

THL Credit, Inc.  
Form 4  
August 26, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**STROPP WENDELL HUNTER**

(Last) (First) (Middle)

**100 FEDERAL STREET, 31ST  
FLOOR**

(Street)

**BOSTON, MA 02110**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**THL Credit, Inc. [TCRD]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**03/08/2013**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_X\_\_\_\_ Other (specify below)

Co-President / / Portfolio Manager

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	2,064,324.291	I	See footnote (1)
Common Stock				(A) or (D)	2,057,349.812	I	See footnote (2)
Common Stock				(A) or (D)	16,203	I	See footnote (3)
Common Stock				(A) or (D)	0	I	See footnote

(4)

Common Stock	08/22/2013	P	1,850	A	\$ 15.4	14,905.9465 <sup>(5)</sup>	D
Common Stock	08/23/2013	P	300	A	\$ 15.319	15,205.9465	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

STROPP WENDELL HUNTER  
100 FEDERAL STREET  
31ST FLOOR  
BOSTON, MA 02110

Co-President / Portfolio Manager

## Signatures

Stephanie Pare Sullivan as  
Attorney-in-Fact

08/26/2013

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents (i) 2,047,719.812 shares owned by THL Credit Partners BDC Holdings, L.P., (ii) 6,974.479 shares owned by THL Credit Opportunities, L.P., and (iii) 9,630 shares owned by THL Credit Partners GP, L.P. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report should not be deemed

- (1) an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose. The number of shares owned by THL Credit Partners GP, L.P. includes 6,420 shares that were distributed from THL Credit Partners BDC Holdings, L.P. to THL Credit Partners GP, L.P. on March 8, 2013 and were inadvertently omitted from the Form 4 filed for W. Hunter Stropp on March 11, 2013.

Represents (i) 2,047,719.812 shares owned by THL Credit Partners BDC Holdings, L.P. and (ii) 9,630 shares owned by THL Credit Partners GP, L.P. These share amounts reflect that on March 11, 2013, THL Credit Opportunities, L.P. sold 6,974.479 shares. The

- (2) reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Represents (i) 16,203 shares owned by THL Credit Partners GP, L.P. and (ii) 0 shares owned by THL Credit Partners BDC Holdings, L.P. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of all of the reported shares for

- (3) purposes of Section 16 or for any other purpose. The number of shares of THL Credit Partners GP, L.P. include 6,573 shares that were distributed from THL Credit Partners BDC Holdings, L.P. to THL Credit Partners GP, L.P. on May 10, 2013 and were inadvertently omitted from the Form 4 filed for W. Hunter Stropp on May 23, 2013. The number of shares owned by THL Credit Partners BDC Holdings, L.P. reflects that on May 10, 2013, THL Credit Partners BDC Holdings, L.P. distributed its remaining 2,047,719.812 shares to its partners.

- (4) The share amount reflects that on May 31, 2013, THL Credit Partners GP, L.P. sold its remaining 16,203 shares.

- (5) The reported number includes 289.0815 shares of Common Stock acquired on June 28, 2013 pursuant to a dividend reinvestment plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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