

PROSPECT CAPITAL CORP  
Form 497AD  
April 02, 2014

Filed pursuant to Rule 497(a)

Registration No. 333-190850

Rule 482ad

[TEXT OF COMMUNICATION SENT VIA BLOOMBERG]

**ISSUER:** Prospect Capital Corporation ( PSEC )

**EXPECTED RATINGS:** BBB (S&P) (Negative)

**SECURITY DESCRIPTION:** Unsecured Notes

**FORMAT:** SEC Registered

**SIZE:** \$300,000,000 (inclusive of \$45,000,000 previously offered notes exchanged)

**MATURITY:** 5.25 yr Fixed

**SETTLE DATE:** 4/7/2014

**FIRST COUPON:** 7/15/2014

**FINAL MATURITY:** 7/15/2019

**YIELD:** 5.002%

**COUPON:** 5.000%

**PRICE:** 100.00%

**IMPLIED SPREAD:** T+320.9bps

**T-SPOT PRICE:** \$99-6+

**T-SPOT YIELD:** 1.793%

**MAKE-WHOLE:** 50bps

**ACTIVE BOOKRUNNERS:** BARC/GS/RBC/UBS

**PASSIVE BOOKRUNNER:** BNP

**LEAD MANAGER:** BMO

**CO-MANAGERS:** BBT/FITB/KEY/MUS

**MINIMUM DENOMS: \$1,000 x \$1,000**

**USE OF PROCEEDS: To repay debt outstanding under PSEC credit facility**

**SETTLEMENT: T+3**

**TIMING: Today s Business**

*Investors are advised to carefully consider the investment objective, risks, charges and expenses of PSEC before investing. The preliminary prospectus supplement dated March 31, 2014, together with an accompanying prospectus, which have been filed with the Securities and Exchange Commission, contain this and other information about PSEC and should be read carefully before investing.*

The information in the preliminary prospectus supplement and the accompanying prospectus, and in this announcement, is not complete and may be changed. The preliminary prospectus supplement, the accompanying prospectus and this announcement are not offers to sell any securities of PSEC and are not soliciting an offer to buy such securities in any state where such offer and sale is not permitted.

**The offering may be made only by means of a preliminary prospectus supplement and an accompanying prospectus, copies of which may be obtained from: Barclays Capital Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, tel: 888-603-5847, email: Barclaysprospectus@broadridge.com; Goldman, Sachs & Co., Attn: Prospectus Department, 200 West Street, New York, NY 10282, tel: 866-471-2526, facsimile: 212-902-9316, or e-mail: prospectus-ny@ny.email.gs.com; RBC Capital Markets, LLC, 3 WFC 200 Vesey Street New York, NY 10281 Attn: Prospectus Department, tel: 866-375-6829, email: RBCNYFixedIncomeProspectus@rbccm.com; and UBS Securities LLC, 299 Park Avenue, New York, NY 10171, Attn: Prospectus Specialist, tel: 877-827-6444, ext. 561 3884.**

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