

TPG Specialty Lending, Inc.

Wells Fargo Investment Thought Leadership Forum December 2017

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I. BDC Sector Observations

II. TSLX Principles and Investment Strategy

III. Our "Watch Outs"

Who We Are Not



While we have won lender awards, it is not our main focus

MIDDLE MAPHENDIRECT ENDING PLAYERS

YE 2016 Direct Lender

Direct Lender	#of Deals
Antares Holdings (GE Antares Capital)	
Madison Capital	4
Golub Capital	3
NewStar Financial	3
NXT Capital	3
Ares Capital	2
Monroe Capital	2
MidCap Financial	1
Alcentra Capital	1
Babson Capitan agement	1
Audax C	
Cr. Capital Group	
cules Capital	
ragon Capital	
www.weet Capital	
Marano	
Sources: Prequin,	



While we've done a significant number of direct lending transactions, league table standings have never been our focus

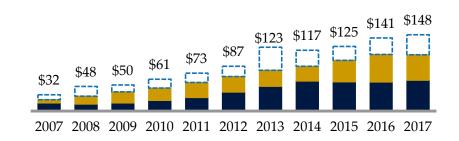
BDC Misconception #1: Private Credit Markets Aren't Competitive

Headline: Private Equity Financing Demand Outpaces Supply

Public & Private Assets in Direct Lending

(\$ in billions)

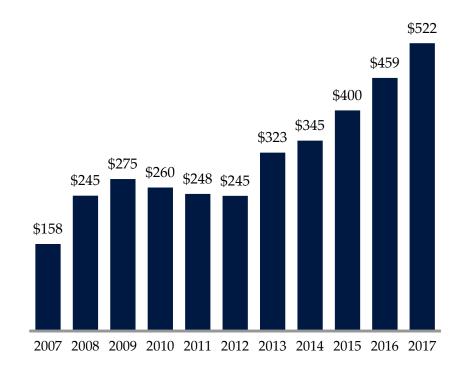
■ Public BDCs ■ Private Funds C Private Funds - Dry Powder



Source: Cap IQ for public BDCs (Total Assets as of 9/30/2017, or latest available); Preqin for private funds (as of March 2017, reflects direct lending funds focused in North America)

North America Private Equity Buyout Dry Powder

(\$ in billions)

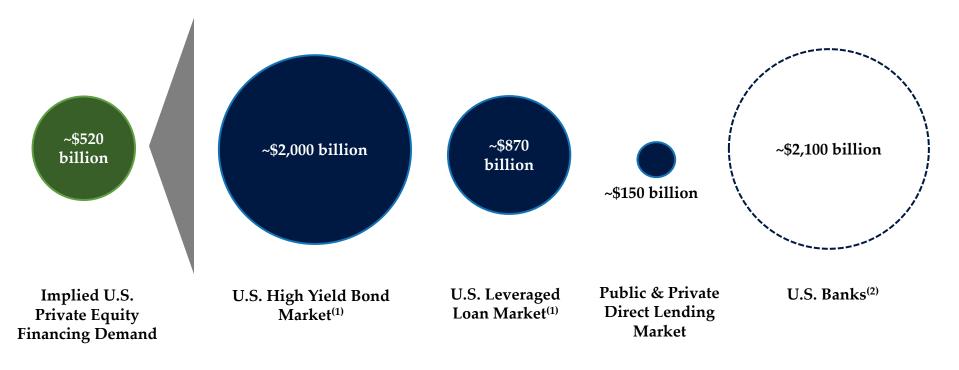


Source: Preqin (as of Nov 2017, reflects buyout and other dry powder for private equity funds focused in North America)



Assuming a 50/50 debt to equity capital structure, implied sponsor financing demand of over \$520 million, compared to \$150 billion of direct lending capacity

Private Equity Financing Demand vs. U.S. Fixed Income Asset Classes

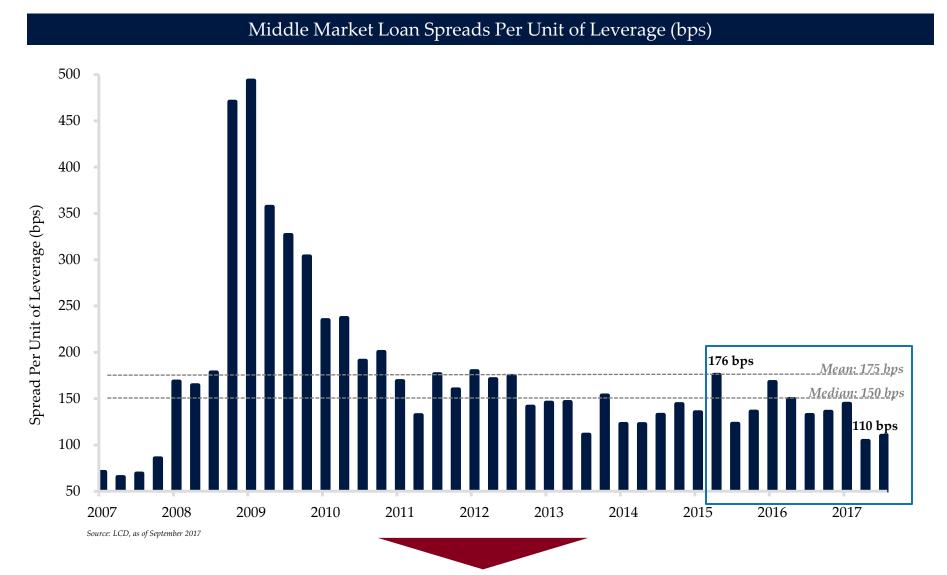


(1) U.S. high yield bond market represents USD-denominated high yield debt globally. Source: J.P. Morgan, as of 12/31/16 (2) Reflects U.S. commercial and industrial loans bank assets. Source: Federal Reserve data, as of Nov 2017



BDCs and other direct lenders are the marginal debt providers to the space

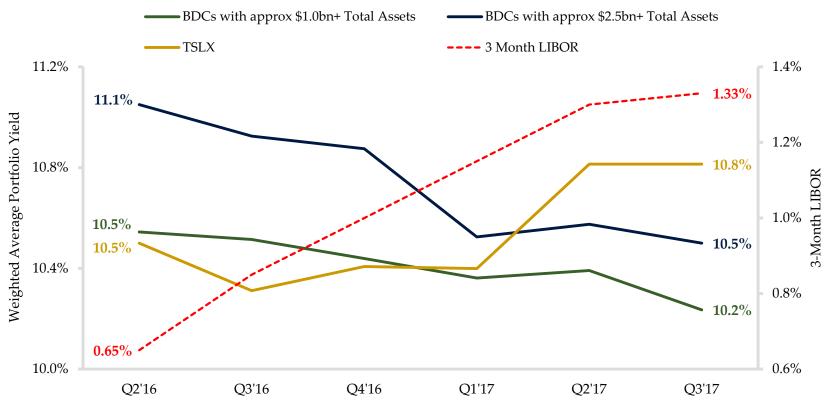
Spread Per Unit of Risk Continues to Decline



Spread per unit of risk for middle market loans today is below historical mean and median levels Since mid-2015, spread per unit of risk has tightened by nearly 40% BDC Misconception #2: BDCs Benefit from Asset Sensitivity in a Rising Rate Environment

Diminished Asset Sensitivity

Weighted Average Portfolio Yield



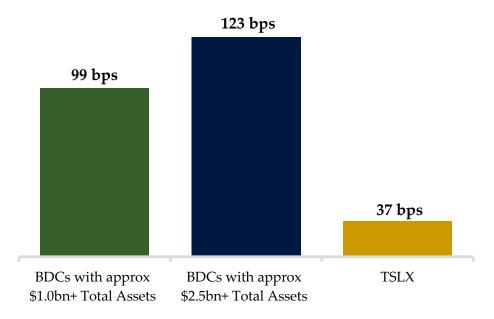
Source: Company filings for quarter ended 9/30/2017, or latest available

Note: Analysis based on externally managed BDCs with Total Assets measured as of 9/30/2017, or latest available. PSEC, OCSL, TCPC and GBDC yields are at fair value



As interest rates have increased, BDCs have not been able to benefit from balance sheet asset sensitivity due to portfolio spread compression

Implied Spread Compression⁽¹⁾

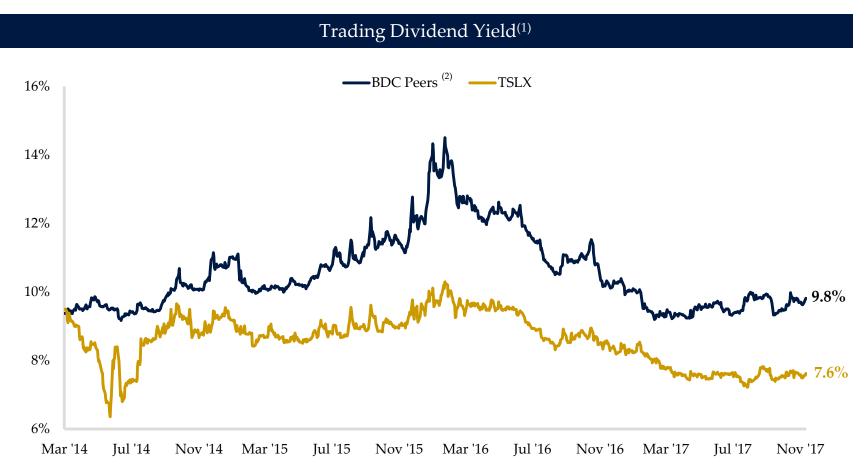


Source: Company filings for quarter ended 9/30/2017, or latest available Note: Analysis based on externally managed BDCs with Total Assets measured as of 9/30/2017, or latest available (1) Excludes the impact of LIBOR floors

Portfolio spread compression has been more pronounced amongst larger BDCs

BDC Misconception #3: Dividend Yield Represents Shareholder Return

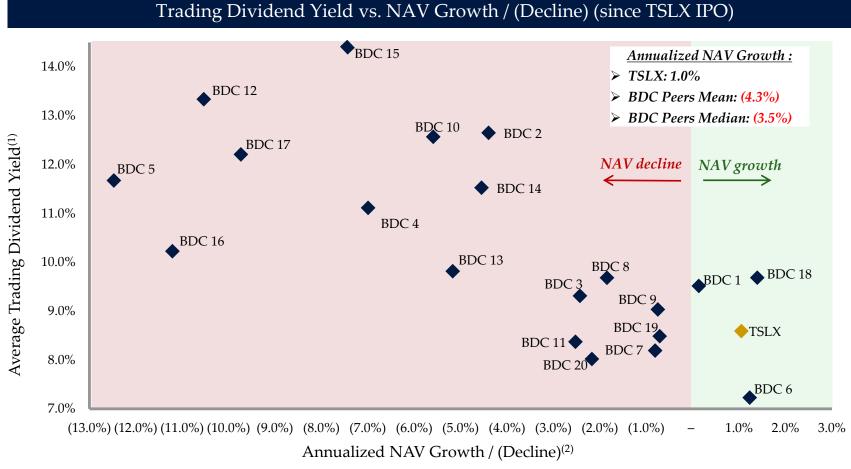
Trading Dividend Yields



(1) Reflects the most recent regular dividend per share, annualized and expressed as a percentage of trading price per share (2) BDC Peers consist of 17 externally managed BDCs in the S&P BDC Index with total assets greater than \$600 million based on 6/30/17 financials, with the addition of OCSI, CPTA and CGBD Source: SNL Financial, as of 11/30/2017

Trading dividend yield as an indicator of shareholder returns is misguided...

Trading Dividend Yields

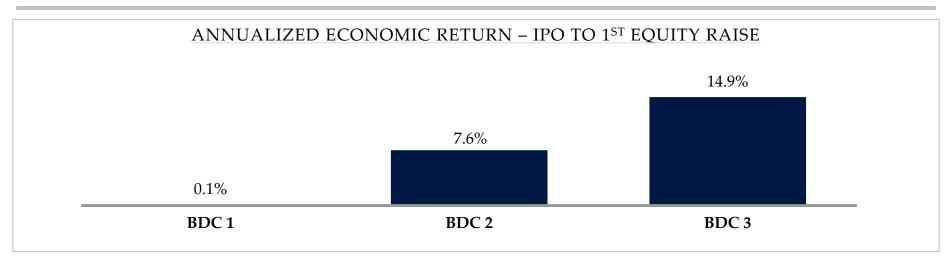


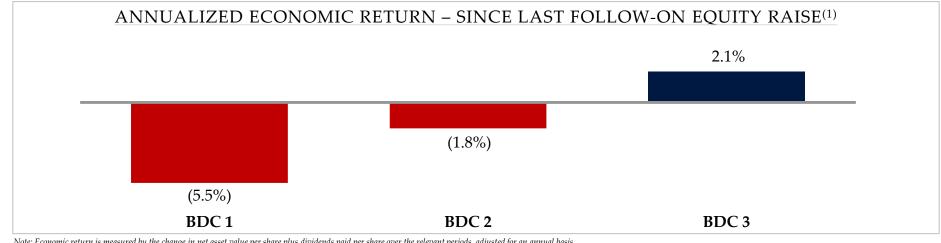
Note: BDC Peers consist of 17 externally managed BDCs in the S&P BDC Index with total assets greater than \$600 million based on 6/30/17 financials, with the addition of OCSI, CPTA and CGBD (1) Reflects the most recent regular dividend per share, annualized and expressed as a percentage of trading price per share from 3/31/2014 to 11/30/17 (2) Calculated as net asset value per share growth from 3/31/2014 to 9/30/2017 (or latest available), adjusted for annual basis Source: SNL Financial, as of 11/30/2017

Since our IPO, the average annual NAV growth for the BDC sector is (4)% per year

BDC Misconception #4: All Growth Is Good For Shareholders

Not All Growth Is Good For Shareholders





Note: Economic return is measured by the change in net asset value per share plus dividends paid per share over the relevant periods, adjusted for an annual basis (1) Through 9/30/2017, or latest available Source: Cap IQ, SNL Financial



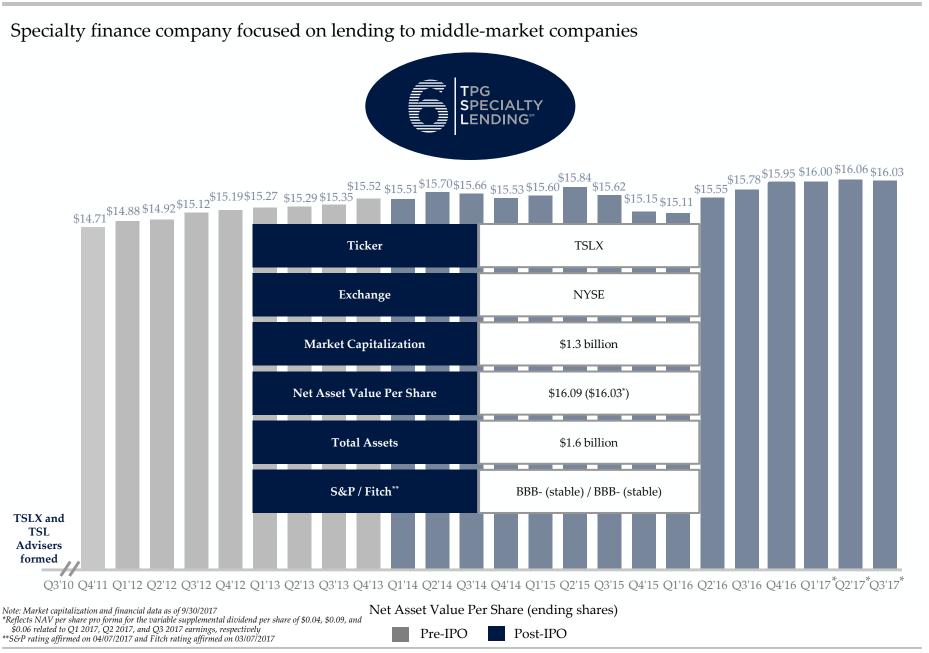
As these illustrative case studies show, not all growth is beneficial for shareholders

I. BDC Sector Observations

II. TSLX Principles and Investment Strategy

III. Our "Watch Outs"

Overview



TSLX (NYSE)

Our Competitive Advantages



Leading Platform and Proprietary Deal Flow

- > 31 dedicated professionals as of Nov 2017
- Leverage resources of TSSP and TPG
- > 98% of investments are directly originated
- SEC exemptive order for co-investments

Disciplined Investment / Underwriting Process

- > Focus on risk-adjusted returns, not absolute return
- Strong documentation with effective voting control on 82% of debt investments
- Robust and active asset management

Senior, Floating Portfolio w/ Strong Yields

- ▶ 44 companies with a weighted average total yield of 10.8% at amortized cost⁽¹⁾
- ▶ 93% first lien, 100% floating rate⁽²⁾
- ▶ 84% of debt investments have call protection
- > Embedded inflation and reinvestment protection

Experienced Management Team

- Senior team members have over 200 years of collective experience as commercial dealmakers and risk managers
- Average gross unlevered IRR, weighted by capital invested, of approximately 19% on fully exited investments totaling \$2.5 billion of cash invested

Note: As of 9/30/2017, unless otherwise noted

1 Total yield on investments is calculated based on the interest rate and the accretion of original issue discount ("OID")

2 Includes one or more fixed rate investments for which we entered into an interest rate swap agreement to swap to a floating rate

Shareholder Experience

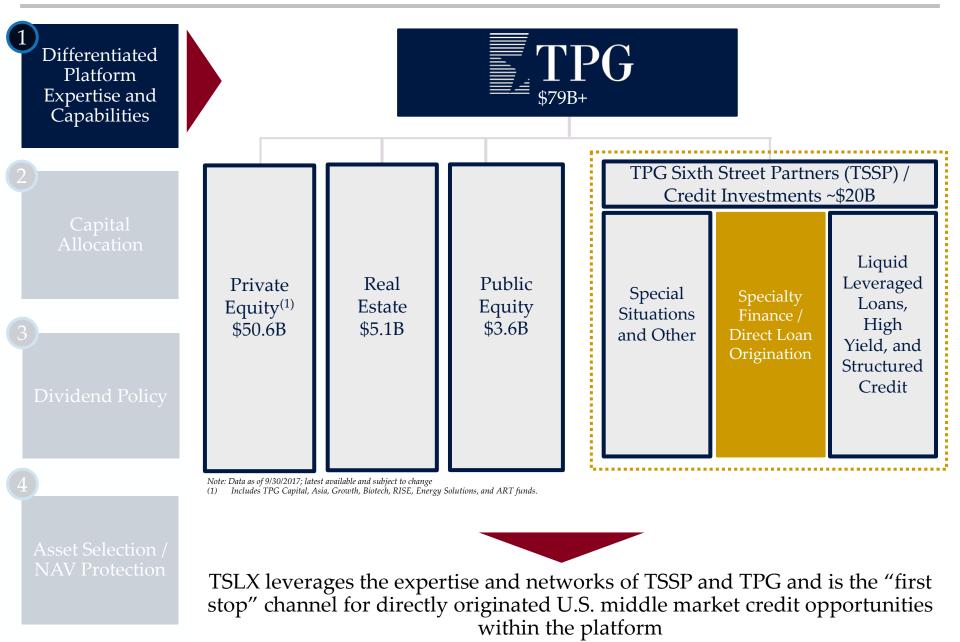
Since TSLX IPO			
	BDC Peers Average		TPG SPECIALTY LENDING [®]
		<u>Outperformance</u>]
Annualized ROE (on NII) ⁽¹⁾	8.6%	371 bps	12.3%
Cumulative NAV Per Share Growth ⁽²⁾	(13.5%)	1719 bps	3.7%
Annualized ROE (NAV growth plus dividends) ⁽³⁾	4.6%	541 bps	10.0%
Total Return (stock price plus dividends) ⁽⁴⁾	13.3%	6930 bps	82.6%
Sharpe Ratio ⁽⁵⁾	2.1	57%	3.3

Note: BDC Peers consist of 17 externally managed BDCs in the S&P BDC Index with total assets greater than \$600 million as of 6/30/17 financials, with the addition of OCSI, CPTA and CGBD (1) Calculated as cumulative net investment income per share from 3/31/2014 to 9/30/2017 (or latest available), divided by beginning NAV per share at 3/31/2014, adjusted for annual basis (2) Calculated as change in net asset value per share from 3/31/2014 to 9/30/2017(or latest available)

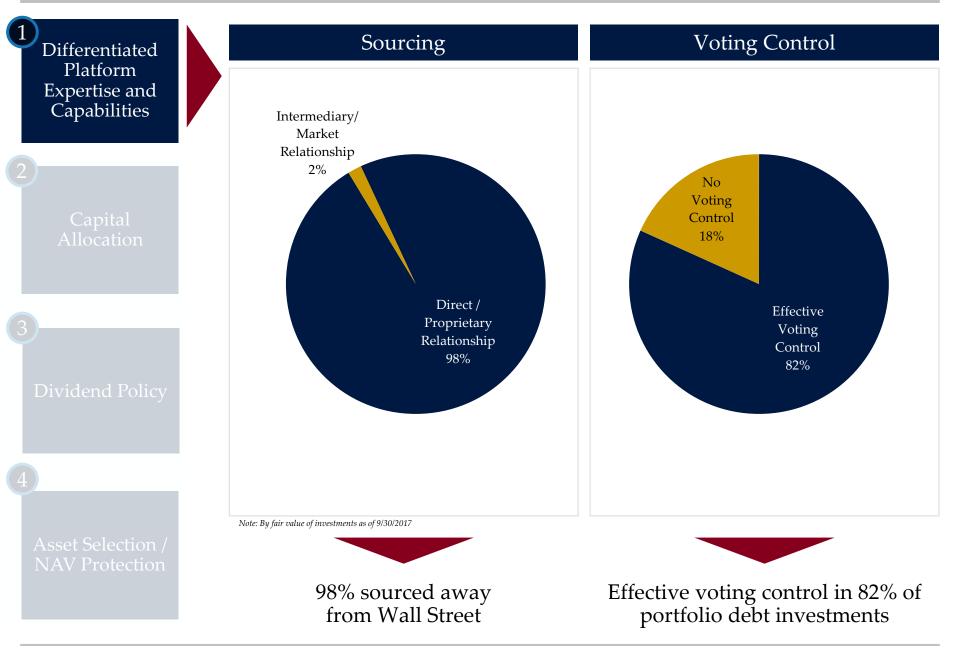
(3) Calculated as net asset value per share growth from 3/31/2014 to 9/30/2017 (or latest available) plus cumulative dividends paid per share over that period, adjusted for annual basis (4) Reflects change in market value per share plus dividends from 3/20/2014 to 9/30/2017; assumes dividend reinvestment

(5) Sharpe ratio is defined as the annualized economic return (dividends paid plus change in net asset value) over the 5-year treasury from 3/31/2014 to 9/30/2017 (or latest available) Source: SNL Financial

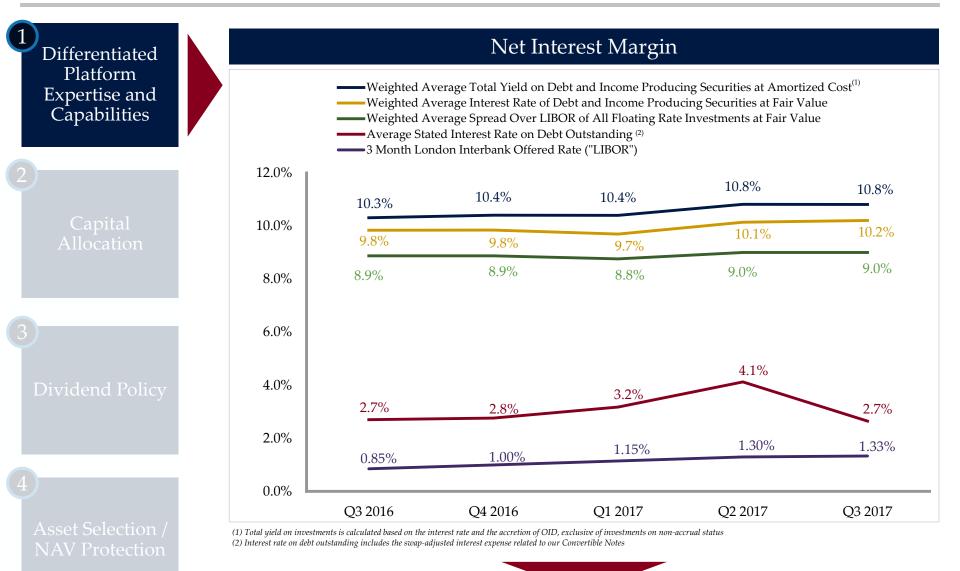
► TSLX (NYSE)



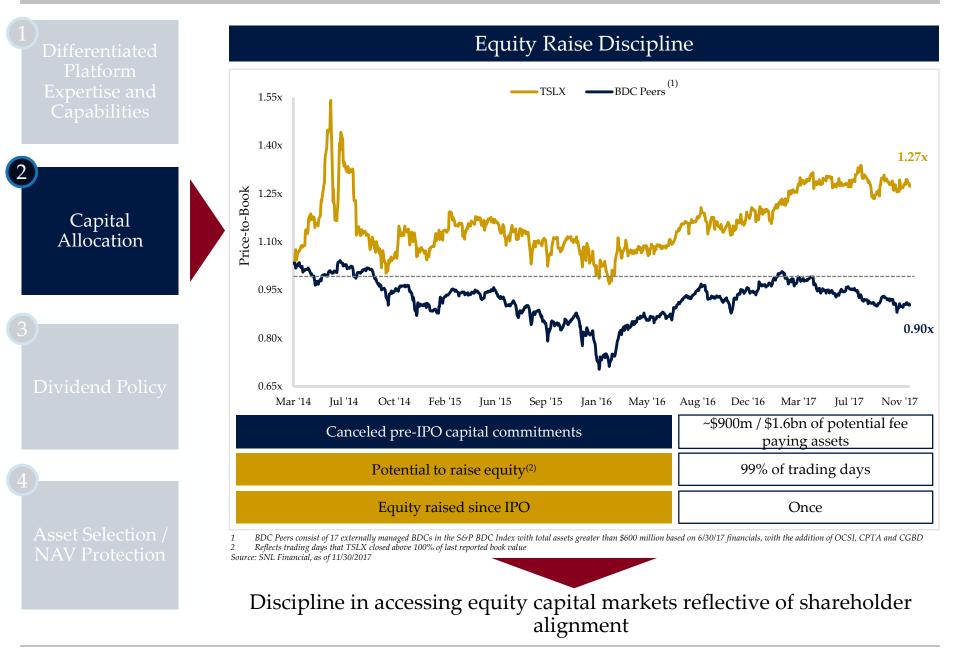


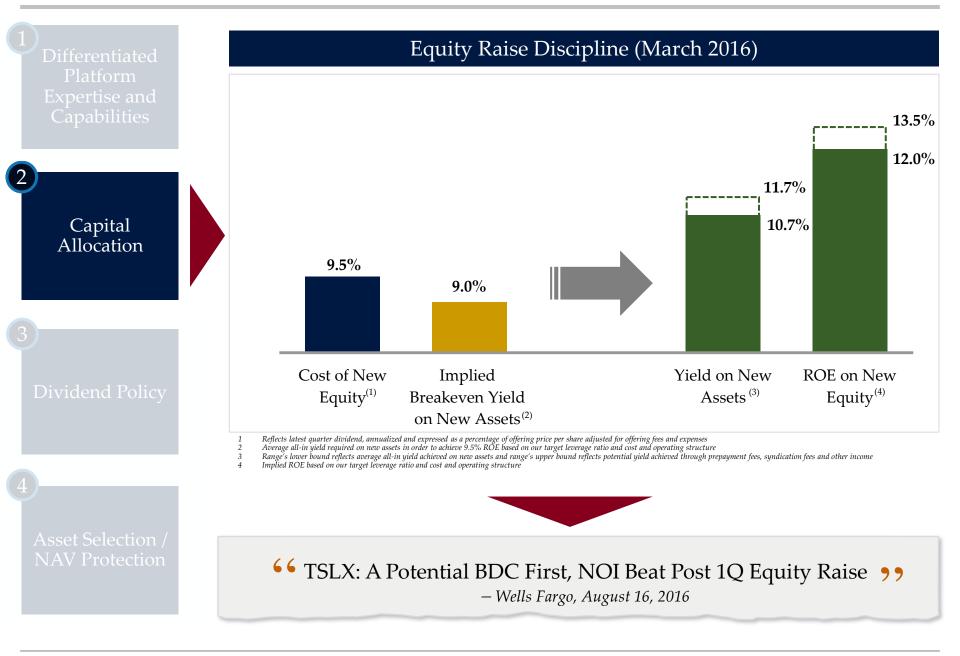


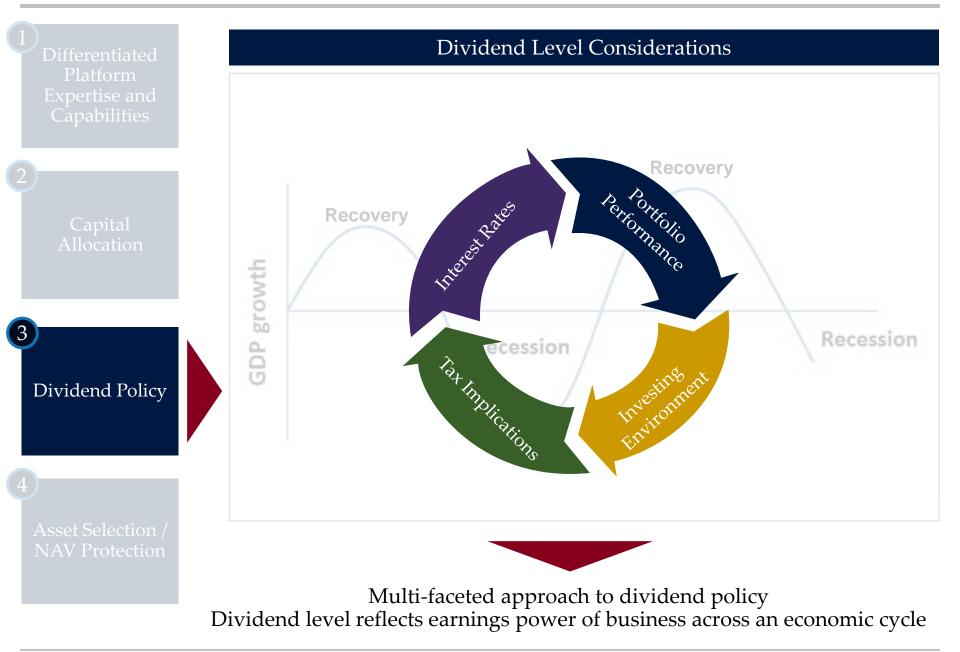


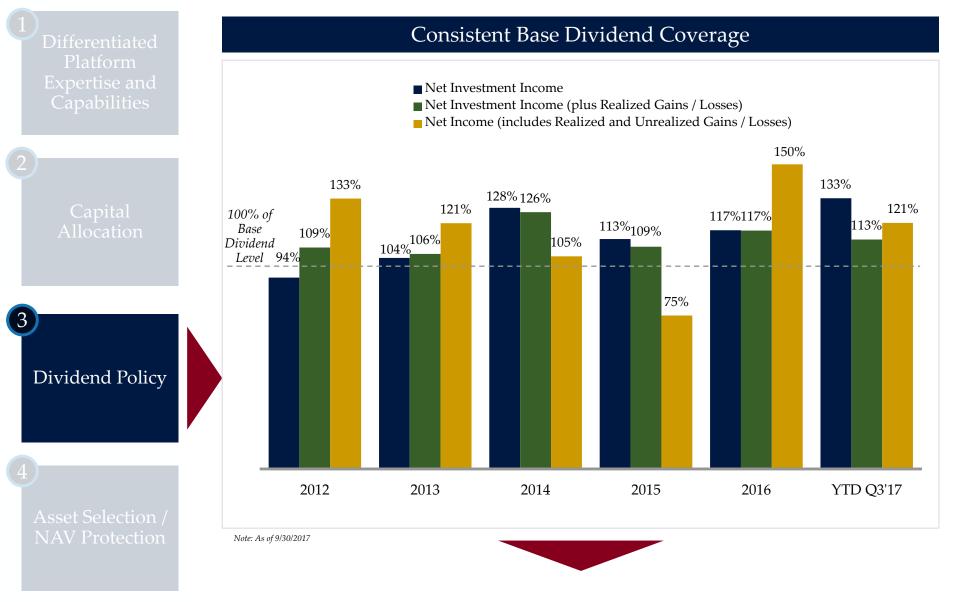


Net interest margin has been stable...the benefit of direct originations

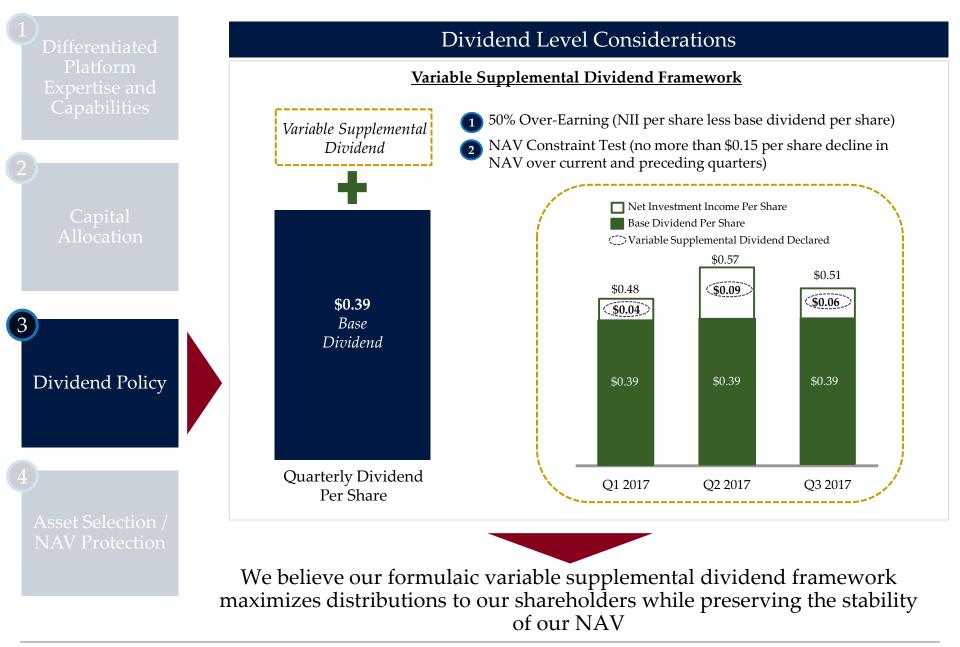


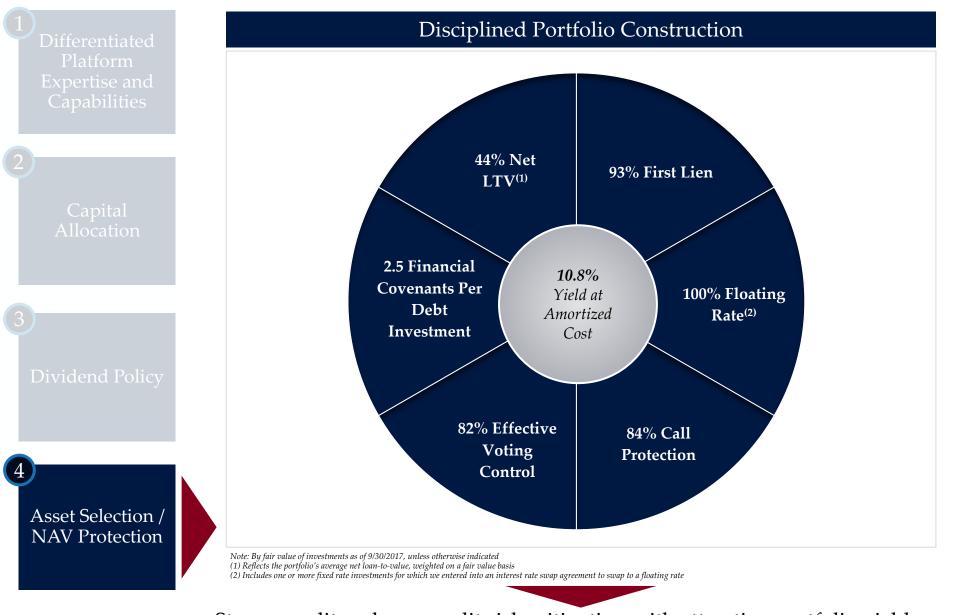




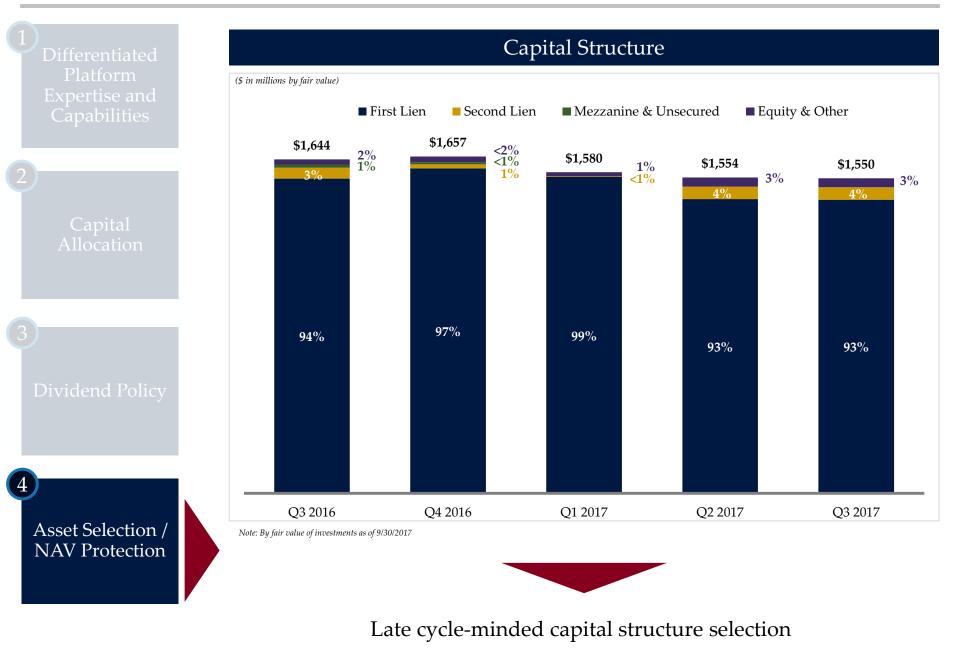


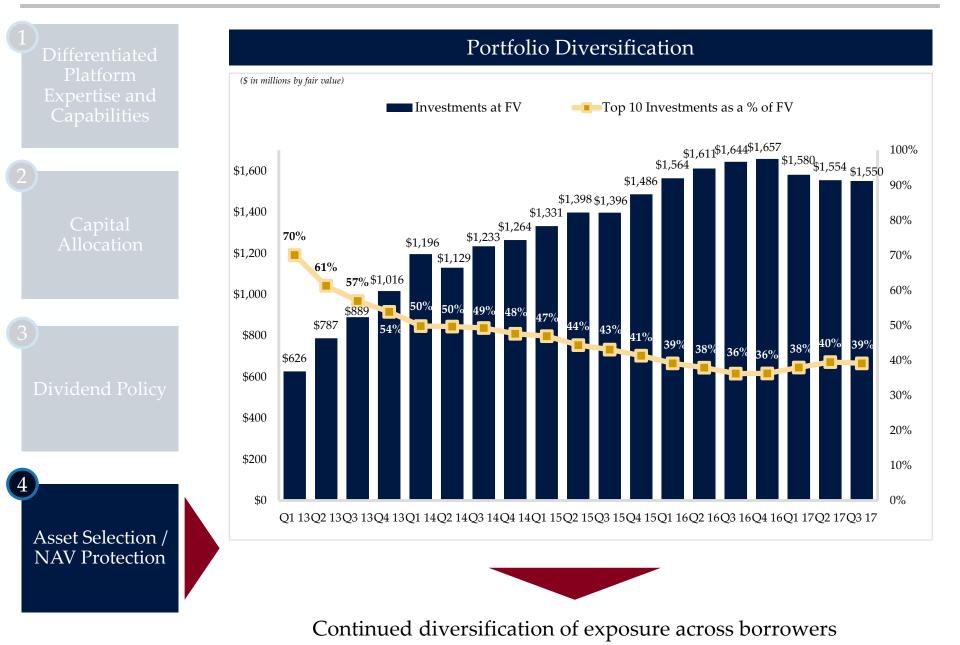
Consistent coverage of base dividend over time

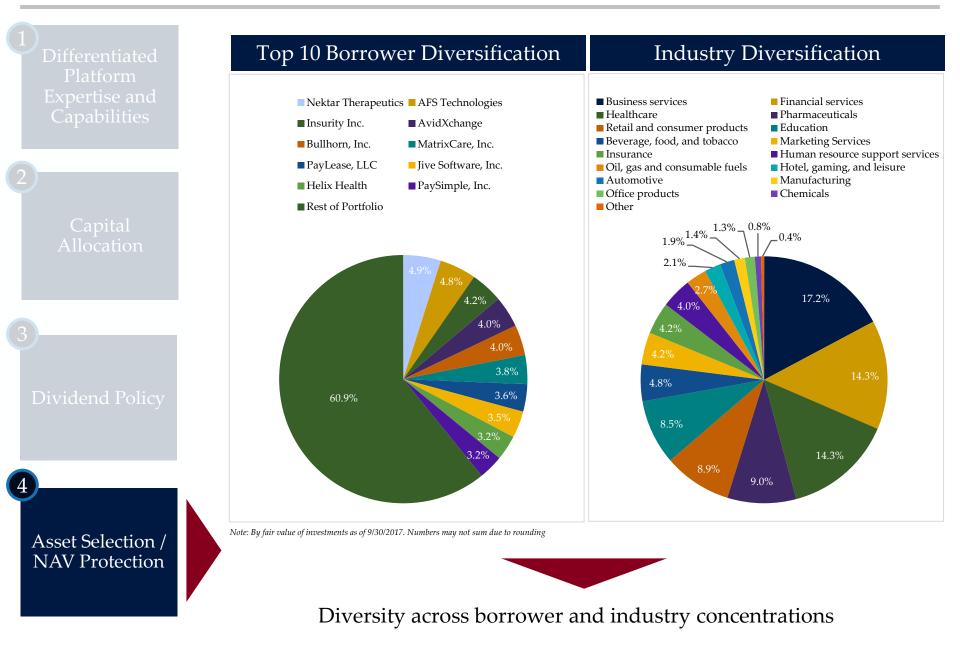


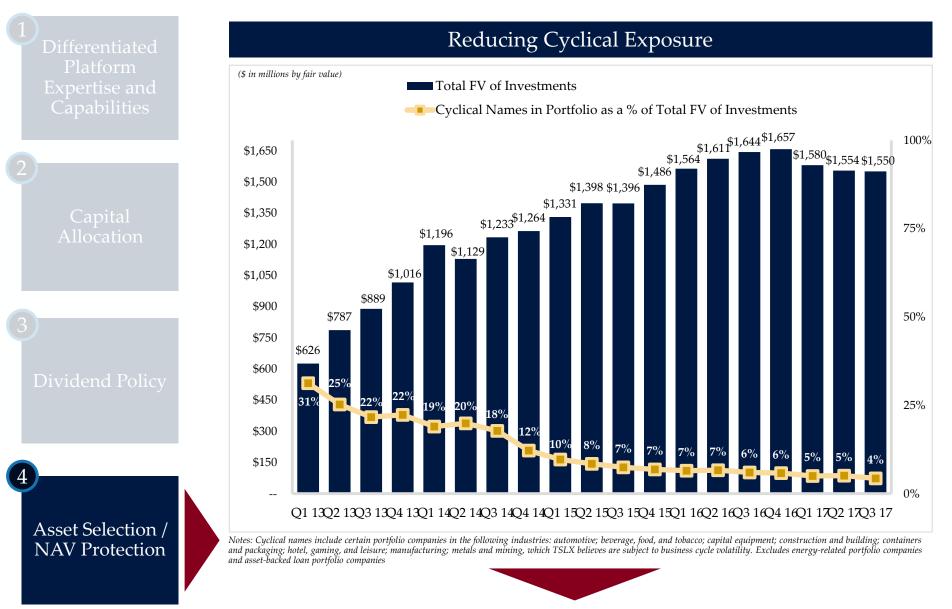


Strong credit and non-credit risk mitigation with attractive portfolio yields



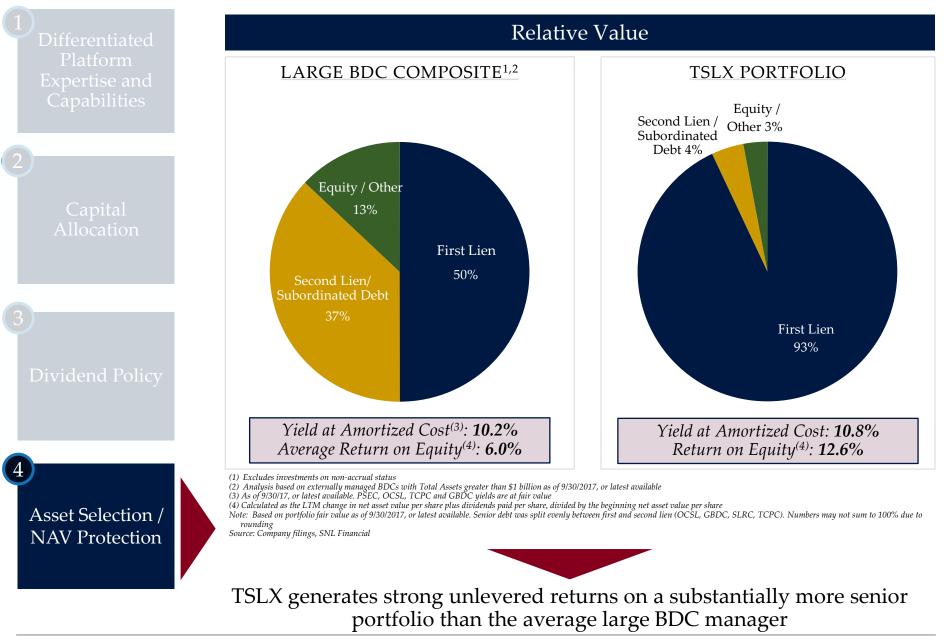




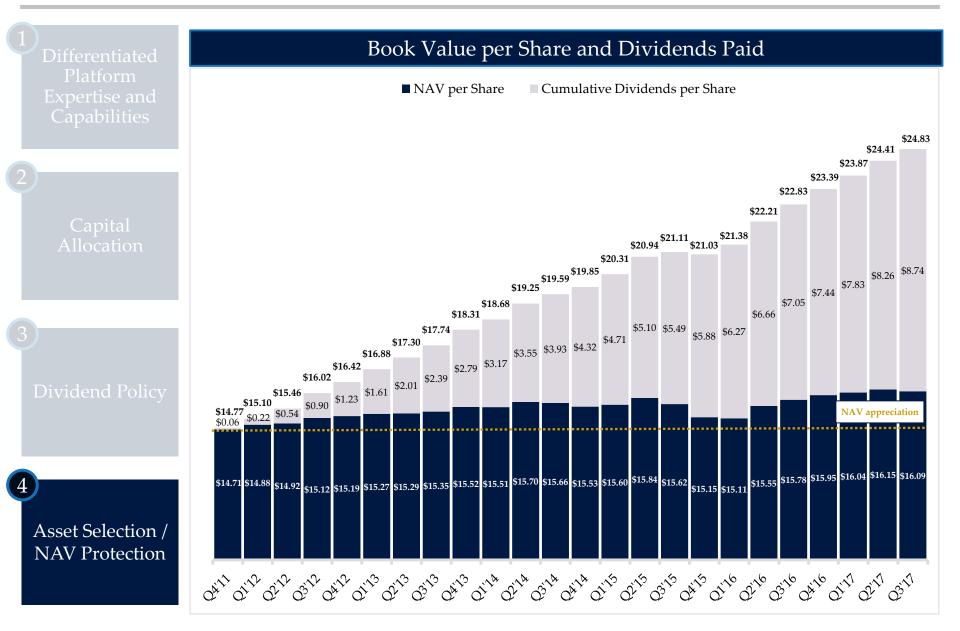


Late cycle-minded sector selection

TSLX Principles and Investment Strategy



TSLX Principles and Investment Strategy



TSLX (NYSE)

I. BDC Sector Observations

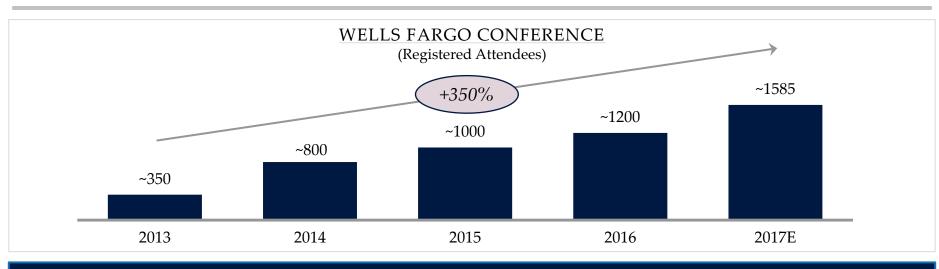
II. TSLX Principles and Investment Strategy

III. Our "Watch Outs"

	Last Year	<u>This Year</u>
2	U.S. interest rate shock	U.S. interest rate shock / inflation / deflation
2	Trade wars / protectionism	Trade wars / protectionism
2	Geopolitical tension and unrest	Geopolitical tension and unrest
2	Brexit / Euro area exits	Brexit / Euro area exits
2	China slowdown	China slowdown



We believe our last year's "watch outs" continue to apply in today's environment



Notable Conference Speakers



Our main "watch out" today is excess capital formation in the private credit space

Appendix

Our Drivers of ROE

Return on Assets

Prudent Use of Leverage

Expense Management

Positioned For NAV Growth

Return on Assets:	
Weighted Average Interest Rate of Debt and Income Producing Securities	10.0%
Amortization of upfront fees ⁽¹⁾	1.0%
Total Yield	11.0%
Impact of Additional Fees ⁽²⁾	1.5%
All-in Yield (on Assets)	12.5%
Cost of funds ⁽³⁾	(4.0%)
Assumed Debt/Equity	0.69x
Net Levered Return (on Equity) ⁽⁴⁾	18.3%
Management Fees (1.50% of Assets)	(2.5%)
Operating Expenses (0.72% of Assets) ⁽⁵⁾	(1.2%)
Levered Returns Before Incentive Fee (on Equity)	14.6%
Incentive Fee	(2.5%)
Illustrative Net Levered ROE	12.0%

(1) Assumes ~2.5 year average life

(2) Reflects average of prepayment fees, syndication fees and other income for the trailing twelve month period ending 9/30/2017

(3) Reflects the average interest cost under the terms of our debt, including fees (such as fees on undrawn amounts and amortization of upfront fees) and giving effect to the swapadjusted interest rate on our Convertible Notes for the trailing twelve month period ending 9/30/2017

(4) Calculated as interest income less interest expense, divided by equity

(5) Reflects average run-rate operating expenses for the trailing twelve month period ending 9/30/2017

Note: For illustrative purposes only; not necessarily indicative of future returns

Ability to generate a strong risk-adjusted return on equity in excess of our base dividend level and grow NAV

Illustrative Net Levered ROE Throughout Cycles

	Illustrative Net Levered ROE							
		Debt to Equity						
		0.60x	0.65x	0.70x	0.75x	0.80x	0.85x	0.90x
	10.5%	9.0%	9.1%	9.3%	9.5%	9.7%	9.8%	10.0%
ets)	11.0%	9.6%	9.8%	10.0%	10.2%	10.4%	10.6%	10.8%
(on Assets)	11.5%	10.3%	10.5%	10.7%	10.9%	11.1%	11.4%	11.6%
	12.0%	10.9%	11.2%	11.4%	11.6%	11.9%	12.1%	12.4%
All-in Yield	12.5%	11.6%	11.9%	12.1%	12.4%	12.6%	12.9%	13.1%
in Y	13.0%	12.3%	12.5%	12.8%	13.1%	13.4%	13.7%	13.9%
All-	13.5%	12.9%	13.2%	13.5%	13.8%	14.1%	14.4%	14.7%
	14.0%	13.6%	13.9%	14.2%	14.5%	14.9%	15.2%	15.5%

Illustrative Net Levered ROE								
		Cost of Funds						
		3.25%	3.50%	3.75%	4.00%	4.25%	4.50%	4.75%
	10.5%	9.7%	9.6%	9.4%	9.3%	9.1%	9.0%	8.8%
ets)	11.0%	10.4%	10.3%	10.1%	10.0%	9.8%	9.7%	9.5%
(on Assets)	11.5%	11.1%	11.0%	10.8%	10.7%	10.5%	10.4%	10.2%
	12.0%	11.8%	11.6%	11.5%	11.4%	11.2%	11.1%	10.9%
All-in Yield	12.5%	12.5%	12.3%	12.2%	12.1%	11.9%	11.8%	11.6%
in Y	13.0%	13.2%	13.0%	12.9%	12.8%	12.6%	12.5%	12.3%
All-	13.5%	13.9%	13.7%	13.6%	13.5%	13.3%	13.2%	13.0%
	14.0%	14.6%	14.4%	14.3%	14.2%	14.0%	13.9%	13.7%

We believe our senior secured floating rate portfolio and match funding profile is well positioned for cycles

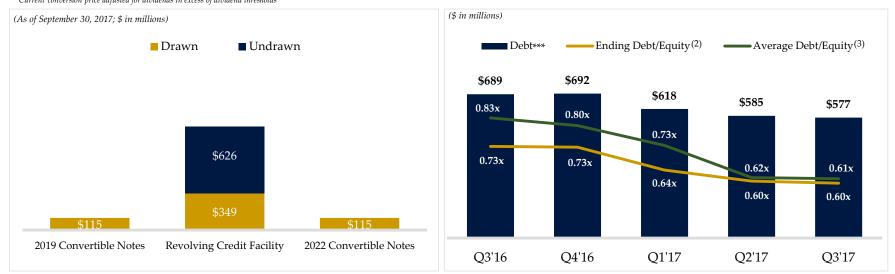
Liquidity Management

Cash and Cash Equivalents

Unrestricted cash totaled \$5.5 million as of September 30, 2017. Cash held at quarter-end was primarily attributable to amortization and interest payments. Restricted cash related to our interest rate swaps totaled \$2.6 million.

	Revolving Credit Facility*	Convertible Notes			
Size:	\$975.0 million; uncommitted accordion feature can increase total size to \$1.25 billion	Size:	\$115 million	\$115 million	
Revolving Period :	December 22, 2020	Maturity:	December 15, 2019	August 1, 2022	
Maturity Date:	December 22, 2021	Coupon:	4.50%	4.50%	
Interest Rate:	LIBOR + 200 / LIBOR + 175*	Interest Rate Swap Pricing:	LIBOR + 286.0	LIBOR + 237.2	
Undrawn Fee:	0.375%	Initial / Current Conversion Price:**	\$25.83 / \$25.50	\$21.34 / \$21.21	

*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 L+175. As of September 30, 2017, under this formula, the stated rate on the facility is L +200. \$60 million of commitments have a revolving period date of October 2, 2019 and a maturity date of October 2, 2020. **Current conversion price adjusted for dividends in excess of dividend thresholds



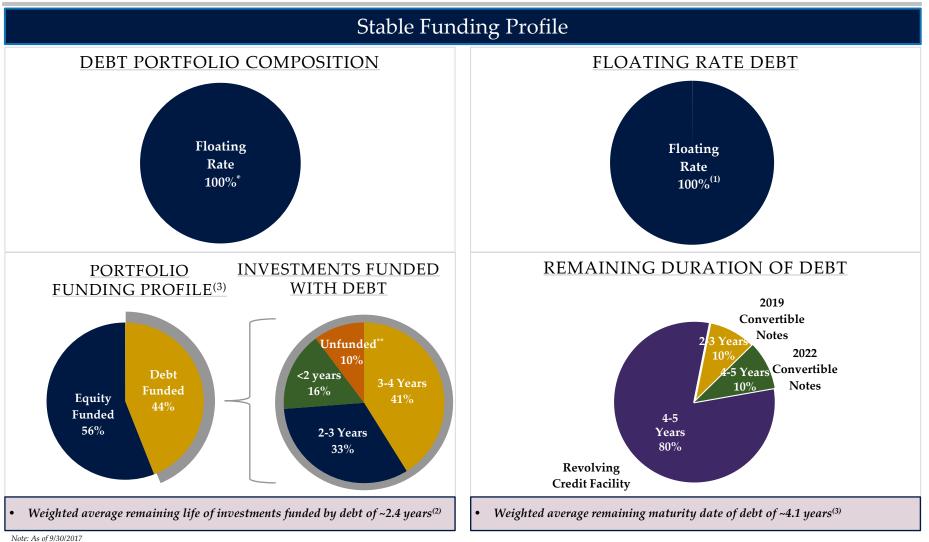
*** Total carrying value of debt excluding netting of Deferred Financing Costs totaling \$8.6mm at 9/30/16, \$11.0mm at 12/31/16, \$14.1mm at 3/31/17, \$13.3mm at 6/30/17, and \$12.6mm at 9/30/17

1. In connection with the convertible senior note offerings, 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 2019 and 2022 convertible senior notes was three-month LIBOR plus 286.0 basis points and 237.2 basis points respectively, which reflects the current terms.

2. Pro-forma for unsettled trades of -\$3mm at 9/30/16, \$0 at 12/31/16, -\$7mm at 3/31/17, \$0 at 6/30/17, and \$0 at 9/30/17

3. 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)

Funding Profile



*Includes fixed rate investments for which TSLX entered into an interest rate swaps agreement to swap to a floating rate **Includes unfunded commitments of \$73.0mm

- (1) Convertible debt treated as floating rate due to interest rate swap TSLX entered into to swap fixed notes payments for floating rate payments
- (2) 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 (56% of investments) and the remaining (shorter-dated) investments (44% of investments) are currently funded by debt financing. Investments for purposes of this analysis include unfunded commitments
- (3) Weighted by gross commitment amount. Reflects current terms

TSLX is match funded from an interest rate and duration perspective

Selected 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)

	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017
Net investment income per share	\$0.51	\$0.47	\$0.48	\$0.57	\$0.51
Net realized and unrealized gains (losses) per share	\$0.11	\$0.08	(\$0.01)	(\$0.04)	(\$0.10)
Net income per share	\$0.62	\$0.55	\$0.47	\$0.53	\$0.41
Net asset value per share (ending shares)	\$15.78	\$15.95	\$16.04	\$16.15	\$16.09
Pro forma net asset value per share (ending shares) *	\$15.78	\$15.95	\$16.00	\$16.06	\$16.03
Distributions paid per share (ending shares)	\$0.39	\$0.39	\$0.39	\$0.43	\$0.48
Net assets	\$940,469	\$952,212	\$959,641	\$968,099	\$966,743
Total debt ⁽¹⁾	\$688,748	\$691,729	\$618,094	\$585,455	\$577,145
Debt to equity at quarter-end ⁽²⁾	0.73x	0.73x	0.64x	0.60x	0.60x
Average debt to equity ⁽³⁾	0.83x	0.80x	0.73x	0.62x	0.61x
Annualized ROAE on net investment income ⁽⁴⁾	13.2%	11.9%	12.0%	14.1%	12.8%
Annualized ROAE on net income ⁽⁴⁾	15.9%	13.9%	11.9%	13.2%	10.2%

*Reflects NAV per share pro forma for the variable supplemental dividend per share of \$0.04, \$0.09, and \$0.06 related to Q1 2017, Q2 2017, and Q3 2017 earnings, respectively

(1) Total carrying value of debt excluding netting of Deferred Financing Costs totaling \$8.6mm at 9/30/16, \$11.0mm at 12/31/16, \$14.1mm at 3/31/17, \$13.3mm at 6/30/17, and \$12.6mm at 9/30/17

(2) Pro-forma for unsettled trades of -\$3mm at 9/30/16, \$0 at 12/31/16, \$7mm at 3/31/17, \$0 at 6/30/17, and \$0 at 9/30/17

(3) 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)

(4) 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

Portfolio Highlights – Selected Metrics

(Dollar amounts in thousands)						
	As of and For Three Months Ended					
	September 30, 2016	December 31, 2016	March 31, 2017	June 30, 2017	September 30, 2017	
Investments at Fair Value	\$1,643,572	\$1,657,403	\$1,580,278	\$1,554,451	\$1,550,280	
Number of Portfolio Companies	52	52	48	46	44	
Average Investment Size in Our Portfolio Companies	\$31,607	\$31,873	\$32,922	\$33,792	\$35,234	
Asset Class:						
First-Lien Debt Investments	94%	97%	99%	93%	93%	
Second-Lien Debt Investments	3%	1%	<1%	4%	4%	
Mezzanine and Unsecured Debt Investments	1%	<1%	0%	0%	0%	
Equity and Other Investments	2%	<2%	1%	3%	3%	
Interest Rate Type:						
% Floating Rate*	98%	98%	100%	100%	100%	
% Fixed Rate	2%	2%	0%	0%	0%	
Yields at Fair Value unless Otherwise Noted:						
Weighted Average Total Yield of Debt and Income Producing Securities at Amortized $\operatorname{Cost}^{(1)}$	10.3%	10.4%	10.4%	10.8%	10.8%	
Weighted Average Total Yield of Debt and Income Producing Securities ⁽¹⁾	10.3%	10.4%	10.3%	10.7%	10.7%	
Weighted Average Spread Over LIBOR of All Floating Rate Investments*	8.9%	8.9%	8.8%	9.0%	9.0%	
Weighted Average Interest Rate of Debt and Income Producing Securities	9.8%	9.8%	9.7%	10.1%	10.2%	
Fair Value as a Percentage of Principal (Debt)	98.2%	98.5%	98.6%	99.5%	99.4%	
Fair Value as a Percentage of Call Price (Debt)	94.5%	95.0%	95.2%	95.8%	95.6%	
Investment Activity at Par:						
New Investment Commitments	\$194,200	\$54,295	\$149,217	\$267,727	\$359,036	
Net Funded Investment Activity	(\$8,848)	(\$2,541)	(\$71,290)	(\$24,251)	(\$2,030)	
New Investment Commitments at Par:						
Number of New Investment Commitments in New Portfolio Companies	6	1	5	5	7	
Average New Investment Commitment Amount in New Portfolio Companies	\$32,367	\$50,000	\$29,843	\$43,700	\$40,910	
Weighted Average Term for New Investment Commitments in New Portfolic Companies (in years)	5.3	2.4	5.6	4.9	5.0	
Weighted Average Interest Rate of New Investment Commitments	9.7%	8.2%	9.4%	11.2%	9.2%	
Weighted Average Spread Over LIBOR of New Floating Rate Investment Commitments	8.7%	7.2%	8.7%*	9.9%	7.9%	

*Includes one or more fixed rate investments for which TSLX entered into an interest rate swap agreement to swap to a floating rate

(1) Total yield on investments is calculated based on the interest rate and the accretion of OID, exclusive of investments on non-accrual status

Quarterly Operating Results Detail

(Dollar amounts in thousands)					
		Fo	r Three Months Ended		
	September 30, 2016	December 31, 2016	March 31, 2017	June 30, 2017	September 30, 2017
Investment Income:					
Interest From Investments – Interest and Dividend $Income^{(1)}$	\$44,620	\$44,357	\$40,690	\$40,708	\$41,967
Interest From Investments – Other Fees ⁽²⁾	\$2,479	\$1,522	\$8,080	\$15,708	\$6,785
Total Interest From Investments	\$47,099	\$45,879	\$48,770	\$56,416	\$48,752
Other Income ⁽³⁾	\$6,818	\$3,829	\$2,178	\$2,403	\$3,553
Total Investment Income	\$53,917	\$49,708	\$50,948	\$58,819	\$52,305
P					
Expenses:					
Interest	\$6,102	\$6,079	\$6,865	\$7,655	\$5,498
Management Fees	\$6,212	\$6,300	\$6,071	\$5,977	\$5,995
Incentive Fees	\$6,467	\$5,942	\$6,050	\$7,197	\$6,561
Other Operating Expenses	\$4,024	\$2,794	\$2,693	\$3,178	\$2,682
Total Expenses	\$22,805	\$21,115	\$21,679	\$24,007	\$20,736
Management and Incentive Fees Waived	(\$149)	(\$84)	-	-	-
Net Expenses	\$22,656	\$21,031	\$21,679	\$24,007	\$20,736
Net Investment Income Before Income Taxes	\$31,261	\$28,677	\$29,269	\$34,812	\$31,569
Income Taxes, Including Excise Taxes	\$690	\$610	\$750	\$880	\$640
Net Investment Income	\$30,571	\$28,067	\$28,519	\$33,932	\$30,929
Net Unrealized and Realized Gains (Losses)	\$6,304	\$4,656	(\$241)	(\$2,106)	(\$6,170)
Net Income	\$36,875	\$32,723	\$28,278	\$31,826	\$24,759

(1) 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

(2) Interest from investments - other fees includes prepayment fees and accelerated amortization of upfront fees from unscheduled paydowns

(3) Other income includes amendment and syndication fees and other income

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