

ARES CAPITAL CORP
Form 8-K
February 28, 2006

United States
Securities and Exchange Commission

Washington, DC 20549

FORM 8-K

Current Report

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) **February 28, 2006**

ARES CAPITAL CORPORATION

(Exact Name of Registrant as Specified in Charter)

| | | | |
|--|--|-----------------------------|--------------------------------------|
| Maryland | | 000-50697 | 33-1089684 |
| (State or Other Jurisdiction of Incorporation) | | (Commission File Number) | (IRS Employer Identification No.) |
| 780 Third Avenue, 46th Floor, New York, NY | | | 10017 |
| (Address of Principal Executive Offices) | | | (Zip Code) |

Registrant's telephone number, including area code **(212) 750-7300**

N/A

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition

On February 28, 2006, the Registrant issued a press release announcing its financial results for the fiscal year ended December 31, 2005. The text of the press release is included as Exhibit 99.1 to this Form 8-K.

The information disclosed under this Item 2.02, including Exhibit 99.1 hereto, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

Item 7.01 Regulation FD Disclosure

The Registrant issued a press release, filed herewith as Exhibit 99.1, and by this reference incorporated herein, on February 28, 2006 announcing the declaration of a first quarter dividend of \$0.36 per share. The record date for the dividend is March 24, 2006 and it will be paid on April 14, 2006.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

| Exhibit Number | Description |
|-----------------------|--|
| 99.1 | Press Release, dated as of February 28, 2006 |

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 hereunto duly authorized.

ARES CAPITAL CORPORATION

Date: February 28, 2006

By: /s/Daniel F. Nguyen
Name: Daniel F. Nguyen
Title: Chief Financial Officer