

Solar Capital Ltd.  
Form 8-K  
May 09, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 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):**

**May 9, 2014 (May 6, 2014)**

**SOLAR CAPITAL LTD.**

**(Exact name of registrant as specified in its charter)**

**Maryland**  
**(State or other jurisdiction**  
  
**of incorporation)**

**814-00754**  
**(Commission**  
  
**File Number)**

**26-1381340**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**500 Park Avenue**

**New York, NY 10022**

**(Address of principal executive offices and zip code)**

**Registrant's telephone number, including area code: (212) 993-1670**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders**

Solar Capital Ltd. (the *Company*) held its Annual Meeting of Stockholders on May 6, 2014 and submitted two matters to the vote of the stockholders. A summary of the matters voted upon by shareholders is set forth below.

1. Stockholders elected two nominees for directors, who will each serve for a three-year term to expire at the 2017 Annual Meeting of Stockholders based on the following votes:

| <b>Name</b>     | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Broker Non-Votes</b> |
|-----------------|------------------|-----------------------|-------------------------|
| Bruce Spohler   | 29,026,894       | 1,807,540             |                         |
| Steven Hochberg | 29,511,748       | 1,322,686             |                         |

2. Stockholders approved a proposal to authorize the Company to sell shares of its common stock at a price or prices below the Company's then current net asset value per share in one or more offerings, in each case subject to the approval of its Board of Directors and compliance with the conditions set forth in the proxy statement pertaining thereto (including, without limitation, that the number of shares issued does not exceed 25% of the Company's then outstanding common stock immediately prior to each such offering) based on the following votes:

|                    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|--------------------|------------|----------------|----------------|-------------------------|
| With Affiliates    | 29,502,605 | 1,185,698      | 146,131        |                         |
| % of Voted         | 95.68%     | 3.84%          | 0.47%          |                         |
| % of Outstanding   | 67.27%     | 2.70%          | 0.33%          |                         |
| Without Affiliates | 18,234,071 | 1,185,698      | 146,131        |                         |
| % of Voted         | 93.19%     | 6.06%          | 0.75%          |                         |
| % of Outstanding   | 56.05%     | 3.64%          | 0.45%          |                         |

**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.

Date: May 9, 2014

SOLAR CAPITAL LTD.

By: /s/ Richard L. Peteka  
Richard L. Peteka  
Chief Financial Officer