SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Address of Reporting Person*       2. Date Requiring (Month/ (Month/ 03/15/.				nent	3. Issuer Name and Ticker or Trading Symbol <u>TPG Specialty Lending, Inc.</u> [ N/A ]						
(Last) (First) (Middle) C/O TPG CAPITAL, L.P.				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				5. If Amendment, Date of Original Filed (Month/Day/Year)			
301 COMMERCE ST., SUITE 3300 (Street) FORT TX 76102 WORTH					Х	Officer (give title below) Vice Presider	Other (specify below) ent		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 are beneficially owned <sup>(1)(2)</sup>						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 Exer Expiration D (Month/Day/			ate		itle and Amount of Securit lerlying Derivative Securit	ty (Instr. 4) Conv or Ex		cise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratio Date	n Title	2	Amount or Number of Shares	Price of Derivativ Security	ve	or Indirect (I) (Instr. 5)	

Explanation of Responses:

1. Joshua Easterly does not directly own any securities of TPG Specialty Lending, Inc. (the "Issuer").

2. Mr. Easterly is a Managing Director of TPG Opportunities Partners, L.P., which is affiliated with Tarrant Advisors, Inc., a Texas corporation ("Tarrant"), which, as of the date hereof, directly holds 1,000 shares of Common Stock (the "Tarrant Stock") of the Issuer. Mr. Easterly disclaims beneficial ownership of the shares of Tarrant Stock that are or may be beneficially owned by Tarrant or any of its affiliates, including Tarrant Capital Advisors, Inc. and TPG Group Holdings (SBS) Advisors, Inc. 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. Easterly is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of any securities of the Issuer directly held by the Tarrant or any of its affiliates.

## **Remarks:**

(3) Ronald Cami is signing on behalf of Mr. Easterly pursuant to an authorization and designation letter dated March 10, 2011, which is filed herewith as Exhibit A.

/s/ By: Ronald Cami, on behalf 03/15/2011

of Joshua Easterly (3)

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.



March 10, 2011

Securities and Exchange Commission 450 Fifth Street, NW Washington, DC 20549

This letter confirms that Ronald Cami and John E. Viola are authorized and designated to sign all securities related filings with the Securities and Exchange Commission, including Forms 3, 4 and 5, on my behalf. This authorization and designation shall be valid for three years from the date of this letter.

Very truly yours,

<u>/s/ Joshua Easterly</u> Joshua Easterly