01 per share
- 20) Includes special dividend of \$1,110,781, or \$0.03 per share
- 21) Includes overallotment shares issued. Offering price of \$16.00 per share less \$0.38 dividend per share
- 22) Reflects equity offerings since 2014, including capital calls pursuant to the subscription agreement between the Company and private placement investors prior to our initial public offering
- 23) Reflects aggregate amount of shares repurchased across various dates throughout stated time period

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