SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Ad Simmonds	2. Date of Event Requiring Stater (Month/Day/Yea 11/30/2015	nent	3. Issuer Name and Ticker or Trading Symbol <u>TPG Specialty Lending, Inc.</u> [TSLX]								
(Last) (First) (Middle) C/O TPG GLOBAL, LLC,				4. Relationship of Reporting Perse (Check all applicable) Director		10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
301 COMMERCE STREET, SUITE 3300 (Street) FORT WORTH TX 76102					Х	Officer (give title below) Chief Financial C	Other (specify below) Officer		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
No securities beneficially owned ⁽¹⁾⁽²⁾⁽³⁾						0	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4) 2. Date Exerc Expiration Date (Month/Day/			ate		Fitle and Amount of Securit derlying Derivative Securit	ty (Instr. 4) Conv or E		rsion rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	n Titl	e	Amount or Number of Shares	 Price of Deriva Securi 	tive	or Indirect (I) (Instr. 5)	

Explanation of Responses:

1. Ian Simmonds does not own any securities of TPG Specialty Lending, Inc. (the "Issuer").

2. Mr. Simmonds is the Chief Financial Officer of the Issuer and an employee of TSL Advisers, LLC ("TSL Advisers"), which is affiliated with TPG Group Holdings (SBS) Advisors, Inc., a Delaware corporation ("Group Advisors"), and Tarrant Capital Advisors, Inc., a Delaware corporation ("Tarrant Capital"). As of the date hereof, Group Advisors may be deemed to beneficially own 2,772,889 shares of Common Stock (the "TSL Stock") of the Issuer. As of the date hereof, Tarrant Capital may be deemed to beneficially own (i) 2,348,297 shares of the TSL Stock and (ii) 66 shares of Common Stock held by Tarrant Advisors, Inc., a Texas corporation.

3. Mr. Simmonds disclaims beneficial ownership of the shares of Common Stock that are or may be beneficially owned by Group Advisors or Tarrant Capital or any of their respective affiliates. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that Mr. Simmonds is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of any securities of the Issuer directly held by Group Advisors, Tarrant Capital or any of their affiliates

Remarks:

(4) Jennifer Mello is signing on behalf of Ian Simmonds pursuant to the authorization and designation letter dated November 10, 2015, which is attached hereto as an exhibit.

/s/ Jennifer Mello on behalf of	11/20/2015	
Ian Simmonds (4)	11/30/2015	

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.



November 10, 2015

Securities and Exchange Commission 100 F Street, NE Washington, DC 20549

This letter confirms that David Stiepleman and Jennifer Mello are authorized and designated to sign all securities related filings under Sections 13 and 16 of the Securities Exchange Act of 1934, as amended, with the Securities and Exchange Commission, including Form ID Acknowledgements, on my behalf. This authorization and designation shall be valid for three years from the date of this letter.

Very truly yours,

<u>/s/ Ian Simmonds</u> Ian Simmonds