

Golub Capital BDC, Inc.  
Form 10-Q  
May 05, 2016

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 10-Q**

**☐ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

For the Quarterly Period Ended March 31, 2016

**OR**

**○ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 814-00794

**Golub Capital BDC, Inc.**

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**27-2326940**

(I.R.S. Employer Identification No.)

**150 South Wacker Drive, Suite 800**

**Chicago, IL 60606**

(Address of principal executive offices)

**(312) 205-5050**

(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 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

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

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

As of May 5, 2016, the Registrant had 51,511,221 shares of common stock, \$0.001 par value, outstanding.



**Part I. Financial Information**

Item 1. Financial Statements	3
<u>Consolidated Statements of Financial Condition as of March 31, 2016 (unaudited) and September 30, 2015</u>	3
<u>Consolidated Statements of Operations for the three and six months ended March 31, 2016 (unaudited) and 2015 (unaudited)</u>	4
<u>Consolidated Statements of Changes in Net Assets for the three and six months ended March 31, 2016 (unaudited) and 2015 (unaudited)</u>	5
<u>Consolidated Statements of Cash Flows for the six months ended March 31, 2016 (unaudited) and 2015 (unaudited)</u>	6
<u>Consolidated Schedules of Investments as of March 31, 2016 (unaudited) and September 30, 2015</u>	7
<u>Notes to Consolidated Financial Statements (unaudited)</u>	25
Item 2. <u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	59
Item 3. <u>Quantitative And Qualitative Disclosures About Market Risk</u>	88
Item 4. <u>Controls and Procedures</u>	89

**Part II. Other Information**

Item 1. <u>Legal Proceedings</u>	90
Item 1A. <u>Risk Factors</u>	90
Item 2. <u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	90
Item 3. <u>Defaults Upon Senior Securities</u>	90
Item 4. <u>Mine Safety Disclosures</u>	90
Item 5. <u>Other Information</u>	90
Item 6. <u>Exhibits</u>	91

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Statements of Financial Condition***(In thousands, except share and per share data)*

	March 31, 2016 (unaudited)	September 30, 2015
<b>Assets</b>		
Investments, at fair value		
Non-controlled/non-affiliate company investments	\$ 1,485,073	\$ 1,425,325
Non-controlled affiliate company investments	9,610	5,523
Controlled affiliate company investments	117,019	98,936
Total investments, at fair value (amortized cost of \$1,601,440 and \$1,517,314, respectively)	1,611,702	1,529,784
Cash and cash equivalents	5,335	5,468
Restricted cash and cash equivalents	36,863	92,016
Interest receivable	6,021	5,700
Receivable from investments sold	4,822	-
Other assets	272	458
<b>Total Assets</b>	<b>\$ 1,665,015</b>	<b>\$ 1,633,426</b>
<b>Liabilities</b>		
Debt	\$ 840,050	\$ 813,250
Less unamortized debt issuance costs	6,454	7,624
Debt less unamortized debt issuance costs	833,596	805,626
Secured borrowings, at fair value (proceeds of \$330 and \$351, respectively)	334	355
Interest payable	3,136	2,722
Management and incentive fees payable	9,590	11,754
Accounts payable and accrued expenses	2,053	2,042
Accrued trustee fees	56	57
<b>Total Liabilities</b>	<b>848,765</b>	<b>822,556</b>
Commitments and contingencies (Note 8)		
<b>Net Assets</b>		
Preferred stock, par value \$0.001 per share, 1,000,000 shares authorized, zero shares issued and outstanding as of March 31, 2016 and September 30, 2015	-	-
Common stock, par value \$0.001 per share, 100,000,000 shares authorized, 51,511,221 and 51,300,193 shares issued and outstanding as of March 31, 2016 and September 30, 2015, respectively	51	51
Paid in capital in excess of par	794,135	790,713
Undistributed net investment income	3,239	4,230
Net unrealized appreciation (depreciation) on investments and secured borrowings	12,927	15,134

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Net realized gain (loss) on investments	5,898	742
Total Net Assets	816,250	810,870
Total Liabilities and Total Net Assets	\$ 1,665,015	\$ 1,633,426
Number of common shares outstanding	51,511,221	51,300,193
Net asset value per common share	\$ 15.85	\$ 15.80

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Statements of Operations (unaudited)***(In thousands, except share and per share data)*

	Three months ended March 31,		Six months ended March 31,	
	2016	2015	2016	2015
Investment income				
From non-controlled/non-affiliate company investments:				
Interest income	\$ 27,322	\$ 26,837	\$ 54,889	\$ 53,606
Dividend income	51	63	282	81
Fee income	474	595	774	803
Total investment income from non-controlled/non-affiliate company investments	27,847	27,495	55,945	54,490
From non-controlled affiliate company investments:				
Interest income	21	-	21	-
Total investment income from non-controlled affiliate company investments	21	-	21	-
From controlled affiliate company investments:				
Interest income	1,767	652	3,393	1,202
Dividend income	1,127	314	1,903	314
Total investment income from controlled affiliate company investments	2,894	966	5,296	1,516
Total investment income	30,762	28,461	61,262	56,006
Expenses				
Interest and other debt financing expenses	6,833	6,017	13,564	11,711
Base management fee	5,405	4,855	10,719	9,676
Incentive fee	180	2,258	1,951	3,329
Professional fees	700	840	1,431	1,469
Administrative service fee	609	584	1,112	1,191
General and administrative expenses	136	153	285	319
Total expenses	13,863	14,707	29,062	27,695
Net investment income - before excise tax	16,899	13,754	32,200	28,311
Excise tax	31	-	333	-
Net investment income - after excise tax	16,868	13,754	31,867	28,311

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Net gain (loss) on investments and secured borrowings				
Net realized gain (loss) on investments:				
Non-controlled/non-affiliate company investments	178	4,523	2,434	6,249
Non-controlled affiliate company investments	-	-	2,722	-
Net realized gain (loss) on investments	178	4,523	5,156	6,249
Net change in unrealized appreciation (depreciation) on investments:				
Non-controlled/non-affiliate company investments	1,118	(1,009 )	2,949	(2,421 )
Non-controlled affiliate company investments	(4,142 )	344	(2,799 )	671
Controlled affiliate company investments	155	248	(2,357 )	222
Net change in unrealized appreciation (depreciation) on investments	(2,869 )	(417 )	(2,207 )	(1,528 )
Net change in unrealized depreciation (appreciation) on secured borrowings	-	1	-	1
Net gain (loss) on investments and secured borrowings	(2,691 )	4,107	2,949	4,722
Net increase in net assets resulting from operations	\$ 14,177	\$ 17,861	\$ 34,816	\$ 33,033
Per Common Share Data				
Basic and diluted earnings per common share	\$ 0.28	\$ 0.38	\$ 0.68	\$ 0.70
Dividends and distributions declared per common share	\$ 0.32	\$ 0.32	\$ 0.64	\$ 0.64
Basic and diluted weighted average common shares outstanding	51,382,676	47,174,501	51,342,514	47,147,555

See Notes to Consolidated Financial Statements.



**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Statements of Changes in Net Assets (unaudited)***(In thousands, except share data)*

	Common Stock	Par	Paid in Capital in Excess of Par	Undistributed Net Investment Income	Net Unrealized Appreciation (Depreciation) on Investments and Secured Borrowings	Net Realized Gain (Loss) on Investments	Total Net Assets
Balance at September 30, 2014	47,119,498	\$ 47	\$ 720,479	\$ 3,627	\$ 12,694	\$ (4,108 )	\$ 732,739
Net increase in net assets resulting from operations	-	-	-	28,311	(1,527 )	6,249	33,033
Distributions to stockholders:							
Stock issued in connection with dividend reinvestment plan	105,714	-	1,793	-	-	-	1,793
Distributions from net investment income	-	-	-	(30,173 )	-	-	(30,173 )
Total increase (decrease) for the period ended March 31, 2015	105,714	-	1,793	(1,862 )	(1,527 )	6,249	4,653
Balance at March 31, 2015	47,225,212	\$ 47	\$ 722,272	\$ 1,765	\$ 11,167	\$ 2,141	\$ 737,392
Balance at September 30, 2015	51,300,193	\$ 51	\$ 790,713	\$ 4,230	\$ 15,134	\$ 742	\$ 810,870
Net increase in net assets resulting from operations	-	-	-	31,867	(2,207 )	5,156	34,816
Distributions to stockholders:							
Stock issued in connection with dividend reinvestment plan	211,028	-	3,422	-	-	-	3,422
Distributions from net investment income	-	-	-	(32,858 )	-	-	(32,858 )
	211,028	-	3,422	(991 )	(2,207 )	5,156	5,380

Total increase (decrease)  
for the period ended  
March 31, 2016

Balance at March 31, 2016	51,511,221	\$ 51	\$ 794,135	\$ 3,239	\$ 12,927	\$ 5,898	\$ 816,250
------------------------------	------------	-------	------------	----------	-----------	----------	------------

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Statements of Cash Flows (unaudited)***(In thousands)*

	Six months ended March 31,	
	2016	2015
Cash flows from operating activities		
Net increase in net assets resulting from operations	\$ 34,816	\$ 33,033
Adjustments to reconcile net increase in net assets resulting from operations to net cash (used in) provided by operating activities:		
Amortization of debt issuance costs	2,250	2,135
Accretion of discounts and amortization of premiums	(3,686 )	(3,489 )
Net realized (gain) loss on investments	(5,156 )	(6,249 )
Net change in unrealized (appreciation) depreciation on investments	2,207	1,528
Net change in unrealized appreciation (depreciation) on secured borrowings	-	(1 )
Proceeds from (fundings of) revolving loans, net	(4,681 )	(4,261 )
Fundings of investments	(318,255 )	(290,334 )
Proceeds from principal payments and sales of portfolio investments	247,969	227,939
PIK interest	(316 )	(584 )
Changes in operating assets and liabilities:		
Interest receivable	(321 )	(156 )
Receivable for investments sold	(4,822 )	(8,232 )
Other assets	186	52
Interest payable	414	(585 )
Management and incentive fees payable	(2,164 )	(1,293 )
Accounts payable and accrued expenses	11	155
Accrued trustee fees	(1 )	2
Net cash (used in) provided by operating activities	(51,549 )	(50,340 )
Cash flows from investing activities		
Net change in restricted cash and cash equivalents	55,153	20,338
Net cash (used in) provided by investing activities	55,153	20,338
Cash flows from financing activities		
Borrowings on debt	161,750	110,100
Repayments of debt	(134,950 )	(52,800 )
Capitalized debt issuance costs	(1,080 )	(968 )
Repayments on secured borrowings	(21 )	(17 )
Dividends and distributions paid	(29,436 )	(28,380 )
Net cash (used in) provided by financing activities	(3,737 )	27,935
Net change in cash and cash equivalents	(133 )	(2,067 )

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Cash and cash equivalents, beginning of period	5,468	5,135
Cash and cash equivalents, end of period	\$ 5,335	\$ 3,068
Supplemental information:		
Cash paid during the period for interest	\$ 10,892	\$ 10,152
Dividends and distributions declared during the period	32,858	30,173

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (unaudited)****March 31, 2016***(In thousands)*

Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par (\$), Shares/Units <sup>(3)</sup>	Amortized Cost <sup>(4)</sup>	Percentage		
						of Net Assets	Fair Value	
Investments								
Non-controlled/non-affiliate company investments								
Debt investments								
Aerospace and Defense								
ILC Dover, LP	One stop	P + 6.00%	9.50 %	03/2019	\$ 781	\$ 771	0.1 %	\$ 630
ILC Dover, LP*^#	One stop	P + 6.00%	9.50 %	03/2020	17,888	17,729	1.9	15,205
ILC Industries, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	07/2020	-	(20 )	-	-
ILC Industries, Inc.*^#	One stop	L + 6.00%	7.00 %	07/2020	22,556	22,428	2.8	22,556
Loar Group Inc.#	Senior loan	L + 4.75%	5.75 %	01/2022	2,244	2,205	0.3	2,233
NTS Technical Systems <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	06/2021	-	(92 )	-	-
NTS Technical Systems*^#	One stop	L + 6.00%	7.00 %	06/2021	26,308	25,910	3.2	26,308
NTS Technical Systems <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	06/2021	-	(43 )	-	-
Tresys Technology Holdings, Inc.	One stop	L + 6.75%	8.00 %	12/2017	349	346	-	349
Tresys Technology Holdings, Inc. <sup>(6)</sup>	One stop	L + 6.75%	8.00 %	12/2017	3,899	3,845	0.1	1,170
Whitcraft LLC <sup>(4)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	05/2020	-	(1 )	-	-
Whitcraft LLC*^	One stop	L + 6.50%	7.50 %	05/2020	13,572	13,458	1.7	13,572
					87,597	86,536	10.1	82,023
Automobile								

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

American Driveline Systems, Inc.	Senior loan	P + 4.75%	8.25 %	03/2020	25	18	-	16
American Driveline Systems, Inc.*	Senior loan	L + 5.75%	6.75 %	03/2020	1,807	1,761	0.2	1,717
American Driveline Systems, Inc.^	Senior loan	L + 5.75%	6.75 %	03/2020	233	228	-	228
CH Hold Corp. (Caliber Collision)*#	Senior loan	L + 5.25%	6.25 %	11/2019	5,170	5,127	0.6	5,170
Dent Wizard International Corporation*	Senior loan	L + 4.75%	5.75 %	04/2020	2,482	2,471	0.3	2,482
Integrated Supply Network, LLC <sup>(4)</sup>	Senior loan	L + 5.25%	N/A <sup>(5)</sup>	02/2020	-	(8 )	-	-
Integrated Supply Network, LLC*^	Senior loan	L + 5.25%	6.25 %	02/2020	6,942	6,862	0.9	6,942
K&N Engineering, Inc. <sup>(4)</sup>	Senior loan	L + 4.25%	N/A <sup>(5)</sup>	07/2019	-	(3 )	-	(3 )
K&N Engineering, Inc.^	Senior loan	L + 4.25%	5.25 %	07/2019	2,869	2,837	0.4	2,811
K&N Engineering, Inc.^	Senior loan	L + 4.25%	5.25 %	07/2019	135	123	-	133
T5 Merger Corporation <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	03/2022	-	(2 )	-	(1 )
T5 Merger Corporation^	One stop	L + 6.25%	7.25 %	03/2022	2,400	2,358	0.3	2,376
					22,063	21,772	2.7	21,871
Banking								
HedgeServ Holding L.P. <sup>(4)</sup>	One stop	L + 8.00%	N/A <sup>(5)</sup>	02/2019	-	(5 )	-	-
HedgeServ Holding L.P.*^#	One stop	L + 8.00%	7.00% cash/2.00% PIK	02/2019	17,353	17,258	2.1	17,353
					17,353	17,253	2.1	17,353
Beverage, Food and Tobacco								
Abita Brewing Co., L.L.C.	One stop	L + 5.75%	6.75 %	04/2021	8	7	-	8
Abita Brewing Co., L.L.C.	One stop	L + 5.75%	6.75 %	04/2021	8,033	7,898	1.0	8,033
ABP Corporation	Senior loan	P + 3.50%	7.25 %	09/2018	209	205	-	209
ABP Corporation*	Senior loan	L + 4.75%	6.00 %	09/2018	4,721	4,682	0.6	4,721
Atkins Nutritionals, Inc.*^#	One stop	L + 5.00%	6.25 %	01/2019	16,872	16,726	2.1	16,872
Atkins Nutritionals, Inc.*^	One stop	L + 8.50%	9.75 %	04/2019	21,636	21,429	2.7	21,636
C. J. Foods, Inc. <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	05/2019	-	(6 )	-	-
C. J. Foods, Inc.	One stop	L + 5.50%	6.50 %	05/2019	668	660	0.1	668
C. J. Foods, Inc.*	One stop		6.50 %	05/2019	3,176	3,145	0.4	3,176

## Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 5.50%						
Candy Intermediate Holdings, Inc. (Ferrara Candy)^	Senior loan	L + 6.25%	7.50 %	06/2018	4,813	4,751	0.6	4,825
Firebirds International, LLC <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	05/2018	-	(1 )	-	-
Firebirds International, LLC*	One stop	L + 5.75%	7.00 %	05/2018	1,079	1,071	0.1	1,079
Firebirds International, LLC*	One stop	L + 5.75%	7.00 %	05/2018	303	300	-	303
Firebirds International, LLC <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	05/2018	-	(3 )	-	-
First Watch Restaurants, Inc.	One stop	P + 5.00%	8.50 %	12/2020	1,634	1,625	0.2	1,634
First Watch Restaurants, Inc.*^#	One stop	L + 6.00%	7.00 %	12/2020	25,727	25,491	3.1	25,727
First Watch Restaurants, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2020	-	(11 )	-	-
First Watch Restaurants, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2020	-	(11 )	-	-
First Watch Restaurants, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2020	-	(9 )	-	-
Hopdoddy Holdings, LLC	One stop	L + 8.00%	N/A <sup>(5)</sup>	08/2020	-	-	-	-
Hopdoddy Holdings, LLC	One stop	L + 8.00%	9.00 %	08/2020	663	651	0.1	663
Hopdoddy Holdings, LLC <sup>(4)</sup>	One stop	L + 8.00%	N/A <sup>(5)</sup>	08/2020	-	(3 )	-	-
IT'SUGAR LLC	Subordinated debt	N/A	8.00 %	10/2017	1,707	1,707	0.2	1,911
Northern Brewer, LLC	One stop	P + 5.25%	8.75 %	02/2018	699	692	0.1	647
Northern Brewer, LLC	One stop	L + 6.50%	8.07 %	02/2018	6,002	5,935	0.7	5,552
Smashburger Finance LLC <sup>(4)</sup>	Senior loan	L + 5.50%	N/A <sup>(5)</sup>	05/2018	-	(2 )	-	-
Smashburger Finance LLC	Senior loan	L + 5.50%	6.75 %	05/2018	87	87	-	87
Surfside Coffee Company LLC	One stop	L + 5.25%	6.25 %	06/2020	21	20	-	21
Surfside Coffee Company LLC^	One stop	L + 5.25%	6.25 %	06/2020	4,492	4,454	0.5	4,492
Surfside Coffee Company LLC	One stop	L + 5.25%	6.25 %	06/2020	131	123	-	131
Tate's Bake Shop, Inc.#	Senior loan	L + 5.00%	6.00 %	08/2019	600	595	0.1	600
The Original Cakerie Ltd. <sup>(7)(8)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	12/2020	-	-	-	-
The Original Cakerie Ltd. <sup>(7)(8)</sup>	Senior loan	L + 5.00%	6.00 %	12/2020	1,652	1,636	0.2	1,652

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Uinta Brewing Company	One stop	L + 7.00%	8.00 %	08/2019	678	673	0.1	666
Uinta Brewing Company^	One stop	L + 7.00%	8.00 %	08/2019	3,195	3,174	0.4	3,147
United Craft Brews LLC	One stop	L + 6.25%	7.25 %	03/2020	1,084	1,070	0.1	1,084
United Craft Brews LLC	One stop	L + 6.25%	7.25 %	03/2020	539	526	0.1	539
United Craft Brews LLC	One stop	L + 6.25%	7.25 %	03/2020	12,097	11,884	1.5	12,097
					122,526	121,171	15.0	122,180

See Notes to Consolidated Financial Statements.



## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

(In thousands)

	Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par (\$), Shares/Units <sup>(3)</sup>	Amortized Cost <sup>(4)</sup>	Percentage of Net Assets	Fair Value
Broadcasting and Entertainment								
TouchTunes Interactive Networks, Inc.^	Senior loan	L + 4.75%	5.75 %	05/2021	1,484	1,478	0.2	1,485
Building and Real Estate								
Accruent, LLC*	One stop	L + 6.25%	7.27 %	11/2019	4,697	4,663	0.6	4,697
Brooks Equipment Company, LLC <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	08/2020	-	(15 )	-	-
Brooks Equipment Company, LLC*^	One stop	L + 5.00%	6.00 %	08/2020	23,967	23,706	2.9	23,967
ITEL Laboratories, Inc. <sup>(4)</sup>	Senior loan	L + 4.75%	N/A <sup>(5)</sup>	06/2018	-	(1 )	-	-
ITEL Laboratories, Inc.*	Senior loan	L + 4.75%	6.00 %	06/2018	637	633	0.1	637
					29,301	28,986	3.6	29,301
Cargo Transport								
Worldwide Express Operations, LLC*^	Senior loan	L + 5.00%	6.00 %	07/2019	4,900	4,851	0.6	4,851
Worldwide Express Operations, LLC <sup>(4)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	07/2019	-	(1 )	-	(1 )
					4,900	4,850	0.6	4,850
Containers, Packaging and Glass								
Fort Dearborn Company*^	Senior loan	L + 4.25%	5.25 %	10/2017	538	536	0.1	538
Fort Dearborn Company*^	Senior loan	L + 4.75%	5.75 %	10/2018	2,577	2,567	0.3	2,577
Packaging Coordinators, Inc.*	Senior loan	L + 4.25%	5.25 %	08/2021	2,836	2,814	0.3	2,810
Packaging Coordinators, Inc.			9.00 %	08/2022	10,000	9,920	1.2	9,450

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Second lien	L + 8.00%				15,951	15,837	1.9	15,375
Diversified Conglomerate Manufacturing									
Chase Industries, Inc.#	One stop	L + 5.75%	6.75 %	09/2020		3,376	3,340	0.4	3,376
Chase Industries, Inc.	One stop	L + 5.75%	6.75 %	09/2020		234	218	-	234
Chase Industries, Inc.*^#	One stop	L + 5.75%	6.75 %	09/2020		20,774	20,620	2.6	20,774
Harvey Tool Company, LLC	Senior loan	L + 5.00%	N/A (5)	03/2019		-	-	-	-
Harvey Tool Company, LLC*	Senior loan	L + 5.00%	6.01 %	03/2020		3,123	3,096	0.4	3,123
Inventus Power, Inc <sup>(4)</sup>	One stop	L + 5.50%	N/A (5)	04/2020		-	(3 )	-	(21 )
Inventus Power, Inc*^	One stop	L + 5.50%	6.50 %	04/2020		8,547	8,498	1.0	8,205
Onicon Incorporated <sup>(4)</sup>	One stop	L + 6.00%	N/A (5)	04/2020		-	(5 )	-	-
Onicon Incorporated <sup>1</sup> #	One stop	L + 6.00%	7.07 %	04/2020		9,168	9,103	1.1	9,168
Plex Systems, Inc. <sup>(4)</sup>	One stop	L + 7.50%	N/A (5)	06/2018		-	(26 )	-	-
Plex Systems, Inc.*^	One stop	L + 7.50%	8.75 %	06/2018		18,797	18,441	2.3	18,797
Sunless Merger Sub, Inc.	Senior loan	P + 4.00%	7.50 %	07/2016		247	247	-	238
Sunless Merger Sub, Inc.	Senior loan	L + 5.25%	6.50 %	07/2016		1,534	1,536	0.2	1,380
						65,800	65,065	8.0	65,274
Diversified Conglomerate Service									
Accellos, Inc. <sup>(4)</sup>	One stop	L + 5.75%	N/A (5)	07/2020		-	(15 )	-	-
Accellos, Inc.*^#	One stop	L + 5.75%	6.75 %	07/2020		31,960	31,675	3.9	31,960
Actiance, Inc.	One stop	L + 9.00%	N/A (5)	04/2018		-	-	-	-
Actiance, Inc.*^	One stop	L + 9.00%	10.00 %	04/2018		2,502	2,427	0.3	2,502
Agility Recovery Solutions Inc. <sup>(4)</sup>	One stop	L + 6.50%	N/A (5)	03/2020		-	(7 )	-	(7 )
Agility Recovery Solutions Inc.*^	One stop	L + 6.50%	7.50 %	03/2020		14,163	13,998	1.7	14,021
Bomgar Corporation <sup>(4)</sup>	One stop	L + 6.00%	N/A (5)	09/2020		-	(18 )	-	-
Bomgar Corporation*	One stop	L + 6.00%	7.00 %	09/2020		29,491	29,060	3.6	29,491
Daxko, LLC <sup>(4)</sup>	One stop	L + 5.75%	N/A (5)	03/2020		-	(22 )	-	-

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Daxko, LLC <sup>*^#</sup>	One stop	L + 5.75%	6.75 %	03/2020	28,943	28,631	3.5	28,943
DTI Holdco, Inc. <sup>#</sup>	Senior loan	L + 5.00%	6.00 %	08/2020	8,302	8,236	1.0	8,302
HealthcareSource HR, Inc. <sup>(4)</sup>	One stop	L + 6.75%	N/A <sup>(5)</sup>	05/2020	-	(1 )	-	-
HealthcareSource HR, Inc. <sup>#</sup>	One stop	L + 6.75%	7.75 %	05/2020	17,814	17,462	2.2	17,814
Host Analytics, Inc. <sup>(4)</sup>	One stop	N/A	N/A <sup>(5)</sup>	02/2020	-	(5 )	-	-
Host Analytics, Inc.	One stop	N/A	8.50% cash/2.25% PIK	02/2020	2,994	2,954	0.4	2,994
Integration Appliance, Inc. <sup>(4)</sup>	One stop	L + 8.25%	N/A <sup>(5)</sup>	09/2018	-	(10 )	-	(9 )
Integration Appliance, Inc.	One stop	L + 8.25%	9.50 %	09/2020	5,396	5,296	0.6	5,342
Integration Appliance, Inc.	One stop	L + 8.25%	9.50 %	09/2020	7,913	7,753	1.0	7,834
Integration Appliance, Inc. <sup>*</sup>	One stop	L + 8.25%	9.50 %	09/2020	719	708	0.1	712
Integration Appliance, Inc. <sup>*^</sup>	One stop	L + 8.25%	9.50 %	09/2020	16,123	15,969	2.0	15,962
Mediaocean LLC <sup>#</sup>	Senior loan	L + 4.75%	5.75 %	08/2022	167	164	-	167
NetSmart Technologies, Inc.	One stop	P + 4.25%	7.75 %	02/2019	1,045	1,030	0.1	1,045
NetSmart Technologies, Inc. <sup>^#</sup>	One stop	L + 5.25%	6.25 %	02/2019	14,741	14,634	1.8	14,741
Secure-24, LLC <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	08/2017	-	(2 )	-	-
Secure-24, LLC <sup>*</sup>	One stop	L + 6.00%	7.25 %	08/2017	9,976	9,891	1.2	9,976
Secure-24, LLC <sup>^</sup>	One stop	L + 6.00%	7.25 %	08/2017	1,459	1,450	0.2	1,459
Severin Acquisition, LLC <sup>^</sup>	Senior loan	L + 5.00%	6.00 %	07/2021	798	791	0.1	798
Severin Acquisition, LLC <sup>^</sup>	Senior loan	L + 5.38%	6.38 %	07/2021	897	888	0.1	911
Source Medical Solutions, Inc.	Second lien	L + 8.00%	9.00 %	03/2018	9,294	9,211	1.1	8,829
Steelwedge Software, Inc. <sup>(5)</sup>	One stop	L + 10.00%	N/A <sup>(5)</sup>	09/2020	-	-	-	-
Steelwedge Software, Inc. <sup>^</sup>	One stop	L + 10.00%	9.00% cash/2.00% PIK	09/2020	2,174	2,087	0.3	2,174
TA MHI Buyer, Inc. <sup>(5)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2021	-	-	-	-
TA MHI Buyer, Inc. <sup>^</sup>	One stop	L + 6.50%	7.50 %	09/2021	8,274	8,208	1.0	8,274
TA MHI Buyer, Inc. <sup>^</sup>	One stop	L + 6.50%	7.50 %	09/2021	239	236	-	239

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Trintech, Inc. <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	10/2021	-	(1 )	-	-
Trintech, Inc.*#	One stop	L + 5.75%	6.75 %	10/2021	7,341	7,257	0.9	7,341
Vendavo, Inc. <sup>(4)</sup>	One stop	L + 8.50%	N/A <sup>(5)</sup>	10/2019	-	(11 )	-	-
Vendavo, Inc.	One stop	L + 8.50%	9.50 %	10/2019	15,501	15,254	1.9	15,501
Vendor Credentialing Service LLC <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	11/2021	-	(1 )	-	-

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

(In thousands)

	Investment Type	Spread	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par (\$), Shares/Units <sup>(3)</sup>	Amortized Cost	Percentage	
		Above Index <sup>(1)</sup>					of Net Assets	Fair Value
Vendor Credentialing Service LLC	One stop	L + 6.00%	7.00 %	11/2021	10,246	9,998	1.3	10,246
Vitalyst, LLC	Senior loan	P + 4.25%	7.75 %	09/2017	66	65	-	58
Vitalyst, LLC	Senior loan	L + 5.25%	6.50 %	09/2017	1,481	1,475	0.2	1,437
Electronics					250,019	246,715	30.5	249,051
Appriss Holdings, Inc.	Senior loan	L + 4.75%	5.75 %	11/2020	902	868	0.1	902
Appriss Holdings, Inc.*#	Senior loan	L + 4.75%	5.75 %	11/2020	20,842	20,595	2.6	20,842
Compusearch Software Holdings, Inc.^	Senior loan	L + 4.50%	5.50 %	05/2021	1,315	1,312	0.2	1,315
ECI Acquisition Holdings, Inc. <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	03/2019	-	(11 )	-	-
ECI Acquisition Holdings, Inc.*^#	One stop	L + 6.25%	7.25 %	03/2019	21,779	21,537	2.7	21,779
ECI Acquisition Holdings, Inc.	One stop	L + 6.25%	7.25 %	03/2019	1,410	1,395	0.2	1,410
Gamma Technologies, LLC <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	06/2021	-	(1 )	-	-
Gamma Technologies, LLC^#	One stop	L + 5.50%	6.50 %	06/2021	18,092	17,935	2.2	18,092
Park Place Technologies LLC <sup>(4)</sup>	One stop	L + 5.25%	N/A <sup>(5)</sup>	06/2022	-	(2 )	-	-
Park Place Technologies LLC*#	One stop	L + 5.25%	6.25 %	06/2022	12,529	12,349	1.5	12,529
Sloan Company, Inc., The	One stop	L + 6.25%	7.25 %	04/2020	31	30	-	23
Sloan Company, Inc., The#	One stop		7.25 %	04/2020	7,551	7,474	0.8	6,419

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 6.25%							
Sovos Compliance <sup>(4)</sup>	One stop	L + 6.75%	N/A <sup>(5)</sup>	03/2022	-	(1	)	-	(1
Sovos Compliance*	One stop	L + 6.75%	7.75 %	03/2022	4,930	4,845	0.6	4,856	
Sparta Holding Corporation <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	07/2020	-	(27	)	-	-
Sparta Holding Corporation* <sup>^#</sup>	One stop	L + 5.50%	6.50 %	07/2020	22,309	22,107	2.7	22,309	
Syncsort Incorporated <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	11/2021	-	(2	)	-	-
Syncsort Incorporated* <sup>^#</sup>	One stop	L + 5.50%	6.50 %	11/2021	16,693	16,379	2.0	16,693	
Systems Maintenance Services Holding, Inc. <sup>^</sup>	Senior loan	L + 4.00%	5.00 %	10/2019	2,610	2,602	0.3	2,610	
Watchfire Enterprises, Inc.	Second lien	L + 8.00%	9.00 %	10/2021	9,435	9,259	1.2	9,435	
					140,428	138,643	17.1	139,210	
Grocery									
MyWebGrocer, Inc.	One stop	L + 8.75%	10.00%	05/2018	1,586	1,577	0.2	1,586	
MyWebGrocer, Inc. <sup>^</sup>	One stop	L + 8.75%	10.00%	05/2018	14,271	14,145	1.7	14,271	
Teasdale Quality Foods, Inc. <sup>#</sup>	Senior loan	L + 4.75%	5.77 %	10/2020	557	552	0.1	566	
					16,414	16,274	2.0	16,423	
Healthcare, Education and Childcare									
Active Day, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2021	-	(2	)	-	-
Active Day, Inc.	One stop	L + 6.00%	7.00 %	12/2021	13,606	13,252	1.7	13,606	
Active Day, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2021	-	(40	)	-	-
Agilitas USA, Inc. <sup>^</sup>	Senior loan	L + 4.00%	5.00 %	10/2020	2,125	2,109	0.3	2,125	
Aris Teleradiology Company, LLC	Senior loan	L + 4.75%	N/A <sup>(5)</sup>	03/2021	-	-	-	-	
Aris Teleradiology Company, LLC*	Senior loan	L + 4.75%	5.75 %	03/2021	946	936	0.1	936	
Avalign Technologies, Inc. <sup>^</sup>	Senior loan	L + 4.50%	5.50 %	07/2021	1,136	1,131	0.1	1,136	
Avatar International, LLC	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	658	657	0.1	658	
Avatar International, LLC* <sup>(6)</sup>	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	7,641	7,615	0.3	2,560	
Avatar International, LLC <sup>#(6)</sup>	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	1,648	1,644	0.1	552	

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

BIORECLAMATIONIVT, LLC <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	01/2021	-	(2 )	-	-
BIORECLAMATIONIVT, LLC <sup>*^#</sup>	One stop	L + 6.25%	7.25 %	01/2021	14,464	14,223	1.8	14,464
California Cryobank, LLC	One stop	P + 4.25%	7.75 %	08/2019	22	20	-	22
California Cryobank, LLC <sup>^</sup>	One stop	L + 5.50%	6.50 %	08/2019	1,550	1,540	0.2	1,550
California Cryobank, LLC	One stop	L + 5.50%	6.50 %	08/2019	43	42	-	43
Certara L.P. <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	12/2018	-	(12 )	-	-
Certara L.P. <sup>*^#</sup>	One stop	L + 6.25%	7.25 %	12/2018	30,694	30,447	3.8	30,694
CPI Buyer, LLC (Cole-Parmer) <sup>*^</sup>	Senior loan	L + 4.50%	5.50 %	08/2021	7,900	7,658	0.9	7,574
Curo Health Services LLC <sup>#</sup>	Senior loan	L + 5.50%	6.50 %	02/2022	1,980	1,963	0.2	1,964
DCA Investment Holding, LLC	One stop	P + 4.25%	7.75 %	07/2021	372	356	-	359
DCA Investment Holding, LLC <sup>*^#</sup>	One stop	L + 5.25%	6.25 %	07/2021	19,063	18,693	2.3	18,872
DCA Investment Holding, LLC <sup>*^#</sup>	One stop	L + 5.25%	6.25 %	07/2021	13,672	13,513	1.7	13,530
Deca Dental Management LLC	One stop	L + 6.25%	7.25 %	07/2020	37	36	-	37
Deca Dental Management LLC	One stop	L + 6.25%	7.25 %	07/2020	183	173	-	183
Deca Dental Management LLC <sup>*^</sup>	One stop	L + 6.25%	7.25 %	07/2020	4,168	4,114	0.5	4,168
Delta Educational Systems <sup>*</sup>	Senior loan	P + 4.75%	8.25 %	12/2016	1,483	1,477	0.2	1,260
Delta Educational Systems <sup>(4)</sup>	Senior loan	L + 6.00%	N/A <sup>(5)</sup>	12/2016	-	-	-	(7
Dental Holdings Corporation	One stop	P + 4.25%	7.75 %	02/2020	184	173	-	184
Dental Holdings Corporation	One stop	L + 5.50%	6.50 %	02/2020	7,638	7,500	0.9	7,638
Dental Holdings Corporation	One stop	L + 5.50%	6.50 %	02/2020	630	616	0.1	630
Encore GC Acquisition, LLC <sup>(4)</sup>	Senior loan	L + 5.25%	N/A <sup>(5)</sup>	01/2020	-	(8 )	-	(14
Encore GC Acquisition, LLC <sup>*^</sup>	Senior loan	L + 5.25%	6.25 %	01/2020	4,796	4,731	0.6	4,701
eSolutions, Inc. <sup>(4)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	03/2022	-	(1 )	-	(1
eSolutions, Inc.	One stop	L + 6.50%	7.50 %	03/2022	13,141	12,849	1.6	13,009
G & H Wire Company, Inc.	One stop	P + 4.50%	8.00 %	12/2017	250	246	-	250
G & H Wire Company, Inc. <sup>*^</sup>	One stop		6.75 %	12/2017	13,224	13,156	1.6	13,224

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 5.75%							
Joerns Healthcare, LLC*	One stop	L + 5.00%	6.00 %	05/2020	3,301	3,273	0.4	3,272	
Katena Holdings, Inc. <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	06/2021	-	(1 )	-	-	
Katena Holdings, Inc. <sup>^</sup>	One stop	L + 6.25%	7.25 %	06/2021	8,743	8,663	1.1	8,743	
Katena Holdings, Inc. <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	06/2021	-	(7 )	-	-	
Maverick Healthcare Group, LLC*	Senior loan	L + 9.50%	9.25% cash/2.00% PIK	12/2016	1,922	1,910	0.2	1,922	
PPT Management, LLC <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	04/2020	-	(7 )	-	-	
PPT Management, LLC	One stop	L + 5.00%	6.00 %	04/2020	2,457	2,433	0.3	2,457	
Premise Health Holding Corp. <sup>(4)</sup>	One stop	L + 4.50%	N/A <sup>(5)</sup>	06/2020	-	(18 )	-	-	
Premise Health Holding Corp. <sup>#</sup>	One stop	L + 4.50%	5.50 %	06/2020	15,000	14,907	1.8	15,000	

See Notes to Consolidated Financial Statements.



## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

(In thousands)

	Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par (\$), Shares/Units	Amortized Cost <sup>(3)</sup>	Percentage of Net Assets	Fair Value
Radiology Partners, Inc. <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	09/2020	-	(6)	-	-
Radiology Partners, Inc.*^	One stop	L + 5.00%	6.00 %	09/2020	16,951	16,749	2.1	16,951
Radiology Partners, Inc.	One stop	L + 5.00%	6.00 %	09/2020	1,919	1,885	0.2	1,919
Reliant Pro ReHab, LLC	Senior loan	P + 4.00%	7.50 %	06/2017	129	126	-	129
Reliant Pro ReHab, LLC*	Senior loan	L + 5.00%	6.00 %	06/2017	3,185	3,170	0.4	3,185
Renaissance Pharma (U.S.) Holdings Inc.^	Senior loan	L + 4.00%	5.03 %	05/2018	418	414	0.1	418
RXH Buyer Corporation	One stop	P + 4.75%	8.25 %	09/2021	10	6	-	10
RXH Buyer Corporation <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	09/2021	-	(51)	-	-
RXH Buyer Corporation*^	One stop	L + 5.75%	6.75 %	09/2021	17,524	17,206	2.2	17,524
Sarnova HC, LLC#	Senior loan	L + 4.75%	5.76 %	01/2022	3,740	3,704	0.5	3,704
Southern Anesthesia and Surgical <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	11/2017	-	(5)	-	-
Southern Anesthesia and Surgical	One stop	L + 5.50%	6.50 %	11/2017	5,610	5,558	0.7	5,610
Southern Anesthesia and Surgical^	One stop	L + 5.50%	6.50 %	11/2017	2,728	2,708	0.3	2,728
Surgical Information Systems, LLC^	Senior loan	L + 3.00%	4.01 %	09/2018	1,879	1,876	0.2	1,879
U.S. Anesthesia Partners, Inc.#	One stop	L + 5.00%	6.00 %	12/2019	5,927	5,906	0.7	5,927
WIL Research Company, Inc.*			5.75 %	02/2018	752	748	0.1	752

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Senior loan	L + 4.50%							
Young Innovations, Inc.*#	Senior loan	L + 4.25%	5.25 %	01/2019	1,742	1,733	0.2	1,742	
Young Innovations, Inc.	Senior loan	P + 3.25%	6.75 %	01/2018	52	52	-	51	
Zest Holdings, LLC#	Senior loan	L + 4.75%	5.75 %	08/2020	5,309	5,110	0.7	5,309	
					262,552	258,847	31.3#	255,000	
Home and Office Furnishings, Housewares, and Durable Consumer									
1A Smart Start LLC*	Senior loan	L + 4.75%	5.75 %	02/2022	2,126	2,107	0.2	2,126	
Floor & Decor Outlets of America, Inc.*^	One stop	L + 6.50%	7.75 %	05/2019	11,073	11,002	1.4	11,073	
Plano Molding Company, LLC*^#	One stop	L + 6.00%	7.00 %	05/2021	18,024	17,871	2.2	18,024	
					31,223	30,980	3.8	31,223	
Hotels, Motels, Inns, and Gaming									
Aimbridge Hospitality, LLC^	Senior loan	L + 4.50%	5.75 %	10/2018	827	812	0.1	827	
Insurance									
Captive Resources Midco, LLC <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	06/2020	-	(20)	-	-	
Captive Resources Midco, LLC <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	06/2020	-	(18)	-	-	
Captive Resources Midco, LLC*^#	One stop	L + 5.75%	6.75 %	06/2020	26,261	25,978	3.2	26,261	
Higginbotham Insurance Agency, Inc.*	Senior loan	L + 5.25%	6.25 %	11/2021	1,308	1,295	0.2	1,308	
Internet Pipeline, Inc. <sup>(4)</sup>	One stop	L + 7.25%	N/A <sup>(5)</sup>	08/2021	-	(1)	-	-	
Internet Pipeline, Inc.	One stop	L + 7.25%	8.25 %	08/2022	4,935	4,812	0.6	4,935	
					32,504	32,046	4.0	32,450	
Leisure, Amusement, Motion Pictures and Entertainment									
Self Esteem Brands, LLC <sup>(4)</sup>	Senior loan	L + 4.00%	N/A <sup>(5)</sup>	02/2020	-	(3)	-	-	
Self Esteem Brands, LLC^	Senior loan	L + 4.00%	5.00 %	02/2020	3,525	3,512	0.4	3,525	
Teaching Company, The <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	08/2020	-	(1)	-	-	
Teaching Company, The	One stop	L + 6.25%	7.25 %	08/2020	19,021	18,771	2.3	19,021	
Titan Fitness, LLC <sup>(4)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2019	-	(15)	-	-	
Titan Fitness, LLC <sup>(4)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2019	-	(42)	-	-	
Titan Fitness, LLC	One stop		8.75 %	09/2019	373	357	0.1	373	

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		P + 5.25%							
Titan Fitness, LLC*	One stop	L + 6.50%	7.75 %	09/2019	13,292	13,112	1.6	13,292	
					36,211	35,691	4.4	36,211	
Mining, Steel, Iron and Non-Precious Metals									
Benetech, Inc.	One stop	P + 7.75%	11.25 %	10/2017	152	148	-	20	
Benetech, Inc.*	One stop	L + 9.00%	10.25 %	10/2017	4,561	4,542	0.5	4,011	
					4,713	4,690	0.5	4,031	
Oil and Gas									
Drilling Info, Inc. <sup>(9)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	06/2018	-	-	-	-	
Drilling Info, Inc. <sup>(9)</sup>	One stop	L + 5.00%	6.00 %	06/2018	334	332	-	334	
Drilling Info, Inc.^	One stop	L + 5.00%	6.00 %	06/2018	881	875	0.1	881	
Drilling Info, Inc. <sup>(4)(9)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	06/2018	-	(8 )	-	-	
					1,215	1,199	0.1	1,215	
Personal and Non-Durable Consumer Products									
Georgica Pine Clothiers, LLC <sup>(4)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	11/2021	-	(1 )	-	-	
Georgica Pine Clothiers, LLC	One stop	L + 5.50%	6.50 %	11/2021	5,765	5,657	0.7	5,765	
The Hygenic Corporation <sup>(4)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	10/2019	-	(4 )	-	-	
The Hygenic Corporation*	Senior loan	L + 5.00%	6.00 %	10/2020	3,259	3,220	0.4	3,259	
Massage Envy, LLC <sup>(4)</sup>	One stop	L + 7.25%	N/A <sup>(5)</sup>	09/2018	-	(8 )	-	-	
Massage Envy, LLC*	One stop	L + 7.25%	8.50 %	09/2018	15,568	15,406	1.9	15,568	
Orthotics Holdings, Inc <sup>(4)(7)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(1 )	-	(7 )	
Orthotics Holdings, Inc <sup>*(7)</sup>	One stop	L + 5.00%	6.00 %	02/2020	1,380	1,366	0.1	1,311	
Orthotics Holdings, Inc <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(14 )	-	(70 )	
Orthotics Holdings, Inc <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(12 )	-	(63 )	
Orthotics Holdings, Inc <sup>*(7)</sup>	One stop	L + 5.00%	6.00 %	02/2020	8,418	8,335	1.0	7,990	
Team Technologies Acquisition Company <sup>(4)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	12/2017	-	(1 )	-	(3 )	
Team Technologies Acquisition Company^	Senior loan	L + 5.00%	6.25 %	12/2017	4,757	4,736	0.6	4,710	
Team Technologies Acquisition Company#	Senior loan	L + 5.50%	6.76 %	12/2017	877	869	0.1	874	
					40,024	39,548	4.8	39,311	

See Notes to Consolidated Financial Statements.

10

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

(In thousands)

	Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par (\$), Shares/Units <sup>(3)</sup>	Amortized Cost	Percentage of Net Assets
Personal, Food and Miscellaneous Services							
Community Veterinary Partners, LLC	One stop	L + 5.50%	N/A <sup>(5)</sup>	10/2021	-	-	-
Community Veterinary Partners, LLC*	One stop	L + 5.50%	6.50 %	10/2021	2,479	2,456	0.3
Community Veterinary Partners, LLC	One stop	L + 5.50%	6.50 %	10/2021	267	267	-
Focus Brands Inc.*^	Second lien	L + 9.00%	10.25 %	08/2018	11,195	11,133	1.4
Ignite Restaurant Group, Inc (Joe's Crab Shack)^	One stop	L + 7.00%	8.00 %	02/2019	4,775	4,727	0.6
PetVet Care Centers LLC	Senior loan	L + 4.75%	5.75 %	12/2019	68	58	-
PetVet Care Centers LLC^	Senior loan	L + 4.75%	5.75 %	12/2020	1,225	1,207	0.2
PetVet Care Centers LLC^	Senior loan	L + 4.75%	5.75 %	12/2020	5,866	5,773	0.7
Vetcor Professional Practices LLC <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	04/2021	-	(4)	-
Vetcor Professional Practices LLC*^#	One stop	L + 6.00%	7.00 %	04/2021	25,056	24,632	3.1
Vetcor Professional Practices LLC <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	04/2021	-	(2)	-
Vetcor Professional Practices LLC	One stop	L + 6.00%	7.00 %	04/2021	971	963	0.1
Vetcor Professional Practices LLC <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	04/2021	-	(49)	-
Vetcor Professional Practices LLC	One stop	L + 6.00%	7.00 %	04/2021	290	287	-
Veterinary Specialists of North America, LLC <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	11/2020	-	(1)	-

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Veterinary Specialists of North America, LLC <sup>(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	11/2020	-	(9	)	-
Veterinary Specialists of North America, LLC*	One stop	L + 5.00%	6.00 %	11/2020	2,709	2,691		0.3
					54,901	54,129		6.7
Printing and Publishing								
Market Track, LLC*	One stop	L + 7.00%	8.00 %	10/2019	2,186	2,165		0.3
Market Track, LLC <sup>(4)</sup>	One stop	L + 7.00%	N/A <sup>(5)</sup>	10/2019	-	(7	)	-
Market Track, LLC <sup>#</sup>	One stop	L + 7.00%	8.00 %	10/2019	2,152	2,135		0.3
Market Track, LLC	One stop	L + 7.00%	8.00 %	10/2019	1,774	1,752		0.2
Market Track, LLC <sup>*^#</sup>	One stop	L + 7.00%	8.00 %	10/2019	28,827	28,538		3.5
					34,939	34,583		4.3
Retail Stores								
Benihana, Inc.	One stop	P + 4.75%	8.25 %	07/2018	325	289		-
Benihana, Inc.*^	One stop	L + 6.00%	7.25 %	01/2019	15,318	15,055		1.8
CVS Holdings I, LP <sup>(4)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	08/2020	-	(4	)	-
CVS Holdings I, LP <sup>*^#</sup>	One stop	L + 6.25%	7.25 %	08/2021	20,472	20,106		2.5
CVS Holdings I, LP	One stop	L + 6.25%	7.25 %	08/2021	1,923	1,889		0.2
Cycle Gear, Inc.	One stop	P + 5.25%	8.75 %	01/2020	467	447		0.1
Cycle Gear, Inc.^	One stop	L + 6.50%	7.50 %	01/2020	10,559	10,381		1.3
Cycle Gear, Inc. <sup>(4)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	01/2020	-	(9	)	-
DTLR, Inc.*^	One stop	L + 6.50%	7.50 %	10/2020	11,452	11,348		1.4
Elite Sportswear, L.P. <sup>(4)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	03/2020	-	(6	)	-
Elite Sportswear, L.P.	Senior loan	L + 5.00%	6.00 %	03/2020	2,835	2,790		0.3
Express Oil Change, LLC^	Senior loan	L + 5.00%	6.00 %	12/2017	490	486		0.1
Marshall Retail Group, LLC, The	One stop	L + 6.00%	7.00 %	08/2019	702	682		0.1
Marshall Retail Group, LLC, The <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	08/2020	-	(8	)	-
Marshall Retail Group, LLC, The <sup>#</sup>	One stop	L + 6.00%	7.00 %	08/2020	12,268	12,156		1.4
Mills Fleet Farm Group LLC*	One stop	L + 5.50%	6.50 %	02/2022	5,000	4,848		0.6
Paper Source, Inc. <sup>(4)</sup>	One stop		N/A <sup>(5)</sup>	09/2018	-	(6	)	-

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 6.25%						
Paper Source, Inc.*^#	One stop	L + 6.25%	7.25 %	09/2018	12,824	12,757	1.6	
RCPSI Corporation <sup>(4)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	04/2020	-	(3 )	-	
RCPSI Corporation*^#	One stop	L + 5.75%	6.75 %	04/2021	22,287	21,913	2.7	
Restaurant Holding Company, LLC #	Senior loan	L + 7.75%	8.75 %	02/2019	4,818	4,789	0.6	
Rubio's Restaurants, Inc*^	Senior loan	L + 4.75%	6.00 %	11/2018	8,964	8,914	1.1	
Sneaker Villa, Inc.*^	One stop	L + 7.75%	8.75 %	12/2020	12,530	12,411	1.5	
Specialty Commerce Corp. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	07/2017	-	(2 )	-	
Specialty Commerce Corp.	One stop	L + 6.00%	7.50 %	07/2017	4,073	4,059	0.5	
Telecommunications					147,307	145,282	17.8	
Arise Virtual Solutions, Inc. <sup>(4)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	12/2018	-	(1 )	-	
Arise Virtual Solutions, Inc.^	One stop	L + 6.00%	7.25 %	12/2018	1,471	1,459	0.2	
Hosting.com Inc.	Senior loan	L + 4.50%	5.99 %	12/2017	85	84	-	
Hosting.com Inc.*	Senior loan	L + 4.50%	5.75 %	12/2017	755	750	0.1	
Textile and Leather					2,311	2,292	0.3	
5.11, Inc.*^	Senior loan	L + 5.00%	6.00 %	02/2020	986	982	0.1	
SHO Holding I Corporation <sup>(4)</sup>	Senior loan	L + 4.00%	N/A <sup>(5)</sup>	10/2021	-	(1 )	-	
SHO Holding I Corporation*	Senior loan	L + 5.00%	6.00 %	10/2022	2,073	2,053	0.3	
Southern Tide, LLC	One stop	L + 6.75%	7.75 %	06/2019	893	887	0.1	
Southern Tide, LLC^	One stop	L + 6.75%	7.75 %	06/2019	4,301	4,273	0.5	
Utilities					8,253	8,194	1.0	
Arcos, LLC	One stop	L + 6.50%	N/A <sup>(5)</sup>	02/2021	-	-	-	
Arcos, LLC	One stop	L + 6.50%	7.50 %	02/2021	4,035	3,956	0.5	
PowerPlan Consultants, Inc. <sup>(4)</sup>	Senior loan	L + 5.25%	N/A <sup>(5)</sup>	02/2021	-	(6 )	-	
PowerPlan Consultants, Inc.*#	Senior loan	L + 5.25%	6.25 %	02/2022	6,793	6,695	0.8	
					10,828	10,645	1.3	

Total non-controlled/non-affiliate company debt investments	\$1,441,644	\$1,423,518	174.2
---	-------------	-------------	-------

See Notes to Consolidated Financial Statements.



## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

(In thousands)

Investment	Type	Spread		Maturity / Par	Principal / Par (\$),	Amortized Cost	Percentage	
		Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>				Net Assets	Fair Value
<b>Equity Investments <sup>(10)(11)</sup></b>								
Aerospace and Defense								
NTS Technical Systems	Common stock	N/A	N/A	N/A	2	\$1,506	0.2%	\$1,675
Tresys Technology Holdings, Inc.	Common stock	N/A	N/A	N/A	295	295	-	-
Whitcraft LLC	Preferred stock B	N/A	N/A	N/A	1	670	0.2	1,050
Whitcraft LLC	Warrant	N/A	N/A	N/A	-	-	-	204
						2,471	0.4	2,929
Automobile								
K&N Engineering, Inc.	Preferred stock A	N/A	N/A	N/A	-	-	-	6
K&N Engineering, Inc.	Preferred stock B	N/A	N/A	N/A	-	-	-	6
K&N Engineering, Inc.	Common stock	N/A	N/A	N/A	-	-	-	47
						-	-	59
Beverage, Food and Tobacco								
Atkins Nutritionals, Inc.	LLC interest	N/A	N/A	N/A	57	746	0.3	2,398
C. J. Foods, Inc.	Preferred stock	N/A	N/A	N/A	-	157	-	219
First Watch Restaurants, Inc.	Common stock	N/A	N/A	N/A	9	964	0.2	1,530
Hopdoddy Holdings, LLC	LLC interest	N/A	N/A	N/A	27	130	-	92
Hopdoddy Holdings, LLC	LLC interest	N/A	N/A	N/A	12	36	-	20
Julio & Sons Company	LLC interest	N/A	N/A	N/A	521	521	0.1	732
Northern Brewer, LLC	LLC interest	N/A	N/A	N/A	438	362	-	63
Richelieu Foods, Inc.	LP interest	N/A	N/A	N/A	220	220	-	349
Tate's Bake Shop, Inc.	LP interest	N/A	N/A	N/A	462	428	0.1	439
Uinta Brewing Company	LP interest	N/A	N/A	N/A	462	462	-	61
United Craft Brews LLC	LP interest	N/A	N/A	N/A	1	657	0.1	619
						4,683	0.8	6,522
Buildings and Real Estate								
Brooks Equipment Company, LLC	Common stock	N/A	N/A	N/A	10	1,021	0.1	1,008
Chemicals, Plastics and Rubber								

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Flexan, LLC	Preferred stock	N/A	N/A	N/A	-	72	-	79
Flexan, LLC	Common stock	N/A	N/A	N/A	1	-	-	17
						72	-	96
Containers, Packaging and Glass								
Packaging Coordinators, Inc. <sup>(7)</sup>	Common stock	N/A	N/A	N/A	25	2,065	0.5	3,918
Packaging Coordinators, Inc.	Common stock	N/A	N/A	N/A	48	1,563	0.6	4,877
						3,628	1.1	8,795
Diversified Conglomerate Manufacturing								
Chase Industries, Inc.	LLC units	N/A	N/A	N/A	1	1,186	0.2	1,345
Inventus Power, Inc	Preferred stock	N/A	N/A	N/A	-	370	-	269
Inventus Power, Inc	Common stock	N/A	N/A	N/A	-	-	-	-
Sunless Merger Sub, Inc.	LP interest	N/A	N/A	N/A	-	160	-	-
						1,716	0.2	1,614
Diversified Conglomerate Service								
Actiance, Inc.	Warrant	N/A	N/A	N/A	344	82	-	84
Agility Recovery Solutions Inc.	Preferred stock	N/A	N/A	N/A	67	341	0.1	523
Daxko, LLC	LLC units	N/A	N/A	N/A	219	219	0.1	482
DISA Holdings Acquisition Subsidiary Corp.	Common stock	N/A	N/A	N/A	-	154	-	34
HealthcareSource HR, Inc.	LLC interest	N/A	N/A	N/A	-	348	-	321
Host Analytics, Inc.	Warrant	N/A	N/A	N/A	180	-	-	92
Marathon Data Operating Co., LLC	LLC units	N/A	N/A	N/A	1	264	-	-
Marathon Data Operating Co., LLC	LLC units	N/A	N/A	N/A	1	264	0.1	536
Secure-24, LLC	LLC units	N/A	N/A	N/A	263	263	-	380
Steelwedge Software, Inc.	Warrant	N/A	N/A	N/A	36,575	76	-	84
TA MHI Buyer, Inc.	Preferred stock	N/A	N/A	N/A	-	202	-	188
Vendavo, Inc.	Preferred stock A	N/A	N/A	N/A	827	827	0.1	1,056
Vitalyst, LLC	Common stock	N/A	N/A	N/A	1	7	-	-
Vitalyst, LLC	Preferred stock A	N/A	N/A	N/A	-	61	-	37
						3,108	0.4	3,817
Electronics								
ECI Acquisition Holdings, Inc.	Common stock	N/A	N/A	N/A	9	873	0.1	1,038
Gamma Technologies, LLC	LLC units	N/A	N/A	N/A	1	134	-	134
SEI, Inc.	LLC units	N/A	N/A	N/A	340	340	-	370
Sloan Company, Inc., The	LLC units	N/A	N/A	N/A	1	14	-	-
Sloan Company, Inc., The	LLC units	N/A	N/A	N/A	-	122	-	-
Sparta Holding Corporation	Common stock	N/A	N/A	N/A	1	567	0.1	658
Sparta Holding Corporation	Common stock	N/A	N/A	N/A	235	6	-	93
Syncsort Incorporated	Preferred stock	N/A	N/A	N/A	90	226	0.1	226
						2,282	0.3	2,519
Grocery								
MyWebGrocer, Inc.	LLC units	N/A	N/A	N/A	1,418	1,446	0.2	2,000
Healthcare, Education and Childcare								
Active Day, Inc.	LLC interest	N/A	N/A	N/A	1	614	0.1	614
Advanced Pain Management Holdings, Inc.	Common stock	N/A	N/A	N/A	67	67	-	-
Advanced Pain Management Holdings, Inc.	Preferred stock	N/A	N/A	N/A	8	829	0.1	597
Advanced Pain Management Holdings, Inc.	Preferred stock	N/A	N/A	N/A	1	64	-	196
Avatar International, LLC	LP interest	N/A	N/A	N/A	1	741	-	-

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

BIORECLAMATIONIVT, LLC	LLC interest	N/A	N/A	N/A	-	365	-	365
California Cryobank, LLC	LLC units	N/A	N/A	N/A	-	28	-	32
California Cryobank, LLC	LLC units	N/A	N/A	N/A	-	-	-	2
Certara L.P.	LP interest	N/A	N/A	N/A	-	635	0.1	1,070
DCA Investment Holding, LLC	LLC units	N/A	N/A	N/A	8,637	864	0.1	864
DCA Investment Holding, LLC	LLC units	N/A	N/A	N/A	87	9	-	9
Deca Dental Management LLC	LLC units	N/A	N/A	N/A	357	357	-	348

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (unaudited) - (continued)

March 31, 2016

*(In thousands)*

	Investment Type	Spread			Principal / Par (\$), Shares/Units <sup>(3)</sup>	Amortized Cost	Percentage	
		Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date			of Net Assets	Fair Value
Dental Holdings Corporation	LLC units	N/A	N/A	N/A	775	775	0.1	965
Encore GC Acquisition, LLC	LLC units	N/A	N/A	N/A	18	182	-	196
Encore GC Acquisition, LLC	LLC units	N/A	N/A	N/A	18	-	-	38
G & H Wire Company, Inc	LP interest	N/A	N/A	N/A	102	102	-	127
Global Healthcare Exchange, LLC	Common stock	N/A	N/A	N/A	-	5	-	110
Global Healthcare Exchange, LLC	Common stock	N/A	N/A	N/A	-	481	0.1	572
IntegraMed America, Inc.	LLC interest	N/A	N/A	N/A	-	417	0.1	565
IntegraMed America, Inc.	LLC interest	N/A	N/A	N/A	-	458	-	19
Katena Holdings, Inc.	LLC units	N/A	N/A	N/A	-	387	0.1	416
Northwestern Management Services, LLC	LLC units	N/A	N/A	N/A	3	3	-	270
Northwestern Management Services, LLC	LLC units	N/A	N/A	N/A	-	249	0.1	321
Pentec Acquisition Sub, Inc.	Preferred stock	N/A	N/A	N/A	1	116	-	242
Radiology Partners, Inc.	LLC units	N/A	N/A	N/A	43	85	-	136
Reliant Pro ReHab, LLC	Preferred stock A	N/A	N/A	N/A	2	183	0.1	907
RXH Buyer Corporation	LP interest	N/A	N/A	N/A	7	683	0.1	745
Southern Anesthesia and Surgical	LLC units	N/A	N/A	N/A	487	487	0.1	585
Spear Education, LLC	LLC units	N/A	N/A	N/A	-	86	-	98
Spear Education, LLC	LLC units	N/A	N/A	N/A	1	1	-	23
SSH Corporation		N/A	N/A	N/A	-	40	-	65

## Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Common stock							
Surgical Information Systems, LLC	Common stock	N/A	N/A	N/A	4	414	0.1	531
U.S. Renal Care, Inc.	LP interest	N/A	N/A	N/A	1	2,665	0.5	3,571
Young Innovations, Inc.	LLC units	N/A	N/A	N/A	-	236	0.1	632
						12,628	1.9	15,231
Home and Office Furnishings, Housewares, and Durable Consumer								
Top Knobs USA, Inc.	Common stock	N/A	N/A	N/A	3	27	-	288
Insurance								
Captive Resources Midco, LLC	LLC units	N/A	N/A	N/A	1	-	-	164
Internet Pipeline, Inc.	Common stock	N/A	N/A	N/A	43	1	-	12
Internet Pipeline, Inc.	Preferred stock	N/A	N/A	N/A	-	98	-	105
						99	-	281
Leisure, Amusement, Motion Pictures and Entertainment								
LMP TR Holdings, LLC	LLC units	N/A	N/A	N/A	712	712	-	163
Titan Fitness, LLC	LLC units	N/A	N/A	N/A	6	583	0.1	763
						1,295	0.1	926
Personal and Non-Durable Consumer Products								
C.B. Fleet Company, Incorporated	LLC units	N/A	N/A	N/A	2	134	-	230
Georgica Pine Clothiers, LLC	LLC interest	N/A	N/A	N/A	11	106	-	106
Hygenic Corporation, The	LP interest	N/A	N/A	N/A	1	61	-	128
Massage Envy, LLC	LLC interest	N/A	N/A	N/A	749	749	0.1	987
Team Technologies Acquisition Company	Common stock	N/A	N/A	N/A	-	114	0.1	288
						1,164	0.2	1,739
Personal, Food and Miscellaneous Services								
Community Veterinary Partners, LLC	Common stock	N/A	N/A	N/A	1	114	-	114
R.G. Barry Corporation	Preferred stock	N/A	N/A	N/A	-	161	0.1	188
Vetcor Professional Practices LLC	LLC units	N/A	N/A	N/A	85	85	-	105
	LLC units	N/A	N/A	N/A	766	766	0.1	824

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Vetcor Professional Practices LLC						1,126	0.2	1,231	
Printing and Publishing									
Brandmuscle, Inc.	LLC interest	N/A	N/A	N/A	-	240	-	240	
Market Track, LLC	Preferred stock	N/A	N/A	N/A	-	145	-	205	
Market Track, LLC	Common stock	N/A	N/A	N/A	1	145	0.1	276	
						530	0.1	721	
Retail Stores									
Barcelona Restaurants, LLC	LP interest	N/A	N/A	N/A	1,996	-	0.6	5,208	
Benihana, Inc.	LLC units	N/A	N/A	N/A	43	699	0.1	498	
Cycle Gear, Inc.	LLC interest	N/A	N/A	N/A	19	248	-	248	
DentMall MSO, LLC	LLC units	N/A	N/A	N/A	2	-	-	-	
DentMall MSO, LLC	LLC units	N/A	N/A	N/A	2	97	-	20	
Elite Sportswear, L.P.	LLC interest	N/A	N/A	N/A	-	73	-	91	
Express Oil Change, LLC	LLC interest	N/A	N/A	N/A	81	81	-	187	
Marshall Retail Group LLC, The	LLC units	N/A	N/A	N/A	15	154	-	47	
Paper Source, Inc.	Common stock	N/A	N/A	N/A	8	1,387	0.2	1,567	
RCP PetPeople LP	LP interest	N/A	N/A	N/A	889	889	0.2	1,476	
RCPSI Corporation	LLC interest	N/A	N/A	N/A	455	455	0.1	465	
Rubio's Restaurants, Inc.	Preferred stock A	N/A	N/A	N/A	2	945	0.3	2,673	
Sneaker Villa, Inc.	LLC interest	N/A	N/A	N/A	4	411	0.1	713	
						5,439	1.6	13,193	
Textiles and Leather									
Southern Tide, LLC	LLC interest	N/A	N/A	N/A	2	191	-	226	
Utilities									
PowerPlan Holdings, Inc.	Common stock	N/A	N/A	N/A	-	303	0.1	333	
PowerPlan Holdings, Inc.	Common stock	N/A	N/A	N/A	151	3	-	73	
						306	0.1	406	
Total non-controlled/non-affiliate company equity investments						\$43,232	7.7 %	\$63,601	
Total non-controlled/non-affiliate						\$1,441,644	\$1,466,750	181.9 %	\$1,485,073

company investments

See Notes to Consolidated Financial Statements.

13

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (unaudited) - (continued)****March 31, 2016***(In thousands)*

Investment Type	Spread		Maturity Date	Principal / Par (\$), Shares/Units	Amortized Cost	Percentage		
	Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>				of Net Assets	Fair Value	
<b>Non-controlled affiliated company investments <sup>(12)</sup></b>								
Debt investments Leisure, Amusement, Motion Pictures and Entertainment								
Competitor Group, Inc.	One stop	L + 9.25%	5.00% cash/5.50% PIK	11/2018	\$1,065	\$1,025	0.1	% \$1,011
Competitor Group, Inc. *#	One stop	L + 9.25%	5.00% cash/5.50% PIK	11/2018	8,988	8,500	1.1	8,540
					10,053	9,525	1.2	9,551
Total non-controlled affiliate company debt investments					\$10,053	\$9,525	1.2	% \$9,551
Equity investments Leisure, Amusement, Motion Pictures and								



Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Entertainment Competitor Group, Inc.	LLC interest	N/A	N/A	N/A	1	\$714	-	%	\$-
Competitor Group, Inc. *#	Preferred stock	N/A	N/A	N/A	4	4,226	-		59
Competitor Group, Inc. *#	Common stock	N/A	N/A	N/A	27	-	-		-
						4,940	-		59
Total non-controlled affiliate company equity investments						\$4,940	-	%	\$59
Total non-controlled affiliate company investments					\$10,053	\$14,465	1.2	%	\$9,610
<b>Controlled affiliate company investments<sup>(13)</sup></b>									
Debt investments									
Investment Funds and Vehicles									
Senior Loan Fund LLC <sup>(7)</sup>	Subordinated debt	L + 8.00%	8.43%	05/2020	\$86,182	\$86,182	10.4	%	\$85,321
Total controlled affiliate company debt investments					\$86,182	\$86,182	10.4	%	\$85,321
Equity investments									
Investment Funds and Vehicles									
Senior Loan Fund LLC <sup>(7)</sup>	LLC interest	N/A	N/A	N/A	34,043	\$34,043	3.9	%	\$31,698
Total controlled affiliate company equity investments						\$34,043	3.9	%	\$31,698

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Total controlled affiliate company investments	\$86,182	\$120,225	14.3 %	\$117,019
Total investments	\$1,537,879	\$1,601,440	197.4%	\$1,611,702
Cash, Restricted Cash and Cash Equivalents				
Cash and Restricted Cash		\$17,986	2.2 %	\$17,986
BlackRock Liquidity Funds T-Fund		2,607	0.3	2,607
Institutional Shares (CUSIP 09248U718) BNY Mellon US Dollar Liquidity Fund		5,556	0.7	5,556
Institutional Shares (CUSIP G1206E235) US Bank Money Market Account (CUSIP 8AMMF0176)		11,451	1.4	11,451
US Bank Money Market Account (CUSIP 9AMMF05B2)		4,598	0.6	4,598
Total Cash, Restricted Cash and Cash Equivalents		\$42,198	5.2 %	\$42,198
Total Investments and Cash, Restricted Cash and Cash Equivalents		\$1,643,638	202.6%	\$1,653,900

\*

- Denotes that all or a portion of the loan secures the notes offered in the 2010 Debt Securitization (as defined in Note 7).
- ^ Denotes that all or a portion of the loan secures the notes offered in the 2014 Debt Securitization (as defined in Note 7).
- # Denotes that all or a portion of the loan collateralizes the Credit Facility (as defined in Note 7).  
The majority of the investments bear interest at a rate that may be determined by reference to London Interbank Offered Rate ("LIBOR" or "L") or Prime ("P") and which reset daily, quarterly or semiannually. For each, the
- (1) Company has provided the spread over LIBOR or Prime and the weighted average current interest rate in effect at March 31, 2016. Certain investments are subject to a LIBOR or Prime interest rate floor. For fixed rate loans, a spread above a reference rate is not applicable.
  - (2) For portfolio companies with multiple interest rate contracts, the interest rate shown is a weighted average current interest rate in effect at March 31, 2016.
  - (3) The total principal amount is presented for debt investments while the number of shares or units owned is presented for equity investments.  
The negative fair value is the result of the capitalized discount on the loan or the unfunded commitment being
  - (4) valued below par. The negative amortized cost is the result of the capitalized discount being greater than the principal amount outstanding on the loan.
  - (5) The entire commitment was unfunded at March 31, 2016. As such, no interest is being earned on this investment.
  - (6) Loan was on non-accrual status as of March 31, 2016, meaning that the Company has ceased recognizing interest income on the loan.  
The investment is treated as a non-qualifying asset under Section 55(a) of the Investment Company Act of 1940,
  - (7) as amended (the "1940 Act"). Under the 1940 Act, the Company may not acquire any non-qualifying asset unless, at the time the acquisition is made, qualifying assets represent at least 70% of the Company's total assets.
  - (8) The headquarters of this portfolio company is located in Canada.  
The sale of a portion of this loan does not qualify for sale accounting under ASC Topic 860 - Transfers and
  - (9) Servicing, and therefore, the entire One stop loan asset remains in the Consolidated Schedule of Investments. (See Note 7 in the accompanying notes to the consolidated financial statements.)
  - (10) Non-income producing securities.
  - (11) Ownership of certain equity investments may occur through a holding company or partnership.
  - (12) As defined in the 1940 Act, the Company is deemed to be an "Affiliated Person" of the company as the Company along with affiliated entities owns five percent or more of the portfolio company's securities.  
As defined in the 1940 Act, the Company is deemed to be both an "Affiliated Person" of and "Control" this portfolio company as the Company owns more than 25% of the portfolio company's outstanding voting securities
  - (13) or has the power to exercise control over management or policies of such portfolio company (including through a management agreement). See Note 5 in the accompanying notes to the consolidated financial statements for transactions during the three months ended March 31, 2016 in which the issuer was both an Affiliated Person and a portfolio company that the Company is deemed to Control.

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments

September 30, 2015

(In thousands)

Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>		Maturity Date	Principal / Par Amount	Amortized Cost	Percentage		Fair Value
							of Net Assets		
Investments									
United States									
Debt investments									
Aerospace and Defense									
ILC Dover, LP	One stop	P + 6.00%	9.25	%	03/2019	\$ 781	\$ 769	0.1	% \$ 697
ILC Dover, LP*^	One stop	L + 7.00%	8.00	%	03/2020	18,124	17,941	2.1	16,855
ILC Industries, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	07/2020	-	(22 )	-	(94 )
ILC Industries, Inc.*^	One stop	L + 6.00%	7.00	%	07/2020	22,670	22,527	2.7	22,386
NTS Technical Systems <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	06/2021	-	(47 )	-	-
NTS Technical Systems <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	06/2021	-	(100 )	-	-
NTS Technical Systems*^	One stop	L + 6.00%	7.00	%	06/2021	26,441	26,001	3.3	26,441
Tresys Technology Holdings, Inc.	One stop	L + 6.75%	8.00	%	12/2017	349	345	-	349
Tresys Technology Holdings, Inc. <sup>(6)</sup>	One stop	L + 6.75%	8.00	%	12/2017	3,899	3,845	0.1	1,170
Whitcraft LLC	One stop	P + 5.25%	8.50	%	05/2020	3	2	-	2
Whitcraft LLC^	One stop	L + 6.50%	7.50	%	05/2020	13,640	13,513	1.7	13,505
						85,907	84,774	10.0	81,311
Automobile									
American Driveline Systems, Inc.	Senior loan	P + 4.50%	7.75	%	03/2020	57	50	-	57

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

American Driveline Systems, Inc.*	Senior loan	L + 5.50%	6.50	%	03/2020	1,817	1,763	0.2	1,817
CH Hold Corp. (Caliber Collision)	Senior loan	L + 4.75%	5.75	%	11/2019	333	330	0.1	333
CH Hold Corp. (Caliber Collision)	Senior loan	L + 4.75%	5.75	%	11/2019	1,862	1,846	0.2	1,862
Dent Wizard International Corporation*	Senior loan	L + 4.75%	5.75	%	04/2020	2,585	2,572	0.3	2,566
Integrated Supply Network, LLC	Senior loan	P + 4.00%	6.87	%	02/2020	347	338	0.1	347
Integrated Supply Network, LLC*	Senior loan	L + 5.25%	6.25	%	02/2020	5,662	5,590	0.7	5,662
K&N Engineering, Inc.^	Senior loan	L + 4.25%	5.25	%	07/2019	136	122	-	132
K&N Engineering, Inc. <sup>(3)</sup>	Senior loan	L + 4.25%	N/A	(5)	07/2019	-	(4 )	-	(5 )
K&N Engineering, Inc.^	Senior loan	L + 4.25%	5.25	%	07/2019	2,883	2,844	0.3	2,797
						15,682	15,451	1.9	15,568
Banking									
HedgeServ Holding L.P. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	02/2019	-	(6 )	-	-
HedgeServ Holding L.P.^	One stop	L + 8.00%	7.00% cash/2.00% PIK		02/2019	17,177	17,065	2.2	17,177
						17,177	17,059	2.2	17,177
Beverage, Food and Tobacco									
Abita Brewing Co., L.L.C. <sup>(3)</sup>	One stop	L + 5.75%	N/A	(5)	04/2021	-	(1 )	-	-
Abita Brewing Co., L.L.C.	One stop	L + 5.75%	6.75	%	04/2021	8,074	7,924	1.0	8,074
ABP Corporation	Senior loan	P + 3.50%	7.25	%	09/2018	167	162	-	167
ABP Corporation*	Senior loan	L + 4.75%	6.00	%	09/2018	4,746	4,697	0.6	4,746
American Seafoods Group LLC	Senior loan	L + 5.00%	6.00	%	08/2021	5,001	4,952	0.6	4,976
Atkins Nutritionals, Inc*^	One stop	L + 5.00%	6.25	%	01/2019	17,490	17,314	2.2	17,512
Atkins Nutritionals, Inc*^	One stop	L + 8.50%	9.75	%	04/2019	21,636	21,396	2.7	21,733
C. J. Foods, Inc. <sup>(3)</sup>	One stop	L + 5.50%	N/A	(5)	05/2019	-	(9 )	-	-
C. J. Foods, Inc. <sup>(3)</sup>	One stop	L + 5.50%	N/A	(5)	05/2019	-	(7 )	-	-
C. J. Foods, Inc.	One stop	L + 5.50%	6.50	%	05/2019	3,192	3,157	0.4	3,192
	Senior loan		7.50	%	06/2018	4,838	4,761	0.6	4,801

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Candy Intermediate Holdings, Inc. (Ferrara Candy)^		L + 6.25%							
Firebirds International, LLC	One stop	L + 5.75%	7.00	%	05/2018	304	300	-	304
Firebirds International, LLC <sup>(3)</sup>	One stop	L + 5.75%	N/A	(5)	05/2018	-	(3 )	-	-
Firebirds International, LLC <sup>(3)</sup>	One stop	L + 5.75%	N/A	(5)	05/2018	-	(1 )	-	-
Firebirds International, LLC*	One stop	L + 5.75%	7.00	%	05/2018	1,085	1,074	0.1	1,085
First Watch Restaurants, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	12/2020	-	(12 )	-	-
First Watch Restaurants, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	12/2020	-	(12 )	-	-
First Watch Restaurants, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	12/2020	-	(10 )	-	-
First Watch Restaurants, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A	(5)	12/2020	-	(9 )	-	-
First Watch Restaurants, Inc.*^	One stop	L + 6.00%	7.00	%	12/2020	25,860	25,598	3.2	25,860
Hopdoddy Holdings, LLC <sup>(3)</sup>	One stop	L + 8.00%	N/A	(5)	08/2020	-	(3 )	-	(3 )
Hopdoddy Holdings, LLC	One stop	L + 8.00%	N/A	(5)	08/2020	-	-	-	-
Hopdoddy Holdings, LLC	One stop	L + 8.00%	9.00	%	08/2020	666	653	0.1	660
IT'SUGAR LLC	Senior loan	L + 8.50%	10.00	%	04/2018	7,489	7,393	0.9	7,489
IT'SUGAR LLC	Subordinated debt	N/A	5.00	%	10/2017	1,707	1,707	0.2	1,715
Northern Brewer, LLC	One stop	P + 7.25%	8.50% cash/2.00% PIK		02/2018	697	688	0.1	558
Northern Brewer, LLC	One stop	P + 7.25%	8.50% cash/2.00% PIK		02/2018	6,394	6,305	0.6	5,116
Surfside Coffee Company LLC	One stop	L + 5.25%	6.25	%	06/2020	132	122	-	122
Surfside Coffee Company LLC	One stop	L + 5.25%	6.25	%	06/2020	10	10	-	10
Surfside Coffee Company LLC^	One stop	L + 5.25%	6.25	%	06/2020	4,515	4,472	0.6	4,470
Uinta Brewing Company	One stop	L + 6.00%	7.00	%	08/2019	385	379	-	362
Uinta Brewing Company^	One stop	L + 6.00%	7.00	%	08/2019	3,203	3,178	0.4	3,107
United Craft Brews LLC	One stop	L + 6.25%	7.25	%	03/2020	542	527	0.1	542
United Craft Brews LLC	One stop	L + 6.25%	7.25	%	03/2020	68	53	-	68

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (continued)

September 30, 2015

(In thousands)

		Spread					Percentage	
	Investment	Above	Interest	Maturity	Principal	Amortized	of	Fair
	Type	Index <sup>(1)</sup>	Rate <sup>(2)</sup>	Date	/ Par Amount	Cost	Net	Value
							Assets	
United Craft Brews LLC	One stop	L + 6.25%	7.25 %	03/2020	12,158	11,916	1.5	12,158
					130,359	128,671	15.9	128,824
Broadcasting and Entertainment								
TouchTunes Interactive Networks, Inc.^	Senior loan	L + 4.75%	5.75 %	05/2021	1,492	1,485	0.2	1,496
Building and Real Estate								
Accruent, LLC*	One stop	L + 6.25%	7.27 %	11/2019	4,721	4,682	0.6	4,721
Brooks Equipment Company, LLC <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	08/2020	-	(16 )	-	-
Brooks Equipment Company, LLC*^	One stop	L + 5.75%	6.75 %	08/2020	24,967	24,661	3.1	24,967
ITEL Laboratories, Inc. <sup>(3)</sup>	Senior loan	L + 4.75%	N/A <sup>(5)</sup>	06/2018	-	(1 )	-	-
ITEL Laboratories, Inc.*	Senior loan	L + 4.75%	6.00 %	06/2018	697	692	0.1	697
					30,385	30,018	3.8	30,385
Chemicals, Plastics and Rubber								
Flexan, LLC <sup>(3)</sup>	One stop	L + 5.25%	N/A <sup>(5)</sup>	02/2020	-	(6 )	-	-
Flexan, LLC	One stop	L + 5.25%	6.25 %	02/2020	6,152	6,099	0.8	6,152
Flexan, LLC	One stop	L + 5.25%	N/A <sup>(5)</sup>	02/2020	-	-	-	-
					6,152	6,093	0.8	6,152
Containers, Packaging and Glass								
Fort Dearborn Company*^	Senior loan	L + 4.25%	5.25 %	10/2017	567	565	0.1	567



Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Fort Dearborn Company*^	Senior loan	L + 4.75%	5.77 %	10/2018	2,612	2,599	0.3	2,612
Packaging Coordinators, Inc.*^	Senior loan	L + 4.25%	5.25 %	08/2021	14,850	14,724	1.8	14,786
Packaging Coordinators, Inc.	Second lien	L + 8.00%	9.00 %	08/2022	10,000	9,913	1.2	9,850
					28,029	27,801	3.4	27,815
Diversified Conglomerate Manufacturing								
Chase Industries, Inc.	One stop	L + 5.75%	6.83 %	09/2020	3,393	3,353	0.4	3,393
Chase Industries, Inc.	One stop	P + 4.50%	7.75 %	09/2020	234	216	-	234
Chase Industries, Inc.*^	One stop	L + 5.75%	6.75 %	09/2020	20,880	20,706	2.6	20,880
Harvey Tool Company, LLC	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	03/2019	-	-	-	-
Harvey Tool Company, LLC*	Senior loan	L + 5.00%	6.00 %	03/2020	3,131	3,100	0.4	3,100
ICC-Nexergy, Inc <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	04/2020	-	(3 )	-	-
ICC-Nexergy, Inc^	One stop	L + 5.50%	6.50 %	04/2020	8,590	8,535	1.1	8,590
Onicon Incorporated <sup>(3)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	04/2020	-	(6 )	-	-
Onicon Incorporated*	One stop	L + 6.00%	7.00 %	04/2020	9,286	9,212	1.2	9,286
Plex Systems, Inc. <sup>(3)</sup>	One stop	L + 7.50%	N/A <sup>(5)</sup>	06/2018	-	(26 )	-	-
Plex Systems, Inc.*^	One stop	L + 7.50%	8.75 %	06/2018	18,797	18,431	2.3	18,797
Sunless Merger Sub, Inc.	Senior loan	P + 4.00%	7.25 %	07/2016	59	58	-	32
Sunless Merger Sub, Inc.*	Senior loan	L + 5.25%	6.50 %	07/2016	1,651	1,647	0.1	1,156
					66,021	65,223	8.1	65,468
Diversified Conglomerate Service								
Accellos, Inc. <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	07/2020	-	(17 )	-	-
Accellos, Inc.*^	One stop	L + 5.75%	6.75 %	07/2020	32,121	31,804	3.9	32,121
Actiance, Inc.	One stop	L + 9.00%	N/A <sup>(5)</sup>	04/2018	-	-	-	-
Actiance, Inc. *^	One stop	L + 9.00%	10.00 %	04/2018	2,502	2,410	0.3	2,502
Aderant North America, Inc.^	Senior loan	L + 4.25%	5.25 %	12/2018	446	442	0.1	446
Agility Recovery Solutions Inc. <sup>(3)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	03/2020	-	(6 )	-	-
Agility Recovery Solutions Inc.*^	One stop	L + 6.50%	7.50 %	03/2020	10,352	10,260	1.3	10,352
Bomgar Corporation <sup>(3)</sup>	One stop		N/A <sup>(5)</sup>	09/2020	-	(20 )	-	(15 )

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 6.00%							
Bomgar Corporation*	One stop	L + 6.00%	7.00 %	09/2020	29,638	29,158	3.6	29,416	
Daxko, LLC <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	03/2019	-	(18 )	-	-	
Daxko, LLC*	One stop	L + 5.00%	6.00 %	03/2019	15,528	15,327	1.9	15,528	
DTI Holdco, Inc.	Senior loan	L + 5.00%	6.00 %	08/2020	8,527	8,447	1.0	8,271	
HealthcareSource HR, Inc. <sup>(3)</sup>	One stop	L + 6.75%	N/A <sup>(5)</sup>	05/2020	-	(2 )	-	-	
HealthcareSource HR, Inc.	One stop	L + 6.75%	7.75 %	05/2020	17,903	17,508	2.2	17,903	
Host Analytics, Inc. <sup>(3)</sup>	One stop	N/A	N/A <sup>(5)</sup>	02/2020	-	(6 )	-	-	
Host Analytics, Inc.	One stop	N/A	8.50% cash/2.25% PIK	02/2020	2,960	2,914	0.4	2,960	
Integration Appliance, Inc.	One stop	L + 8.25%	9.50 %	09/2018	899	890	0.1	899	
Integration Appliance, Inc.*	One stop	L + 8.25%	9.50 %	09/2020	719	709	0.1	719	
Integration Appliance, Inc.	One stop	L + 8.25%	9.50 %	06/2019	7,914	7,766	1.0	7,914	
Integration Appliance, Inc.	One stop	L + 8.25%	9.50 %	09/2018	5,396	5,315	0.7	5,396	
Mediaocean LLC <sup>(3)</sup>	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	08/2020	-	(1 )	-	-	
Mediaocean LLC	Senior loan	L + 4.75%	5.75 %	08/2022	3,000	2,934	0.4	2,970	
NetSmart Technologies, Inc.	One stop	P + 4.25%	7.50 %	02/2019	340	323	-	340	
NetSmart Technologies, Inc.* <sup>^</sup>	One stop	L + 5.25%	6.25 %	02/2019	14,816	14,690	1.8	14,816	
PC Helps Support, LLC	Senior loan	P + 4.25%	7.50 %	09/2017	66	65	-	62	
PC Helps Support, LLC	Senior loan	L + 5.25%	6.51 %	09/2017	1,522	1,513	0.2	1,492	
Saldon Holdings, Inc.	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	09/2021	-	-	-	-	
Saldon Holdings, Inc.	Senior loan	L + 4.50%	5.50 %	09/2021	2,990	2,960	0.4	2,960	

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (continued)

September 30, 2015

(In thousands)

	Investment Type	Spread	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par Amount	Amortized Cost	Percentage	
		Above Index <sup>(1)</sup>					Net Assets	Fair Value
Secure-24, LLC <sup>(3)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	08/2017	-	(3 )	-	-
Secure-24, LLC*	One stop	L + 6.00%	7.25 %	08/2017	10,028	9,911	1.2	10,028
Secure-24, LLC^	One stop	L + 6.00%	7.25 %	08/2017	1,467	1,454	0.2	1,467
Severin Acquisition, LLC <sup>(3)</sup>	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	07/2021	-	(1 )	-	(1
Severin Acquisition, LLC	Senior loan	L + 4.50%	5.50 %	07/2021	4,931	4,859	0.6	4,882
Source Medical Solutions, Inc.	Second lien	L + 8.00%	9.00 %	03/2018	9,294	9,189	1.1	9,294
Steelwedge Software, Inc.	One stop	L + 10.00%	N/A <sup>(5)</sup>	09/2020	-	-	-	-
Steelwedge Software, Inc.^	One stop	P + 10.75%	12.00% cash/2.00% PIK	09/2020	2,153	2,055	0.3	2,055
TA MHI Buyer, Inc.	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2021	-	-	-	-
TA MHI Buyer, Inc.^	One stop	L + 6.50%	7.50 %	09/2021	8,294	8,222	1.0	8,222
Vendavo, Inc. <sup>(3)</sup>	One stop	L + 8.50%	N/A <sup>(5)</sup>	10/2019	-	(13 )	-	-
Vendavo, Inc.	One stop	L + 8.50%	9.50 %	10/2019	15,501	15,219	1.9	15,501
					209,307	206,257	25.7	208,500
Electronics								
Appriss Holdings, Inc.	Senior loan	L + 4.75%	5.07 %	11/2020	902	865	0.1	873
Appriss Holdings, Inc.*			5.75 %	11/2020	20,948	20,673	2.5	20,738

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Senior loan	L + 4.75%							
Compusearch Software Holdings, Inc.^	Senior loan	L + 4.50%	5.50 %	05/2021	1,321	1,318	0.2	1,321	
ECI Acquisition Holdings, Inc.	One stop	L + 6.25%	7.25 %	03/2019	1,410	1,349	0.2	1,410	
ECI Acquisition Holdings, Inc. <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	03/2019	-	(13 )	-	-	
ECI Acquisition Holdings, Inc.*^	One stop	L + 6.25%	7.25 %	03/2019	21,779	21,495	2.7	21,779	
Gamma Technologies, LLC <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	06/2021	-	(1 )	-	-	
Gamma Technologies, LLC^	One stop	L + 5.50%	6.50 %	06/2021	18,183	18,010	2.2	18,183	
Park Place Technologies LLC	One stop	L + 5.50%	N/A <sup>(5)</sup>	07/2021	-	-	-	-	
Park Place Technologies LLC*^	One stop	L + 5.50%	6.50 %	07/2021	4,950	4,914	0.6	4,926	
Sloan Company, Inc., The	One stop	L + 6.25%	7.25 %	04/2020	30	30	-	29	
Sloan Company, Inc., The	One stop	L + 6.25%	7.25 %	04/2020	7,589	7,503	0.9	7,362	
Sparta Holding Corporation <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	07/2020	-	(31 )	-	-	
Sparta Holding Corporation*^	One stop	L + 5.50%	6.50 %	07/2020	23,125	22,893	2.9	23,125	
Syncsort Incorporated <sup>(3)</sup>	Senior loan	L + 4.75%	N/A <sup>(5)</sup>	03/2019	-	(3 )	-	-	
Syncsort Incorporated <sup>(3)</sup>	Senior loan	L + 4.75%	N/A <sup>(5)</sup>	03/2019	-	(1 )	-	-	
Syncsort Incorporated*	Senior loan	L + 4.75%	5.75 %	03/2019	1,984	1,970	0.2	1,984	
Systems Maintenance Services Holding, Inc.^	Senior loan	L + 4.00%	5.00 %	10/2019	2,623	2,614	0.3	2,623	
Taxware, LLC <sup>(3)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	04/2022	-	(5 )	-	-	
Taxware, LLC*^	One stop	L + 6.50%	7.50 %	04/2022	19,899	19,609	2.5	19,899	
Watchfire Enterprises, Inc.	Second lien	L + 8.00%	9.00 %	10/2021	9,435	9,242	1.2	9,435	
					134,178	132,431	16.5	133,680	
Finance									
Ascensus, Inc. <sup>(3)</sup>	One stop	L + 4.00%	N/A <sup>(5)</sup>	11/2018	-	(12 )	-	-	
Ascensus, Inc.^	One stop	L + 4.00%	5.00 %	12/2019	3,953	3,895	0.5	3,953	
Ascensus, Inc.*^	One stop	L + 8.00%	9.00 %	12/2020	6,337	6,173	0.8	6,337	
					10,290	10,056	1.3	10,290	
Grocery									

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

AG Kings Holdings Inc. <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	04/2020	-	(7 )	-	-
AG Kings Holdings Inc.	One stop	L + 5.50%	6.50 %	04/2020	6,183	6,127	0.8	6,183
MyWebGrocer, Inc. <sup>(3)</sup>	One stop	L + 8.75%	N/A <sup>(5)</sup>	05/2018	-	(11 )	-	-
MyWebGrocer, Inc. <sup>^</sup>	One stop	L + 8.75%	10.00%	05/2018	14,271	14,115	1.7	14,271
					20,454	20,224	2.5	20,454
Healthcare, Education and Childcare								
Agilintas USA, Inc. <sup>^</sup>	Senior loan	L + 4.00%	5.00 %	10/2020	2,125	2,107	0.3	2,125
Avalign Technologies, Inc. <sup>^</sup>	Senior loan	L + 4.50%	5.50 %	07/2021	1,165	1,160	0.2	1,159
Avatar International, LLC <sup>(6)</sup>	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	1,648	1,644	0.1	548
Avatar International, LLC	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	573	571	0.1	573
Avatar International, LLC <sup>(6)*</sup>	One stop	L + 7.89%	6.19% cash/2.95% PIK	09/2016	7,641	7,615	0.3	2,540
California Cryobank, LLC <sup>^</sup>	One stop	L + 5.50%	6.50 %	08/2019	1,550	1,538	0.2	1,550
California Cryobank, LLC	One stop	L + 5.50%	6.50 %	08/2019	43	42	-	43
California Cryobank, LLC	One stop	P + 4.25%	7.50 %	08/2019	43	41	-	43
Certara L.P. <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	12/2018	-	(14 )	-	-
Certara L.P. <sup>*^</sup>	One stop	L + 6.25%	7.25 %	12/2018	30,848	30,555	3.8	30,848
CPI Buyer, LLC (Cole-Parmer) <sup>*^</sup>	Senior loan	L + 4.50%	5.50 %	08/2021	7,940	7,674	1.0	7,900
Curo Health Services LLC	Senior loan	L + 5.50%	6.50 %	02/2022	1,990	1,972	0.3	1,997
DCA Investment Holding, LLC <sup>(3)</sup>	One stop	L + 5.25%	N/A <sup>(5)</sup>	07/2021	-	(2 )	-	(1
DCA Investment Holding, LLC <sup>*</sup>	One stop	L + 5.25%	6.25 %	07/2021	14,336	13,990	1.8	14,192
Deca Dental Management LLC <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	07/2020	-	(11 )	-	(8
Deca Dental Management LLC	One stop	P + 5.25%	8.50 %	07/2020	20	19	-	20
Deca Dental Management LLC <sup>*^</sup>	One stop	L + 6.25%	7.25 %	07/2020	4,188	4,128	0.5	4,146

See Notes to Consolidated Financial Statements.



## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (continued)

September 30, 2015

(In thousands)

	Investment Type	Spread	Interest Rate <sup>(2)</sup>	Maturity Date	Principal / Par Amount	Amortized Cost	Percentage	
		Above Index <sup>(1)</sup>					of Net Assets	Fair Value
Delta Educational Systems*	Senior loan	P + 4.75%	8.00 %	12/2016	1,435	1,424	0.2	1,220
Delta Educational Systems <sup>(3)</sup>	Senior loan	L + 6.00%	N/A <sup>(5)</sup>	12/2016	-	-	-	(8 )
Dental Holdings Corporation <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	02/2020	-	(16 )	-	-
Dental Holdings Corporation <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	02/2020	-	(12 )	-	-
Dental Holdings Corporation	One stop	L + 5.50%	6.50 %	02/2020	6,575	6,444	0.8	6,575
Encore GC Acquisition, LLC <sup>(3)</sup>	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	01/2020	-	(9 )	-	-
Encore GC Acquisition, LLC*	Senior loan	L + 4.50%	5.50 %	01/2020	3,484	3,439	0.4	3,484
G & H Wire Company, Inc.	One stop	L + 5.75%	6.75 %	12/2017	268	263	-	268
G & H Wire Company, Inc.*^	One stop	L + 5.75%	6.75 %	12/2017	13,291	13,197	1.6	13,291
GSDM Holdings Corp.	Senior loan	L + 4.25%	5.25 %	06/2019	870	867	0.1	870
IntegraMed America, Inc.	One stop	L + 7.25%	8.50 %	09/2017	406	402	-	398
IntegraMed America, Inc.*^	One stop	L + 7.25%	8.50 %	09/2017	14,975	14,839	1.8	14,676
Joerns Healthcare, LLC*	One stop	L + 5.00%	6.17 %	05/2020	3,318	3,286	0.4	3,301
Katena Holdings, Inc. <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	06/2021	-	(8 )	-	-
Katena Holdings, Inc. <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	06/2021	-	(1 )	-	-
	One stop		7.25 %	06/2021	8,142	8,064	1.0	8,142

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Katena Holdings, Inc. <sup>^</sup>		L + 6.25%						
Maverick Healthcare Group, LLC*	Senior loan	L + 5.50%	7.25 %	12/2016	1,933	1,912	0.2	1,933
Pentec Acquisition Sub, Inc. <sup>(3)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	05/2017	-	(1 )	-	-
Pentec Acquisition Sub, Inc.*	Senior loan	L + 5.00%	6.25 %	05/2018	1,588	1,574	0.2	1,588
PPT Management, LLC <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	04/2020	-	(1 )	-	-
PPT Management, LLC* <sup>^</sup>	One stop	L + 5.00%	6.00 %	04/2020	13,158	13,037	1.6	13,158
Premise Health Holding Corp.	One stop	L + 4.50%	5.50 %	06/2020	394	374	-	394
Premise Health Holding Corp.	One stop	L + 4.50%	5.50 %	06/2020	15,000	14,896	1.9	15,000
Pyramid Healthcare, Inc.	One stop	P + 4.50%	7.75 %	08/2019	313	309	-	313
Pyramid Healthcare, Inc. <sup>^</sup>	One stop	L + 5.75%	6.75 %	08/2019	8,439	8,377	1.0	8,439
Radiology Partners, Inc. <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	09/2020	-	(38 )	-	-
Radiology Partners, Inc. <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	09/2020	-	(6 )	-	-
Radiology Partners, Inc.* <sup>^</sup>	One stop	L + 5.00%	6.00 %	09/2020	17,037	16,813	2.1	17,037
Reliant Pro ReHab, LLC	Senior loan	P + 4.00%	7.25 %	06/2017	424	419	0.1	424
Reliant Pro ReHab, LLC*	Senior loan	L + 5.00%	6.00 %	06/2017	3,226	3,206	0.4	3,226
RXH Buyer Corporation <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	09/2021	-	(56 )	-	(28 )
RXH Buyer Corporation <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	09/2021	-	(4 )	-	(2 )
RXH Buyer Corporation* <sup>^</sup>	One stop	L + 5.75%	6.75 %	09/2021	17,612	17,264	2.2	17,435
Southern Anesthesia and Surgical <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	11/2017	-	(27 )	-	-
Southern Anesthesia and Surgical <sup>(3)</sup>	One stop	L + 5.50%	N/A <sup>(5)</sup>	11/2017	-	(7 )	-	-
Southern Anesthesia and Surgical	One stop	L + 5.50%	6.50 %	11/2017	5,638	5,570	0.7	5,638
Surgical Information Systems, LLC <sup>^</sup>	Senior loan	L + 3.00%	4.01 %	09/2018	1,934	1,930	0.2	1,934
U.S. Anesthesia Partners, Inc.	One stop	L + 5.00%	6.00 %	12/2019	5,942	5,918	0.7	5,942
WIL Research Company, Inc.*	Senior loan	L + 4.50%	5.75 %	02/2018	756	751	0.1	737
Young Innovations, Inc.	Senior loan	L + 3.25%	N/A <sup>(5)</sup>	01/2018	-	-	-	-
	Senior loan		5.25 %	01/2019	1,830	1,819	0.2	1,830



Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Young Innovations, Inc.*		L + 4.25%			222,098	219,237	26.5	214,890
Home and Office Furnishings, Housewares, and Durable Consumer								
1A Smart Start LLC*	Senior loan	L + 4.75%	5.75 %	02/2022	2,132	2,111	0.3	2,127
Plano Molding Company, LLC*	One stop	L + 6.00%	7.00 %	05/2021	18,115	17,946	2.2	18,115
WII Components, Inc.	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	07/2018	-	-	-	-
WII Components, Inc.*	Senior loan	L + 4.25%	5.25 %	07/2018	1,048	1,044	0.1	1,048
Zenith Products Corporation <sup>(6)</sup>	One stop	P + 1.75%	5.00 %	09/2013	81	48	-	41
Zenith Products Corporation* <sup>(6)</sup>	One stop	P + 3.50%	6.75 %	09/2013	4,376	3,926	0.3	2,188
					25,752	25,075	2.9	23,519
Insurance								
Captive Resources Midco, LLC <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	06/2020	-	(22 )	-	(19 )
Captive Resources Midco, LLC <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	06/2020	-	(20 )	-	(17 )
Captive Resources Midco, LLC* <sup>^</sup>	One stop	L + 5.75%	6.75 %	06/2020	26,845	26,525	3.3	26,575
Internet Pipeline, Inc. <sup>(3)</sup>	One stop	L + 7.25%	N/A <sup>(5)</sup>	08/2021	-	(1 )	-	-
Internet Pipeline, Inc.	One stop	L + 7.25%	8.25 %	08/2022	4,960	4,826	0.6	4,910
					31,805	31,308	3.9	31,449
Investment Funds and Vehicles								
Senior Loan Fund LLC <sup>(7)(8)</sup>	Subordinated debt	L + 8.00%	8.19 %	05/2020	76,563	76,563	9.5	76,563

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (continued)

September 30, 2015

(In thousands)

Investment	Type	Spread	Interest	Maturity	Principal	Amortized	Percentage	
		Above Index <sup>(1)</sup>					Rate <sup>(2)</sup>	Date
Leisure, Amusement, Motion Pictures and Entertainment								
Competitor Group, Inc.	One stop	L + 7.75%	9.00 %	11/2018	884	876	0.1	773
Competitor Group, Inc.*	One stop	L + 9.25%	9.00% cash/1.50% PIK	11/2018	12,331	12,221	1.4	11,098
Self Esteem Brands, LLC <sup>(3)</sup>	Senior loan	L + 4.00%	N/A <sup>(5)</sup>	02/2020	-	(4 )	-	-
Self Esteem Brands, LLC <sup>^</sup>	Senior loan	L + 4.00%	5.00 %	02/2020	3,669	3,653	0.5	3,669
Starplex Operating, L.L.C. <sup>(3)</sup>	One stop	L + 7.00%	N/A <sup>(5)</sup>	12/2017	-	(9 )	-	-
Starplex Operating, L.L.C.* <sup>^</sup>	One stop	L + 7.00%	8.00 %	12/2017	9,979	9,863	1.2	9,979
Teaching Company, The	One stop	L + 6.25%	7.25 %	08/2020	30	29	-	29
Teaching Company, The	One stop	L + 6.25%	7.25 %	08/2020	19,069	18,789	2.3	18,878
Titan Fitness, LLC <sup>(3)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2019	-	(17 )	-	-
Titan Fitness, LLC*	One stop	L + 6.50%	7.75 %	09/2019	13,326	13,120	1.6	13,326
Titan Fitness, LLC <sup>(3)</sup>	One stop	L + 6.50%	N/A <sup>(5)</sup>	09/2019	-	(17 )	-	-
					59,288	58,504	7.1	57,752
Mining, Steel, Iron and Non-Precious Metals								
Benetech, Inc.	One stop	P + 7.75%	11.00 %	10/2017	303	297	-	303
Benetech, Inc.*	One stop	L + 9.00%	10.25 %	10/2017	4,696	4,671	0.6	4,696

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

					4,999	4,968	0.6	4,999
Oil and Gas								
Drilling Info, Inc. <sup>(3)(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	06/2018	-	(1 )	-	-
Drilling Info, Inc. <sup>(4)</sup>	One stop	L + 5.00%	6.00 %	06/2018	355	353	-	355
Drilling Info, Inc. <sup>^</sup>	One stop	L + 5.00%	6.00 %	06/2018	901	894	0.1	901
Drilling Info, Inc. <sup>(3)(4)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	06/2018	-	(5 )	-	-
					1,256	1,241	0.1	1,256
Personal and Non-Durable Consumer Products								
The Hygenic Corporation <sup>(3)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	10/2019	-	(5 )	-	-
The Hygenic Corporation*	Senior loan	L + 5.00%	6.00 %	10/2020	3,275	3,231	0.4	3,275
Massage Envy, LLC <sup>(3)</sup>	One stop	L + 7.25%	N/A <sup>(5)</sup>	09/2018	-	(9 )	-	-
Massage Envy, LLC*	One stop	L + 7.25%	8.50 %	09/2018	15,570	15,375	1.9	15,570
Orthotics Holdings, Inc. <sup>(3)(8)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(2 )	-	-
Orthotics Holdings, Inc.* <sup>(8)</sup>	One stop	L + 5.00%	6.00 %	02/2020	1,387	1,372	0.2	1,387
Orthotics Holdings, Inc. <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(15 )	-	-
Orthotics Holdings, Inc. <sup>(3)</sup>	One stop	L + 5.00%	N/A <sup>(5)</sup>	02/2020	-	(14 )	-	-
Orthotics Holdings, Inc.*	One stop	L + 5.00%	6.00 %	02/2020	8,460	8,367	1.0	8,460
Team Technologies Acquisition Company <sup>(3)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	12/2017	-	(2 )	-	-
Team Technologies Acquisition Company <sup>^</sup>	Senior loan	L + 5.00%	6.25 %	12/2017	4,782	4,754	0.6	4,782
Team Technologies Acquisition Company	Senior loan	L + 5.50%	6.75 %	12/2017	881	871	0.1	881
					34,355	33,923	4.2	34,355
Personal, Food and Miscellaneous Services								
Focus Brands Inc.* <sup>^</sup>	Second lien	L + 9.00%	10.25 %	08/2018	11,195	11,120	1.4	11,195
Ignite Restaurant Group, Inc (Joe's Crab Shack) <sup>^</sup>	One stop	L + 7.00%	8.00 %	02/2019	6,108	6,039	0.7	6,108
PetVet Care Centers LLC	Senior loan	L + 4.50%	5.50 %	12/2020	646	626	0.1	646
PetVet Care Centers LLC <sup>(3)</sup>	Senior loan	L + 4.50%	N/A <sup>(5)</sup>	12/2019	-	(11 )	-	-
PetVet Care Centers LLC <sup>^</sup>	Senior loan	L + 4.50%	5.50 %	12/2020	5,896	5,800	0.7	5,896
Vetcor Merger Sub LLC <sup>(3)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	04/2021	-	(14 )	-	-
Vetcor Merger Sub LLC	One stop		7.00 %	04/2021	8	4	-	8

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L + 6.00%							
Vetcor Merger Sub LLC*^	One stop	L + 6.00%	7.00 %	04/2021	25,181	24,715	3.1	25,181	
Veterinary Specialists of North America, LLC	One stop	L + 5.00%	N/A <sup>(5)</sup>	05/2020	-	-	-	-	
Veterinary Specialists of North America, LLC*	One stop	L + 5.00%	6.00 %	05/2020	587	582	0.1	587	
					49,621	48,861	6.1	49,621	
Printing and Publishing									
Market Track, LLC	One stop	P + 6.00%	9.25 %	10/2019	369	345	-	347	
Market Track, LLC*^	One stop	L + 7.00%	8.00 %	10/2019	28,976	28,643	3.5	28,686	
Market Track, LLC*	One stop	L + 7.00%	8.00 %	10/2019	2,197	2,173	0.3	2,175	
Market Track, LLC	One stop	L + 7.00%	8.00 %	10/2019	1,379	1,340	0.2	1,344	
					32,921	32,501	4.0	32,552	
Retail Stores									
Benihana, Inc.	One stop	P + 4.75%	8.00 %	07/2018	868	823	0.1	825	
Benihana, Inc.*^	One stop	L + 6.00%	7.25 %	01/2019	15,436	15,124	1.9	15,127	
Boot Barn, Inc.*^	Senior loan	L + 4.50%	5.50 %	06/2021	10,775	10,621	1.3	10,775	
CVS Holdings I, LP	One stop	L + 6.25%	7.25 %	08/2021	366	329	-	347	
CVS Holdings I, LP <sup>(3)</sup>	One stop	L + 6.25%	N/A <sup>(5)</sup>	08/2020	-	(4 )	-	(2 )	
CVS Holdings I, LP^	One stop	L + 6.25%	7.25 %	08/2021	20,575	20,173	2.5	20,369	
Cycle Gear, Inc. <sup>(3)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	01/2020	-	(15 )	-	-	
Cycle Gear, Inc.	One stop	L + 6.00%	7.00 %	01/2020	6,486	6,362	0.8	6,486	
DTLR, Inc.*^	One stop	L + 8.00%	11.00 %	12/2015	15,026	15,017	1.8	15,026	
Elite Sportswear, L.P. <sup>(3)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	03/2020	-	(7 )	-	-	

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (continued)****September 30, 2015***(In thousands)*

	Investment	Spread	Interest	Maturity	Principal /	Amortized	Percent
	Type	Index <sup>(1)</sup>	Rate <sup>(2)</sup>	Date	Par	Cost	of
					Amount		Net
							Assets
Elite Sportswear, L.P.	Senior loan	L + 5.00%	6.00 %	03/2020	2,849	2,798	0.4
Express Oil Change, LLC*	Senior loan	L + 5.00%	6.00 %	12/2017	104	103	-
Express Oil Change, LLC*	Senior loan	L + 5.00%	6.00 %	12/2017	1,371	1,366	0.2
Express Oil Change, LLC <sup>(3)</sup>	Senior loan	L + 5.00%	N/A <sup>(5)</sup>	12/2017	-	(3)	-
Express Oil Change, LLC*	Senior loan	L + 5.00%	6.00 %	12/2017	3,672	3,647	0.5
Floor & Decor Outlets of America, Inc.* <sup>^</sup>	One stop	L + 6.50%	7.75 %	05/2019	11,130	11,047	1.4
Marshall Retail Group, LLC, The <sup>(3)</sup>	One stop	L + 6.00%	N/A <sup>(5)</sup>	08/2020	-	(9)	-
Marshall Retail Group, LLC, The	One stop	L + 6.00%	7.00 %	08/2019	146	124	-
Marshall Retail Group, LLC, The <sup>^</sup>	One stop	L + 6.00%	7.00 %	08/2020	12,331	12,205	1.5
Paper Source, Inc.	One stop	P + 5.00%	7.75 %	09/2018	677	670	0.1
Paper Source, Inc.* <sup>^</sup>	One stop	L + 6.25%	7.25 %	09/2018	12,888	12,810	1.6
RCPSI Corporation <sup>(3)</sup>	One stop	L + 5.75%	N/A <sup>(5)</sup>	04/2020	-	(4)	-
RCPSI Corporation* <sup>^</sup>	One stop	L + 5.75%	6.75 %	04/2021	22,400	21,986	2.8
Restaurant Holding Company, LLC	Senior loan	L + 7.75%	8.75 %	02/2019	4,843	4,809	0.5
Rubio's Restaurants, Inc	Senior loan	L + 4.75%	6.00 %	11/2018	3,985	3,985	0.4
Sneaker Villa, Inc. <sup>^</sup>	One stop		10.00%	12/2017	627	620	0.1

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

		L +						
		8.50%						
Sneaker Villa, Inc.	One stop	L +	10.00%	12/2017	752	740	0.1	
		8.50%						
Sneaker Villa, Inc.^	One stop	L +	10.00%	12/2017	1,206	1,195	0.1	
		8.50%						
Sneaker Villa, Inc.	One stop	P +	10.25%	12/2017	1,253	1,240	0.2	
		7.00%						
Sneaker Villa, Inc.	One stop	L +	10.00%	12/2017	2,506	2,489	0.3	
		8.50%						
Sneaker Villa, Inc.^	One stop	L +	10.00%	12/2017	4,154	4,126	0.5	
		8.50%						
Sneaker Villa, Inc.	One stop	L +	10.00%	12/2017	4,317	4,254	0.5	
		8.50%						
Specialty Catalog Corp. <sup>(3)</sup>	One stop	L +	N/A <sup>(5)</sup>	07/2017	-	(3)	-	
		6.00%						
Specialty Catalog Corp.	One stop	L +	7.50%	07/2017	4,125	4,105	0.5	
		6.00%						
					164,868	162,723	20.1	
Telecommunications								
Arise Virtual Solutions, Inc. <sup>(3)</sup>	One stop	L +	N/A <sup>(5)</sup>	12/2018	-	(1)	-	
		5.50%						
Arise Virtual Solutions, Inc.^	One stop	L +	6.75%	12/2018	1,500	1,495	0.2	
		5.50%						
Hosting.com Inc.	Senior loan	P +	6.50%	12/2017	37	37	-	
		3.25%						
Hosting.com Inc.*	Senior loan	L +	5.75%	12/2017	790	784	0.1	
		4.50%						
					2,327	2,315	0.3	
Textile and Leather								
5.11, Inc.*^	Senior loan	L +	6.00%	02/2020	991	987	0.1	
		5.00%						
Southern Tide, LLC <sup>(3)</sup>	One stop	L +	N/A <sup>(5)</sup>	06/2019	-	(7)	-	
		6.75%						
Southern Tide, LLC^	One stop	L +	7.75%	06/2019	4,055	4,024	0.5	
		6.75%						
					5,046	5,004	0.6	
Utilities								
PowerPlan Consultants, Inc. <sup>(3)</sup>	Senior loan	L +	N/A <sup>(5)</sup>	02/2021	-	(7)	-	
		5.25%						
PowerPlan Consultants, Inc.	Senior loan	L +	6.25%	02/2022	4,885	4,818	0.6	
		5.25%						
					4,885	4,811	0.6	
Total debt investments United States					\$1,471,217	\$1,452,577	178.8	

Fair Value as a percentage of Principal Amount

See Notes to Consolidated Financial Statements.



**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (continued)****September 30, 2015***(In thousands)*

Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Shares / Contracts	Amortized Cost	Percentage		
						Net Assets	Fair Value	
<b>Equity Investments <sup>(9)</sup> <sup>(10)</sup></b>								
Aerospace and Defense								
NTS Technical Systems	Common stock	N/A	N/A	N/A	2	\$1,506	0.3%	\$2,078
Tresys Technology Holdings, Inc.	Common stock	N/A	N/A	N/A	295	295	-	-
Whitcraft LLC	Preferred stock B	N/A	N/A	N/A	1	670	0.1	821
Whitcraft LLC	Warrant	N/A	N/A	N/A	-	-	-	160
						2,471	0.4	3,059
Automobile								
K&N Engineering, Inc.	Preferred stock A	N/A	N/A	N/A	-	-	-	6
K&N Engineering, Inc.	Preferred stock B	N/A	N/A	N/A	-	-	-	6
K&N Engineering, Inc.	Common stock	N/A	N/A	N/A	-	-	-	47
						-	-	59
Beverage, Food and Tobacco								
Atkins Nutritionals, Inc.	LLC interest	N/A	N/A	N/A	57	746	0.4	2,996
C. J. Foods, Inc.	Preferred stock	N/A	N/A	N/A	-	157	-	160
First Watch Restaurants, Inc.	Common stock	N/A	N/A	N/A	9	964	0.2	1,481
Hopdoddy Holdings, LLC	LLC interest	N/A	N/A	N/A	27	130	-	130
Julio & Sons Company	LLC interest	N/A	N/A	N/A	521	521	0.1	769
Northern Brewer, LLC	LLC interest	N/A	N/A	N/A	438	362	-	32



Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Richelieu Foods, Inc.	LP interest	N/A	N/A	N/A	220	220	-	197
Tate's Bake Shop, Inc.	LP interest	N/A	N/A	N/A	-	462	0.1	503
Uinta Brewing Company	LP interest	N/A	N/A	N/A	-	462	-	192
United Craft Brews LLC	LP interest	N/A	N/A	N/A	1	657	0.1	653
						4,681	0.9	7,113
Buildings and Real Estate								
Brooks Equipment Company, LLC	Common stock	N/A	N/A	N/A	10	1,021	0.1	892
Chemicals, Plastics and Rubber								
Flexan, LLC	Preferred stock	N/A	N/A	N/A	-	73	-	75
Flexan, LLC	Common stock	N/A	N/A	N/A	1	-	-	14
						73	-	89
Containers, Packaging and Glass								
Packaging Coordinators, Inc. <sup>(8)</sup>	Common stock	N/A	N/A	N/A	25	2,065	0.3	2,533
Packaging Coordinators, Inc.	Common stock	N/A	N/A	N/A	48	1,563	0.3	2,205
						3,628	0.6	4,738
Diversified Conglomerate Manufacturing								
Chase Industries, Inc.	LLC units	N/A	N/A	N/A	1	1,186	0.2	1,509
ICCN Acquisition Corp.	Preferred stock	N/A	N/A	N/A	-	370	-	360
ICCN Acquisition Corp.	Common stock	N/A	N/A	N/A	-	-	-	-
Sunless Merger Sub, Inc.	LP interest	N/A	N/A	N/A	-	160	-	-
						1,716	0.2	1,869
Diversified Conglomerate Service								
Actiance, Inc.	Warrant	N/A	N/A	N/A	344	82	-	82
Agility Recovery Solutions Inc.	Preferred stock	N/A	N/A	N/A	67	430	0.1	447
Daxko, LLC	LLC units	N/A	N/A	N/A	219	219	-	343
DISA Holdings Acquisition Subsidiary Corp.	Common stock	N/A	N/A	N/A	-	154	-	72
HealthcareSource HR, Inc.	LLC interest	N/A	N/A	N/A	-	348	-	348
Host Analytics, Inc.	Warrant	N/A	N/A	N/A	180	-	-	98
Marathon Data Operating Co., LLC	LLC units	N/A	N/A	N/A	1	264	-	-
Marathon Data Operating Co., LLC	LLC units	N/A	N/A	N/A	1	264	0.1	604
PC Helps Support, LLC	Common stock	N/A	N/A	N/A	1	7	-	-
PC Helps Support, LLC	Preferred stock A	N/A	N/A	N/A	-	61	-	62
Secure-24, LLC	LLC units	N/A	N/A	N/A	263	263	0.1	379
Steelwedge Software, Inc.	Warrant	N/A	N/A	N/A	36,575	76	-	76
TA MHI Buyer, Inc.		N/A	N/A	N/A	-	202	-	202

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Preferred stock								
Vendavo, Inc.	Preferred stock A	N/A	N/A	N/A	827	827	0.2	1,198	
						3,197	0.5	3,911	

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (continued)****September 30, 2015***(In thousands)*

Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Shares / Contract	Amortized Cost	Percentage		
						of Net Assets	Fair Value	
<b>Electronics</b>								
ECI Acquisition Holdings, Inc.	Common stock	N/A	N/A	N/A	9	873	0.2	1,027
Gamma Technologies, LLC	LLC units	N/A	N/A	N/A	1	134	-	134
SEI, Inc.	LLC units	N/A	N/A	N/A	340	340	-	340
Sloan Company, Inc., The	LLC units	N/A	N/A	N/A	1	14	-	14
Sloan Company, Inc., The	LLC units	N/A	N/A	N/A	-	122	-	122
Sparta Holding Corporation	Common stock	N/A	N/A	N/A	1	567	0.1	629
Sparta Holding Corporation	Common stock	N/A	N/A	N/A	235	6	-	208
						2,056	0.3	2,474
<b>Grocery</b>								
MyWebGrocer, Inc.	LLC units	N/A	N/A	N/A	1,418	1,446	0.2	1,389
<b>Healthcare, Education and Childcare</b>								
Advanced Pain Management Holdings, Inc.	Common stock	N/A	N/A	N/A	67	67	-	-
Advanced Pain Management Holdings, Inc.	Preferred stock	N/A	N/A	N/A	8	829	0.1	871
Advanced Pain Management Holdings, Inc.	Preferred stock	N/A	N/A	N/A	1	64	-	194
Avatar International, LLC	LP interest	N/A	N/A	N/A	1	741	-	-
California Cryobank, LLC	LLC units	N/A	N/A	N/A	-	28	-	32
California Cryobank, LLC	LLC units	N/A	N/A	N/A	-	-	-	5
Certara L.P.	LP interest	N/A	N/A	N/A	-	635	0.1	923
DCA Investment Holding, LLC	LLC units	N/A	N/A	N/A	65	6	-	6
DCA Investment Holding, LLC	LLC units	N/A	N/A	N/A	6,386	639	0.1	639
Deca Dental Management LLC	LLC units	N/A	N/A	N/A	357	357	-	357
Dental Holdings Corporation	LLC units	N/A	N/A	N/A	734	734	0.1	736

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Dialysis Newco, Inc. (DSI Renal)	LLC units	N/A	N/A	N/A	871	-	0.5	3,447
Encore GC Acquisition, LLC	LLC units	N/A	N/A	N/A	14	141	-	143
Encore GC Acquisition, LLC	LLC units	N/A	N/A	N/A	14	-	-	-
G & H Wire Company, Inc	LP interest	N/A	N/A	N/A	-	102	-	122
Global Healthcare Exchange, LLC	Common stock	N/A	N/A	N/A	-	5	-	111
Global Healthcare Exchange, LLC	Preferred stock	N/A	N/A	N/A	-	481	0.1	547
IntegraMed America, Inc.	Common stock	N/A	N/A	N/A	1	875	-	281
Katena Holdings, Inc.	LLC units	N/A	N/A	N/A	-	387	0.1	387
Northwestern Management Services, LLC	LLC units	N/A	N/A	N/A	3	3	-	228
Northwestern Management Services, LLC	LLC units	N/A	N/A	N/A	-	249	-	309
Pentec Acquisition Sub, Inc.	Preferred stock	N/A	N/A	N/A	1	116	-	252
Radiology Partners, Inc.	LLC units	N/A	N/A	N/A	43	85	-	82
Reliant Pro ReHab, LLC	Preferred stock A	N/A	N/A	N/A	2	183	0.2	956
RXH Buyer Corporation	LP interest	N/A	N/A	N/A	7	683	0.1	683
Southern Anesthesia and Surgical	LLC units	N/A	N/A	N/A	487	487	0.1	794
Spears Education, LLC	LLC units	N/A	N/A	N/A	1	1	-	20
Spears Education, LLC	LLC units	N/A	N/A	N/A	-	86	-	94
Surgical Information Systems, LLC	Common stock	N/A	N/A	N/A	4	414	0.1	681
Young Innovations, Inc.	LLC units	N/A	N/A	N/A	-	236	-	346
Home and Office Furnishings, Housewares, and Durable Consumer						8,634	1.6	13,246
Top Knobs USA, Inc.	Common stock	N/A	N/A	N/A	3	27	-	231
Zenith Products Corporation	Common stock	N/A	N/A	N/A	1	-	-	-
						27	-	231

See Notes to Consolidated Financial Statements.

## Golub Capital BDC, Inc. and Subsidiaries

## Consolidated Schedule of Investments (continued)

September 30, 2015

(In thousands)

	Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Shares / Contracts	Amortized Cost	Percentage of Net Assets	Fair Value
<b>Insurance</b>								
Captive Resources Midco, LLC	LLC units	N/A	N/A	N/A	1	-	-	146
Internet Pipeline, Inc.	Common stock	N/A	N/A	N/A	43	1	-	1
Internet Pipeline, Inc.	Preferred stock	N/A	N/A	N/A	-	98	-	98
						99	-	245
<b>Investment Funds and Vehicles</b>								
Senior Loan Fund LLC <sup>(7)(8)</sup>	LLC interest	N/A	N/A	N/A	23,222	23,222	2.8	22,373
<b>Leisure, Amusement, Motion Pictures and Entertainment</b>								
Competitor Group, Inc.	LLC interest	N/A	N/A	N/A	1	714	-	22
LMP TR Holdings, LLC	LLC units	N/A	N/A	N/A	712	712	-	22
Starplex Operating, L.L.C.	Common stock	N/A	N/A	N/A	1	183	0.1	409
Titan Fitness, LLC	LLC units	N/A	N/A	N/A	6	583	0.1	827
						2,192	0.2	1,280
<b>Personal and Non-Durable Consumer Products</b>								
C.B. Fleet Company, Incorporated	LLC units	N/A	N/A	N/A	2	174	-	268
The Hygenic Corporation	LP interest	N/A	N/A	N/A	1	61	-	87
Massage Envy, LLC	LLC interest	N/A	N/A	N/A	749	749	0.2	1,058
Team Technologies Acquisition Company	Common stock	N/A	N/A	N/A	-	114	-	351
						1,098	0.2	1,764
<b>Personal, Food and Miscellaneous Services</b>								
R.G. Barry Corporation		N/A	N/A	N/A	-	161	-	157

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Preferred stock								
Vetcor Professional Practices LLC	LLC units	N/A	N/A	N/A	85	85	-	85	
Vetcor Professional Practices LLC	LLC units	N/A	N/A	N/A	766	766	0.1	766	
						1,012	0.1	1,008	
Printing and Publishing									
Market Track, LLC	Preferred stock	N/A	N/A	N/A	-	145	-	195	
Market Track, LLC	Common stock	N/A	N/A	N/A	1	145	-	272	
						290	-	467	
Retail Stores									
Barcelona Restaurants, LLC <sup>(8)(11)</sup>	LP interest	N/A	N/A	N/A	1,996	1,996	0.7	5,523	
Benihana, Inc.	LLC units	N/A	N/A	N/A	43	699	0.1	595	
Cycle Gear, Inc.	LLC units	N/A	N/A	N/A	15	150	-	153	
DentMall MSO, LLC	LLC units	N/A	N/A	N/A	2	-	-	-	
DentMall MSO, LLC	LLC units	N/A	N/A	N/A	2	97	-	106	
Elite Sportswear, L.P.	LLC interest	N/A	N/A	N/A	-	73	-	71	
Express Oil Change, LLC	LLC interest	N/A	N/A	N/A	81	81	-	153	
Marshall Retail Group LLC, The	LLC units	N/A	N/A	N/A	15	154	-	59	
Paper Source, Inc.	Common stock	N/A	N/A	N/A	8	1,387	0.2	1,455	
RCP PetPeople LP	LP interest	N/A	N/A	N/A	889	889	0.2	1,331	
RCPSI Corporation	LLC interest	N/A	N/A	N/A	455	455	0.1	455	
Rubio's Restaurants, Inc.	Preferred stock A	N/A	N/A	N/A	2	945	0.3	2,711	
Sneaker Villa, Inc.	LLC interest	N/A	N/A	N/A	4	411	0.1	583	
SSH Corporation	Common stock	N/A	N/A	N/A	-	40	-	146	
						7,377	1.7	13,341	

See Notes to Consolidated Financial Statements.

**Golub Capital BDC, Inc. and Subsidiaries****Consolidated Schedule of Investments (continued)****September 30, 2015***(In thousands)*

	Investment Type	Spread Above Index <sup>(1)</sup>	Interest Rate <sup>(2)</sup>	Maturity Date	Shares / Contracts	Amortized Cost	Percentage of Net Assets	Fair Value
Textiles and Leather								
Southern Tide, LLC	LLC interest	N/A	N/A	N/A	2	191	-	222
Utilities								
PowerPlan Holdings, Inc.	Common stock	N/A	N/A	N/A	-	303	-	319
PowerPlan Holdings, Inc.	Common stock	N/A	N/A	N/A	151	3	-	92
						306	-	411
Total equity investments United States						\$64,737	9.8	% \$80,181
Total United States						\$1,517,314	188.6	% \$1,529,784
Total Investments						\$1,517,314	188.6	% \$1,529,784
Cash, Restricted Cash and Cash Equivalents								
Cash and Restricted Cash BlackRock Liquidity Funds						\$20,137	2.5	% \$20,137
T-Fund Institutional Shares (CUSIP 09248U718)						13,367	1.6	13,367
BNY Mellon US Dollar Liquidity Fund Institutional Shares (CUSIP G1206E235)						18,430	2.3	18,430
US Bank Money Market Account (CUSIP 9AMMF05B2)						45,550	5.6	45,550
						\$97,484	12.0	% \$97,484

Total Cash, Restricted Cash  
and Cash Equivalents

Total Investments and  
Cash, Restricted Cash and  
Cash Equivalents

\$1,614,798 200.6 % \$1,627,268

\* Denotes that all or a portion of the loan secures the notes offered in the 2010 Debt Securitization (as defined in Note 7).

^ Denotes that all or a portion of the loan secures the notes offered in the 2014 Debt Securitization (as defined in Note 7).

(1) The majority of the investments bear interest at a rate that may be determined by reference to LIBOR ("L") or Prime ("P") and which reset daily, quarterly or semiannually. For each, the Company has provided the spread over LIBOR or Prime and the weighted average current interest rate in effect at September 30, 2015. Certain investments are subject to a LIBOR or Prime interest rate floor. For fixed rate loans, a spread above a reference rate is not applicable.

(2) For portfolio companies with multiple interest rate contracts, the interest rate shown is a weighted average current interest rate in effect at September 30, 2015.

(3) The negative fair value is the result of the capitalized discount on the loan or the unfunded commitment being valued below par. The negative amortized cost is the result of the capitalized discount being greater than the principal amount outstanding on the loan.

(4) The sale of a portion of this loan does not qualify for sale accounting under ASC Topic 860 - Transfers and Servicing, and therefore, the entire one stop loan asset remains in the Consolidated Schedule of Investments. (See Note 7 in the accompanying notes to the consolidated financial statements.)

(5) The entire commitment was unfunded at September 30, 2015. As such, no interest is being earned on this investment.

(6) Loan was on non-accrual status as of September 30, 2015, meaning that the Company has ceased recognizing interest income on the loan.

(7) As defined in the 1940 Act, the Company is deemed to be both an "Affiliated Person" of and "Control" this portfolio company as the Company owns more than 25% of the portfolio company's outstanding voting securities or has the power to exercise control over management or policies of such portfolio company (including through a management agreement).

(8) The investment is treated as a non-qualifying asset under Section 55(a) of the 1940 Act. Under the 1940 Act, the Company may not acquire any non-qualifying asset unless, at the time the acquisition is made, qualifying assets represent at least 70% of the Company's total assets.

(9) Non-income producing securities.

(10) Ownership of certain equity investments may occur through a holding company or partnership.

(11) As defined in the 1940 Act, the Company is deemed to be an "Affiliated Person" of the portfolio company as the Company along with affiliated entities owns five percent or more of the portfolio company's voting securities.

See Notes to Consolidated Financial Statements.





## **Golub Capital BDC, Inc. and Subsidiaries**

### **Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

#### **Note 1. Organization**

Golub Capital BDC, Inc. (“GBDC” and, collectively with its subsidiaries, the “Company”) is an externally managed, closed-end, non-diversified management investment company. GBDC has elected to be regulated as a business development company (“BDC”) under the Investment Company Act of 1940, as amended (the “1940 Act”). In addition, for U.S. federal income tax purposes, GBDC has elected to be treated as a regulated investment company (“RIC”) under Subchapter M of the Internal Revenue Code of 1986, as amended (the “Code”).

The Company’s investment strategy is to invest primarily in senior secured and one stop (a loan that combines characteristics of traditional first lien senior secured loans and second lien or subordinated loans) loans of U.S. middle-market companies. The Company may also selectively invest in second lien and subordinated (a loan that ranks senior only to a borrower’s equity securities and ranks junior to all of such borrower’s other indebtedness in priority of payment) loans of, and warrants and minority equity securities in, U.S. middle-market companies. The Company has entered into an investment advisory agreement (the “Investment Advisory Agreement”) with GC Advisors LLC (the “Investment Adviser”), under which the Investment Adviser manages the day-to-day operations of, and provides investment advisory services to, the Company. Under an administration agreement (the “Administration Agreement”) the Company is provided with certain services by an administrator (the “Administrator”), which is currently Golub Capital LLC.

#### **Note 2. Significant Accounting Policies and Recent Accounting Updates**

**Basis of presentation:** The Company is an investment company as defined in the accounting and reporting guidance under Accounting Standards Codification (“ASC”) Topic 946 – *Financial Services – Investment Companies* (“ASC Topic 946”).

The accompanying interim consolidated financial statements of the Company and related financial information have been prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”) for interim financial information and pursuant to the requirements for reporting on Form 10-Q and Articles 6 or 10 of Regulation S-X. Accordingly, they do not include all of the information and notes required by GAAP for annual

financial statements. In the opinion of management, the consolidated financial statements reflect all adjustments and reclassifications consisting solely of normal accruals that are necessary for the fair presentation of financial results as of and for the periods presented. All intercompany balances and transactions have been eliminated. Certain prior period amounts have been reclassified to conform to the current period presentation.

**Fair value of financial instruments:** The Company applies fair value to all of its financial instruments in accordance with ASC Topic 820 — *Fair Value Measurement* (“ASC Topic 820”). ASC Topic 820 defines fair value, establishes a framework used to measure fair value and requires disclosures for fair value measurements. In accordance with ASC Topic 820, the Company has categorized its financial instruments carried at fair value, based on the priority of the valuation technique, into a three-level fair value hierarchy. Fair value is a market-based measure considered from the perspective of the market participant who holds the financial instrument rather than an entity-specific measure. Therefore, when market assumptions are not readily available, the Company’s own assumptions are set to reflect those that management believes market participants would use in pricing the financial instrument at the measurement date.

The availability of observable inputs can vary depending on the financial instrument and is affected by a wide variety of factors, including, for example, the type of product, whether the product is new, whether the product is traded on an active exchange or in the secondary market and the current market conditions. To the extent that the valuation is based on models or inputs that are less observable or unobservable in the market the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised by the Company in determining fair value is greatest for financial instruments classified as Level 3.

## Golub Capital BDC, Inc. and Subsidiaries

### Notes to Unaudited Consolidated Financial Statements

(In thousands, except shares and per share data)

Any changes to the valuation methodology are reviewed by management and the Company's board of directors (the "Board") to confirm that the changes are appropriate. As markets change, new products develop and the pricing for products becomes more or less transparent, the Company will continue to refine its valuation methodologies. See further description of fair value methodology in Note 6.

**Use of estimates:** The preparation of the consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Consolidation:** As provided under Regulation S-X and ASC Topic 946, the Company will generally not consolidate its investment in a company other than an investment company subsidiary or a controlled operating company whose business consists of providing services to the Company. Accordingly, the Company consolidated the results of the Company's wholly-owned subsidiaries in its consolidated financial statements. The Company does not consolidate its noncontrolling interest in Senior Loan Fund LLC ("SLF"). See further description of the Company's investment in SLF in Note 4.

Assets related to transactions that do not meet ASC Topic 860 — *Transfers and Servicing* ("ASC Topic 860") requirements for accounting sale treatment are reflected in the Company's consolidated statements of financial condition as investments. Those assets are owned by special purpose entities, including Golub Capital BDC 2010-1 LLC ("2010 Issuer"), Golub Capital BDC CLO 2014 LLC ("2014 Issuer"), Golub Capital BDC Funding LLC ("Funding") and Golub Capital BDC Revolver Funding, LLC ("Revolver Funding"), that are consolidated in the Company's consolidated financial statements. The creditors of the special purpose entities have received security interests in such assets and such assets are not intended to be available to the creditors of GBDC (or any affiliate of GBDC).

**Cash and cash equivalents:** Cash and cash equivalents are highly liquid investments with an original maturity of three months or less at the date of acquisition. The Company deposits its cash in financial institutions and, at times, such balances may be in excess of the Federal Deposit Insurance Corporation insurance limits.

**Restricted cash and cash equivalents:** Restricted cash and cash equivalents include amounts that are collected and are held by trustees who have been appointed as custodians of the assets securing certain of the Company's financing transactions. Restricted cash is held by the trustees for payment of interest expense and principal on the outstanding borrowings or reinvestment into new assets. In addition, restricted cash and cash equivalents include amounts held within the Company's small business investment company ("SBIC") subsidiaries. The amounts held within the SBICs are generally restricted to the originations of new loans from the SBICs and the payment of U.S. Small Business Administration ("SBA") debentures and related interest expense.

**Revenue recognition:**

*Investments and related investment income:* Interest income is accrued based upon the outstanding principal amount and contractual interest terms of debt investments.

Loan origination fees, original issue discount and market discount or premium are capitalized, and the Company accretes or amortizes such amounts over the life of the loan as interest income. For the three and six months ended March 31, 2016, interest income included \$1,795 and \$3,686, respectively, of accretion of discounts. For the three and six months ended March 31, 2015, interest income included \$1,820 and \$3,490, respectively, of accretion of discounts. For the three and six months ended March 31, 2016, the Company received loan origination fees of \$2,635 and \$4,791, respectively. For the three and six months ended March 31, 2015, the Company received loan origination fees of \$2,145 and \$5,207, respectively.

## **Golub Capital BDC, Inc. and Subsidiaries**

### **Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

For investments with contractual payment-in-kind (“PIK”) interest, which represents contractual interest accrued and added to the principal balance that generally becomes due at maturity, the Company will not accrue PIK interest if the portfolio company valuation indicates that the PIK interest is not collectible.

For the three and six months ended March 31, 2016, the Company recorded PIK income of \$124 and \$315, respectively, and received PIK payments in cash of \$0 and \$0, respectively. For the three and six months ended March 31, 2015, the Company recorded PIK income of \$313 and \$815, respectively, and received PIK payments in cash of \$178 and \$379, respectively.

In addition, the Company may generate revenue in the form of amendment, structuring or due diligence fees, fees for providing managerial assistance, consulting fees and prepayment premiums on loans. The Company records these fees as fee income when received. All other income is recorded into income when earned. For the three and six months ended March 31, 2016, fee income included \$402 and \$567, respectively, of prepayment premiums. For the three and six months ended March 31, 2015, fee income included \$554 and \$701, respectively, of prepayment premiums.

For the three and six months ended March 31, 2016, the Company received interest and fees in cash, which excludes capitalized loan origination fees, in the amounts of \$27,519 and \$54,743 respectively. For the three and six months ended March 31, 2015, the Company received interest and fees in cash, which excludes capitalized loan origination fees, in the amounts of \$26,361 and \$51,516, respectively.

Dividend income on preferred equity securities is recorded as dividend income on an accrual basis to the extent that such amounts are payable by the portfolio company and are expected to be collected. Dividend income on common equity securities is recorded on the record date for private portfolio companies or on the ex-dividend date for publicly traded portfolio companies. Each distribution received from limited liability company (“LLC”) and limited partnership (“LP”) investments is evaluated to determine if the distribution should be recorded as dividend income or a return of capital. Generally, the Company will not record distributions from equity investments in LLCs and LPs as dividend income unless there are sufficient accumulated tax-basis earnings and profits in the LLC or LP prior to the distribution. Distributions that are classified as a return of capital are recorded as a reduction in the cost basis of the investment. For the three and six months ended March 31, 2016, the Company recorded dividend income of \$1,178

and \$2,185, respectively, and return of capital distributions of \$88 and \$2,158. For the three and six months ended March 31, 2015, the Company recorded dividend income of \$377 and \$395, respectively, and return of capital distributions of \$0 and \$8.

Investment transactions are accounted for on a trade-date basis. Realized gains or losses on investments are measured by the difference between the net proceeds from the disposition and the cost basis of investment, without regard to unrealized gains or losses previously recognized. The Company reports current period changes in fair value of investments that are measured at fair value as a component of the net change in unrealized appreciation (depreciation) on investments in the consolidated statements of operations.

*Non-accrual loans:* A loan may be left on accrual status during the period the Company is pursuing repayment of the loan. Management reviews all loans that become 90 days or more past due on principal and interest, or when there is reasonable doubt that principal or interest will be collected, for possible placement on non-accrual status. When a loan is placed on non-accrual status, unpaid interest credited to income is reversed. Additionally, any original issue discount and market discount are no longer accreted to interest income as of the date the loan is placed on non-accrual status. Interest payments received on non-accrual loans may be recognized as income or applied to principal depending upon management's judgment. Non-accrual loans are restored to accrual status when past due principal and interest is paid and, in management's judgment, payments are likely to remain current. The total fair value of non-accrual loans was \$4,282 and \$6,487 as of March 31, 2016 and September 30, 2015, respectively.

## Golub Capital BDC, Inc. and Subsidiaries

### Notes to Unaudited Consolidated Financial Statements

(In thousands, except shares and per share data)

*Partial loan sales:* The Company follows the guidance in ASC Topic 860 when accounting for loan participations and other partial loan sales. Such guidance requires a participation or other partial loan sale to meet the definition of a “participating interest”, as defined in the guidance, in order for sale treatment to be allowed. Participations or other partial loan sales which do not meet the definition of a participating interest remain on the Company’s consolidated statements of financial condition and the proceeds are recorded as a secured borrowing until the definition is met. Secured borrowings are carried at fair value to correspond with the related investments, which are carried at fair value. See Note 7 for additional information.

**Income taxes:** The Company has elected to be treated as a RIC under Subchapter M of the Code and operates in a manner so as to qualify for the tax treatment applicable to RICs. In order to be subject to tax as a RIC, among other things, the Company is required to meet certain source of income and asset diversification requirements and timely distribute dividends to its stockholders of an amount generally at least equal to 90% of its investment company taxable income, as defined by the Code and determined without regard to any deduction for dividends paid, for each tax year. The Company has made, and intends to continue to make, the requisite distributions to its stockholders, which will generally relieve the Company from U.S. federal income taxes with respect to all income distributed to its stockholders.

Depending on the level of taxable income earned in a tax year, the Company may choose to retain taxable income in excess of current year dividend distributions and would distribute such taxable income in the next tax year. The Company may then be required to pay a 4% excise tax on such income. To the extent that the Company determines that its estimated current year annual taxable income, determined on a calendar year basis, could exceed estimated current calendar year dividend distributions, the Company accrues excise tax, if any, on estimated excess taxable income as taxable income is earned. For the three and six months ended March 31, 2016, \$31 and \$333, respectively, was recorded for U.S. federal excise tax. For the three and six months ended March 31, 2015, no amount was recorded for U.S. federal excise tax.

The Company accounts for income taxes in conformity with ASC Topic 740 — *Income Taxes* (“ASC Topic 740”). ASC Topic 740 provides guidelines for how uncertain tax positions should be recognized, measured, presented and disclosed in financial statements. ASC Topic 740 requires the evaluation of tax positions taken in the course of preparing the Company’s tax returns to determine whether the tax positions are “more-likely-than-not” to be sustained by the applicable tax authority. Tax benefits of positions not deemed to meet the more-likely-than-not threshold would be



recorded as a tax expense in the current year. It is the Company's policy to recognize accrued interest and penalties related to uncertain tax benefits in income tax expense. There were no material uncertain income tax positions through March 31, 2016. The 2012 through 2015 tax years remain subject to examination by U.S. federal and most state tax authorities.

**Dividends and distributions:** Dividends and distributions to common stockholders are recorded on the ex-dividend date. The amount to be paid out as a dividend or distribution is determined by the Board each quarter and is generally based upon the earnings estimated by management. Net realized capital gains, if any, are distributed at least annually, although the Company may decide to retain such capital gains for investment.

The Company has adopted a dividend reinvestment plan ("DRIP") that provides for reinvestment of any distributions the Company declares in cash on behalf of its stockholders, unless a stockholder elects to receive cash. As a result, if the Board declares a cash distribution, then stockholders who participate in the DRIP will have their cash distribution reinvested in additional shares of the Company's common stock, rather than receiving the cash dividend. The Company may use newly issued shares under the guidelines of the DRIP (if the Company's shares are trading at a premium to net asset value), or the Company may purchase shares in the open market in connection with the obligations under the plan. In particular, if the Company's shares are trading at a discount to net asset value ("NAV") and the Company is otherwise permitted under applicable law to purchase such shares, the Company intends to purchase shares in the open market in connection with any obligations under the DRIP.

## Golub Capital BDC, Inc. and Subsidiaries

### Notes to Unaudited Consolidated Financial Statements

(In thousands, except shares and per share data)

In the event the market price per share of the Company's common stock on the date of a distribution exceeds the most recently computed NAV per share of the common stock, the Company will issue shares of common stock to participants in the DRIP at the greater of the most recently computed NAV per share of common stock or 95% of the current market price per share of common stock (or such lesser discount to the current market price per share that still exceeds the most recently computed NAV per share of common stock).

**Share repurchase plan:** The Company has a share repurchase program (the "Program") which allows the Company to repurchase up to \$50,000 of the Company's outstanding common stock on the open market at prices below the Company's NAV as reported in its most recently published consolidated financial statements. The Board most recently reapproved the Program in August 2015 and the Program may be implemented at the discretion of management. The shares may be purchased from time to time at prevailing market prices, through open market transactions, including block transactions. The Company did not make any repurchases of its common stock during the three and six months ended March 31, 2016.

**Deferred debt issuance costs:** Deferred debt issuance costs represent fees and other direct incremental costs incurred in connection with the Company's borrowings. As of March 31, 2016 and September 30, 2015, the Company had deferred debt issuance costs of \$6,454 and \$7,624, respectively. These amounts are amortized and included in interest expense in the consolidated statements of operations over the estimated average life of the borrowings. Amortization expense for the three and six months ended March 31, 2016 was \$1,001 and \$2,250, respectively. Amortization expense for the three and six months ended March 31, 2015 was \$1,088 and \$2,135, respectively.

**Deferred offering costs:** Deferred offering costs consist of fees paid in relation to legal, accounting, regulatory and printing work completed in preparation of equity offerings. Deferred offering costs are charged against the proceeds from equity offerings when received. As of March 31, 2016 and September 30, 2015, deferred offering costs, which are included in other assets on the consolidated statements of financial condition, were \$174 and \$174, respectively.

**Recent accounting pronouncements:** In April 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2015-03, *Interest – Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs*, which requires that debt issuance costs related to a recognized debt liability be

presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. This guidance is effective for annual reporting periods, and the interim periods within those periods, beginning after December 15, 2015 and early adoption is permitted. The Company has elected to adopt the ASU which did not have a material impact on the Company's consolidated financial statements other than corresponding reductions to total assets and total liabilities on the consolidated statements of financial condition. Prior to adoption, the Company recorded deferred debt issuance costs as deferred financing costs as an asset on the consolidated statements of financial condition. Upon adoption, the Company reclassified these costs as unamortized debt issuance costs that reduce debt in the liabilities on the consolidated statements of financial condition and retrospectively reclassified the \$7,624 of deferred debt issuance costs that were previously presented as deferred financing costs as an asset as of September 30, 2015.

In May 2015, FASB issued ASU 2015-07, *Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. This guidance is effective for annual reporting periods, and the interim periods within those periods, beginning after December 15, 2015 and early adoption is permitted. The Company adopted the ASU during the year ended September 30, 2015, which did not have a material impact on the Company's consolidated financial statements other than the enhanced disclosures around fair value measurements.

## Golub Capital BDC, Inc. and Subsidiaries

### Notes to Unaudited Consolidated Financial Statements

(In thousands, except shares and per share data)

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities*, which, among other things, requires an entity to present separately in other comprehensive income the portion of the total change in the fair value of a liability resulting from a change in the instrument-specific credit risk when the entity has elected to measure the liability at fair value in accordance with the fair value option for financial instruments. Additionally, the ASU changes the disclosure requirements for financial instruments. This guidance is effective for annual reporting periods, and the interim periods within those periods, beginning after December 15, 2017 and early adoption is permitted for certain provisions. The Company is currently evaluating the impact this ASU will have on its consolidated financial statements.

#### Note 3. Related Party Transactions

**Investment Advisory Agreement:** Under the Investment Advisory Agreement, the Investment Adviser manages the day-to-day operations of, and provides investment advisory services to, GBDC. The Board most recently reapproved the Investment Advisory Agreement in May 2016. The Investment Adviser is a registered investment adviser with the Securities and Exchange Commission (the “SEC”). The Investment Adviser receives fees for providing services, consisting of two components, a base management fee and an Incentive Fee (as defined below).

The base management fee is calculated at an annual rate equal to 1.375% of average adjusted gross assets at the end of the two most recently completed calendar quarters (including assets purchased with borrowed funds and securitization-related assets, leverage, unrealized depreciation or appreciation on derivative instruments and cash collateral on deposit with custodian but adjusted to exclude cash and cash equivalents so that investors do not pay the base management fee on such assets) and is payable quarterly in arrears. Additionally, the Investment Adviser is voluntarily excluding assets funded with secured borrowing proceeds from the base management fee. The base management fee is adjusted, based on the actual number of days elapsed relative to the total number of days in such calendar quarter, for any share issuances or repurchases during such calendar quarter. For purposes of the Investment Advisory Agreement, cash equivalents means U.S. government securities and commercial paper instruments maturing within 270 days of purchase (which is different than the GAAP definition, which defines cash equivalents as U.S. government securities and commercial paper instruments maturing within 90 days of purchase). To the extent that the Investment Adviser or any of its affiliates provides investment advisory, collateral management or other similar services to a subsidiary of the Company, the base management fee will be reduced by an amount equal to the product of (1) the total fees paid to the Investment Adviser by such subsidiary for such services and (2) the percentage of such subsidiary’s total equity, including membership interests and any class of notes not exclusively held by one or more

third parties, that is owned, directly or indirectly, by the Company.

The Company has structured the calculation of the Incentive Fee to include a fee limitation such that an Incentive Fee for any quarter can only be paid to the Investment Adviser if, after such payment, the cumulative Incentive Fees paid to the Investment Adviser since April 13, 2010, the effective date of the Company's election to become a BDC, would be less than or equal to 20.0% of the Company's Cumulative Pre-Incentive Fee Net Income (as defined below).

The Company accomplishes this limitation by subjecting each quarterly Incentive Fee payable under the Income and Capital Gain Incentive Fee Calculation (as defined below) to a cap (the "Incentive Fee Cap"). The Incentive Fee Cap in any quarter is equal to the difference between (a) 20.0% of Cumulative Pre-Incentive Fee Net Income and (b) cumulative Incentive Fees of any kind paid to the Investment Adviser by GBDC since April 13, 2010. To the extent the Incentive Fee Cap is zero or a negative value in any quarter, no Incentive Fee would be payable in that quarter. If, for any relevant period, the Incentive Fee Cap calculation results in the Company paying less than the amount of the Incentive Fee calculated above, then the difference between the Incentive Fee and the Incentive Fee Cap will not be paid by GBDC and will not be received by the Investment Adviser as an Incentive Fee either at the end of such relevant period or at the end of any future period. "Cumulative Pre-Incentive Fee Net Income" is equal to the sum of (a) Pre-Incentive Fee Net Investment Income (as defined below) for each period since April 13, 2010 and (b)

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

cumulative aggregate realized capital gains, cumulative aggregate realized capital losses, cumulative aggregate unrealized capital depreciation and cumulative aggregate unrealized capital appreciation since April 13, 2010.

“Pre-Incentive Fee Net Investment Income” means interest income, dividend income and any other income (including any other fees such as commitment, origination, structuring, diligence and consulting fees or other fees that the Company receives from portfolio companies but excluding fees for providing managerial assistance) accrued during the calendar quarter, minus operating expenses for the calendar quarter (including the base management fee, taxes, any expenses payable under the Investment Advisory Agreement and the Administration Agreement, any expenses of securitizations and any interest expense and dividends paid on any outstanding preferred stock, but excluding the Incentive Fee). Pre-Incentive Fee Net Investment Income includes, in the case of investments with a deferred interest feature such as market discount, debt instruments with PIK interest, preferred stock with PIK dividends and zero coupon securities, accrued income that the Company has not yet received in cash.

Incentive Fees are calculated and payable quarterly in arrears (or, upon termination of the Investment Advisory Agreement, as of the termination date).

The income and capital gains incentive fee calculation (the “Income and Capital Gain Incentive Fee Calculation”) has two parts, the income component (the “Income Incentive Fee”) and the capital gains component (the “Capital Gain Incentive Fee”) and, together with the Income Incentive Fee, the “Incentive Fee”). The Income Incentive Fee is calculated quarterly in arrears based on the Company’s Pre-Incentive Fee Net Investment Income for the immediately preceding calendar quarter.

For the three and six months ended March 31, 2016, the Income Incentive Fee incurred was \$720 and \$1,127, respectively. For the three and six months ended March 31, 2015, the Income Incentive Fee incurred was \$1,220 and \$2,152, respectively.

Pre-Incentive Fee Net Investment Income does not include any realized capital gains, realized capital losses or unrealized capital appreciation or depreciation. Because of the structure of the Income Incentive Fee, it is possible that an Incentive Fee may be calculated under this formula with respect to a period in which the Company has incurred a loss. For example, if the Company receives Pre-Incentive Fee Net Investment Income in excess of the hurdle rate (as defined below) for a calendar quarter, the Income Incentive Fee will result in a positive value and an Incentive Fee will be paid unless the payment of such Incentive Fee would cause the Company to pay Incentive Fees on a

cumulative basis that exceed the Incentive Fee Cap. Pre-Incentive Fee Net Investment Income, expressed as a rate of return on the value of the Company's net assets (defined as total assets less indebtedness and before taking into account any Incentive Fees payable during the period) at the end of the immediately preceding calendar quarter, is compared to a fixed "hurdle rate" of 2.0% quarterly. If market interest rates rise, the Company may be able to invest funds in debt instruments that provide for a higher return, which would increase Pre-Incentive Fee Net Investment Income and make it easier for the Investment Adviser to surpass the fixed hurdle rate and receive an Incentive Fee based on such net investment income.

The Company's Pre-Incentive Fee Net Investment Income used to calculate this part of the Incentive Fee is also included in the amount of its total assets (excluding cash and cash equivalents but including assets purchased with borrowed funds and securitization-related assets, unrealized depreciation or appreciation on derivative instruments and cash collateral on deposit with custodian) used to calculate the 1.375% base management fee annual rate.

The Company calculates the Income Incentive Fee with respect to its Pre-Incentive Fee Net Investment Income quarterly, in arrears, as follows:

- Zero in any calendar quarter in which the Pre-Incentive Fee Net Investment Income does not exceed the hurdle rate;

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

100% of the Company's Pre-Incentive Fee Net Investment Income with respect to that portion of such Pre-Incentive Fee Net Investment Income, if any, that exceeds the hurdle rate but is less than 2.5% in any calendar quarter. This portion of the Company's Pre-Incentive Fee Net Investment Income (which exceeds the hurdle rate but is less than 2.5%) is referred to as the "catch-up" provision. The catch-up is meant to provide the Investment Adviser with 20.0% of the Pre-Incentive Fee Net Investment Income as if a hurdle rate did not apply if the Company's Pre-Incentive Fee Net Investment Income exceeds 2.5% in any calendar quarter; and 20.0% of the amount of the Company's Pre-Incentive Fee Net Investment Income, if any, that exceeds 2.5% in any calendar quarter.

The Capital Gain Incentive Fee equals (a) 20.0% of the Company's Capital Gain Incentive Fee Base (as defined below), if any, calculated in arrears as of the end of each calendar year (or upon termination of the Investment Advisory Agreement, as of the termination date), which commenced with the calendar year ending December 31, 2010, less (b) the aggregate amount of any previously paid Capital Gain Incentive Fees. The Company's "Capital Gain Incentive Fee Base" equals (1) the sum of (i) realized capital gains, if any, on a cumulative positive basis from the date the Company elected to become a BDC through the end of each calendar year, (ii) all realized capital losses on a cumulative basis and (iii) all unrealized capital depreciation on a cumulative basis less (2) all unamortized deferred debt issuance costs, if and to the extent such costs exceed all unrealized capital appreciation on a cumulative basis.

The cumulative aggregate realized capital losses are calculated as the sum of the amounts by which (a) the net sales price of each investment in the Company's portfolio when sold is less than (b) the accreted or amortized cost basis of such investment.

The cumulative aggregate realized capital gains are calculated as the sum of the differences, if positive, between (a) the net sales price of each investment in the Company's portfolio when sold and (b) the accreted or amortized cost basis of such investment.

The aggregate unrealized capital depreciation is calculated as the sum of the differences, if negative, between (a) the valuation of each investment in the Company's portfolio as of the applicable Capital Gain Incentive Fee calculation date and (b) the accreted or amortized cost basis of such investment.

The Capital Gain Incentive Fee payable as calculated under the Investment Advisory Agreement (as described above) for the three and six months ended March 31, 2016 and 2015 was \$0. However, in accordance with GAAP, we are required to include the aggregate unrealized capital appreciation on investments in the calculation and accrue a capital gain incentive fee on a quarterly basis as if such unrealized capital appreciation were realized, even though such unrealized capital appreciation is not permitted to be considered in calculating the fee actually payable under the Investment Advisory Agreement. If the Capital Gain Incentive Fee Base, adjusted as required by GAAP to include unrealized appreciation, is positive at the end of a period, then GAAP requires the Company to accrue a capital gain incentive fee equal to 20% of such amount, less the aggregate amount of the actual Capital Gain Incentive Fees paid and capital gain incentive fees accrued under GAAP in all prior periods. If such amount is negative, then there is no accrual for such period. The resulting accrual under GAAP in a given period may result in additional expense if such



cumulative amount is greater than in the prior period or a reversal of previously recorded expense if such cumulative amount is less than in the prior period. There can be no assurance that such unrealized capital appreciation will be realized in the future. From inception through March 31, 2016, the Company has not made any Capital Gain Incentive Fee payments. For the three months ended March 31, 2016, the Company recorded a reversal in the accrual for capital gain incentive fee under GAAP of \$540 and for the six months ended March 31, 2016, the Company accrued a capital gain incentive fee under GAAP of \$824. For the three and six months ended March 31, 2015, the Company accrued a capital gain incentive fee under GAAP of \$1,038 and \$1,177, respectively.

The sum of the Income Incentive Fee and Capital Gain Incentive Fee is the “Incentive Fee.”

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

**Administration Agreement:** Under the Administration Agreement, the Administrator furnishes the Company with office facilities and equipment, provides the Company with clerical, bookkeeping and record keeping services at such facilities and provides the Company with other administrative services as the Administrator, subject to review by the Board, determines necessary to conduct the Company's day-to-day operations. GBDC reimburses the Administrator the allocable portion of overhead and other expenses incurred by it in performing its obligations under the Administration Agreement, including rent, fees and expenses associated with performing compliance functions and GBDC's allocable portion of the cost of its chief financial officer and chief compliance officer and their respective staffs. The Board reviews such expenses to determine that these expenses are reasonable and comparable to administrative services charged by unaffiliated third party asset managers. Under the Administration Agreement, the Administrator also provides, on the Company's behalf, managerial assistance to those portfolio companies to which the Company is required to provide such assistance and will be paid an additional amount based on the cost of the services provided, which amount shall not exceed the amount the Company receives from such portfolio companies.

Included in accounts payable and accrued expenses is \$609 and \$606 as of March 31, 2016 and September 30, 2015, respectively, for accrued allocated shared services under the Administration Agreement.

**Other related party transactions:** The Administrator pays for certain unaffiliated third-party expenses incurred by the Company. Such expenses include postage, printing, office supplies and rating agency fees. These expenses are not marked-up and represent the same amount the Company would have paid had the Company paid the expenses directly. These expenses are subsequently reimbursed in cash.

Total expenses reimbursed to the Administrator during the three and six months ended March 31, 2016 were \$822 and \$1,379, respectively. Total expenses reimbursed to the Administrator during the three and six months ended March 31, 2015 were \$301 and \$457, respectively.

As of March 31, 2016 and September 30, 2015, included in accounts payable and accrued expenses were \$715 and \$554, respectively, for accrued expenses paid on behalf of the Company by the Administrator.

During the three and six months ended March 31, 2016, the Company sold \$35,923 and \$115,146, respectively, of investments and unfunded commitments to SLF at fair value and recognized \$158 and \$753, respectively, of net realized gains. During the three and six months ended March 31, 2015, the Company sold \$83,376 and \$99,201, respectively, of investments and unfunded commitments to SLF at fair value and recognized \$662 and \$783,

respectively, of net realized gains.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

**Note 4. Investments**

Investments as of March 31, 2016 and September 30, 2015 consisted of the following:

	As of March 31, 2016			As of September 30, 2015		
	Par	Amortized Cost	Fair Value	Par	Amortized Cost	Fair Value
Senior secured	\$180,933	\$178,830	\$179,513	\$199,573	\$197,189	\$197,329
One stop	1,229,133	1,212,983	1,210,690	1,153,450	1,137,654	1,134,222
Second lien	39,924	39,523	38,909	39,924	39,464	39,774
Subordinated debt	1,707	1,707	1,911	1,707	1,707	1,715
Subordinated notes in SLF <sup>(1)</sup>	86,182	86,182	85,321	76,563	76,563	76,563
LLC equity interests in SLF <sup>(1)</sup>	N/A	34,043	31,698	N/A	23,222	22,373
Equity	N/A	48,172	63,660	N/A	41,515	57,808
Total	\$1,537,879	\$1,601,440	\$1,611,702	\$1,471,217	\$1,517,314	\$1,529,784

<sup>(1)</sup> SLF's proceeds from the subordinated notes and LLC equity interests invested in SLF were utilized by SLF to invest in senior secured loans.

The following tables show the portfolio composition by geographic region at amortized cost and fair value as a percentage of total investments in portfolio companies. The geographic composition is determined by the location of the corporate headquarters of the portfolio company, which may not be indicative of the primary source of the portfolio company's business.

	As of March 31, 2016			As of September 30, 2015		
Amortized Cost:						
United States						
Mid-Atlantic	\$413,767	25.8 %	\$400,538	26.4 %		
Midwest	304,974	19.0	288,923	19.0		
West	260,681	16.3	245,455	16.2		
Southeast	412,263	25.7	376,243	24.8		
Southwest	108,195	6.8	92,714	6.1		

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Northeast	99,924	6.3	113,441	7.5
Canada	1,636	0.1	-	-
Total	\$1,601,440	100.0%	\$1,517,314	100.0%

Fair Value:

United States				
Mid-Atlantic	\$408,067	25.3 %	\$395,779	25.9 %
Midwest	312,994	19.4	292,826	19.1
West	259,376	16.1	250,264	16.4
Southeast	410,341	25.5	376,653	24.6
Southwest	111,511	6.9	95,524	6.2
Northeast	107,761	6.7	118,738	7.8
Canada	1,652	0.1	-	-
Total	\$1,611,702	100.0%	\$1,529,784	100.0%

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**  
(In thousands, except shares and per share data)

The industry compositions of the portfolio at amortized cost and fair value were as follows:

	As of March 31, 2016			As of September 30, 2015		
Amortized Cost:						
Aerospace and Defense	\$ 89,007	5.5	%	\$ 87,245	5.7	%
Automobile	21,772	1.4		15,451	1.0	
Banking	17,253	1.1		17,059	1.1	
Beverage, Food and Tobacco	125,854	7.9		133,352	8.8	
Broadcasting and Entertainment	1,478	0.1		1,485	0.1	
Buildings and Real Estate	30,007	1.9		31,039	2.0	
Cargo Transport	4,850	0.3		-	-	
Chemicals, Plastics and Rubber	72	-	*	6,166	0.4	
Containers, Packaging and Glass	19,465	1.2		31,429	2.1	
Diversified Conglomerate Manufacturing	66,781	4.2		66,939	4.4	
Diversified Conglomerate Service	249,823	15.6		209,454	13.8	
Electronics	140,925	8.8		134,487	8.9	
Finance	-	-		10,056	0.7	
Grocery	17,720	1.1		21,670	1.4	
Healthcare, Education and Childcare	271,475	17.0		227,871	15.0	
Home and Office Furnishings, Housewares and Durable Consumer	31,007	1.9		25,102	1.7	
Hotels, Motels, Inns, and Gaming	812	0.1		-	-	
Insurance	32,145	2.0		31,407	2.1	
Investment Funds and Vehicles	120,225	7.5		99,785	6.6	
Leisure, Amusement, Motion Pictures and Entertainment	51,451	3.2		60,696	4.0	
Mining, Steel, Iron and Non-Precious Metals	4,690	0.3		4,968	0.3	
Oil and Gas	1,199	0.1		1,241	0.1	
Personal and Non-Durable Consumer Products	40,712	2.5		35,021	2.3	
Personal, Food and Miscellaneous Services	55,255	3.4		49,873	3.3	
Printing and Publishing	35,113	2.2		32,791	2.2	
Retail Stores	150,721	9.4		170,100	11.2	
Telecommunications	2,292	0.1		2,315	0.2	
Textiles and Leather	8,385	0.5		5,195	0.3	
Utilities	10,951	0.7		5,117	0.3	
Total	\$ 1,601,440	100.0	%	\$ 1,517,314	100.0	%
Fair Value:						
Aerospace and Defense	\$ 84,952	5.3	%	\$ 84,370	5.5	%

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Automobile	21,930	1.4	15,627	1.0
Banking	17,353	1.1	17,177	1.1
Beverage, Food and Tobacco	128,702	8.0	135,937	8.9
Broadcasting and Entertainment	1,485	0.1	1,496	0.1
Buildings and Real Estate	30,309	1.9	31,277	2.0
Cargo Transport	4,850	0.3	-	-
Chemicals, Plastics and Rubber	96	-	* 6,241	0.4
Containers, Packaging and Glass	24,170	1.5	32,553	2.1
Diversified Conglomerate Manufacturing	66,888	4.1	67,337	4.4
Diversified Conglomerate Service	252,874	15.7	212,411	13.9
Electronics	141,732	8.8	136,161	8.9
Finance	-	-	10,290	0.7
Grocery	18,423	1.1	21,843	1.4
Healthcare, Education and Childcare	270,375	16.8	228,136	14.9
Home and Office Furnishings, Housewares and Durable Consumer	31,509	2.0	23,750	1.6
Hotels, Motels, Inns, and Gaming	827	0.1	-	-
Insurance	32,778	2.0	31,694	2.1
Investment Funds and Vehicles	117,019	7.3	98,936	6.5
Leisure, Amusement, Motion Pictures and Entertainment	46,747	2.9	59,032	3.9
Mining, Steel, Iron and Non-Precious Metals	4,033	0.2	4,999	0.3
Oil and Gas	1,215	0.1	1,256	0.1
Personal and Non-Durable Consumer Products	41,079	2.5	36,119	2.4
Personal, Food and Miscellaneous Services	56,132	3.5	50,629	3.3
Printing and Publishing	35,660	2.2	33,019	2.2
Retail Stores	158,685	9.8	176,633	11.5
Telecommunications	2,217	0.1	2,294	0.1
Textiles and Leather	8,469	0.5	5,271	0.3
Utilities	11,193	0.7	5,296	0.4
Total	\$ 1,611,702	100.0 %	\$ 1,529,784	100.0 %

\*Represents an amount less than 0.1%

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

Senior Loan Fund LLC:

The Company co-invests with RGA Reinsurance Company (“RGA”) in senior secured loans through SLF, an unconsolidated Delaware LLC. SLF is capitalized as transactions are completed and all portfolio and investment decisions in respect to SLF must be approved by the SLF investment committee consisting of two representatives of each of the Company and RGA (with unanimous approval required from (i) one representative of each of the Company and RGA or (ii) both representatives of each of the Company and RGA). SLF may cease making new investments upon notification of either member but operations will continue until all investments have been sold or paid-off in the normal course of business. Investments held by SLF are measured at fair value using the same valuation methodologies as described in Note 6.

SLF is capitalized with subordinated notes and LLC equity interest subscriptions from its members. As of March 31, 2016, the Company and RGA owned 87.5% and 12.5%, respectively, of both the outstanding subordinated notes and LLC equity interests. SLF’s profits and losses are allocated to the Company and RGA in accordance with their 87.5% and 12.5%, respectively, ownership interests. Additionally, SLF has entered into a senior secured revolving credit facility (as amended, the “SLF Credit Facility”) with Wells Fargo Bank, N.A., through its wholly-owned subsidiary Senior Loan Fund II LLC (“SLF II”), which as of March 31, 2016 allowed SLF II to borrow up to \$300,000 at any one time outstanding, subject to leverage and borrowing base restrictions.

As of March 31, 2016 and September 30, 2015, SLF had the following commitments from its members:

	As of March 31, 2016		As of September 30, 2015	
	Committed	Funded	Committed	Funded
Subordinated note commitments <sup>(1)</sup>	\$ 160,000	\$ 98,494	\$ 160,000	\$ 87,500
LLC equity commitments <sup>(1)</sup>	40,000	38,906	40,000	26,540
Total	\$ 200,000	\$ 137,400	\$ 200,000	\$ 114,040

<sup>(1)</sup> Commitments presented are combined for the Company and RGA.



Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

As of March 31, 2016 and September 30, 2015, SLF had total assets at fair value of \$383,873 and \$323,395, respectively. As of March 31, 2016 and September 30, 2015, SLF did not have any investments on non-accrual status. The portfolio companies in SLF are in industries similar to those in which the Company may invest directly. Additionally, as of March 31, 2016 and September 30, 2015, SLF had commitments to fund various undrawn revolvers and delayed draw investments to its portfolio companies totaling \$28,029 and \$30,840, respectively.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

Below is a summary of SLF's portfolio, followed by a listing of the individual loans in SLF's portfolio as of March 31, 2016 and September 30, 2015:

	As of March 31, 2016		As of September 30, 2015	
Senior secured loans <sup>(1)</sup>	\$ 367,302		\$ 320,583	
Weighted average current interest rate on senior secured loans <sup>(2)</sup>	5.9	%	5.8	%
Number of borrowers in SLF	63		62	
Largest portfolio company investment <sup>(1)</sup>	\$ 13,122		\$ 12,734	
Total of five largest portfolio company investments <sup>(1)</sup>	\$ 62,117		\$ 59,917	

<sup>(1)</sup> At principal/par amount.

<sup>(2)</sup> Computed as the (a) annual stated interest rate on accruing senior secured loans divided by (b) total senior secured loans at principal/par amount.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

SLF Loan Portfolio as of March 31, 2016

Portfolio Company	Business Description	Security Type	Maturity Date
5.11, Inc. <sup>(3)</sup>	Textiles and Leather	Senior loan	02/2020
ACTIVE Network, Inc.	Electronics	Senior loan	11/2020
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2018
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2018
Advanced Pain Management Holdings, Inc. <sup>(4)</sup>	Healthcare, Education and Childcare	Senior loan	02/2018
AG Kings Holdings Inc.	Grocery	Senior loan	04/2020
Aimbridge Hospitality, LLC <sup>(3)</sup>	Hotels, Motels, Inns, and Gaming	Senior loan	10/2018
American Seafoods Group LLC	Beverage, Food and Tobacco	Senior loan	08/2021
Argon Medical Devices, Inc.	Healthcare, Education and Childcare	Senior loan	12/2021
Arise Virtual Solutions, Inc. <sup>(3)</sup>	Telecommunications	Senior loan	12/2018
Arise Virtual Solutions, Inc. <sup>(3)</sup> <sup>(4)</sup>	Telecommunications	Senior loan	12/2018
Atkins Nutritionals, Inc. <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan	01/2019
Atrium Innovations	Personal and Non Durable Consumer Products	Senior loan	02/2021
BMC Software, Inc.	Electronics	Senior loan	09/2020
Boot Barn, Inc.	Retail Stores	Senior loan	06/2021
Brandmuscle, Inc.	Printing and Publishing	Senior loan	12/2021
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan	12/2021
Checkers Drive-In Restaurants, Inc.	Beverage, Food and Tobacco	Senior loan	01/2022
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan	12/2020
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan	12/2020
CPI Buyer, LLC (Cole-Parmer) <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	08/2021
Curo Health Services LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	02/2022
DentMall MSO, LLC	Retail Stores	Senior loan	07/2019
DentMall MSO, LLC	Retail Stores	Senior loan	07/2019
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2020
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2020
EAG, INC. (Evans Analytical Group)	Diversified/Conglomerate Service	Senior loan	07/2017
Express Oil Change, LLC <sup>(3)</sup>	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Extreme Reach Inc.	Broadcasting and Entertainment	Senior loan	02/2020
Federal-Mogul Corporation	Automobile	Senior loan	04/2021
Flexan, LLC	Chemicals, Plastics and Rubber	Senior loan	02/2020
Hygenic Corporation, The <sup>(3)</sup>	Personal and Non Durable Consumer Products	Senior loan	10/2020
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan	02/2020
Jensen Hughes, Inc.	Diversified/Conglomerate Service	Senior loan	12/2021

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Jensen Hughes, Inc.	Diversified/Conglomerate Service	Senior loan	12/2021
Joerns Healthcare, LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	05/2020
Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2017
Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2017
Julio & Sons Company (UJ Merger)	Beverage, Food and Tobacco	Senior loan	09/2017
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2019
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2019
K&N Engineering, Inc. <sup>(3)(4)</sup>	Automobile	Senior loan	07/2019
Mediaocean LLC <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	08/2022
Mediaocean LLC	Diversified/Conglomerate Service	Senior loan	08/2020
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2019
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2019
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Packaging Coordinators, Inc.(AndersonBrecon) <sup>(3)</sup>	Containers, Packaging and Glass	Senior loan	08/2021
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2018
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2018
Pasternack Enterprises, Inc.	Diversified/Conglomerate Manufacturing	Senior loan	12/2017
Payless ShoeSource, Inc.	Retail Stores	Senior loan	03/2021
Pentec Acquisition Sub, Inc.	Healthcare, Education and Childcare	Senior loan	05/2018
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2020
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2020
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2019

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

SLF Loan Portfolio as of March 31, 2016 (continued)

Portfolio Company	Business Description	Security Type	Maturity Date
PowerPlan Holdings, Inc. <sup>(3)</sup>	Utilities	Senior loan	02/2021
PPT Management, LLC	Healthcare, Education and Childcare	Senior loan	04/2021
PPT Management, LLC	Healthcare, Education and Childcare	Senior loan	04/2021
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/2021
Pyramid Healthcare, Inc.	Healthcare, Education and Childcare	Senior loan	08/2021
Pyramid Healthcare, Inc.	Healthcare, Education and Childcare	Senior loan	08/2021
R.G. Barry Corporation	Personal, Food and Miscellaneous Services	Senior loan	09/2021
Reliant Pro ReHab, LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/2021
Renaissance Pharma (U.S.) Holdings Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	05/2021
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/2021
RSC Acquisition, Inc.	Insurance	Senior loan	11/2021
RSC Acquisition, Inc.	Insurance	Senior loan	11/2021
Rubio's Restaurants, Inc. <sup>(3)</sup>	Retail Stores	Senior loan	11/2021
Rug Doctor LLC	Personal and Non Durable Consumer Products	Senior loan	06/2021
Saldon Holdings, Inc.	Diversified/Conglomerate Service	Senior loan	09/2021
Scientific Games International, Inc.	Hotels, Motels, Inns, and Gaming	Senior loan	10/2021
SEI, Inc.	Electronics	Senior loan	07/2021
Self Esteem Brands, LLC <sup>(3)</sup>	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan	02/2021
Severin Acquisition, LLC	Diversified/Conglomerate Service	Senior loan	07/2021
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2021
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2021
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2021
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2021
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2021
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2021
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2021
Systems Maintenance Services Holding, Inc. <sup>(3)</sup>	Electronics	Senior loan	10/2021
Tate's Bake Shop, Inc. <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan	08/2021
Teasdale Quality Foods, Inc.	Grocery	Senior loan	10/2021
Transaction Data Systems, Inc.	Diversified/Conglomerate Service	Senior loan	06/2021
W3 Co.	Oil and Gas	Senior loan	03/2021
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/2021
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/2021

- (1) Represents the weighted average annual current interest rate as of March 31, 2016. All interest rates are payable in cash.
- (2) Represents the fair value in accordance with ASC Topic 820. The determination of such fair value is not included in our board of directors' valuation process described elsewhere herein.
  - (3) The Company also holds a portion of the first lien senior secured loan in this portfolio company.
  - (4) The negative fair value is the result of the unfunded commitment being valued below par.
- (5) The entire commitment was unfunded at March 31, 2016. As such, no interest is being earned on this investment.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

SLF Loan Portfolio as of September 30, 2015

Portfolio Company	Business Description	Security Type
1011778 B.C. ULC (New Red Finance/Burger King)	Beverage, Food and Tobacco	Senior loan
5.11, Inc. <sup>(3)</sup>	Textiles and Leather	Senior loan
Acosta, Inc.	Diversified/Conglomerate Service	Senior loan
ACTIVE Network, Inc.	Electronics	Senior loan
Aderant North America, Inc.	Diversified/Conglomerate Service	Senior loan
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan
Advanced Pain Management Holdings, Inc. <sup>(4)</sup>	Healthcare, Education and Childcare	Senior loan
Affordable Care Inc.	Personal, Food and Miscellaneous Services	Senior loan
Aimbridge Hospitality, LLC	Hotels, Motels, Inns, and Gaming	Senior loan
ARG IH Corporation	Beverage, Food and Tobacco	Senior loan
Arise Virtual Solutions, Inc. <sup>(3)</sup> <sup>(4)</sup>	Telecommunications	Senior loan
Arise Virtual Solutions, Inc. <sup>(3)</sup>	Telecommunications	Senior loan
Atkins Nutritionals, Inc. <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan
Atrium Innovations	Personal and Non Durable Consumer Products	Senior loan
BJ's Wholesale Club, Inc.	Retail Stores	Senior loan
BMC Software, Inc.	Electronics	Senior loan
Brickman Group Ltd. LLC	Farming and Agriculture	Senior loan
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan
Connect Merger Sub, Inc.	Telecommunications	Senior loan
CPI Buyer, LLC (Cole-Parmer) <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan
Curo Health Services LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan
DentMall MSO, LLC	Retail Stores	Senior loan
DentMall MSO, LLC	Retail Stores	Senior loan
Dialysis Newco, Inc.	Healthcare, Education and Childcare	Senior loan
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan
EAG, INC. (Evans Analytical Group)	Diversified/Conglomerate Service	Senior loan
Extreme Reach Inc.	Broadcasting and Entertainment	Senior loan
Federal-Mogul Corporation	Automobile	Senior loan
GSDM Holdings Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan
Hygenic Corporation, The <sup>(3)</sup>	Personal and Non Durable Consumer Products	Senior loan
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan
Joerns Healthcare, LLC	Healthcare, Education and Childcare	Senior loan

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Julio & Sons Company	Beverage, Food and Tobacco	Senior loan
Julio & Sons Company	Beverage, Food and Tobacco	Senior loan
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan
K&N Engineering, Inc. <sup>(3)</sup> <sup>(4)</sup>	Automobile	Senior loan
Mister Car Wash Holdings, Inc.	Automobile	Senior loan
National Veterinary Associates, Inc.	Personal, Food and Miscellaneous Services	Senior loan
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan
Octane Fitness, LLC	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan
Pasternack Enterprises, Inc.	Diversified/Conglomerate Manufacturing	Senior loan
Payless ShoeSource, Inc.	Retail Stores	Senior loan
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan
PowerPlan Holdings, Inc. <sup>(3)</sup>	Utilities	Senior loan
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**  
(In thousands, except shares and per share data)

SLF Loan Portfolio as of September 30, 2015 (continued)

Portfolio Company	Business Description	Security Type	Maturity Date	Current Interest Rate (1)	Principal Amount	Fair Value (2)
R.G. Barry Corporation	Personal, Food and Miscellaneous Services	Senior loan	09/2019	6.0	6,272	6,209
Reliant Pro ReHab, LLC (3)	Healthcare, Education and Childcare	Senior loan	06/2017	6.0	4,225	4,225
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/2018	5.0	3,758	3,758
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/2018	6.3	71	71
Rubio's Restaurants, Inc (3)	Retail Stores	Senior loan	11/2018	6.0	5,095	5,095
Rug Doctor LLC (3)	Personal and Non Durable Consumer Products	Senior loan	12/2016	6.3	9,769	9,769
Scientific Games International, Inc.	Hotels, Motels, Inns, and Gaming	Senior loan	10/2020	6.0	3,935	3,891
SEI, Inc.	Electronics	Senior loan	07/2021	5.8	8,799	8,711
Self Esteem Brands, LLC (3)	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan	02/2020	5.0	7,930	7,930
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	960	960
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	75	75
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	75	75
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2019	6.0	5,960	5,960
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2019	6.0	500	500
Syncsort Incorporated (3)	Electronics	Senior loan	03/2019	5.8	8,860	8,860
Systems Maintenance Services Holding, Inc. (3)	Electronics	Senior loan	10/2019	5.0	2,415	2,415

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Take 5 Oil Change, L.L.C.	Automobile	Senior loan	07/2018	6.3	6,647	6,647
Take 5 Oil Change, L.L.C.	Automobile	Senior loan	07/2018	6.3	187	187
Tate's Bake Shop, Inc.	Beverage, Food and Tobacco	Senior loan	08/2019	5.8	2,978	2,978
Teasdale Quality Foods, Inc.	Grocery	Senior loan	10/2020	5.3	4,651	4,651
Transaction Data Systems, Inc.	Diversified/Conglomerate Service	Senior loan	06/2021	5.5	4,545	4,545
W3 Co.	Oil and Gas	Senior loan	03/2020	5.8	2,954	2,516
WII Components, Inc. <sup>(3)</sup>	Home and Office Furnishings, Housewares, and Durable Consumer	Senior loan	07/2018	5.3	3,008	3,008
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/2019	5.3	4,018	4,018
					\$320,583	\$317,62

<sup>(1)</sup> Represents the weighted average annual current interest rate as of September 30, 2015. All interest rates are payable in cash.

<sup>(2)</sup> Represents the fair value in accordance with ASC Topic 820. The determination of such fair value is not included in our board of directors' valuation process described elsewhere herein.

<sup>(3)</sup> The Company also holds a portion of the first lien senior secured loan in this portfolio company.

<sup>(4)</sup> The negative fair value is the result of the unfunded commitment being valued below par.

<sup>(5)</sup> The entire commitment was unfunded at September 30, 2015. As such, no interest is being earned on this investment.

The Company has committed to fund \$140,000 of subordinated notes and \$35,000 of LLC equity interest subscriptions to SLF. The amortized cost and fair value of the subordinated notes held by the Company was \$86,182 and \$85,321, respectively, as of March 31, 2016, and \$76,563 and \$76,563, respectively, as of September 30, 2015. As of March 31, 2016, the subordinated notes pay a weighted average interest rate of three-month London Interbank Offered Rate ("LIBOR") plus 8.0%. For the three and six months ended March 31, 2016, the Company earned interest income on the subordinated notes of \$1,767 and \$3,393, respectively. For the three and six months ended March 31, 2015, the Company earned interest income on the subordinated notes of \$652 and \$1,202, respectively.

As of March 31, 2016 and September 30, 2015, \$34,043 and \$23,222 of the Company's LLC equity interest subscriptions to SLF had been called and contributed. For the three and six months ended March 31, 2016, the Company received \$1,127 and \$1,903 in dividend income from the SLF LLC equity interests, respectively. For the three and six months ended March 31, 2015, the Company received \$314 and \$314 in dividend income from the SLF LLC equity interests, respectively.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

See below for certain summarized financial information for SLF as of March 31, 2016 and September 30, 2015 and for the three and six months ended March 31, 2016 and 2015:

	As of March 31, 2016	As of September 30, 2015
(In thousands)		
Selected Balance Sheet Information:		
Investments, at fair value	\$360,900	\$ 317,623
Cash and other assets	7,336	5,772
Receivable from investments sold	15,637	-
Total assets	\$383,873	\$ 323,395
Senior credit facility	\$246,400	\$ 212,300
Unamortized debt issuance costs <sup>(1)</sup>	(1,719 )	(2,464 )
Payable for open trades	4,822	-
Other liabilities	634	489
Total liabilities	250,137	210,325
Subordinated notes and members' equity	133,736	113,070
Total liabilities and members' equity	\$383,873	\$ 323,395

On October 1, 2015, SLF adopted ASU 2015-03 which requires that debt issuance costs related to a recognized debt <sup>(1)</sup>liability to be presented on the balance sheet as a direct deduction from the carrying amount of the debt liability rather than as an asset. Adoption of ASU 2015-03 requires the changes to be applied retrospectively.

	Three months ended March 31,		Six months ended March 31,	
	2016	2015	2016	2015
	(In thousands)		(In thousands)	
Selected Statement of Operations Information:				
Interest income	\$5,649	\$2,041	\$11,004	\$3,641
Fee income	22	2	22	4
Total investment income	5,671	2,043	11,026	3,645

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Interest expense	4,040	1,408	7,759	2,516
Administrative service fee	115	49	200	96
Other expenses	40	23	75	48
Total expenses	4,195	1,480	8,034	2,660
Net investment income	1,476	563	2,992	985
Net realized gains (losses) on investments	(430 )	-	(430 )	-
Net change in unrealized appreciation (depreciation) on investments, subordinated notes and secured borrowings	1,405	80	(2,096 )	(372 )
Net increase (decrease) in net assets	\$2,451	\$643	\$466	\$613

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

Note 5. Transactions with Affiliated Companies

An affiliated company is generally a portfolio company in which the Company owns 5% or more of its voting securities. A controlled affiliate is generally a portfolio company in which the Company owns more than 25% of the portfolio company's outstanding voting securities. Transactions related to our investments with both controlled and non-controlled affiliates for the six months ended March 31, 2016 and 2015 were as follows:

Portfolio Company	For the six months ended March 31, 2016										
	Fair value at September 30, 2015	Purchases (1) (cost)	Redemptions (cost)	Sales (cost)	Transfer in (out) (cost)	Discount accretion	Net unrealized gains / (losses)	Fair value at March 31, 2016	Net realized gains / (losses)	Interest and fee income	Dividend income
Controlled Affiliates											
Senior Loan Fund LLC *	\$98,936	\$20,440	\$-	\$-	\$-	\$-	\$(2,357)	\$117,019	\$-	\$3,393	\$1,903
Non-Controlled Affiliates											
Barcelona Restaurants, LLC (2)	5,523	-	(1,995)	-	(4,871)	-	1,343	-	2,722	-	-
Competitor Group, Inc. (3)	-	9	-	-	13,743	-	(4,142)	9,610	-	21	-
Total Controlled and Non-Controlled Affiliates	\$104,459	\$20,449	\$(1,995)	\$-	\$8,872	\$-	\$(5,156)	\$126,629	\$2,722	\$3,414	\$1,903

Together with RGA, the Company co-invests through SLF. SLF is capitalized as transactions are completed and all portfolio and investment decisions in respect to SLF must be approved by the SLF investment committee consisting of two representatives of the Company and RGA (with unanimous approval required from (i) one representative of each of the Company and RGA or (ii) both representatives of each of the Company and RGA). Therefore, although the Company owns more than 25% of the voting securities of SLF, the Company does not believe that it has control over SLF for purposes of the 1940 Act or otherwise.

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

(1) Purchases at cost includes amounts related to PIK capitalized and added to the principal balance of the respective loans.

(2) During the three months ended December 31, 2015, a portion of the Company's investment was sold diluting the Company's ownership to less than five percent of the portfolio company's voting securities. Effective as of and for the periods subsequent to December 31, 2015, the Company no longer classified the portfolio company as a non-controlled affiliate company.

(3) During the three months ended March 31, 2016, the company's ownership increased to over five percent of the portfolio company's voting securities as a result of a partial debt to equity conversion.

Portfolio	For the six months ended March 31, 2015										
	Fair value at September 30, 2014	Purchases (cost)	Redemptions (cost)	Transfer in (cost)	Transfer out (cost)	Discount accretion	Net unrealized gains / (losses)	Fair value at March 31, 2015	Net realized gains / (losses)	Interest and fee income	Dividend income
Controlled Affiliates											
Senior Loan Fund LLC *	\$34,831	\$21,962	\$ -	\$ -	\$ -	\$ -	\$ 222	\$ 57,015	\$ -	\$ 1,202	\$ 314
Non-Controlled Affiliates											
Barcelona Restaurants, LLC	3,080	-	-	-	-	-	671	3,751	-	-	-
Total Controlled and Non-Controlled Affiliates	\$37,911	\$21,962	\$ -	\$ -	\$ -	\$ -	\$ 893	\$ 60,766	\$ -	\$ 1,202	\$ 314

Together with RGA, the Company co-invests through SLF. SLF is capitalized as transactions are completed and all portfolio and investment decisions in respect to SLF must be approved by the SLF investment committee consisting of two representatives of the Company and RGA (with unanimous approval required from (i) one representative of each of the Company and RGA or (ii) both representatives of each of the Company and RGA). Therefore, although the Company owns more than 25% of the voting securities of SLF (even though these "voting securities" do not afford the Company the right to elect directors of SLF or any other special rights), the Company does not believe that it has control over SLF for purposes of the 1940 Act or otherwise.

(1) Purchases at cost includes amounts related to PIK capitalized and added to the principal balance of the respective loans.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

Note 6. Fair Value Measurements

The Company follows ASC Topic 820 for measuring fair value. Fair value is the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Where available, fair value is based on observable market prices or parameters, or derived from such prices or parameters. Where observable prices or inputs are not available, valuation models are applied. These valuation models involve some level of management estimation and judgment, the degree of which is dependent on the price transparency for the assets or liabilities or market and the assets' or liabilities' complexity. The Company's fair value analysis includes an analysis of the value of any unfunded loan commitments. Assets and liabilities are categorized for disclosure purposes based upon the level of judgment associated with the inputs used to measure their value. The valuation hierarchical levels are based upon the transparency of the inputs to the valuation of the asset or liability as of the measurement date. The three levels are defined as follows:

*Level 1:* Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.

*Level 2:* Inputs include quoted prices for similar assets or liabilities in active markets and inputs that are observable for the assets or liabilities, either directly or indirectly, for substantially the full term of the assets or liabilities.

*Level 3:* Inputs include significant unobservable inputs for the assets or liabilities and include situations where there is little, if any, market activity for the assets or liabilities. The inputs into the determination of fair value are based upon the best information available and may require significant management judgment or estimation.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an asset's or a liability's categorization within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the asset or liability. The Company assesses the levels of assets and liabilities at each measurement date, and transfers between levels are recognized on the actual date of the event or change in circumstances that caused the transfers. There were no transfers among Level 1, 2 and 3 of the fair value hierarchy for assets and liabilities during the three and six months ended March 31, 2016 and 2015. The following section describes the valuation techniques used by the Company to measure different assets and liabilities at fair value and includes the level within the fair value hierarchy in which the assets and liabilities are categorized.

Investments

Level 1 investments are valued using quoted market prices. Level 2 investments are valued using market consensus prices that are corroborated by observable market data and quoted market prices for similar assets and liabilities. Level 3 investments are valued at fair value as determined in good faith by the Board, based on input of management, the audit committee and independent valuation firms that have been engaged at the direction of the Board to assist in the valuation of each portfolio investment without a readily available market quotation at least once during a trailing twelve-month period under a valuation policy and a consistently applied valuation process. This valuation process is conducted at the end of each fiscal quarter, with approximately 25% (based on the number of portfolio companies) of the Company's valuations of debt and equity investments without readily available market quotations subject to review by an independent valuation firm. All investments as of March 31, 2016 and September 30, 2015, with the exception of money market funds included in cash and cash equivalents (Level 1 investments) and investments measured at fair value using the NAV, were valued using Level 3 inputs of the fair value hierarchy.



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

When determining fair value of Level 3 debt and equity investments, the Company may take into account the following factors, where relevant: the enterprise value of a portfolio company, the nature and realizable value of any collateral, the portfolio company's ability to make payments and its earnings and discounted cash flows, the markets in which the portfolio company does business, comparisons to publicly traded securities, and changes in the interest rate environment and the credit markets generally that may affect the price at which similar investments may be made and other relevant factors. The primary method for determining enterprise value uses a multiple analysis whereby appropriate multiples are applied to the portfolio company's net income before net interest expense, income tax expense, depreciation and amortization ("EBITDA"). The enterprise value analysis is performed to determine the value of equity investments and to determine if debt investments are credit impaired. If debt investments are credit impaired, the Company will use the enterprise value analysis or a liquidation basis analysis to determine fair value. For debt investments that are not determined to be credit impaired, the Company uses a market interest rate yield analysis to determine fair value.

In addition, for certain debt investments, the Company may base its valuation on indicative bid and ask prices provided by an independent third party pricing service. Bid prices reflect the highest price that the Company and others may be willing to pay. Ask prices represent the lowest price that the Company and others may be willing to accept. The Company generally uses the midpoint of the bid/ask range as its best estimate of fair value of such investment.

Due to the inherent uncertainty of determining the fair value of Level 3 investments that do not have a readily available market value, the fair value of the investments may differ significantly from the values that would have been used had a ready market existed for such investments and may differ materially from the values that may ultimately be received or settled. Further, such investments are generally subject to legal and other restrictions or otherwise are less liquid than publicly traded instruments. If the Company were required to liquidate a portfolio investment in a forced or liquidation sale, the Company may realize significantly less than the value at which such investment had previously been recorded.

The Company's investments are subject to market risk. Market risk is the potential for changes in the value due to market changes. Market risk is directly impacted by the volatility and liquidity in the markets in which the investments are traded.

**Secured Borrowings**

The Company has elected the fair value option under ASC Topic 825 — *Financial Instruments* relating to accounting for debt obligations at their fair value for its secured borrowings which arose due to partial loan sales which did not meet the criteria for sale treatment under ASC Topic 860. The Company reports changes in the fair value of its secured borrowings as a component of the net change in unrealized (appreciation) depreciation on secured borrowings in the consolidated statements of operations. The net gain or loss reflects the difference between the fair value and the principal amount due on maturity.

All secured borrowings as of March 31, 2016 and September 30, 2015 were valued using Level 3 inputs under the fair value hierarchy, and the Company's approach to determining fair value of Level 3 secured borrowings is consistent with its approach to determining fair value of the Level 3 investments that are associated with these secured borrowings as previously described.

The following tables present fair value measurements of the Company's investments and secured borrowings and indicate the fair value hierarchy of the valuation techniques utilized by the Company to determine such fair value as of March 31, 2016 and September 30, 2015:

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

As of March 31, 2016: Description	Fair Value Measurements Using			
	Level 1	Level 2	Level 3	Total
Assets:				
Debt investments <sup>(1)</sup>	\$-	\$ -	\$1,516,344	\$1,516,344
Equity investments <sup>(1)</sup>	-	-	63,660	63,660
Money market funds <sup>(1)(2)</sup>	24,212	-	-	24,212
Investment measured at NAV <sup>(3)(4)</sup>	-	-	-	31,698
Total assets:	\$24,212	\$ -	\$1,580,004	\$1,635,914
Secured borrowings:	\$-	\$ -	\$334	\$334

As of September 30, 2015: Description	Fair Value Measurements Using			
	Level 1	Level 2	Level 3	Total
Assets:				
Debt investments <sup>(1)</sup>	\$-	\$ -	\$1,449,603	\$1,449,603
Equity investments <sup>(1)</sup>	-	-	57,808	57,808
Money market funds <sup>(1)(2)</sup>	77,346	-	-	77,346
Investment measured at NAV <sup>(3)(4)</sup>	-	-	-	22,373
Total assets:	\$77,346	\$ -	\$1,507,411	\$1,607,130
Secured borrowings:	\$-	\$ -	\$355	\$355

(1) Refer to the consolidated schedules of investments for further details.

(2) Included in cash and cash equivalents and restricted cash and cash equivalents on the consolidated statements of financial condition.

(3) Certain investments that are measured at fair value using the NAV have not been categorized in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated statements of financial condition.

(4) Represents the Company's investment in LLC equity interests in SLF. The fair value of this investment has been estimated using the NAV of the Company's ownership interest in members' capital.

The net change in unrealized appreciation (depreciation) for the three and six months ended March 31, 2016 and 2015 reported within the net change in unrealized appreciation (depreciation) on investments in the Company's consolidated statements of operations attributable to the Company's Level 3 assets held as of March 31, 2016 was (\$6,884) and \$494, respectively. The net change in unrealized appreciation (depreciation) for the three and six months ended March 31, 2015 reported within the net change in unrealized appreciation (depreciation) on investments in the Company's consolidated statements of operations attributable to the Company's Level 3 assets held as of March 31, 2015 was \$3,720 and \$3,853, respectively.



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**  
(In thousands, except shares and per share data)

The following table presents the changes in investments and secured borrowings measured at fair value using Level 3 inputs for the six months ended March 31, 2016 and 2015:

	For the six months ended March 31, 2016			
	Debt Investments	Equity Investments	Total Investments	Secured Borrowings
Fair value, beginning of period	\$ 1,449,603	\$ 57,808	\$ 1,507,411	\$ 355
Net change in unrealized appreciation (depreciation) on investments	96	(808 )	(712 )	-
Net realized gain (loss) on investments	(505 )	5,661	5,156	-
Proceeds from (funding of) revolving loans, net	4,681	-	4,681	-
Fundings of investments	298,434	9,001	307,435	-
PIK interest	316	-	316	-
Proceeds from principal payments and sales of portfolio investments	(239,967 )	(8,002 )	(247,969 )	-
Repayments on secured borrowings	-	-	-	(21 )
Accretion of discounts and amortization of premiums	3,686	-	3,686	-
Fair value, end of period	\$ 1,516,344	\$ 63,660	\$ 1,580,004	\$ 334
	For the six months ended March 31, 2015			
	Debt Investments	Equity Investments <sup>(1)</sup>	Total Investments <sup>(1)</sup>	Secured Borrowings
Fair value, beginning of period	\$ 1,292,851	\$ 45,519	\$ 1,338,370	\$ 389
Net change in unrealized appreciation (depreciation) on investments	(1,834 )	84	(1,750 )	-
Net change in unrealized appreciation (depreciation) on secured borrowings	-	-	-	(1 )
Net realized gain (loss) on investments	611	5,638	6,249	-
Proceeds from (funding of) revolving loans, net	4,261	-	4,261	-
Fundings of investments	280,189	4,151	284,340	-
PIK interest	584	-	584	-
Proceeds from principal payments and sales of portfolio investments	(220,460 )	(7,479 )	(227,939 )	-
Proceeds from secured borrowings	-	-	-	-
Repayments on secured borrowings	-	-	-	(17 )

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Accretion of discounts and amortization of premiums	3,490	-	3,490	1
Fair value, end of period	\$1,359,692	\$ 47,913	\$ 1,407,605	\$ 372

The changes in Level 3 equity investments presented for the six months ended March 31, 2015 have been restated (1) to exclude certain investments that are measured at fair value using the NAV in accordance with the retrospective application of the Company's adoption of ASU 2015-07.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

The following tables present quantitative information about the significant unobservable inputs of the Company's Level 3 investments and secured borrowings as of March 31, 2016 and September 30, 2015.

Quantitative information about Level 3 Fair Value Measurements

	Fair value as of March 31, 2016	Valuation Techniques	Unobservable Input	Range (Weighted Average)
<b>Assets:</b>				
Senior secured loans (1)(2)	\$ 155,367	Market rate approach	Market interest rate	4.0% - 41.8% (6.8%)
		Market comparable companies	EBITDA multiples	4.0x - 17.5x (11.1x)
	24,146	Market comparable	Broker/dealer bids or quotes	N/A
Subordinated Notes of SLF	\$ 85,321	Discounted cash flow analysis	Discount rate	9.4%
One stop loans (1)(2)(3)	\$ 1,203,136	Market rate approach	Market interest rate	5.5% - 21.3% (7.7%)
		Market comparable companies	EBITDA multiples <sup>(5)</sup>	4.0x - 20.0x (11.1x)
			Revenue multiples <sup>(5)</sup>	2.0x - 4.3x (3.7x)
	3,272	Market comparable	Broker/dealer bids or quotes	N/A
Subordinated and second lien loans <sup>(1)</sup>	\$ 31,370	Market rate approach	Market interest rate	9.0% - 14.8% (10.8%)
		Market comparable companies	EBITDA multiples	6.5x - 12.0x (10.3x)
	9,450	Market comparable	Broker/dealer bids or quotes	N/A
Equity securities <sup>(4)</sup>	\$ 63,660	Market comparable companies	EBITDA multiples <sup>(5)</sup>	4.0x - 20.0x (10.4x)
			Revenue multiples <sup>(5)</sup>	2.0x - 4.0x (3.3x)
<b>Liabilities:</b>				
Secured borrowings <sup>(6)</sup>	\$ 334	Market rate approach	Market interest rate	6.0%
		Market comparable companies	EBITDA multiples	16.0x

The fair value of this asset class was determined using the market rate approach as the investments in this asset class were determined not to be credit impaired using the market comparable companies approach. The unobservable inputs for both valuation techniques have been presented, but the fair value as of March 31, 2016 was determined using the market rate approach.

(1) (2) Excludes \$4,282 of non-accrual loans at fair value, which the Company valued on a liquidation basis.

(3) The Company valued \$1,098,117 and \$105,019 of one stop loans using EBITDA and revenue multiples, respectively. All one stop loans were also valued using the market rate approach.

(4) Excludes \$31,698 of LLC equity interests in SLF at fair value, which the Company valued using the NAV.

(5) The Company valued \$60,344 and \$3,316 of equity investments using EBITDA and revenue multiples, respectively.

The fair value of the secured borrowings was determined using the market rate approach as the corresponding investments were determined not to be credit impaired using the market comparable companies approach. The unobservable inputs for both valuation techniques have been presented, but the fair value as of March 31, 2016 was determined using the market rate approach.



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

Quantitative information about Level 3 Fair Value Measurements

	Fair value as of September 30, 2015	Valuation Techniques	Unobservable Input	Range (Weighted Average)
<b>Assets:</b>				
Senior secured loans (1)(2)	\$ 153,205	Market rate approach	Market interest rate	4.0% - 25.3% (6.5%)
		Market comparable companies	EBITDA multiples	4.0x - 17.5x (11.7x)
Subordinated Notes of SLF	\$ 76,563	Discounted cash flow analysis	Discount rate	8.2%
One stop loans (1)(3)(4)	\$ 1,085,189	Market rate approach	Market interest rate	5.0% - 24.0% (7.8%)
		Market comparable companies	EBITDA multiples (5)	4.5x - 40.0x (10.9x)
			Revenue multiples (5)	2.1x - 5.0x (3.6x)
Subordinated and second lien loans (1)(6)	\$ 20,444	Market rate approach	Market interest rate	9.0% - 14.6% (9.5%)
		Market comparable companies	EBITDA multiples	7.5x - 16.0x (12.5x)
Equity securities (7)	\$ 57,808	Market comparable companies	EBITDA multiples (8)	4.0x - 40.0x (10.9x)
			Revenue multiples (8)	2.1x - 5.0x (3.0x)
<b>Liabilities:</b>				
Secured borrowings (9)	\$ 355	Market rate approach	Market interest rate	6.0%
		Market comparable companies	EBITDA multiples	30.0x

The fair value of this asset class was determined using the market rate approach as the investments in this asset class were determined not to be credit impaired using the market comparable companies approach. The unobservable (1) inputs for both valuation techniques have been presented, but the fair value as of September 30, 2015 was determined using the market rate approach.

(2) Excludes \$44,124 of loans at fair value, which the Company valued using indicative bid and ask prices provided by an independent third party pricing service.

(3) Excludes \$42,546 of loans at fair value, which the Company valued using indicative bid and ask prices provided by an independent third party pricing service.

- (4) Excludes \$6,487 of non-accrual loans at fair value, which the Company valued on a liquidation basis.
- (5) The Company valued \$996,998 and \$88,191 of one stop loans using EBITDA and revenue multiples, respectively. All one stop loans were also valued using the market rate approach.
- (6) Excludes \$21,045 of loans at fair value, which the Company valued using indicative bid and ask prices provided by an independent third party pricing service.
- (7) Excludes \$22,373 of LLC equity interests in SLF at fair value, which the Company valued using the NAV.
- (8) The Company valued \$54,965 and \$2,843 of equity investments using EBITDA and revenue multiples, respectively.
- The fair value of the secured borrowings was determined using the market rate approach as the corresponding investments were determined not to be credit impaired using the market comparable companies approach. The unobservable inputs for both valuation techniques have been presented, but the fair value as of September 30, 2015 was determined using the market rate approach.

The above tables are not intended to be all-inclusive but rather to provide information on significant unobservable inputs and valuation techniques used by the Company.

The significant unobservable inputs used in the fair value measurement of the Company's debt and equity investments and secured borrowings are EBITDA multiples, revenue multiples and market interest rates. The Company uses EBITDA multiples and, to a lesser extent revenue multiples, on its debt and equity investments and secured borrowings to determine any credit gains or losses. Increases or decreases in either of these inputs in isolation may result in a significantly lower or higher fair value measurement. The Company uses market interest rates for loans to determine if the effective yield on a loan is commensurate with the market yields for that type of loan. If a loan's effective yield is significantly less than the market yield for a similar loan with a similar credit profile, then the resulting fair value of the loan may be lower.

### **Other Financial Assets and Liabilities**

ASC Topic 820 requires disclosure of the fair value of financial instruments for which it is practical to estimate such value. As a result, with the exception of the line item titled "debt" which is reported at cost, all assets and liabilities approximate fair value on the consolidated statements of financial condition due to their short maturity. Fair value of the Company's debt is estimated using Level 3 inputs by discounting remaining payments using comparable market rates or market quotes for similar instruments at the measurement date, if available.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

The following are the carrying values and fair values of the Company's debt as of March 31, 2016 and September 30, 2015. Fair value is estimated by discounting remaining payments using applicable market rates or market quotes for similar instruments at the measurement date, if available.

	As of March 31, 2016		As of September 30, 2015	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Debt	\$ 840,050	\$ 835,569	\$ 813,250	\$ 815,087

**Note 7. Borrowings**

In accordance with the 1940 Act, with certain limited exceptions, the Company is only allowed to borrow amounts such that its asset coverage, as defined in the 1940 Act, is at least 200% after such borrowing. On September 13, 2011, the Company received exemptive relief from the SEC allowing it to modify the asset coverage requirement to exclude the SBA debentures from this calculation. As such, the Company's ratio of total consolidated assets to outstanding indebtedness may be less than 200%. This provides the Company with increased investment flexibility but also increases its risks related to leverage. As of March 31, 2016, the Company's asset coverage for borrowed amounts was 233.5% (excluding the SBA debentures).

**Debt Securitizations:** On July 16, 2010, the Company completed a \$300,000 term debt securitization, which was subsequently increased to \$350,000 (as amended, "2010 Debt Securitization"). The notes ("2010 Notes") offered in the 2010 Debt Securitization were issued by the 2010 Issuer, a subsidiary of Golub Capital BDC 2010-1 Holdings LLC ("Holdings"), a direct subsidiary of the Company, and the Class A 2010 Notes and Class B 2010 Notes are secured by the assets held by the 2010 Issuer. The 2010 Debt Securitization consists of \$203,000 of Aaa/AAA Class A 2010 Notes, \$12,000 face amount of Class B 2010 Notes and \$135,000 face amount of Subordinated 2010 Notes that do not bear interest. The Class A 2010 Notes and Class B 2010 Notes are included in the March 31, 2016 and September 30, 2015 consolidated statements of financial condition as debt of the Company. As of March 31, 2016 and September 30, 2015, the Subordinated 2010 Notes were eliminated in consolidation.

Through July 20, 2017, all principal collections received on the underlying collateral may be used by the 2010 Issuer to purchase new collateral under the direction of the Investment Adviser in its capacity as collateral manager of the 2010 Issuer and in accordance with the Company's investment strategy, allowing the Company to maintain the leverage in the 2010 Debt Securitization. The 2010 Notes are scheduled to mature on July 20, 2023.

As of March 31, 2016 and September 30, 2015, there were 84 and 78 portfolio companies with a total fair value of \$344,681 and \$310,622, respectively, securing the 2010 Notes. The pool of loans in the 2010 Debt Securitization must meet certain requirements, including asset mix and concentration, collateral coverage, term, agency rating, minimum coupon, minimum spread and sector diversity requirements.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

The interest charged under the 2010 Debt Securitization is based on three-month LIBOR, which as of March 31, 2016 was 0.6%. For the three and six months ended March 31, 2016 and 2015, the components of interest expense, cash paid for interest, average interest rates and average outstanding balances for the 2010 Debt Securitization were as follows:

	For the three months ended March 31,		For the six months ended March 31,		
	2016	2015	2016	2015	
Stated interest expense	\$ 1,270	\$ 1,090	\$ 2,417	\$ 2,193	
Amortization of debt issuance costs	77	223	330	451	
Total interest and other debt financing expenses	\$ 1,347	\$ 1,313	\$ 2,747	\$ 2,644	
Cash paid for interest expense	\$ 1,151	\$ 1,103	\$ 2,285	\$ 2,196	
Annualized average stated interest rate	2.4	% 2.1	% 2.2	% 2.0	%
Average outstanding balance	\$ 215,000	\$ 215,000	\$ 215,000	\$ 215,000	

The classes, amounts, ratings and interest rates (expressed as a spread to three-month LIBOR) of the Class A and B 2010 Notes are as follows:

<b>Description</b>	<b>Class A 2010 Notes</b>	<b>Class B 2010 Notes</b>
Type	Senior Secured Floating Rate	Senior Secured Floating Rate
Amount Outstanding	\$203,000	\$12,000
Moody's Rating	"Aaa"	"Aa"
S&P Rating	"AAA"	"AA"
Interest Rate	LIBOR + 1.74%	LIBOR + 2.40%
Stated Maturity	July 20, 2023	July 20, 2023

On June 5, 2014, the Company completed a \$402,569 term debt securitization ("2014 Debt Securitization"). The notes ("2014 Notes") offered in the 2014 Debt Securitization were issued by the 2014 Issuer, a wholly-owned subsidiary of the Company, and are secured by a diversified portfolio of senior secured and second lien loans held by the 2014 Issuer. The 2014 Debt Securitization consists of \$191,000 of Aaa/AAA Class A-1 2014 Notes, \$20,000 of Aaa/AAA Class A-2 2014 Notes and \$35,000 of Aa2/AA Class B 2014 Notes. In partial consideration for the loans transferred to the 2014 Issuer as part of the 2014 Debt Securitization, the Company received \$37,500 of Class C 2014 Notes and \$119,069 of LLC equity interests in the 2014 Issuer. The Company retained all of the Class C 2014 Notes and LLC equity interests totaling \$37,500 and \$119,069, respectively. The Class A-1, Class A-2 and Class B 2014 Notes are included in the March 31, 2016 and September 30, 2015 consolidated statements of financial condition as debt of the

Company. As of March 31, 2016 and September 30, 2015, the Class C 2014 Notes and LLC equity interests were eliminated in consolidation.

Through April 28, 2018, all principal collections received on the underlying collateral may be used by the 2014 Issuer to purchase new collateral under the direction of the Investment Adviser in its capacity as collateral manager of the 2014 Issuer and in accordance with the Company's investment strategy, allowing the Company to maintain the initial leverage in the 2014 Debt Securitization. The 2014 Notes are scheduled to mature on April 25, 2026.

As of March 31, 2016 and September 30, 2015, there were 79 and 71 portfolio companies with a total fair value of \$398,011 and \$382,077, respectively, securing the 2014 Notes. The pool of loans in the 2014 Debt Securitization must meet certain requirements, including asset mix and concentration, collateral coverage, term, agency rating, minimum coupon, minimum spread and sector diversity requirements.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

The interest charged under the 2014 Debt Securitization is based on three-month LIBOR, which as of March 31, 2016 was 0.6%. For the three and six months ended March 31, 2016 and 2015, the components of interest expense, cash paid for interest, annualized average interest rates and average outstanding balances for the 2014 Debt Securitization were as follows:

	For the three months ended March 31,		For the six months ended March 31,		
	2016	2015	2016	2015	
Stated interest expense	\$ 1,500	\$ 1,281	\$ 2,857	\$ 2,571	
Amortization of debt issuance costs	159	158	320	318	
Total interest and other debt financing expenses	\$ 1,659	\$ 1,439	\$ 3,177	\$ 2,889	
Cash paid for interest expense	\$ 1,352	\$ 1,285	\$ 2,675	\$ 3,296	
Annualized average stated interest rate	2.5	% 2.1	% 2.3	% 2.1	%
Average outstanding balance	\$ 246,000	\$ 246,000	\$ 246,000	\$ 246,000	

The classes, amounts, ratings and interest rates (expressed as a spread to three-month LIBOR) of the Class A-1, A-2 and B 2014 Notes are as follows:

Description	Class A-1 2014 Notes	Class A-2 2014 Notes	Class B 2014 Notes
Type	Senior Secured Floating Rate	Senior Secured Floating Rate	Senior Secured Floating Rate
Amount Outstanding	\$191,000	\$20,000	\$35,000
Moody's Rating	"Aaa"	"Aaa"	"Aa2"
S&P Rating	"AAA"	"AAA"	"AA"
Interest Rate	LIBOR + 1.75%	LIBOR + 1.95%	LIBOR + 2.50%
Stated Maturity	April 25, 2026	April 25, 2026	April 25, 2026

The Investment Adviser serves as collateral manager to the 2010 Issuer and the 2014 Issuer under separate collateral management agreements and receives a fee for providing these services. The total fees payable by the Company under its Investment Advisory Agreement are reduced by an amount equal to the total aggregate fees that are paid to the Investment Adviser by the 2010 Issuer and the 2014 Issuer for rendering such collateral management services.

As part of each of the 2010 Debt Securitization and the 2014 Debt Securitization, the Company entered into master loan sale agreements under which the Company agreed to directly or indirectly sell or contribute certain senior

secured and second lien loans (or participation interests therein) to the 2010 Issuer and the 2014 Issuer, as applicable, and to purchase or otherwise acquire the Subordinated 2010 Notes and the LLC equity interests in the 2014 Issuer, as applicable. The 2010 Notes (other than the 2010 Subordinated Notes) and the 2014 Notes are the secured obligations of the 2010 Issuer and 2014 Issuer, respectively, and indentures governing each of the 2010 Notes and the 2014 Notes include customary covenants and events of default. The pool of loans in the 2010 Debt Securitization and the 2014 Debt Securitization must meet certain requirements, including asset mix and concentration, collateral coverage, term, agency rating, minimum coupon, minimum spread and sector diversity requirements.

**SBA Debentures:** On August 24, 2010, GC SBIC IV, L.P. (“SBIC IV”), a wholly-owned subsidiary of the Company, received approval for a license from the SBA to operate as an SBIC. On December 5, 2012, GC SBIC V, L.P. (“SBIC V”), a wholly-owned subsidiary of the Company, received a license from the SBA to operate as an SBIC. SBICs are subject to a variety of regulations and oversight by the SBA concerning the size and nature of the companies in which they may invest as well as the structures of those investments.



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

The licenses allow the SBICs to obtain leverage by issuing SBA-guaranteed debentures, subject to issuance of a capital commitment by the SBA and customary procedures. These debentures are non-recourse to GBDC, have interest payable semiannually and a ten-year maturity. The interest rate is fixed at the time of issuance at a market-driven spread over U.S. Treasury Notes with ten-year maturities.

Under present SBIC regulations, the maximum amount of SBA-guaranteed debentures that may be issued by multiple licensees under common management is \$350,000 and the maximum amount that a single SBIC licensee may issue is \$150,000. On February 11, 2016, the SBA approved SBIC V's application for an additional \$75,000 of debenture commitments bringing SBIC V's total debenture commitments up to \$150,000. As of March 31, 2016, SBIC IV and SBIC V, our consolidated SBIC subsidiaries, had \$150,000 and \$81,500, respectively, of outstanding SBA-guaranteed debentures, respectively that mature between March 2021 and September 2026, leaving incremental borrowing capacity of \$68,500 for SBIC V under present SBIC regulations. As of September 30, 2015, SBIC IV and SBIC V had \$150,000 and \$75,000 of outstanding SBA-guaranteed debentures, respectively that mature between March 2021 and September 2025.

The interest rate on \$225,000 of outstanding debentures as of March 31, 2016 is fixed at an average annualized interest rate of 3.7%. The annualized interim financing rate on the remaining \$6,500 of outstanding debentures was 1.9% as March 31, 2016. For the three and six months ended March 31, 2016 and 2015, the components of interest expense, cash paid for interest, average interest rates and average outstanding balances for the SBA debentures were as follows:

	For the three months ended March 31,		For the six months ended March 31,	
	2016	2015	2016	2015
Stated interest expense	\$ 2,062	\$ 1,892	\$ 4,144	\$ 3,827
Amortization of debt issuance costs	444	476	931	964
Total interest and other debt financing expenses	\$ 2,506	\$ 2,368	\$ 5,075	\$ 4,791
Cash paid for interest expense	\$ 4,083	\$ 3,791	\$ 4,083	\$ 3,791
Annualized average stated interest rate	3.7	% 3.7	% 3.7	% 3.7
Average outstanding balance	\$ 225,747	\$ 208,750	\$ 225,372	\$ 208,750

**Revolving Credit Facility:** On July 21, 2011, Funding, a wholly-owned subsidiary of the Company, entered into a senior secured revolving credit facility (as amended, the "Credit Facility") with Wells Fargo Securities, LLC, as administrative agent, and Wells Fargo Bank, N.A., as lender, which as of March 31, 2016 allowed Funding to borrow

up to \$200,000 at any one time outstanding, subject to leverage and borrowing base restrictions.

Through the reinvestment period, which ends July 29, 2017, the Credit Facility bears interest at one-month LIBOR plus 2.25% per annum. After the reinvestment period, through the stated maturity date of July 30, 2020, the rate will reset to one-month LIBOR plus 2.75% per annum for the remaining term of the Credit Facility. In addition to the stated interest expense on the Credit Facility, the Company is required to pay a non-usage fee rate between 0.50% and 2.00% per annum depending on the size of the unused portion of the Credit Facility.

On March 1, 2016 the Credit Facility was amended to, among other things, make certain amendments to the computation of the borrowing base restrictions in the Credit Facility. Our maximum borrowing capacity under the Credit Facility, the expiration of the reinvestment period and the stated maturity date of the Credit Facility did not change in connection with this amendment.

The Credit Facility is collateralized by all of the assets held by Funding, and GBDC has pledged its interests in Funding as collateral to Wells Fargo Bank, N.A., as the collateral agent, under an ancillary agreement to secure the obligations of GBDC as the transferor and servicer under the Credit Facility. Both GBDC and Funding have made

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

customary representations and warranties and are required to comply with various covenants, reporting requirements and other customary requirements for similar credit facilities. Borrowing under the Credit Facility is subject to the leverage restrictions contained in the 1940 Act.

The Company plans to transfer certain loans and debt securities it has originated or acquired from time to time to Funding through a purchase and sale agreement and may cause Funding to originate or acquire loans in the future, consistent with the Company's investment objectives.

As of March 31, 2016 and September 30, 2015, the Company had outstanding debt under the Credit Facility of \$147,550 and \$127,250, respectively. For the three and six months ended March 31, 2016, the Company had borrowings on the Credit Facility of \$98,700 and \$155,250 and repayments on the Credit Facility of \$74,200 and \$134,950, respectively. For the three and six months ended March 31, 2015, the Company had borrowings on the Credit Facility of \$76,550 and \$110,100 and repayments on the Credit Facility of \$36,750 and \$52,800, respectively.

For the three and six months ended March 31, 2016 and 2015, the components of interest expense, cash paid for interest and facility fees, annualized average interest rates and average outstanding balances for the Credit Facility were as follows:

	For the three months ended March		For the six months ended March		
	31,		31,		
	2016	2015	2016	2015	
Stated interest expense	\$ 910	\$ 366	\$ 1,676	\$ 508	
Facility fees	86	287	210	449	
Amortization of debt issuance costs	321	183	635	332	
Total interest and other debt financing expenses	\$ 1,317	\$ 836	\$ 2,521	\$ 1,289	
Cash paid for interest expense and facility fees	\$ 978	\$ 580	\$ 1,847	\$ 850	
Annualized average stated interest rate	2.7	% 2.5	% 2.6	% 2.5	%
Average outstanding balance	\$ 134,273	\$ 60,461	\$ 126,991	\$ 41,554	

**Revolver:** On November 22, 2013, Revolver Funding, a wholly-owned subsidiary of GBDC, entered into a \$15,000 revolving line of credit (as amended, the "Revolver"), which could have been increased up to \$30,000, with The

PrivateBank and Trust Company (“PrivateBank”). On October 21, 2015, the Company and Revolver Funding terminated the Revolver with PrivateBank. There were no borrowings outstanding on the Revolver at the time of termination and Revolver Funding was released of all obligations under the Revolver and all liens on the assets held by Revolver Funding collateralizing the Revolver were released.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

For the three and six months ended March 31, 2016 and 2015, the components of interest expense, cash paid for interest and facility fees, annualized average interest rates and average outstanding balances for the Revolver were as follows:

	For the three months ended March		For the six months ended March	
	31, 2016	2015	31, 2016	2015
Stated interest expense	\$ -	\$ -	\$ -	\$ -
Facility fees	-	9	2	19
Amortization of debt issuance costs	-	48	34	70
Total interest and other debt financing expenses	\$ -	\$ 57	\$ 36	\$ 89
Cash paid for interest expense and facility fees	\$ -	\$ 9	\$ 2	\$ 19
Annualized average stated interest rate	N/A	N/A	N/A	N/A
Average outstanding balance	\$ -	\$ -	\$ -	\$ -

The average total debt outstanding (including the debt under the 2010 Debt Securitization, the 2014 Debt Securitization, SBA debentures, Credit Facility and Revolver) for the three and six months ended March 31, 2016 was \$821,020 and \$813,363, respectively. The average total debt outstanding (including the debt under the 2010 Debt Securitization, the 2014 Debt Securitization, SBA debentures, Credit Facility and Revolver) for the three and six months ended March 31, 2015 was \$730,211 and \$711,304, respectively.

For the three and six months ended March 31, 2016, the effective annualized average interest rate, which includes amortization of debt financing costs and non-usage facility fees, on the Company's total debt outstanding (excluding secured borrowings) was 3.3% and 3.3%, respectively. For the three and six months ended March 31, 2015, the effective annualized average interest rate, which includes amortization of debt financing costs and non-usage facility fees, on the Company's total debt outstanding (excluding secured borrowings) was 3.3% and 3.3%, respectively.

A summary of the Company's maturity requirements for borrowings as of March 31, 2016 is as follows:

Payments Due by Period	
Less Than	More Than

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

	Total	1 Year	1-3 Years	3-5 Years	5 Years
2010 Debt Securitization	\$215,000	\$ -	\$ -	\$-	\$ 215,000
2014 Debt Securitization	246,000	-	-	-	246,000
SBA debentures	231,500	-	-	20,000	211,500
Credit Facility	147,550	-	-	147,550	-
Total borrowings	\$840,050	\$ -	\$ -	\$ 167,550	\$ 672,500

**Secured Borrowings:** Certain partial loan sales do not qualify for sale accounting under ASC Topic 860 because these sales do not meet the definition of a “participating interest”, as defined in the guidance, in order for sale treatment to be allowed. Participations or other partial loan sales which do not meet the definition of a participating interest remain as an investment on the consolidated statements of financial condition and the portion sold is recorded as a secured borrowing in the liabilities section of the consolidated statements of financial condition. For these partial loan sales, the interest earned on the entire loan balance is recorded within “interest income” and the interest earned by the buyer in the partial loan sale is recorded within “interest and other debt financing expenses” in the consolidated statements of operations.

As of March 31, 2015 and September 30, 2015, the Company recognized secured borrowings at fair value of \$334 and \$355, respectively, and the fair values of the loans that are associated with these secured borrowings was

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

\$1,215 and \$1,256, respectively. These secured borrowings were the result of the Company's completion of partial sales of one stop loans associated with one portfolio company that did not meet the definition of a "participating interest". As a result, sale treatment was not allowed and these partial loan sales were treated as secured borrowings.

During the three and six months ended March 31, 2016, there were no partial loan sales, no fundings on revolving and delayed draw secured borrowings and repayments on secured borrowings totaled \$12 and \$21. During the three and six months ended March 31, 2015, there were no partial loan sales, no fundings on revolving and delayed draw secured borrowings and repayments on secured borrowings totaled \$9 and \$17, respectively.

For the three and six months ended March 31, 2016, the effective annualized average interest rate on secured borrowings, which includes amortization of original issuance costs, was 4.6% and 4.6%, interest expense was \$4 and \$8 and amortization of original issue discount were an amount less than \$1 for each respective period. For the three and six months ended March 31, 2015, the effective annualized average interest rate on secured borrowings, which includes amortization of original issuance costs, was 4.5% and 4.5%, interest expense was \$4 and \$8 and amortization of original issue discount was \$1 and an amount less than \$1, respectively.

**Note 8. Commitments and Contingencies**

**Commitments:** The Company had outstanding commitments to fund investments totaling \$107,107 and \$121,545 under various undrawn revolvers and other credit facilities as of March 31, 2016 and September 30, 2015, respectively. As described in Note 4, the Company had commitments of up to \$54,775 and \$75,215 to SLF as of March 31, 2016 and September 30, 2015, respectively that may be contributed primarily for the purpose of funding new investments approved by the SLF investment committee.

**Indemnifications:** In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties that provide general indemnifications. The Company's maximum exposure under these arrangements is unknown, as these involve future claims that may be made against the Company but that have not occurred. The Company expects the risk of any future obligations under these indemnifications to be remote.

**Off-balance sheet risk:** Off-balance sheet risk refers to an unrecorded potential liability that may result in a future obligation or loss, even though it does not appear on the consolidated statements of financial condition. The Company

has entered and, in the future, may again enter into derivative instruments that contain elements of off-balance sheet market and credit risk. There were no commitments outstanding for derivative contracts as of March 31, 2016 and September 30, 2015. Derivative instruments can be affected by market conditions, such as interest rate volatility, which could impact the fair value of the derivative instruments. If market conditions move against the Company, it may not achieve the anticipated benefits of the derivative instruments and may realize a loss. The Company minimizes market risk through monitoring its investments and borrowings.

**Concentration of credit and counterparty risk:** Credit risk arises primarily from the potential inability of counterparties to perform in accordance with the terms of the contract. The Company has engaged and, in the future, may engage again in derivative transactions with counterparties. In the event that the counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counterparties or issuers of the instruments. The Company's maximum loss that it could incur related to counterparty risk on derivative instruments is the value of the collateral for that respective derivative instrument. It is the Company's policy to review, as necessary, the credit standing of each counterparty.

**Legal proceedings:** In the normal course of business, the Company may be subject to legal and regulatory proceedings that are generally incidental to its ongoing operations. While there can be no assurance of the ultimate



**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

disposition of any such proceedings, the Company does not believe any disposition will have a material adverse effect on the Company's consolidated financial statements.

**Note 9. Financial Highlights**

The financial highlights for the Company are as follows:

	Six months ended March 31,	
	2016	2015
Per share data <sup>(1)</sup> :		
Net asset value at beginning of period	\$15.80	\$15.55
Net increase in net assets as a result of issuance of shares <sup>(2)</sup>	0.01	-
Net investment income	0.62	0.60
Net realized gain (loss) on investments	0.10	0.13
Net change in unrealized appreciation (depreciation) on investments	(0.04 )	(0.03 )
Dividends and distributions declared		
From net investment income	(0.64 )	(0.64 )
Net asset value at end of period	\$16.49	\$16.25
Per share market value at end of period	\$17.31	\$17.55
Total return based on market value <sup>(3)</sup>	12.66 %	14.04 %
Shares outstanding at end of period	51,511,221	47,225,212

Listed below are supplemental data and ratios to the financial highlights:

Ratio of expenses (without incentive fees) to average net assets *	6.66	%	6.63	%
Ratio of incentive fees to average net assets	0.24	%	0.45	%
Ratio of total expenses to average net assets *	7.14	%	7.54	%
Ratio of net investment income to average net assets *	7.83	%	7.71	%
Total return based on average net asset value *	8.56	%	8.99	%
Net assets at end of period	\$816,250		\$737,392	
Average debt outstanding	\$813,363		\$711,304	
Average debt outstanding per share	\$15.79		\$15.06	
Asset coverage ratio <sup>(4)</sup>	233.52	%	234.55	%
Portfolio turnover *	31.77	%	32.83	%

\* Annualized for a period less than one year.

- (1) Based on actual number of shares outstanding at the end of the corresponding period or the weighted average shares outstanding for the period, unless otherwise noted, as appropriate.
- (2) Net increase in net assets as a result of issuance of shares for the six months ended March 31, 2016 is related to shares issued through the DRIP.
- (3) Total return based on market value assumes dividends are reinvested.
- (4) In accordance with the 1940 Act, with certain limited exceptions (including the Company's exemptive relief related to SBA debentures), the Company is only allowed to borrow amounts such that its asset coverage, as defined in the 1940 Act, is at least 200% after such borrowing.

**Golub Capital BDC, Inc. and Subsidiaries**  
**Notes to Unaudited Consolidated Financial Statements**

(In thousands, except shares and per share data)

**Note 10. Earnings Per Share**

The following information sets forth the computation of the net increase in net assets per share resulting from operations for the three and six months ended March 31, 2016 and 2015:

	Three months ended March 31,		Six months ended March 31,	
	2016	2015	2016	2015
Earnings available to stockholders	\$ 14,177	\$ 17,861	\$ 34,816	\$ 33,033
Basic and diluted weighted average shares outstanding	51,382,676	47,174,501	51,342,514	47,147,555
Basic and diluted earnings per share	\$ 0.28	\$ 0.38	\$ 0.68	\$ 0.70

**Note 11. Dividends and Distributions**

The Company's dividends and distributions are recorded on the ex-dividend date. The following table summarizes the Company's dividend declarations and distributions during three and six months ended March 31, 2016 and 2015:

Date Declared	Record Date	Payment Date	Amount Per Share	Cash Distribution	DRIP Shares Issued	DRIP Shares Value
<b>Six months ended March 31, 2016</b>						
02/02/2016	03/07/2016	03/30/2016	\$ 0.32	\$ 14,287	131,434	\$ 2,155
11/17/2015	12/11/2015	12/29/2015	\$ 0.32	\$ 15,149	79,594	\$ 1,267
<b>Six months ended March 31, 2015</b>						
02/03/2015	03/20/2015	03/27/2015	\$ 0.32	\$ 14,187	53,694	\$ 908
11/17/2014	12/18/2014	12/29/2014	\$ 0.32	\$ 14,193	52,020	\$ 885

**Note 12. Subsequent Events**

On May 3, 2016, the Company's Board declared a quarterly dividend of \$0.32 per share payable on June 29, 2016 to holders of record as of June 6, 2016.

## Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The information contained in this section should be read in conjunction with our interim and unaudited consolidated financial statements and related notes thereto appearing elsewhere in this quarterly report on Form 10-Q. In this report, "we," "us," "our" and "Golub Capital BDC" refer to Golub Capital BDC, Inc. and its consolidated subsidiaries.

### Forward-Looking Statements

Some of the statements in this quarterly report on Form 10-Q constitute forward-looking statements, which relate to future events or our future performance or financial condition. The forward-looking statements contained in this quarterly report on Form 10-Q involve risks and uncertainties, including statements as to:

- our future operating results;
- our business prospects and the prospects of our portfolio companies;
- the effect of investments that we expect to make and the competition for those investments;
- our contractual arrangements and relationships with third parties;
- actual and potential conflicts of interest with GC Advisors LLC, or GC Advisors, and other affiliates of Golub Capital Incorporated and Golub Capital LLC, collectively, Golub Capital;
- the dependence of our future success on the general economy and its effect on the industries in which we invest;
  - the ability of our portfolio companies to achieve their objectives;
  - the use of borrowed money to finance a portion of our investments;
  - the adequacy of our financing sources and working capital;
  - the timing of cash flows, if any, from the operations of our portfolio companies;
  - general economic trends and other external factors;
- the ability of GC Advisors to locate suitable investments for us and to monitor and administer our investments;
  - the ability of GC Advisors or its affiliates to attract and retain highly talented professionals;
- our ability to qualify and maintain our qualification as a regulated investment company, or RIC, and as a business development company;
  - general price and volume fluctuations in the stock markets;
- the impact on our business of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the rules and regulations issued thereunder; and
  - the effect of changes to tax legislation and our tax position.

Such forward-looking statements may include statements preceded by, followed by or that otherwise include the words "may," "might," "will," "intend," "should," "could," "can," "would," "expect," "believe," "estimate," "anticipate," "pre" or similar words. The forward looking statements contained in this quarterly report on Form 10-Q involve risks and uncertainties. Our actual results could differ materially from those implied or expressed in the forward-looking statements for any reason, including the factors set forth elsewhere in this quarterly report on Form 10-Q and as "Risk

Factors” in our annual report on Form 10-K for the year ended September 30, 2015.

We have based the forward-looking statements included in this report on information available to us on the date of this report. Actual results could differ materially from those anticipated in our forward-looking statements and future results could differ materially from historical performance. You are advised to consult any additional disclosures that we may make directly to you or through reports that we have filed or in the future may file with the Securities and Exchange Commission, or the SEC, including annual reports on Form 10-K, registration statements on Form N-2, quarterly reports on Form 10-Q and current reports on Form 8-K. This quarterly report on Form 10-Q contains statistics and other data that have been obtained from or compiled from information made available by third-party service providers. We have not independently verified such statistics or data.

## Overview

We are an externally managed, closed-end, non-diversified management investment company that has elected to be regulated as a business development company under the Investment Company Act of 1940, as amended, or the 1940 Act. In addition, for U.S. federal income tax purposes, we have elected to be treated as a RIC under Subchapter M of the Internal Revenue Code of 1986, as amended, or the Code. As a business development company and a RIC, we are also subject to certain constraints, including limitations imposed by the 1940 Act and the Code.

Our shares are currently listed on The NASDAQ Global Select Market under the symbol “GBDC”.

Our investment objective is to generate current income and capital appreciation by investing primarily in senior secured and one stop loans of U.S. middle-market companies. We may also selectively invest in second lien and subordinated loans of, and warrants and minority equity securities in U.S. middle-market companies. We intend to achieve our investment objective by (1) accessing the established loan origination channels developed by Golub Capital, a leading lender to U.S. middle-market companies with over \$15.0 billion in capital under management as of March 31, 2016, (2) selecting investments within our core middle-market company focus, (3) partnering with experienced private equity firms, or sponsors, in many cases with whom Golub Capital has invested alongside in the past, (4) implementing the disciplined underwriting standards of Golub Capital and (5) drawing upon the aggregate experience and resources of Golub Capital.

Our investment activities are managed by GC Advisors and supervised by our board of directors of which a majority of the members are independent of us, GC Advisors and its affiliates.

Under an investment advisory agreement, or the Investment Advisory Agreement, which was most recently reapproved by our board of directors in May 2016, we have agreed to pay GC Advisors an annual base management fee based on our average adjusted gross assets as well as an incentive fee based on our investment performance. Under

an administration agreement, or the Administration Agreement, we are provided with certain administrative services by an administrator, or the Administrator, which is currently Golub Capital LLC. Under the Administration Agreement, we have agreed to reimburse the Administrator for our allocable portion (subject to the review and approval of our independent directors) of overhead and other expenses incurred by the Administrator in performing its obligations under the Administration Agreement.



We seek to create a portfolio that includes primarily senior secured and one stop loans by primarily investing approximately \$5.0 million to \$30.0 million of capital, on average, in the securities of U.S. middle-market companies. We may also selectively invest more than \$30.0 million in some of our portfolio companies and generally expect that the size of our individual investments will vary proportionately with the size of our capital base.

We generally invest in securities that have been rated below investment grade by independent rating agencies or that would be rated below investment grade if they were rated. These securities, which may be referred to as “junk,” have predominantly speculative characteristics with respect to the issuer’s capacity to pay interest and repay principal. In addition, many of our debt investments have floating interest rates that reset on a periodic basis and typically do not fully pay down principal prior to maturity, which may increase our risk of losing part or all of our investment.

As of March 31, 2016 and September 30, 2015, our portfolio at fair value was comprised of the following:

Investment Type	As of March 31, 2016		As of September 30, 2015		
	Investments at Fair Value (In thousands)	Percentage of Total Investments	Investments at Fair Value (In thousands)	Percentage of Total Investments	
Senior secured	\$ 179,513	11.1	% \$ 197,329	12.9	%
One stop	1,210,690	75.1	1,134,222	74.1	
Second lien	38,909	2.4	39,774	2.6	
Subordinated debt	1,911	0.1	1,715	0.1	
Subordinated notes in SLF <sup>(1)</sup>	85,321	5.3	76,563	5.0	
LLC equity interests in SLF <sup>(1)</sup>	31,698	2.0	22,373	1.5	
Equity	63,660	4.0	57,808	3.8	
Total	\$ 1,611,702	100.0	% \$ 1,529,784	100.0	%

<sup>(1)</sup> Proceeds from the subordinated notes and limited liability company, or LLC, equity interests invested in Senior Loan Fund, LLC, or SLF, were utilized by SLF to invest in senior secured loans.

One stop loans include loans to technology companies undergoing strong growth due to new services, increased adoption and/or entry into new markets. We refer to loans to these companies as late stage lending loans. Other targeted characteristics of late stage lending businesses include strong customer revenue retention rates, a diversified customer base and backing from growth equity or venture capital firms. In some cases, the borrower’s high revenue growth is supported by a high level of discretionary spending. As part of the underwriting of such loans and consistent with industry practice, we may adjust our characterization of the earnings of such borrowers for a reduction or elimination of such discretionary expenses, if appropriate. As of March 31, 2016 and September 30, 2015, one stop loans included \$105.0 million and \$88.2 million, respectively, of late stage lending loans at fair value.

As of March 31, 2016 and September 30, 2015, we had debt and equity investments in 176 and 164 portfolio companies, respectively, and investments in subordinated notes and LLC equity interests in SLF.

The weighted average annualized income yield and weighted average annualized investment income yield of our income producing debt investments, which represented nearly 100% of our debt investments, for the three and six months ended March 31, 2016 and 2015 was as follows:

	For the three months ended March 31,			For the six months ended March 31,				
	2016		2015	2016		2015		
Weighted average annualized income yield <sup>(1)</sup>	7.6	%	7.9	%	7.6	%	7.8	%
Weighted average annualized investment income yield <sup>(2)</sup>	8.0	%	8.4	%	8.1	%	8.3	%

<sup>(1)</sup> Represents income from interest, including subordinated notes in SLF, and fees excluding amortization of capitalized fees and discounts divided by the average fair value of earning debt investments.

<sup>(2)</sup> Represents income from interest, including subordinated notes in SLF, fees and amortization of capitalized fees and discounts divided by the average fair value of earning debt investments.

*Revenues:* We generate revenue in the form of interest and fee income on debt investments and capital gains and distributions, if any, on portfolio company investments that we originate or acquire. Our debt investments, whether in the form of senior secured, one stop, second lien or subordinated loans, typically have a term of three to seven years and bear interest at a fixed or floating rate. In some instances, we receive payments on our debt investments based on scheduled amortization of the outstanding balances. In addition, we receive repayments of some of our debt investments prior to their scheduled maturity date. The frequency or volume of these repayments fluctuates significantly from period to period. Our portfolio activity also reflects the proceeds of sales of securities. In some cases, our investments provide for deferred interest payments or payment-in-kind, or PIK, interest. The principal amount of loans and any accrued but unpaid interest generally become due at the maturity date. In addition, we may generate revenue in the form of commitment, origination, amendment, structuring or due diligence fees, fees for providing managerial assistance and consulting fees. Loan origination fees, original issue discount and market discount or premium are capitalized, and we accrete or amortize such amounts as interest income. We record prepayment premiums on loans as fee income. For additional details on revenues, see “Critical Accounting Policies—Revenue Recognition”.

We recognize realized gains or losses on investments based on the difference between the net proceeds from the disposition and the cost basis of the investment or derivative instrument, without regard to unrealized gains or losses previously recognized. We record current period changes in fair value of investments and derivative instruments that are measured at fair value as a component of the net change in unrealized appreciation (depreciation) on investments in the consolidated statements of operations.

*Expenses:* Our primary operating expenses include the payment of fees to GC Advisors under the Investment Advisory Agreement and interest expense on our outstanding debt. We bear all other out-of-pocket costs and expenses

of our operations and transactions, including:

- calculating our net asset value, or NAV (including the cost and expenses of any independent valuation firm);
- fees and expenses incurred by GC Advisors payable to third parties, including agents, consultants or other advisors, in monitoring financial and legal affairs for us and in monitoring our investments and performing due diligence on our prospective portfolio companies or otherwise relating to, or associated with, evaluating and making investments, which fees and expenses may include, among other items, due diligence reports, appraisal reports, any studies that may be commissioned by GC Advisors and travel and lodging expenses;
- expenses related to unsuccessful portfolio acquisition efforts;
- offerings of our common stock and other securities;
- administration fees and expenses, if any, payable under the Administration Agreement (including payments based upon our allocable portion of the Administrator's overhead in performing its obligations under the Administration Agreement, including rent and the allocable portion of the cost of our chief compliance officer, chief financial officer and their respective staffs);

fees payable to third parties, including agents, consultants or other advisors, relating to, or associated with, evaluating and making investments in portfolio companies, including costs associated with meeting financial sponsors;

- transfer agent, dividend agent and custodial fees and expenses;
- U.S. federal and state registration and franchise fees;
- all costs of registration and listing our shares on any securities exchange;
- U.S. federal, state and local taxes;
- independent directors' fees and expenses;
- costs of preparing and filing reports or other documents required by the SEC or other regulators;
- costs of any reports, proxy statements or other notices to stockholders, including printing costs;
- costs associated with individual or group stockholders;
- costs associated with compliance under the Sarbanes-Oxley Act of 2002, as amended;

our allocable portion of any fidelity bond, directors and officers/errors and omissions liability insurance, and any other insurance premiums;

direct costs and expenses of administration, including printing, mailing, long distance telephone, copying, secretarial and other staff, independent auditors and outside legal costs;

- proxy voting expenses; and

all other expenses incurred by us or the Administrator in connection with administering our business.

We expect our general and administrative expenses to be relatively stable or decline as a percentage of total assets during periods of asset growth and to increase during periods of asset declines.

GC Advisors, as collateral manager for Golub Capital BDC 2010-1 LLC, or the 2010 Issuer, our indirect subsidiary, under a collateral management agreement, or the 2010 Collateral Management Agreement, is entitled to receive an annual fee in an amount equal to 0.35% of the principal balance of the portfolio loans held by the 2010 Issuer at the beginning of the collection period relating to each payment date, which is payable in arrears on each payment date. Under the 2010 Collateral Management Agreement, the term "collection period" refers to a quarterly period running from the day after the end of the prior collection period to the fifth business day of the calendar month in which a payment date occurs.

GC Advisors, as collateral manager for Golub Capital BDC CLO 2014 LLC, or the 2014 Issuer, our wholly-owned subsidiary, under a collateral management agreement, or the 2014 Collateral Management Agreement, is entitled to receive an annual fee in an amount equal to 0.25% of the principal balance of the portfolio loans held by the 2014 Issuer at the beginning of the collection period relating to each payment date, which is payable in arrears on each payment date. Under the 2014 Collateral Management Agreement, the term "collection period" refers to a quarterly period running from the day after the end of the prior collection period to the tenth business day prior to the payment date.

Collateral management fees are paid directly by the 2010 Issuer and the 2014 Issuer to GC Advisors and offset against the management fees payable under the Investment Advisory Agreement. In addition, the 2010 Issuer and 2014 Issuer paid Wells Fargo Securities, LLC structuring and placement fees for its services in connection with the initial

structuring and subsequent amendment of a \$350.0 million term debt securitization, or the 2010 Debt Securitization, and the initial structuring of a \$402.6 million term debt securitization, or the 2014 Debt Securitization. The 2010 Issuer and 2014 Issuer also agreed to pay ongoing administrative expenses to the trustee, collateral manager, independent accountants, legal counsel, rating agencies and independent managers in connection with developing and maintaining reports, and providing required services in connection with the administration of the 2010 Debt Securitization and the 2014 Debt Securitization, or, collectively, the Debt Securitizations, as applicable.

We believe that these administrative expenses approximate the amount of ongoing fees and expenses that we would be required to pay in connection with a traditional secured credit facility. Our common stockholders indirectly bear all of these expenses.

### **Recent Developments**

On May 3, 2016, our board of directors declared a quarterly distribution of \$0.32 per share payable on June 29, 2016 to holders of record as of June 6, 2016.

**Consolidated Results of Operations**

Consolidated operating results for the three and six months ended March 31, 2016 and 2015 are as follows:

	For the three months ended March 31,		Variances 2016 vs. 2015	For the six months ended March 31,		Variances 2016 vs. 2015
	2016	2015		2016	2015	
	(In thousands)			(In thousands)		
Interest income	\$25,548	\$25,017	\$ 531	\$51,224	\$50,116	\$ 1,108
Income from accretion of discounts and origination fees	1,795	1,820	(25 )	3,686	3,490	196
Interest income from subordinated notes of SLF	1,767	652	1,115	3,393	1,202	2,191
Dividend income	1,178	377	801	2,185	395	1,790
Fee income	474	595	(121 )	774	803	(29 )
Total investment income	30,762	28,461	2,301	61,262	56,006	5,256
Total expenses	13,863	14,707	(844 )	29,062	27,695	1,367
Net investment income - before excise tax	16,899	13,754	3,145	32,200	28,311	3,889
Excise tax	31	-	31	333	-	333
Net investment income - after excise tax	16,868	13,754	3,114	31,867	28,311	3,556
Net realized (losses) gains on investments	178	4,523	(4,345 )	5,156	6,249	(1,093 )
Net change in unrealized appreciation (depreciation) on investment, and secured borrowings	(2,869 )	(416 )	(2,453 )	(2,207 )	(1,527 )	(680 )
Net income	\$ 14,177	\$ 17,861	\$ (3,684 )	\$ 34,816	\$ 33,033	\$ 1,783
Average earning portfolio company investments, at fair value	\$ 1,479,795	\$ 1,354,214	\$ 125,581	\$ 1,453,117	\$ 1,337,503	\$ 115,614



Average debt outstanding <sup>(1)</sup>	\$ 821,020	\$ 730,211	\$ 90,809	\$ 813,363	\$ 711,304	\$ 102,059
---	------------	------------	-----------	------------	------------	------------

For the three and six months ending March 31, 2016 and 2015 we have excluded \$0.3 million and \$0.4 million, respectively of secured borrowings, at fair value, which were the result of participations and partial loan sales that <sup>(1)</sup> did not meet the definition of a "participating interest", as defined in the guidance to Accounting Standards Codification, or ASC, Topic 860 - Transfers and Servicing, or ASC Topic 860.

Net income can vary substantially from period to period for various reasons, including the recognition of realized gains and losses and unrealized appreciation and depreciation. As a result, quarterly comparisons of net income may not be meaningful.

### ***Investment Income***

Investment income increased from the three months ended March 31, 2015 to the three months ended March 31, 2016 by \$2.3 million primarily as a result of an increase in interest income from subordinated notes of SLF of \$1.1 million and an increase in dividend income of \$0.8 million. The increase in dividend income was primarily a result of an increase of \$0.8 million in dividend distributions received from our investment in SLF LLC equity interests.

Investment income increased from the six months ended March 31, 2015 to the six months ended March 31, 2016 by \$5.3 million primarily as a result of an increase in the average earning investment balance, which is the annual average balance of accruing loans in our investment portfolio, of \$115.6 million, an increase in interest income earned on the subordinated notes in SLF of \$2.2 million and an increase of \$1.6 million in dividend distributions received from our investment in SLF LLC equity interests.

The annualized income yield by security type for the three and six months ended March 31, 2016 and 2015 was as follows:

	For the three months ended March 31,			For the six months ended March 31,				
	2016		2015	2016		2015		
Senior secured	6.3	%	6.3	%	6.3	%	6.3	%
One stop	7.6	%	8.1	%	7.7	%	8.1	%
Second lien	9.6	%	9.6	%	9.6	%	9.5	%
Subordinated debt	5.0	%	8.5	%	5.1	%	8.4	%
Subordinated notes in SLF <sup>(1)</sup>	8.4	%	8.3	%	8.3	%	8.3	%

(1)SLF's proceeds from the subordinated notes were utilized by SLF to fund senior secured loans.

Annualized income yields on one stop loans have declined for the three and six months ended March 31, 2016 compared to the three and six months ended March 31, 2015 primarily due to a continued general trend of interest rate compression on new investments. As of March 31, 2016, we have one remaining subordinated debt investment shown in the Consolidated Schedule of Investments.

For additional details on investment yields and asset mix, refer to the “*Liquidity and Capital Resources - Portfolio Composition, Investment Activity and Yield*” section below.

### ***Expenses***

The following table summarizes our expenses:

For the three months ended March 31,		Variances 2016 vs. 2015	For the six months ended March 31,		Variances 2016 vs. 2015
2016	2015		2016	2015	
(In thousands)			(In thousands)		

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Interest and other debt financing expenses	\$5,832	\$4,929	\$ 903	\$11,314	\$9,576	\$ 1,738
Amortization of debt issuance costs	1,001	1,088	(87 )	2,250	2,135	115
Base management fee	5,405	4,855	550	10,719	9,677	1,042
Income Incentive Fee	720	1,220	(500 )	1,127	2,152	(1,025 )
Capital gain incentive fee accrued under GAAP	(540 )	1,038	(1,578 )	824	1,177	(353 )
Professional fees	700	840	(140 )	1,431	1,469	(38 )
Administrative service fee	609	584	25	1,112	1,191	(79 )
General and administrative expenses	136	153	(17 )	285	318	(33 )
Total expenses	\$13,863	\$14,707	\$ (844 )	\$29,062	\$27,695	\$ 1,367

Interest expense and debt facility fees increased by \$0.9 million from the three months ended March 31, 2015 to the three months ended March 31, 2016 primarily due to an increase in the weighted average of outstanding borrowings from \$730.2 million for the three months ended March 31, 2015 to \$821.0 million for the three months ended March 31, 2016 and an increase in the average London Interbank Offered Rate, or LIBOR rate which is the index that determines the interest rate on our floating rate liabilities. The increase in our debt was primarily driven by an increase in our use of debt under the senior secured revolving credit facility, or the Credit Facility, entered into by Golub Capital BDC Funding LLC, or Funding, our wholly-owned subsidiary, with Wells Fargo Securities, LLC, as administrative agent, and Wells Fargo Bank, N.A., as lender, to \$147.6 million as of March 31, 2016 from an outstanding balance of \$84.7 million as of March 31, 2015 as well as the increase in our use of debt under our Small Business Administration, or SBA, debentures through our small business investment companies, or SBICs, which had outstanding balances of \$231.5 million as of March 31, 2016 and \$208.8 million as of March 31, 2015. The effective annualized average interest rate on our outstanding debt remained stable at 3.3% for the three months ended March 31, 2016 and 2015.

Interest and other debt financing expenses increased by \$1.7 million from the six months ended March 31, 2015 to the six months ended March 31, 2016 primarily due to an increase in the weighted average of outstanding

borrowings from \$711.4 million for the six months ended March 31, 2015 to \$813.4 million for the six months ended March 31, 2016. The effective annualized average interest rate on our outstanding debt remained stable at 3.3% for the six months ended March 31, 2016 and 2015.

The base management fee increased as a result of a sequential increase in average assets from March 31, 2015 to March 31, 2016. The administrative service fee declined from the six months ended March 31, 2015 to the six months ended March 31, 2016 due to efficiencies gained by the Administrator in servicing a growing portfolio.

The incentive fee payable under the Investment Advisory Agreement consists of two parts: (1) the income component, or the Income Incentive Fee, and (2) the capital gains component, or the Capital Gain Incentive Fee. The Income Incentive Fee decreased \$0.5 million and \$1.0 million from the three and six months ended March 31, 2015 to the three months ended March 31, 2016 as the interest rate compression on new investments and the change in asset mix of our portfolio caused a decline in our Pre-Incentive Fee Net Investment Income (as defined below), expressed as a rate of return on the value of our net assets. Due to this decline, we were not fully through the catch-up provision of the Income Incentive Fee calculation. For the three months ended March 31, 2016, the Income Incentive Fee as a percentage of Pre-Incentive Fee Net Investment Income was 4.2% compared to 7.6% for the three months ended March 31, 2015. For the six months ended March 31, 2016, the Income Incentive Fee as a percentage of Pre-Incentive Fee Net Investment Income was 3.3% compared to 6.8% for the six months ended March 31, 2015. "Pre-Incentive Fee Net Investment Income" means interest income, dividend income and any other income (including any other fees such as commitment, origination, structuring, diligence and consulting fees or other fees that we receive from portfolio companies, but excluding fees for providing managerial assistance) accrued during the calendar quarter, minus operating expenses for the calendar quarter (including the base management fee, taxes, any expenses payable under the Investment Advisory Agreement and the Administration Agreement, any expenses of securitizations and any interest expense and dividends paid on any outstanding preferred stock, but excluding the incentive fee). Pre-Incentive Fee Net Investment Income includes, in the case of investments with a deferred interest feature such as market discount, debt instruments with PIK interest, preferred stock with PIK dividends and zero coupon securities, accrued income that we have not yet received in cash.

The Capital Gain Incentive Fee payable as calculated under the Investment Advisory Agreement for the three and six months ended March 31, 2016 and 2015 was \$0. However, in accordance with GAAP, we are required to include the aggregate unrealized capital appreciation on investments in the calculation and accrue a capital gain incentive fee as if such unrealized capital appreciation were realized, even though such unrealized capital appreciation is not permitted to be considered in calculating the fee actually payable under the Investment Advisory Agreement.

For the three months ended March 31, 2016, we recorded a reversal in the accrual for capital gain incentive fee under GAAP of \$0.5 million, or (\$0.01) per share, and recorded an accrual of \$0.8 million, or \$0.02 per share, for the six months ended March 31, 2016. The accrual for capital gain incentive fee under GAAP was \$1.0 million, or \$0.02 per share, for the three months ended March 31, 2015 and \$1.2 million, or \$0.02 per share, for the six months ended March 31, 2015. The decrease in the accrual for capital gain incentive fee under GAAP for the three and six months

ended March 31, 2016 from the three and six months ended March 31, 2015 was primarily the result of the reversal of unrealized appreciation of debt and equity investments.

For additional details on the liquidation of equity investments, refer to the “*Net Realized and Unrealized Gains and Losses*” section below.

The Administrator pays for certain expenses incurred by us. These expenses are subsequently reimbursed in cash. Total expenses reimbursed by us to the Administrator for the three and six months ended March 31, 2016 were \$0.8 million and \$1.4 million, respectively. Total expenses reimbursed by us to the Administrator for the three and six months ended March 31, 2015 were \$0.3 million and \$0.5 million, respectively.

As of March 31, 2016 and September 30, 2015, included in accounts payable and accrued expenses were \$0.7 million and \$0.6 million, respectively, for accrued expenses paid on behalf of us by the Administrator.

### *Excise Tax Expense*

We have elected to be treated as a RIC under Subchapter M of the Code and operate in a manner so as to qualify for the tax treatment applicable to RICs. In order to be subject to tax as a RIC, we are required to meet certain source of income and asset diversification requirements, as well as timely distribute to our stockholders at least 90% of investment company taxable income, as defined by the Code, and determined without regard to any deduction for dividends paid for each tax year. We have made and intend to continue to make the requisite distributions to our stockholders, which will generally relieve us from U.S. federal income taxes.

Depending on the level of taxable income earned in a tax year, we may choose to retain taxable income in excess of current year distributions into the next tax year in an amount less than what would trigger payments of federal income tax under Subchapter M of the Code. We may then be required to pay a 4% excise tax on such income. To the extent that we determine that our estimated current year annual taxable income may exceed estimated current year distributions, we accrue excise tax, if any, on estimated excess taxable income as taxable income is earned. For the three and six months ended March 31, 2016, we recorded a net expense of \$31,000 and \$333,000, respectively, for U.S. federal excise tax. For the three and six months ended March 31, 2015, we recorded no U.S. federal excise tax expense.

### *Net Realized and Unrealized Gains and Losses*

The following table summarizes our net realized and unrealized gains (losses) for the periods presented:

	For the three months ended March 31,		Variances 2016 vs. 2015	For the six months ended March 31,		Variances 2016 vs. 2015
	2016	2015		2016	2015	
	(In thousands)			(In thousands)		
Net realized gain (loss) on investments	\$ 178	\$ 4,523	\$ (4,345 )	\$ 5,156	\$ 6,249	\$ (1,093 )
Net realized gain (loss)	178	4,523	(4,345 )	5,156	6,249	(1,093 )

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Unrealized appreciation on investments	12,973	9,103	3,870	22,254	11,822	10,432
Unrealized (depreciation) on investments	(15,997 )	(9,768 )	(6,229 )	(22,104 )	(13,572 )	(8,532 )
Unrealized appreciation on investments in SLF <sup>(1)</sup>	1,017	248	769	-	222	(222 )
Unrealized (depreciation) on investments in SLF <sup>(1)</sup>	(862 )	-	(862 )	(2,357 )	-	(2,357 )
Unrealized (depreciation) on secured borrowings	-	1	(1 )	-	1	(1 )
Net change in unrealized appreciation (depreciation) on investments, investments in SLF, and secured borrowings	\$ (2,869 )	\$ (416 )	\$ (2,453 )	\$ (2,207 )	\$ (1,527 )	\$ (680 )

<sup>(1)</sup> Unrealized appreciation (depreciation) on investments in SLF include our investments in subordinated notes and LLC interests in SLF.

For the three months ended March 31, 2016, we had a net realized gain of \$0.2 million primarily due to the sale of debt investments. For the six months ended March 31, 2016, we had a net realized gain of \$5.2 million primarily due to the sale of, or capital gain distributions received from, three equity investments that were partially offset by the realized loss on the write off of one non-accrual portfolio company investment.

During the three months ended March 31, 2016, we had \$13.0 million in unrealized appreciation on 103 portfolio company investments, which was offset by \$16.0 million in unrealized depreciation on 138 portfolio company investments. For the six months ended March 31, 2016, we had \$22.3 million in unrealized appreciation on 119 portfolio company investments, which was offset by \$22.1 million in unrealized depreciation on 134 portfolio company investments. Unrealized appreciation during the three and six months ended March 31, 2016 resulted from an increase in fair value primarily due to the rise in market prices of portfolio company investments and the reversal of prior period unrealized depreciation associated with the portfolio company investment write-off. Unrealized depreciation primarily resulted from the amortization of discounts, negative credit related adjustments that caused a reduction in fair value and the reversal of the net unrealized appreciation associated with the sales of portfolio company investments during the three and six months ended March 31, 2016.

For the three months ended March 31, 2016, we had \$1.0 million in unrealized appreciation on our investment in SLF LLC equity interests which was partially offset by \$0.9 million in unrealized depreciation on our investment in SLF subordinated notes. The unrealized depreciation was the result of the lower yielding contractual rate compared to comparable market pricing of subordinated notes. The unrealized appreciation on the SLF LLC equity interests was driven by the offsetting impact of the pricing on the subordinated notes.

For the six months ended March 31, 2016, we had \$1.5 million of unrealized depreciation on our investment in SLF LLC equity interests and \$0.9 million of unrealized depreciation on our investment in SLF subordinated notes. The unrealized depreciation on the SLF LLC equity interests was driven by negative credit related adjustments associated with SLF's investment portfolio.

For the three months ended March 31, 2015, we had a net realized gain of \$4.5 million primarily due to the sale of two equity investments. For the six months ended March 31, 2015, we had net realized gains on investments totaling \$6.2 million primarily due to the sale of four equity investments.

During the three months ended March 31, 2015, we had \$9.1 million in unrealized appreciation on 83 portfolio company investments, which was offset by \$9.8 million in unrealized depreciation on 125 portfolio company investments. For the six months ended March 31, 2015, we had \$11.8 million in unrealized appreciation on 94 portfolio company investments, which was offset by \$13.6 million in unrealized depreciation on 120 portfolio company investments. Unrealized appreciation during the three and six months ended March 31, 2015 resulted from an increase in fair value primarily due to the rise in market prices of portfolio company investments. Unrealized depreciation primarily resulted from the amortization of discounts, negative credit related adjustments that caused a reduction in fair value and the reversal of the net unrealized appreciation on the equity investments sold during the three and six months ended March 31, 2015.

For the three and six months ended March 31, 2015, we had \$0.2 million in unrealized appreciation on our investment in SLF LLC equity interests. The unrealized appreciation on the SLF LLC equity interests was primarily driven by the lack of any negative mark-to-market losses in the aggregate associated with SLF's investment portfolio. For the three and six months ended March 31, 2015, we had no unrealized appreciation or depreciation on our investment in SLF subordinated notes.

### **Liquidity and Capital Resources**

For the six months ended March 31, 2016, we experienced a net decrease in cash and cash equivalents of \$0.1 million. During the period, cash used in operating activities was \$51.5, million primarily as a result of funding of portfolio



investments of \$318.3 million. This was partially offset by the proceeds from principal payments and sales of portfolio investments of \$248.0 million and net investment income of \$31.9 million. During the same period, cash provided by investment activities of \$55.2 million was driven by the decrease in restricted cash and cash equivalents. Lastly, cash used in financing activities was \$3.7 million, primarily driven by repayments of debt of \$135.0 million and distributions paid of \$29.4 million that were partially offset by borrowings on debt of \$161.8 million.

For the six months ended March 31, 2015, we experienced a net decrease in cash and cash equivalents of \$2.1 million. During the period, we used \$50.3 million in operating activities primarily as a result of fundings of portfolio investments of \$290.3 million. This was partially offset by proceeds from principal payments and sales of portfolio investments of \$227.9 million and net investment income of \$28.3 million. During the same period, cash provided by investment activities of \$20.3 million was driven by the decrease in restricted cash and cash equivalents. Lastly, cash provided by financing activities was \$27.9 million, primarily driven by borrowings on debt of \$110.1 million that were partially offset by repayments of debt of \$52.8 million and distributions paid of \$28.4 million.

As of March 31, 2016 and September 30, 2015, we had cash and cash equivalents of \$5.3 million and \$5.5 million, respectively. In addition, we had restricted cash and cash equivalents of \$36.9 million and \$92.0 million as of March 31, 2016 and September 30, 2015, respectively. Cash and cash equivalents are available to fund new investments, pay operating expenses and pay distributions. As of March 31, 2016, \$18.0 million of our restricted cash and cash equivalents could be used to fund new investments that meet the investment guidelines established in the Debt Securitizations and for the payment of interest expense on the notes issued in the Debt Securitizations. \$5.9 million of such restricted cash and cash equivalents could be used to fund investments that meet the guidelines under the Credit Facility as well as for the payment of interest expense and revolving debt of the Credit Facility. As of March 31, 2016, \$13.0 million of restricted cash and cash equivalents can be used to fund new investments that meet the regulatory and investment guidelines established by the SBA for our SBICs which are described in further detail in Note 7 to our consolidated financial statements, and for interest expense and fees on our outstanding SBA debentures.

As of March 31, 2016 and September 30, 2015, we had outstanding commitments to fund investments totaling \$107.1 million and \$121.5 million, respectively. These amounts may or may not be funded to the borrowing party now or in the future. The unfunded commitments relate to loans with various maturity dates, but the entire amount was eligible for funding to the borrowers as of March 31, 2016 and September 30, 2015, respectively, subject to the terms of each loan's respective credit agreement. As of March 31, 2016, we believe that we had sufficient assets and liquidity to adequately cover future obligations under our unfunded commitments based on historical rates of drawings upon unfunded commitments, cash and restricted cash balances that we maintain, availability under our Credit Facility, and ongoing principal repayments on debt investments. In addition, we generally hold some syndicated loans in larger portfolio companies that are salable over a relatively short period to generate cash.

As of March 31, 2016, the Credit Facility allowed Funding to borrow up to \$200.0 million at any one time outstanding, subject to leverage and borrowing base restrictions. As of March 31, 2016 and September 30, 2015, subject to leverage and borrowing base restrictions, we had approximately \$52.4 million and \$72.7 million, respectively, of remaining commitments and \$9.7 million and \$40.1 million, respectively, of availability on the Credit Facility. As of March 31, 2016 and September 30, 2015, we had \$147.6 million and \$127.3 million outstanding under the Credit Facility, respectively. On October 21, 2015, we terminated the \$15.0 million revolving line of credit, or the Revolver, entered into by Golub Capital BDC Revolver Funding LLC, or Revolver Funding, our wholly-owned subsidiary, with PrivateBank and Trust Company. As of September 30, 2015, the Revolver allowed Revolver Funding to borrow up to \$15.0 million at any one time outstanding, subject to leverage and borrowing base restrictions. As of September 30, 2015, subject to leverage and borrowing base restrictions, we had approximately \$15.0 million of remaining commitments and \$2.9 million of availability on the Revolver.

On July 16, 2010, we completed the 2010 Debt Securitization, which was subsequently increased to \$350 million. The notes offered in the 2010 Debt Securitization, or the 2010 Notes, were issued by the 2010 Issuer and consist of \$203.0 million of Class A 2010 Notes, which bear interest at a rate of three-month LIBOR rate, plus 1.74%, \$12.0 million of Class B 2010 Notes, which bear interest at a rate of three-month LIBOR plus 2.40%, and \$135.0 million face amount of Subordinated 2010 Notes that do not bear interest. The Class A 2010 Notes and Class B 2010 Notes of the 2010 Debt Securitization are included in the March 31, 2016 and September 30, 2015 consolidated statements of financial condition as our debt and the Subordinated 2010 Notes were eliminated in consolidation.

On June 5, 2014, we completed the 2014 Debt Securitization in the which the 2014 Issuer issued an aggregate of \$402.6 million of notes, or the 2014 Notes, including \$191.0 million of Class A-1 2014 Notes, which bear interest at a rate of three-month LIBOR plus 1.75%, \$20.0 million of Class A-2 2014 Notes, which bear interest at a rate of three-month LIBOR plus 1.95%, \$35.0 million of Class B 2014 Notes, which bear interest at a rate of three-month LIBOR plus 2.50%, \$37.5 million of Class C 2014 Notes, which bear interest at a rate of three-month LIBOR plus 3.50%, and \$119.1 million of LLC equity interests in the 2014 Issuer that do not bear interest. We retained all of the Class C 2014

Notes and LLC equity interests in the 2014 Issuer totaling \$37.5 million and \$119.1 million, respectively. The Class A-1, Class A-2 and Class B 2014 Notes are included in the March 31, 2016 and September 30, 2015 consolidated statements of financial condition as our debt and the Class C 2014 Notes and LLC equity interests in the 2014 Issuer were eliminated in consolidation. As of March 31, 2016 and September 30, 2015, we had outstanding debt under the 2014 Debt Securitization of \$246.0 million.

Under present SBIC regulations, the maximum amount of SBA-guaranteed debentures that may be issued by multiple licensees under common management is \$350.0 million. The maximum amount that a single SBIC licensee may issue is \$150.0 million. On February 11, 2016, the SBA approved GC SBIC V, L.P.'s, or SBIC V, application for an additional \$75.0 million of debenture commitments bringing SBIC V's total debenture commitments up to \$150.0 million. GC SBIC IV, L.P., or SBIC IV, and SBIC V, our consolidated SBIC subsidiaries, may each borrow up to two times the amount of its regulatory capital, subject to customary regulatory requirements. As of March 31, 2016, SBIC IV and SBIC V had \$150.0 million and \$81.5 million of outstanding SBA-guaranteed debentures, respectively, that mature between March 2021 and September 2026, leaving incremental borrowing capacity of \$68.5 million for SBIC V under present SBIC regulations. As of September 30, 2015, SBIC IV and SBIC V had \$150.0 million and \$75.0 million of outstanding SBA-guaranteed debentures, respectively, that mature between March 2021 and September 2025.

In accordance with the 1940 Act, with certain limited exceptions, we are only allowed to borrow amounts such that our asset coverage, as defined in the 1940 Act, is at least 200% after such borrowing. On September 13, 2011, we received exemptive relief from the SEC allowing us to modify the asset coverage requirement to exclude the SBA debentures from this calculation. As such, our ratio of total consolidated assets to outstanding indebtedness may be less than 200%. This provides us with increased investment flexibility but also increases our risks related to leverage. As of March 31, 2016, our asset coverage for borrowed amounts was 233.5% (excluding the SBA debentures).

Although we expect to fund the growth of our investment portfolio through the net proceeds from future securities offerings and through our dividend reinvestment plan as well as future borrowings, to the extent permitted by the 1940 Act, we cannot assure you that our efforts to raise capital will be successful. In addition to capital not being available, it also may not be available on favorable terms. To the extent we are not able to raise capital on what we believe are favorable terms, we will focus on optimizing returns by investing capital generated from repayments into new investments we believe are attractive from a risk/reward perspective. Furthermore, to the extent we are not able to raise capital and are at or near our targeted leverage ratios, we may receive smaller allocations, if any, on new investment opportunities under GC Advisors' allocation policy.

*Portfolio Composition, Investment Activity and Yield*

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

As of March 31, 2016 and September 30, 2015, we had investments in 176 and 164 portfolio companies, respectively, with a total fair value of \$1,494.7 million and \$1,430.9 million, respectively, and had investments in subordinated notes and LLC equity interests in SLF with a total fair value of \$117.0 million and \$98.9 million, respectively.

The following table shows the asset mix of our new investment commitments for the three and six months ended March 31, 2016 and 2015:

	For the three months ended March 31, 2016			2015			For the six months ended March 31, 2016			2015		
	(In thousands)	Percentage of Commitments	(In thousands)	Percentage of Commitments	(In thousands)	Percentage of Commitments	(In thousands)	Percentage of Commitments	(In thousands)	Percentage of Commitments		
Senior secured	\$37,027	23.8 %	\$56,314	31.5 %	\$72,163	22.5 %	\$133,611	41.1 %				
One stop	112,958	72.5	102,971	57.5	226,422	70.5	165,718	50.9				
Subordinated notes in SLF <sup>(1)</sup>	3,452	2.2	12,687	7.1	9,620	3.0	15,968	4.9				
LLC equity interests in SLF <sup>(1)</sup>	1,483	1.0	4,376	2.4	10,820	3.3	5,994	1.8				
Equity securities	768	0.5	2,634	1.5	2,108	0.7	4,151	1.3				
Total new investment commitments	\$155,688	100.0 %	\$178,982	100.0 %	\$321,133	100.0 %	\$325,442	100.0 %				

<sup>(1)</sup> SLF's proceeds from the subordinated notes and LLC equity interests were utilized by SLF to fund senior secured loans. As of March 31, 2016, SLF funded senior secured loans to 63 different borrowers.

For the three and six months ended March 31, 2016, we had approximately \$42.0 million and \$132.8 million, respectively, in proceeds from principal payments and return of capital distributions of portfolio companies. For the three and six months ended March 31, 2016, we had sales of securities in 10 and 22 portfolio companies, respectively, aggregating approximately \$34.5 million and \$114.9 million, respectively, in net proceeds.

For the three and six months ended March 31, 2015, we had approximately \$66.2 million and \$126.4 million, respectively, in proceeds from principal payments and return of capital distributions of portfolio companies. For the three and six months ended March 31, 2015, we had sales of securities in seven and 18 portfolio companies, respectively, aggregating approximately \$80.8 million and \$101.5 million, respectively, in net proceeds.

The following table shows the par, amortized cost and fair value of our portfolio of investments by asset class:

	As of March 31, 2016 <sup>(1)</sup>			As of September 30, 2015 <sup>(1)</sup>		
	Par (In thousands)	Amortized Cost	Fair Value	Par	Amortized Cost	Fair Value
Senior secured:						
Performing	\$180,933	\$178,830	\$179,513	\$199,573	\$197,189	\$197,329
Non-accrual <sup>(2)</sup>	-	-	-	-	-	-
One stop:						
Performing	1,215,945	1,199,879	1,206,408	1,135,805	1,120,576	1,127,735
Non-accrual <sup>(2)</sup>	13,188	13,104	4,282	17,645	17,078	6,487
Second lien:						
Performing	39,924	39,523	38,909	39,924	39,464	39,774
Non-accrual <sup>(2)</sup>	-	-	-	-	-	-
Subordinated debt:						
Performing	1,707	1,707	1,911	1,707	1,707	1,715
Non-accrual <sup>(2)</sup>	-	-	-	-	-	-
Subordinated notes in SLF <sup>(3)</sup>						
Performing	86,182	86,182	85,321	76,563	76,563	76,563
Non-accrual <sup>(2)</sup>	-	-	-	-	-	-
LLC equity interests in SLF <sup>(3)</sup>	N/A	34,043	31,698	N/A	23,222	22,373
Equity	N/A	48,172	63,660	N/A	41,515	57,808

Total	\$1,537,879	\$1,601,440	\$1,611,702	\$1,471,217	\$1,517,314	\$1,529,784
-------	-------------	-------------	-------------	-------------	-------------	-------------

(1) Nine and nine of our loans included a feature permitting a portion of the interest due on such loan to be PIK interest as of March 31, 2016 and September 30, 2015, respectively.

(2) We refer to a loan as non-accrual when we cease recognizing interest income on the loan because we have stopped pursuing repayment of the loan or, in certain circumstances, it is past due 90 days or more on principal and interest or our management has reasonable doubt that principal or interest will be collected. See "--Critical Accounting Policies--Revenue Recognition."

(3) SLF's proceeds from the subordinated notes and LLC equity interests in SLF were utilized by SLF to fund senior secured loans.

As of March 31, 2016 and September 30, 2015, the fair value of our debt investments, including our investment in SLF subordinated notes, as a percentage of the outstanding par value was 98.6% and 98.5%, respectively.

The following table shows the weighted average rate, spread over LIBOR of floating rate, and fees of investments originated and the weighted average rate of sales and payoffs of portfolio companies during the three and six months ended March 31, 2016 and 2015:

	For the three months ended			For the six months ended				
	March 31,			March 31,				
	2016	2015		2016	2015			
Weighted average rate of new investment fundings <sup>(1)</sup>	7.2	%	6.5	%	6.9	%	6.6	%
Weighted average spread over LIBOR of new floating rate investment fundings <sup>(1)</sup>	6.1	%	5.4	%	5.9	%	5.6	%
Weighted average rate of new fixed rate investment fundings	N/A		10.8	%	N/A		10.8	%
Weighted average fees of new investment fundings	1.8	%	1.3	%	1.6	%	1.6	%
Weighted average rate of sales and payoffs of portfolio companies	7.0	%	6.5	%	7.2	%	6.5	%
Weighted average annualized income yield <sup>(2)</sup>	7.6	%	7.9	%	7.6	%	7.8	%

<sup>(1)</sup>Excludes subordinated note investment in SLF.

<sup>(2)</sup>Represents income from interest, including subordinated note investment in SLF, and fees excluding amortization of capitalized fees and discounts divided by the average fair value of earning debt investments.

As of March 31, 2016, 94.1% and 94.0% of our debt portfolio at fair value and at amortized cost, respectively, had interest rate floors that limit the minimum applicable interest rates on such loans. As of September 30, 2015, 94.2% and 94.1% of our debt portfolio at fair value and at amortized cost, respectively, had interest rate floors that limit the minimum applicable interest rates on such loans.

As of March 31, 2016, the portfolio median earnings before interest, taxes, depreciation and amortization, or EBITDA, for our portfolio companies was \$24.0 million. The portfolio median EBITDA is based on the most recently reported trailing twelve-month EBITDA received from the portfolio company. The portfolio median EBITDA excludes underlying borrowers in SLF.

As part of the monitoring process, GC Advisors regularly assesses the risk profile of each of our investments and rates each of them based on an internal system developed by Golub Capital and its affiliates. This system is not generally accepted in our industry or used by our competitors. It is based on the following categories, which we refer to as GC Advisors' internal performance ratings:



## Internal Performance Ratings

### Rating Definition

- 5** Involves the least amount of risk in our portfolio. The borrower is performing above expectations, and the trends and risk factors are generally favorable.
- 4** Involves an acceptable level of risk that is similar to the risk at the time of origination. The borrower is generally performing as expected, and the risk factors are neutral to favorable.
- 3** Involves a borrower performing below expectations and indicates that the loan's risk has increased somewhat since origination. The borrower may be out of compliance with debt covenants; however, loan payments are generally not past due.
- 2** Involves a borrower performing materially below expectations and indicates that the loan's risk has increased materially since origination. In addition to the borrower being generally out of compliance with debt covenants, loan payments may be past due (but generally not more than 180 days past due).
- 1** Involves a borrower performing substantially below expectations and indicates that the loan's risk has substantially increased since origination. Most or all of the debt covenants are out of compliance and payments are substantially delinquent. Loans rated 1 are not anticipated to be repaid in full and we will reduce the fair market value of the loan to the amount we anticipate will be recovered.

Our internal performance ratings do not constitute any rating of investments by a nationally recognized statistical rating organization or represent or reflect any third-party assessment of any of our investments.

For any investment rated 1, 2 or 3, GC Advisors will increase its monitoring intensity and prepare regular updates for the investment committee, summarizing current operating results and material impending events and suggesting recommended actions.

GC Advisors monitors and, when appropriate, changes the internal performance ratings assigned to each investment in our portfolio. In connection with our valuation process, GC Advisors and our board of directors review these internal performance ratings on a quarterly basis.

The following table shows the distribution of our investments on the 1 to 5 internal performance rating scale at fair value as of March 31, 2016 and September 30, 2015:

Internal Performance Rating	As of March 31, 2016		As of September 30, 2015		
	Investments at Fair Value (In thousands)	Percentage of Total Investments	Investments at Fair Value (In thousands)	Percentage of Total Investments	
5	\$ 109,610	6.8	% \$ 134,142	8.8	%
4	1,370,545	85.0	1,298,558	84.9	
3	126,689	7.9	87,687	5.7	
2	1,746	0.1	9,397	0.6	
1	3,112	0.2	-	-	
Total	\$ 1,611,702	100.0	% \$ 1,529,784	100.0	%

### Senior Loan Fund LLC

We co-invest with RGA Reinsurance Company, or RGA, in senior secured loans through SLF, an unconsolidated Delaware LLC. SLF is capitalized as transactions are completed and all portfolio and investment decisions in respect to SLF must be approved by the SLF investment committee consisting of two representatives of each of us and RGA (with unanimous approval required from (i) one representative of each of us and RGA or (ii) both representatives of each of us and RGA). SLF may cease making new investments upon notification of either member but operations will continue until all investments have been sold or paid-off in the normal course of business.

SLF is capitalized with subordinated notes and LLC equity interest subscriptions from its members. As of March 31, 2016, we and RGA owned 87.5% and 12.5%, respectively, of both the outstanding subordinated notes and LLC equity interests.

As of March 31, 2016 and September 30, 2015, SLF had the following commitments from its members:

	As of March 31, 2016		As of September 30, 2015	
	Committed	Funded	Committed	Funded
	(Dollars in thousands)			
Subordinated note commitments <sup>(1)</sup>	\$ 160,000	\$ 98,494	\$ 160,000	\$ 87,500
LLC equity commitments <sup>(1)</sup>	40,000	38,906	40,000	26,540
Total	\$ 200,000	\$ 137,400	\$ 200,000	\$ 114,040

<sup>(1)</sup>Commitments presented are combined for us and RGA.

As of March 31, 2016, the senior secured revolving credit facility, or, as amended, the SLF Credit Facility, which SLF entered into through its wholly-owned subsidiary, Senior Loan Fund II LLC, or SLF II, allows SLF II to borrow up to \$300.0 million subject to leverage and borrowing base restrictions. The reinvestment period of the SLF Credit Facility ends May 12, 2017, and the stated maturity date is May 13, 2020. As of March 31, 2016 and September 30, 2015, SLF II had outstanding debt under the SLF Credit Facility of \$246.4 million and \$212.3 million, respectively.

Through the reinvestment period, the SLF Credit Facility bears interest at one-month LIBOR plus a rate between 1.75% and 2.25%, depending on the composition of the collateral asset portfolio, per annum. After the reinvestment period, the rate will reset to one-month LIBOR plus 2.75% per annum for the remaining term of the SLF Credit Facility.

As of March 31, 2016 and September 30, 2015, SLF had total assets at fair value of \$383.9 million and \$323.4 million, respectively. As of both March 31, 2016 and September 30, 2015, SLF did not have any investments on non-accrual status. The portfolio companies in SLF are in industries similar to those in which we may invest directly. Additionally, as of March 31, 2016 and September 30, 2015, SLF had commitments to fund various undrawn revolving credit and delayed draw loans to its portfolio companies totaling \$28.0 million and \$30.8 million, respectively.

Below is a summary of SLF's portfolio, followed by a listing of the individual loans in SLF's portfolio as of March 31, 2016 and September 30, 2015:

As of  
March 31, 2016  
(Dollars in thousands)

As of September 30, 2015

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Senior secured loans <sup>(1)</sup>	\$ 367,302	\$	320,583	
Weighted average current interest rate on senior secured loans <sup>(2)</sup>	5.9	%	5.8	%
Number of borrowers in SLF	63		62	
Largest portfolio company investment <sup>(1)</sup>	\$ 13,122	\$	12,734	
Total of five largest portfolio company investments <sup>(1)</sup>	\$ 62,117	\$	59,917	

<sup>(1)</sup> At principal amount.

<sup>(2)</sup> Computed as the (a) annual stated interest rate on accruing senior secured loans divided by (b) total senior secured loans at principal amount.

## SLF Loan Portfolio as of March 31, 2016

Portfolio Company	Business Description	Security Type	Maturity Date
5.11, Inc. <sup>(3)</sup>	Textiles and Leather	Senior loan	02/2020
ACTIVE Network, Inc.	Electronics	Senior loan	11/2020
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2018
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2018
Advanced Pain Management Holdings, Inc. <sup>(4)</sup>	Healthcare, Education and Childcare	Senior loan	02/2018
AG Kings Holdings Inc.	Grocery	Senior loan	04/2020
Aimbridge Hospitality, LLC <sup>(3)</sup>	Hotels, Motels, Inns, and Gaming	Senior loan	10/2018
American Seafoods Group LLC	Beverage, Food and Tobacco	Senior loan	08/2021
Argon Medical Devices, Inc.	Healthcare, Education and Childcare	Senior loan	12/2021
Arise Virtual Solutions, Inc. <sup>(3)</sup>	Telecommunications	Senior loan	12/2018
Arise Virtual Solutions, Inc. <sup>(3)(4)</sup>	Telecommunications	Senior loan	12/2018
Atkins Nutritionals, Inc <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan	01/2019
Atrium Innovations	Personal and Non Durable Consumer Products	Senior loan	02/2021
BMC Software, Inc.	Electronics	Senior loan	09/2020
Boot Barn, Inc.	Retail Stores	Senior loan	06/2021
Brandmuscle, Inc.	Printing and Publishing	Senior loan	12/2021
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan	12/2021
Checkers Drive-In Restaurants, Inc.	Beverage, Food and Tobacco	Senior loan	01/2022
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan	12/2020
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan	12/2020
CPI Buyer, LLC (Cole-Parmer) <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	08/2021
Curo Health Services LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	02/2022
DentMall MSO, LLC	Retail Stores	Senior loan	07/2019
DentMall MSO, LLC	Retail Stores	Senior loan	07/2019
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2020
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2020
EAG, INC. (Evans Analytical Group)	Diversified/Conglomerate Service	Senior loan	07/2017
Express Oil Change, LLC <sup>(3)</sup>	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Express Oil Change, LLC	Retail Stores	Senior loan	12/2017
Extreme Reach Inc.	Broadcasting and Entertainment	Senior loan	02/2020
Federal-Mogul Corporation	Automobile	Senior loan	04/2021
Flexan, LLC	Chemicals, Plastics and Rubber	Senior loan	02/2020
Hygenic Corporation, The <sup>(3)</sup>	Personal and Non Durable Consumer Products	Senior loan	10/2020
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan	02/2020
Jensen Hughes, Inc.	Diversified/Conglomerate Service	Senior loan	12/2021
Jensen Hughes, Inc.	Diversified/Conglomerate Service	Senior loan	12/2021
Joerns Healthcare, LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	05/2020

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2017
Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2017
Julio & Sons Company (UJ Merger)	Beverage, Food and Tobacco	Senior loan	09/2017
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2019
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2019
K&N Engineering, Inc. <sup>(3)(4)</sup>	Automobile	Senior loan	07/2019
Mediaocean LLC <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	08/2022
Mediaocean LLC	Diversified/Conglomerate Service	Senior loan	08/2020
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2019
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2019
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2017
Packaging Coordinators, Inc.(AndersonBrecon) <sup>(3)</sup>	Containers, Packaging and Glass	Senior loan	08/2021
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2018
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2018
Pasternack Enterprises, Inc.	Diversified/Conglomerate Manufacturing	Senior loan	12/2017
Payless ShoeSource, Inc.	Retail Stores	Senior loan	03/2021
Pentec Acquisition Sub, Inc.	Healthcare, Education and Childcare	Senior loan	05/2018
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2020
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2020
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2019

## SLF Loan Portfolio as of March 31, 2016 (continued)

Portfolio Company	Business Description	Investment Type	Date
PowerPlan Holdings, Inc. <sup>(3)</sup>	Utilities	Senior loan	02/
PPT Management, LLC	Healthcare, Education and Childcare	Senior loan	04/
PPT Management, LLC	Healthcare, Education and Childcare	Senior loan	04/
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/
Pyramid Healthcare, Inc.	Healthcare, Education and Childcare	Senior loan	08/
Pyramid Healthcare, Inc.	Healthcare, Education and Childcare	Senior loan	08/
R.G. Barry Corporation	Personal, Food and Miscellaneous Services	Senior loan	09/
Reliant Pro ReHab, LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/
Renaissance Pharma (U.S.) Holdings Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	05/
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/
RSC Acquisition, Inc.	Insurance	Senior loan	11/
RSC Acquisition, Inc.	Insurance	Senior loan	11/
Rubio's Restaurants, Inc <sup>(3)</sup>	Retail Stores	Senior loan	11/
Rug Doctor LLC	Personal and Non Durable Consumer Products	Senior loan	06/
Saldon Holdings, Inc.	Diversified/Conglomerate Service	Senior loan	09/
Scientific Games International, Inc.	Hotels, Motels, Inns, and Gaming	Senior loan	10/
SEI, Inc.	Electronics	Senior loan	07/
Self Esteem Brands, LLC <sup>(3)</sup>	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan	02/
Severin Acquisition, LLC	Diversified/Conglomerate Service	Senior loan	07/
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/
Systems Maintenance Services Holding, Inc. <sup>(3)</sup>	Electronics	Senior loan	10/
Tate's Bake Shop, Inc. <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan	08/
Teasdale Quality Foods, Inc.	Grocery	Senior loan	10/
Transaction Data Systems, Inc.	Diversified/Conglomerate Service	Senior loan	06/
W3 Co.	Oil and Gas	Senior loan	03/
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/

(1)



Represents the weighted average annual current interest rate as of March 31, 2016. All interest rates are payable in cash.

Represents the fair value in accordance with ASC Topic 820 – *Fair Value Measurement*, or ASC Topic 820. The determination of such fair value is not included in our board of directors' valuation process described elsewhere herein.

(3) We also hold a portion of the first lien senior secured loan in this portfolio company.

(4) The negative fair value is the result of the unfunded commitment being valued below par.

(5) The entire commitment was unfunded at March 31, 2016. As such, no interest is being earned on this investment.

## SLF Loan Portfolio as of September 30, 2015

Portfolio Company	Business Description	Investment Type	Matu Date
1011778 B.C. ULC (New Red Finance/Burger King)	Beverage, Food and Tobacco	Senior loan	12/2
5.11, Inc. <sup>(3)</sup>	Textiles and Leather	Senior loan	02/2
Acosta, Inc.	Diversified/Conglomerate Service	Senior loan	09/2
ACTIVE Network, Inc.	Electronics	Senior loan	11/2
Aderant North America, Inc.	Diversified/Conglomerate Service	Senior loan	12/2
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2
Advanced Pain Management Holdings, Inc.	Healthcare, Education and Childcare	Senior loan	02/2
Advanced Pain Management Holdings, Inc. <sup>(4)</sup>	Healthcare, Education and Childcare	Senior loan	02/2
Affordable Care Inc.	Personal, Food and Miscellaneous Services	Senior loan	12/2
Aimbridge Hospitality, LLC	Hotels, Motels, Inns, and Gaming	Senior loan	10/2
ARG IH Corporation	Beverage, Food and Tobacco	Senior loan	11/2
Arise Virtual Solutions, Inc. <sup>(3)</sup> <sup>(4)</sup>	Telecommunications	Senior loan	12/2
Arise Virtual Solutions, Inc. <sup>(3)</sup>	Telecommunications	Senior loan	12/2
Atkins Nutritionals, Inc. <sup>(3)</sup>	Beverage, Food and Tobacco	Senior loan	01/2
Atrium Innovations	Personal and Non Durable Consumer Products	Senior loan	02/2
BJ's Wholesale Club, Inc.	Retail Stores	Senior loan	09/2
BMC Software, Inc.	Electronics	Senior loan	09/2
Brickman Group Ltd. LLC	Farming and Agriculture	Senior loan	12/2
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan	10/2
C.B. Fleet Company, Incorporated	Personal and Non Durable Consumer Products	Senior loan	10/2
CLP Healthcare Services, Inc.	Healthcare, Education and Childcare	Senior loan	12/2
Connect Merger Sub, Inc.	Telecommunications	Senior loan	04/2
CPI Buyer, LLC (Cole-Parmer) <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	08/2
Curo Health Services LLC <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	02/2
DentMall MSO, LLC	Retail Stores	Senior loan	07/2
DentMall MSO, LLC	Retail Stores	Senior loan	07/2
Dialysis Newco, Inc.	Healthcare, Education and Childcare	Senior loan	04/2
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2
DISA Holdings Acquisition Subsidiary Corp.	Diversified/Conglomerate Service	Senior loan	12/2
EAG, INC. (Evans Analytical Group)	Diversified/Conglomerate Service	Senior loan	07/2
Extreme Reach Inc.	Broadcasting and Entertainment	Senior loan	01/2
Federal-Mogul Corporation	Automobile	Senior loan	04/2
GSDM Holdings Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/2
Hygenic Corporation, The <sup>(3)</sup>	Personal and Non Durable Consumer Products	Senior loan	10/2
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan	02/2
Integrated Supply Network, LLC <sup>(3)</sup>	Automobile	Senior loan	02/2
Joerns Healthcare, LLC	Healthcare, Education and Childcare	Senior loan	05/2
Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Julio & Sons Company	Beverage, Food and Tobacco	Senior loan	09/2
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2
K&N Engineering, Inc. <sup>(3)</sup>	Automobile	Senior loan	07/2
K&N Engineering, Inc. <sup>(3)</sup> <sup>(4)</sup>	Automobile	Senior loan	07/2
Mister Car Wash Holdings, Inc.	Automobile	Senior loan	08/2
National Veterinary Associates, Inc.	Personal, Food and Miscellaneous Services	Senior loan	08/2
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2
Netsmart Technologies, Inc. <sup>(3)</sup>	Diversified/Conglomerate Service	Senior loan	02/2
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2
Northwestern Management Services, LLC	Healthcare, Education and Childcare	Senior loan	10/2
Octane Fitness, LLC	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan	10/2
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2
Paradigm DKD Group, LLC	Buildings and Real Estate	Senior loan	11/2
Pasternack Enterprises, Inc.	Diversified/Conglomerate Manufacturing	Senior loan	12/2
Payless ShoeSource, Inc.	Retail Stores	Senior loan	03/2
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2
PetVet Care Centers LLC <sup>(3)</sup>	Personal, Food and Miscellaneous Services	Senior loan	12/2
PowerPlan Holdings, Inc. <sup>(3)</sup>	Utilities	Senior loan	02/2
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/2
Premise Health Holding Corp. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	06/2

**SLF Loan Portfolio as of September 30, 2015 (continued)**

Portfolio Company	Business Description	Investment Type	Maturity Date	Current Interest Rate (1)	Principal Amount	Fair Value
					(In thousands)	
R.G. Barry Corporation	Personal, Food and Miscellaneous Services	Senior loan	09/2019	6.0	6,272	6,200
Reliant Pro ReHab, LLC (3)	Healthcare, Education and Childcare	Senior loan	06/2017	6.0	4,225	4,225
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/2018	5.0	3,758	3,758
Renaissance Pharma (U.S.) Holdings Inc.	Healthcare, Education and Childcare	Senior loan	05/2018	6.3	71	71
Rubio's Restaurants, Inc (3)	Retail Stores	Senior loan	11/2018	6.0	5,095	5,095
Rug Doctor LLC (3)	Personal and Non Durable Consumer Products	Senior loan	12/2016	6.3	9,769	9,769
Scientific Games International, Inc.	Hotels, Motels, Inns, and Gaming	Senior loan	10/2020	6.0	3,935	3,890
SEI, Inc.	Electronics	Senior loan	07/2021	5.8	8,799	8,710
Self Esteem Brands, LLC (3)	Leisure, Amusement, Motion Pictures, Entertainment	Senior loan	02/2020	5.0	7,930	7,930
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	960	960
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	75	75
Smashburger Finance LLC	Beverage, Food and Tobacco	Senior loan	05/2018	6.3	75	75
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2019	6.0	5,960	5,960
Spear Education, LLC	Healthcare, Education and Childcare	Senior loan	08/2019	6.0	500	500
Syncsort Incorporated (3)	Electronics	Senior loan	03/2019	5.8	8,860	8,860
Systems Maintenance Services Holding, Inc. (3)	Electronics	Senior loan	10/2019	5.0	2,415	2,415
Take 5 Oil Change, L.L.C.	Automobile	Senior loan	07/2018	6.3	6,647	6,647
Take 5 Oil Change, L.L.C.	Automobile	Senior loan	07/2018	6.3	187	187

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Tate's Bake Shop, Inc.	Beverage, Food and Tobacco	Senior loan	08/2019	5.8	2,978	2,978
Teasdale Quality Foods, Inc.	Grocery	Senior loan	10/2020	5.3	4,651	4,651
Transaction Data Systems, Inc.	Diversified/Conglomerate Service	Senior loan	06/2021	5.5	4,545	4,545
W3 Co.	Oil and Gas	Senior loan	03/2020	5.8	2,954	2,954
WII Components, Inc. <sup>(3)</sup>	Home and Office Furnishings, Housewares, and Durable Consumer	Senior loan	07/2018	5.3	3,008	3,008
Young Innovations, Inc. <sup>(3)</sup>	Healthcare, Education and Childcare	Senior loan	01/2019	5.3	4,018	4,018
					\$320,583	\$317,000

<sup>(1)</sup> Represents the weighted average annual current interest rate as of September 30, 2015. All interest rates are payable in cash.

<sup>(2)</sup> Represents the fair value in accordance with ASC Topic 820. The determination of such fair value is not included in our board of directors' valuation process described elsewhere herein.

<sup>(3)</sup> We also hold a portion of the first lien senior secured loan in this portfolio company.

<sup>(4)</sup> The negative fair value is the result of the unfunded commitment being valued below par.

<sup>(5)</sup> The entire commitment was unfunded at September 30, 2015. As such, no interest is being earned on this investment.

We have committed to fund \$140.0 million of subordinated notes and \$35.0 million of LLC equity interest subscriptions to SLF. The amortized cost and fair value of the subordinated notes in SLF held by us were \$86.2 million and \$85.3 million, respectively, as of March 31, 2016, and \$76.6 million and \$76.6 million, respectively, as of September 30, 2015. The subordinated notes pay a weighted average interest rate of three-month LIBOR plus 8.0%. For the three and six months ended March 31, 2016, we earned interest income of \$1.8 million and \$3.4 million, respectively, on the subordinated notes. For the three and six months ended March 31, 2015, we earned interest income of \$0.6 million and \$1.2 million, respectively, on the subordinated notes. As of March 31, 2016 and September 30, 2015, \$34.0 million and \$23.2 million of our LLC equity interest subscriptions to SLF had been called and contributed. For the three and six months ended March 31, 2016, we received \$1.1 million and \$1.9 million, respectively, in dividend income from the SLF LLC equity interests. For the three and six months ended March 31, 2015, we received \$0.3 million and \$0.3 million, respectively, in dividend income from the SLF LLC equity interests.

For the three and six months ended March 31, 2016, we earned an annualized total return on our weighted average capital invested in SLF of 10.8% and 5.3%, respectively. For the three and six months ended March 31, 2015, we earned an annualized total return on our weighted average capital invested in SLF of 11.0% and 8.6%, respectively. The annualized total return on weighted average capital invested is calculated by dividing total income earned on our investments in SLF subordinated notes and LLC equity interests by the combined daily average of our investments in (1) the principal of the SLF subordinated notes and (2) the NAV of the SLF LLC equity interests.

Below is certain summarized financial information for SLF as of March 31, 2016 and September 30, 2015 and for the three and six months ended March 31, 2016 and 2015:

	As of March 31, 2016 (In thousands)	As of September 30, 2015
Selected Balance Sheet Information:		
Investments, at fair value	\$360,900	\$ 317,623
Cash and other assets	7,336	5,772
Receivable from investments sold	15,637	-
Total assets	\$383,873	\$ 323,395
Senior credit facility	\$246,400	\$ 212,300
Unamortized debt issuance costs <sup>(1)</sup>	(1,719 )	(2,464 )
Payable for open trades	4,822	-
Other liabilities	634	489
Total liabilities	250,137	210,325
Subordinated notes and members' equity	133,736	113,070
Total liabilities and members' equity	\$383,873	\$ 323,395

On October 1, 2015, SLF adopted ASU 2015-03 which requires that debt issuance costs related to a recognized debt <sup>(1)</sup>liability to be presented on the balance sheet as a direct deduction from the carrying amount of the debt liability rather than as an asset. Adoption of ASU 2015-03 requires the changes to be applied retrospectively.

	Three months ended March 31, 2016		Six months ended March 31, 2015	
	(In thousands)		(In thousands)	
Selected Statement of Operations Information:				
Interest income	\$5,649	\$2,041	\$11,004	\$3,641
Fee income	22	2	22	4
Total investment income	5,671	2,043	11,026	3,645
Interest expense	4,040	1,408	7,759	2,516
Administrative service fee	115	49	200	96
Other expenses	40	23	75	48
Total expenses	4,195	1,480	8,034	2,660
Net investment income	1,476	563	2,992	985
Net realized gains (losses) on investments	(430 )	-	(430 )	-

Edgar Filing: Golub Capital BDC, Inc. - Form 10-Q

Net change in unrealized appreciation (depreciation)				
on investments, subordinated notes and secured borrowings	1,405	80	(2,096 )	(372 )
Net increase (decrease) in net assets	\$2,451	\$643	\$466	\$613

SLF has elected to fair value the subordinated notes issued to us and RGA under Accounting Standards Codification, or ASC, Topic 825 – *Financial Instruments*, or ASC Topic 825. The subordinated notes are valued by calculating the net present value of the future expected cash flow streams using an appropriate risk-adjusted discount rate model. For each of the three and six months ended March 31, 2016, SLF recognized \$1.0 million in unrealized depreciation on the subordinated notes. For each of the three and six months ended March 31, 2015, SLF recognized \$0.0 million in unrealized depreciation on the subordinated notes.

The following table presents the difference between fair value and the aggregate contractual principal amounts of subordinated notes for which the fair value option has been elected as of March 31, 2016 and September 30, 2015:

	As of March 31, 2016 (In thousands)			As of September 30, 2015 (In thousands)		
	Par Value	Carrying Value	Fair Value	Par Value	Carrying Value	Fair Value
Subordinated notes	\$98,494	\$ 98,494	\$ 97,509	\$87,500	\$ 87,500	\$ 87,500

### Contractual Obligations and Off-Balance Sheet Arrangements

A summary of our significant contractual payment obligations as of March 31, 2016 is as follows:

	Payments Due by Period (In millions)				
	Total	Less Than 1 Year	1-3 Years	3-5 Years	More Than 5 Years
2010 Debt Securitization	\$215.0	\$-	\$-	\$-	\$215.0
2014 Debt Securitization	246.0	-	-	-	246.0
SBA debentures	231.5	-	-	20.0	211.5
Credit Facility	147.6	-	-	147.6	-
Unfunded commitments <sup>(1)</sup>	107.1	107.1	-	-	-
Total contractual obligations <sup>(2)</sup>	\$947.2	\$107.1	\$-	\$167.6	\$672.5

Unfunded commitments represent all amounts unfunded as of March 31, 2016. These amounts may or may not be funded to the borrowing party now or in the future. The unfunded commitments relate to loans with various maturity dates, but we are showing this amount in the less than one year category as this entire amount was eligible for funding to the borrowers as of March 31, 2016, subject to the terms of each loan's respective credit agreement.

<sup>(2)</sup>Total contractual obligations exclude \$0.3 million of secured borrowings.

We may become a party to financial instruments with off-balance sheet risk in the normal course of our business to meet the financial needs of our portfolio companies. These instruments may include commitments to extend credit and involve, to varying degrees, elements of liquidity and credit risk in excess of the amount recognized in the balance



sheet. As of March 31, 2016 and September 30, 2015, we had outstanding commitments to fund investments totaling \$107.1 million and \$121.5 million, respectively. We have commitments of up to \$54.8 million and \$75.2 million to SLF as of March 31, 2016 and September 30, 2015, respectively, that may be contributed primarily for the purpose of funding new investments approved by the SLF investment committee.

We have certain contracts under which we have material future commitments. We have entered into the Investment Advisory Agreement with GC Advisors in accordance with the 1940 Act. Under the Investment Advisory Agreement, GC Advisors provides us with investment advisory and management services.

Under the Administration Agreement, the Administrator furnishes us with office facilities and equipment, provides us with clerical, bookkeeping and record keeping services at such facilities and provides us with other administrative services necessary to conduct our day-to-day operations. The Administrator also provides on our behalf significant managerial assistance to those portfolio companies to which we are required to offer to provide such assistance.

If any of the contractual obligations discussed above are terminated, our costs under any new agreements that we enter into may increase. In addition, we would likely incur significant time and expense in locating alternative parties to provide the services we receive under our Investment Advisory Agreement and our Administration Agreement. Any new investment advisory agreement would also be subject to approval by our stockholders.

## Distributions

We intend to make quarterly distributions to our stockholders as determined by our board of directors. For additional details on distributions, see “Income taxes” in Note 2 to our consolidated financial statements.

We may not be able to achieve operating results that will allow us to make distributions at a specific level or to increase the amount of our distributions from time to time. In addition, we may be limited in our ability to make distributions due to the asset coverage requirements applicable to us as a business development company under the 1940 Act. If we do not distribute a certain percentage of our income annually, we will suffer adverse U.S. federal income tax consequences, including the possible loss of our ability to be subject to tax as a RIC. We cannot assure stockholders that they will receive any distributions.

Because federal income tax regulations differ from GAAP, distributions in accordance with tax regulations may differ from net investment income and realized gains recognized for financial reporting purposes. Differences may be permanent or temporary. Permanent differences are reclassified within capital accounts in the financial statements to reflect their tax character. For example, permanent differences in classification may result from the treatment of distributions paid from short-term gains as ordinary income dividends for tax purposes. Temporary differences arise when certain items of income, expense, gain or loss are recognized at some time in the future.

To the extent our taxable earnings fall below the total amount of our distributions for any tax year, a portion of those distributions may be deemed a return of capital to our stockholders for U.S. federal income tax purposes. Thus, the source of a distribution to our stockholders may be the original capital invested by the stockholder rather than our income or gains. Stockholders should read any written disclosure accompanying a dividend payment carefully and should not assume that the source of any distribution is our ordinary income or gains.

We have adopted an “opt out” dividend reinvestment plan for our common stockholders. As a result, if we declare a distribution, our stockholders’ cash distributions will be automatically reinvested in additional shares of our common stock unless a stockholder specifically “opts out” of our dividend reinvestment plan. If a stockholder opts out, that stockholder will receive cash distributions. Although distributions paid in the form of additional shares of our common stock will generally be subject to U.S. federal, state and local taxes in the same manner as cash distributions, stockholders participating in our dividend reinvestment plan will not receive any corresponding cash distributions with which to pay any such applicable taxes.

## Related Party Transactions

We have entered into a number of business relationships with affiliated or related parties, including the following:

We entered into an Investment Advisory Agreement with GC Advisors. Each of Mr. Lawrence Golub, our chairman, and Mr. David Golub, our chief executive officer, is a manager of GC Advisors, and each of Messrs. Lawrence Golub and David Golub owns an indirect pecuniary interest in GC Advisors.

Golub Capital LLC provides, and other affiliates of Golub Capital have historically provided, us with the office facilities and administrative services necessary to conduct day-to-day operations pursuant to our Administration Agreement.

We have entered into a license agreement with Golub Capital LLC, pursuant to which Golub Capital LLC has granted us a non-exclusive, royalty-free license to use the name "Golub Capital."

Under a staffing agreement, or the Staffing Agreement, Golub Capital LLC has agreed to provide GC Advisors with the resources necessary to fulfill its obligations under the Investment Advisory Agreement. The Staffing Agreement provides that Golub Capital LLC will make available to GC Advisors experienced investment professionals and access to the senior investment personnel of Golub Capital LLC for purposes of evaluating, negotiating, structuring, closing and monitoring our investments. The Staffing Agreement also includes a commitment that the members of GC Advisors' investment committee will serve in such capacity. Services under the Staffing Agreement are provided on a direct cost reimbursement basis.

GC Advisors serves as collateral manager to the 2010 Issuer and the 2014 Issuer under collateral management agreements and receives a fee for providing these services that is offset against the base management fee payable by us under the Investment Advisory Agreement.

During calendar year 2016, the Golub Capital Employee Grant Program Rabbi Trust (the "Trust") purchased approximately \$1.5 million, or 95,035 shares, of the Company, for the purpose of awarding incentive compensation to employees of Golub Capital. During calendar year 2015, the Trust purchased approximately \$16.0 million, or 952,051 shares, of the Company, for the purpose of awarding incentive compensation to employees of Golub Capital. During calendar year 2014, the Trust purchased approximately \$14.5 million, or 835,271 shares, of the Company, for the purpose of awarding incentive compensation to employees of Golub Capital.

GC Advisors also sponsors or manages, and may in the future sponsor or manage, other investment funds, accounts or investment vehicles (together referred to as "accounts") that have investment mandates that are similar, in whole and in part, with ours. For example, GC Advisors presently serves as the investment adviser to Golub Capital Investment

Corporation, a private business development company that commenced operations on December 31, 2014, which primarily focuses on investing in senior secured and one stop loans. In addition, our officers and directors serve in similar capacities for Golub Capital Investment Corporation. GC Advisors and its affiliates may determine that an investment is appropriate for us and for one or more of those other accounts. In such event, depending on the availability of such investment and other appropriate factors, and pursuant to GC Advisors' allocation policy, GC Advisors or its affiliates may determine that we should invest side-by-side with one or more other accounts. We do not intend to make any investments if they are not permitted by applicable law and interpretive positions of the SEC and its staff, or if they are inconsistent with GC Advisors' allocation procedures.

In addition, we have adopted a formal code of ethics that governs the conduct of our and GC Advisors' officers, directors and employees. Our officers and directors also remain subject to the duties imposed by both the 1940 Act and the General Corporation Law of the State of Delaware.

## **Critical Accounting Policies**

The preparation of financial statements and related disclosures in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the periods reported. Actual results could materially differ from those estimates. We have identified the following items as critical accounting policies.

### ***Fair Value Measurements***

We value investments for which market quotations are readily available at their market quotations. However, a readily available market value is not expected to exist for many of the investments in our portfolio, and we value these portfolio investments at fair value as determined in good faith by our board of directors under our valuation policy and process.

Valuation methods may include comparisons of the portfolio companies to peer companies that are public, determination of the enterprise value of a portfolio company, discounted cash flow analysis and a market interest rate approach. The factors that are taken into account in fair value pricing investments include: available current market data, including relevant and applicable market trading and transaction comparables; applicable market yields and multiples; security covenants; call protection provisions; information rights; the nature and realizable value of any collateral; the portfolio company's ability to make payments, its earnings and discounted cash flows and the markets in which it does business; comparisons of financial ratios of peer companies that are public; comparable merger and acquisition transactions; and the principal market and enterprise values. When an external event such as a purchase transaction, public offering or subsequent equity sale occurs, we will consider the pricing indicated by the external event to corroborate the private equity valuation. Due to the inherent uncertainty of determining the fair value of investments that do not have a readily available market value, the fair value of the investments may differ significantly from the values that would have been used had a readily available market value existed for such investments and may differ materially from values that may ultimately be received or settled.

Our board of directors is ultimately and solely responsible for determining, in good faith, the fair value of investments that are not publicly traded, whose market prices are not readily available on a quarterly basis or any other situation where portfolio investments require a fair value determination.

With respect to investments for which market quotations are not readily available, our board of directors undertakes a multi-step valuation process each quarter, as described below:

Our quarterly valuation process begins with each portfolio company investment being initially valued by the investment professionals of GC Advisors responsible for credit monitoring.

Preliminary valuation conclusions are then documented and discussed with our senior management and GC Advisors.

The audit committee of our board of directors reviews these preliminary valuations.

At least once annually, the valuation for each portfolio investment is reviewed by an independent valuation firm.

The board of directors discusses valuations and determines the fair value of each investment in our portfolio in good faith.

Determination of fair values involves subjective judgments and estimates. Under current auditing standards, the notes to our consolidated financial statements refer to the uncertainty with respect to the possible effect of such valuations, and any change in such valuations, on our consolidated financial statements.

We follow ASC Topic 820 for measuring fair value. Fair value is the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Where available, fair value is based on observable market prices or parameters, or derived from such prices or parameters. Where observable prices or inputs are not available, valuation models are applied. These valuation models involve some level of management estimation and judgment, the degree of which is dependent on the price transparency for the assets or liabilities or market and the assets' or liabilities' complexity. Our fair value analysis includes an analysis of the value of any unfunded loan commitments. Assets and liabilities are categorized for disclosure purposes based upon the level of judgment associated with the inputs used to measure their value. The valuation hierarchical levels are based upon the transparency of the inputs to the valuation of the asset or liability as of the measurement date. The three levels are defined as follows:

Level 1: Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.

Level 2: Inputs include quoted prices for similar assets or liabilities in active markets and inputs that are observable for the assets or liabilities, either directly or indirectly, for substantially the full term of the assets or liabilities.

Level 3: Inputs include significant unobservable inputs for the assets or liabilities and include situations where there is little, if any, market activity for the assets or liabilities. The inputs into the determination of fair value are based upon the best information available and may require significant management judgment or estimation.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an asset's or a liability's categorization within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. Our assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and we consider factors specific to the asset or liability. We assess the levels of assets and liabilities at each measurement date, and transfers between levels are recognized on the actual date of the event or change in circumstances that caused the transfers. There were no transfers among Level 1, 2 and 3 of the fair value hierarchy for assets and liabilities during the three and six months ended March 31, 2016 and 2015. The following section describes the valuation techniques used by us to measure different assets and liabilities at fair value and includes the level within the fair value hierarchy in which the assets and liabilities are categorized.

## **Valuation of Investments**

Level 1 investments are valued using quoted market prices. Level 2 investments are valued using market consensus prices that are corroborated by observable market data and quoted market prices for similar assets and liabilities. Level 3 investments are valued at fair value as determined in good faith by our board of directors, based on input of management, the audit committee and independent valuation firms that have been engaged at the direction of our board of directors to assist in the valuation of each portfolio investment without a readily available market quotation at least once during a trailing twelve-month period under a valuation policy and a consistently applied valuation process.

This valuation process is conducted at the end of each fiscal quarter, with approximately 25% (based on the number of portfolio companies) of our valuations of debt and equity investments without readily available market quotations subject to review by an independent valuation firm. All investments as of March 31, 2016 and September 30, 2015, with the exception of money market funds included in cash and cash equivalents (Level 1 investments) and investments measured at fair value using the NAV, were valued using Level 3 inputs of the fair value hierarchy.

When determining fair value of Level 3 debt and equity investments, we may take into account the following factors, where relevant: the enterprise value of a portfolio company, the nature and realizable value of any collateral, the portfolio company's ability to make payments and its earnings and discounted cash flows, the markets in which the portfolio company does business, comparisons to publicly traded securities, and changes in the interest rate environment and the credit markets generally that may affect the price at which similar investments may be made and other relevant factors. The primary method for determining enterprise value uses a multiple analysis whereby



appropriate multiples are applied to the portfolio company's EBITDA. The enterprise value analysis is performed to determine the value of equity investments and to determine if debt investments are credit impaired. If debt investments are credit impaired, we will use the enterprise value analysis or a liquidation basis analysis to determine fair value. For debt investments that are not determined to be credit impaired, we use a market interest rate yield analysis to determine fair value.

In addition, for certain debt investments, we may base our valuation on indicative bid and ask prices provided by an independent third party pricing service. Bid prices reflect the highest price that we and others may be willing to pay. Ask prices represent the lowest price that we and others may be willing to accept. We generally uses the midpoint of the bid/ask range as our best estimate of fair value of such investment.

Due to the inherent uncertainty of determining the fair value of Level 3 investments that do not have a readily available market value, the fair value of the investments may differ significantly from the values that would have been used had a ready market existed for such investments and may differ materially from the values that may ultimately be received or settled. Further, such investments are generally subject to legal and other restrictions or otherwise are less liquid than publicly traded instruments. If we were required to liquidate a portfolio investment in a forced or liquidation sale, we may realize significantly less than the value at which such investment had previously been recorded.

Our investments are subject to market risk. Market risk is the potential for changes in the value due to market changes. Market risk is directly impacted by the volatility and liquidity in the markets in which the investments are traded.

### **Valuation of Secured Borrowings**

We have elected the fair value option under ASC Topic 825 relating to accounting for debt obligations at their fair value for our secured borrowings which arose due to partial loan sales which did not meet the criteria for sale treatment under ASC Topic 860. All secured borrowings as of March 31, 2016 and September 30, 2015 were valued using Level 3 inputs under the fair value hierarchy, and our approach to determining fair value of Level 3 secured borrowings is consistent with our approach to determining fair value of the Level 3 investments that are associated with these secured borrowings as previously described.

### **Valuation of Other Financial Assets and Liabilities**

Fair value of our debt is estimated using Level 3 inputs by discounting remaining payments using comparable market rates or market quotes for similar instruments at the measurement date, if available.

***Revenue Recognition:***

Our revenue recognition policies are as follows:

*Investments and Related Investment Income:* Interest income is accrued based upon the outstanding principal amount and contractual interest terms of debt investments. Premiums, discounts, and origination fees are amortized or accreted into interest income over the life of the respective debt investment. For investments with contractual PIK interest, which represents contractual interest accrued and added to the principal balance that generally becomes due at maturity, we do not accrue PIK interest if the portfolio company valuation indicates that the PIK interest is not likely to be collectible. In addition, we may generate revenue in the form of amendment, structuring or due diligence fees, fees for providing managerial assistance, consulting fees and prepayment premiums on loans and record these fees as fee income when received. Loan origination fees, original issues discount and market discount or premium are capitalized, and we accrete or amortize such amounts as interest income. We record prepayment premiums on

loans as fee income. Dividend income on preferred equity securities is recorded as dividend income on an accrual basis to the extent that such amounts are payable by the portfolio company and are expected to be collected. Dividend income on common equity securities is recorded on the record date for private portfolio companies or on the ex-dividend date for publicly traded portfolio companies. Distributions received from LLC and limited partnership, or LP, investments are evaluated to determine if the distribution should be recorded as dividend income or a return of capital. Generally, we will not record distributions from equity investments in LLCs and LPs as dividend income unless there are sufficient accumulated tax-basis earnings and profits in the LLC or LP prior to the distribution. Distributions that are classified as a return of capital are recorded as a reduction in the cost basis of the investment.

We account for investment transactions on a trade-date basis. Realized gains or losses on investments are measured by the difference between the net proceeds from the disposition and the cost basis of investment, without regard to unrealized gains or losses previously recognized. We report changes in fair value of investments from the prior period that is measured at fair value as a component of the net change in unrealized appreciation (depreciation) on investments in our consolidated statements of operations.

*Non-accrual:* Loans may be left on accrual status during the period we are pursuing repayment of the loan. Management reviews all loans that become past due 90 days or more on principal and interest or when there is reasonable doubt that principal or interest will be collected for possible placement on non-accrual status. We generally reverse accrued interest when a loan is placed on non-accrual. Additionally, any original issue discount and market discount are no longer accreted to interest income as of the date the loan is placed on non-accrual status. Interest payments received on non-accrual loans may be recognized as income or applied to principal depending upon management's judgment. We restore non-accrual loans to accrual status when past due principal and interest are paid and, in our management's judgment, are likely to remain current. The total fair value of our non-accrual loans was \$4.3 million as of March 31, 2016 and \$6.5 million as of September 30, 2015. Subsequent to March 31, 2016, we completed the sale of our non-accrual debt investments in Avatar International, LLC and received proceeds slightly in excess of the fair value of our debt investments at March 31, 2016.

*Partial loan sales:* We follow the guidance in ASC Topic 860 when accounting for loan participations and other partial loan sales. Such guidance requires a participation or other partial loan sale to meet the definition of a "participating interest", as defined in the guidance, in order for sale treatment to be allowed. Participations or other partial loan sales that do not meet the definition of a participating interest remain on our statements of assets and liabilities and the proceeds are recorded as a secured borrowing until the definition is met. Secured borrowings are carried at fair value to correspond with the related investments, which are carried at fair value.

**Income taxes:** See "Consolidated Results of Operations – Expenses – Excise Tax Expense."

### Item 3. Quantitative and Qualitative Disclosures about Market Risk

We are subject to financial market risks, including changes in interest rates. Many of the loans in our portfolio have floating interest rates, and we expect that our loans in the future may also have floating interest rates. These loans are usually based on a floating LIBOR and typically have interest rate reset provisions that adjust applicable interest rates under such loans to current market rates on a quarterly basis. The loans that are subject to the floating LIBOR rates are also subject to a minimum base rate, or floor, that we charge on our loans if the current market rates are below the respective floors. As of March 31, 2016 and September 30, 2015, the weighted average LIBOR floor on the loans subject to floating interest rates was 1.05% and 1.08%, respectively. In addition, the Class A and B 2010 Notes issued as a part of the 2010 Debt Securitization and the Class A-1, A-2 and B 2014 Notes issued as part of the 2014 Debt Securitization have floating interest rate provisions based on three-month LIBOR that resets quarterly and the Credit Facility has a floating interest rate provision based on one-month LIBOR that resets daily. As of March 31, 2016 and September 30, 2015, the weighted average LIBOR floor on the secured borrowings, which reset quarterly, was 1.00% and 1.00%, respectively. We expect that other credit facilities into which we enter in the future may have floating interest rate provisions.

Assuming that the interim and unaudited consolidated statements of financial condition as of March 31, 2016 were to remain constant and that we took no actions to alter our existing interest rate sensitivity, the following table shows the annualized impact of hypothetical base rate changes in interest rates.

<u>Change in interest rates</u>	Increase (decrease) in interest income (in thousands)		Net increase (decrease) in investment income	
	interest income	interest expense		
Down 25 basis points	\$(215 )	\$ (1,521	)	\$ 1,306
Up 50 basis points	1,930	3,043		(1,113 )
Up 100 basis points	9,121	6,088		3,033
Up 150 basis points	16,653	9,132		7,521
Up 200 basis points	24,187	12,176		12,011

Although we believe that this analysis is indicative of our sensitivity to interest rate changes as of March 31, 2016, it does not adjust for changes in the credit market, credit quality, the size and composition of the assets in our portfolio and other business developments, including borrowing under the Debt Securitizations and the Credit Facility, or other borrowings, that could affect net increase in net assets resulting from operations, or net income. Accordingly, we can offer no assurances that actual results would not differ materially from the analysis above.

We may in the future hedge against interest rate fluctuations by using standard hedging instruments such as interest rate swaps, futures, options and forward contracts to the limited extent permitted under the 1940 Act and applicable commodities laws. While hedging activities may insulate us against adverse changes in interest rates, they may also limit our ability to participate in the benefits of lower interest rates with respect to the investments in our portfolio with fixed interest rates.

**Item 4: Controls and Procedures.**

As of the period covered by this report, we, including our chief executive officer and chief financial officer, evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended, or the Exchange Act). Based on our evaluation, our management, including the chief executive officer and chief financial officer, concluded that our disclosure controls and procedures were effective in timely alerting management, including the chief executive officer and chief financial officer, of material information about us required to be disclosed in our periodic SEC filings. However, in evaluating the disclosure controls and procedures, management recognized that any controls and procedures, no matter how well designed and operated, are based upon certain assumptions about the likelihood of future events and can provide only reasonable assurance of achieving the desired control objectives, and management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. There has not been any change in our internal controls over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) that occurred during the period covered by this report that has materially affected, or is reasonably likely to materially affect, our internal controls over financial reporting.

**Part II – Other Information**

**Item 1: Legal Proceedings.**

Although we may, from time to time, be involved in litigation arising out of our operations in the normal course of business or otherwise, we are currently not a party to any pending material legal proceedings.

**Item 1A: Risk Factors.**

None.

**Item 2: Unregistered Sales of Equity Securities and Use of Proceeds.**

None.

**Item 3: Defaults Upon Senior Securities.**

None.

**Item 4: Mine Safety Disclosures.**

None.

**Item 5: Other Information.**

None.

90



**Item 6: Exhibits.**

**EXHIBIT INDEX**

**Number Description**

- |      |  |
|------|--|
| 10.1 | Second Amendment to Amended and Restated Loan and Servicing Agreement, dated as of March 1, 2016, by and among Golub Capital BDC Funding LLC, as the borrower; Golub Capital BDC, Inc., as the transferor and servicer; certain institutional lenders identified on the signature pages thereto; Wells Fargo Bank, N.A., as the swingline lender, Wells Fargo Bank, N.A., as the collateral agent, account bank and collateral custodian, and Wells Fargo Securities, LLC, as the administrative agent.* |
| 31.1 | Certifications by Chief Executive Officer pursuant to Exchange Act Rule 13a-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*  |
| 31.2 | Certifications by Chief Financial Officer pursuant to Exchange Act Rule 13a-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*  |
| 32.1 | Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.*   |

\* Filed herewith

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Golub Capital BDC, Inc.

Dated: May 5, 2016 By/s/ David B. Golub  
David B. Golub  
Chief Executive Officer  
(Principal Executive Officer)

Dated: May 5, 2016 By/s/ Ross A. Teune  
Ross A. Teune  
Chief Financial Officer  
(Principal Accounting and Financial Officer)