



Investor Presentation – Covering Q3 2017
September 2017

MVC | CAPITAL

Forward Looking Statement

This presentation contains “forward-looking statements.” These statements include the plans and objectives of management for future operations and financial objectives, loan portfolio growth, and availability of funds. Information in this presentation is not an update or reaffirmation of previously disclosed information. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. Certain factors that could cause actual results to differ materially are included in the “Risk Factors” section of the Company’s periodic filings with the SEC, and include uncertainties of economic, competitive and market conditions, uncertainties in the Company’s ability to deliver value to all shareholders and execute its yield investment strategy, the performance of the Company’s investments, the level of dividends or other distributions to be made, and future business decisions, all of which are difficult or impossible to predict accurately, and many of which are beyond the control of the Company. Although the Company believes that the assumptions underlying the forward-looking statements included herein are reasonable, any of the assumptions could be inaccurate and therefore there can be no assurance that the forward-looking statements included herein will prove to be accurate. Therefore, the inclusion of such information should not be regarded as a representation by the Company for any other person that the objectives and plans of the Company will be achieved. This presentation should be read in conjunction with the Company’s recent SEC filings.

About MVC

MVC Capital, Inc. is a Business Development Company (BDC) that seeks to build shareholder value by making yielding investments in middle-market companies.

At A Glance

Ticker	MVC
Exchange	NYSE
External Manager	The Tokarz Group Advisers
Headquarters	Purchase, NY
Employees	20
Stock Price at 9/6/17 ¹	\$10.00
NAV per share ²	\$13.38
Discount ¹	25.3%
TTM Dividend Yield ¹	5.4%
52 Week Range ¹	\$7.93 – \$10.47
Shares Outstanding ¹	21.1 Million
Market Capitalization ¹	\$211.1 Million

Note: Please see important disclosures (page 27) and footnotes (page 26) at the end of the presentation for additional information.

BDC Primer

What is a BDC?

A Business Development Company (BDC) is a special type of closed-end fund that makes investments in other companies. BDCs must keep 70% of their investments in eligible assets³ and distribute at least 90% of their net income to shareholders through one or more dividends.

- *MVC is unique: The Company's transition to yielding investments from its heritage in equity should enable an increase in organic yield, coupled with the potential for long-term capital gains distributions.*
- *35% of the total income in 2016 came from portfolio company dividends.*

What do BDCs invest in?

BDCs invest in assets that typically are limited to institutional investors. Many BDCs focus on middle-market companies, making investments with a variety of different structures, including preferred stock, mezzanine loans and senior secured debt.

- *MVC focuses on lower middle-market investments, often partnering with banks and the companies themselves.*

What do BDCs invest in?

Because BDCs often invest in high yielding debt instruments and must distribute the vast majority of their income, they are structured to offer attractive dividends with investment performance.

- *MVC has a healthy yield of approximately 5.4%¹*

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Middle Market Primer

What is the middle market?

The middle market is comprised of companies with revenues between \$10 million and \$1 billion⁴

There are 200,000 plus US – based middle market companies that account for \$10 trillion of the \$30 trillion private sector gross receipts and 30 million jobs⁴

- *MVC typically invests in the lower end of the middle market in companies that have revenues of between \$10 and \$150 million and EBITDA of between \$3 and \$25 million*

What portion of the middle market does MVC invest in?

MVC focuses on lower middle-market investments, often partnering with banks given that banks are cutting back on middle-market lending due to increased regulations and costs

- *The lower middle market is an attractive niche for MVC shareholders as we believe this segment is:*
 - *Exposed to macroeconomic conditions, but insulated from severe volatility*
 - *Highly fragmented, difficult to access investments without experience and time tested disciplines and relationships*
- *We believe this segment currently offers favorable pricing and structures*

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Company Highlights

Focus on Improving Yield

- MVC is focusing on monetizing equity investments and redeploying capital to yielding investments, with the goal of helping the Company narrow the current 25.3% discount to NAV.⁵

Differentiated Product

- MVC's loans are generally pre-payable without penalty and non-dilutive. MVC stays active and involved, often helping portfolio companies beyond financing.

Proprietary Deal Flow

- MVC's deal team maintains an extensive network that provides a steady stream of referrals for "off-market" opportunities.

Significant Market Opportunity

- With banks reducing the types of loans they make to the lower middle market due to increased regulations, MVC is poised to fill the void.

Regular Distributions

- MVC originally held \$137.9 million in total assets as of the start of fiscal 2004, has returned approximately \$206.4 million to shareholders since Mike Tokarz became Chairman & Portfolio Manager.⁶
- The NAV as of July 31, 2017 was \$13.38 after \$6.54 per share in cumulative dividends since July 2005 through July 31, 2017.
- Additional cash generation from exits could potentially fuel increased share repurchases.⁷

Experienced Management Team Enhanced

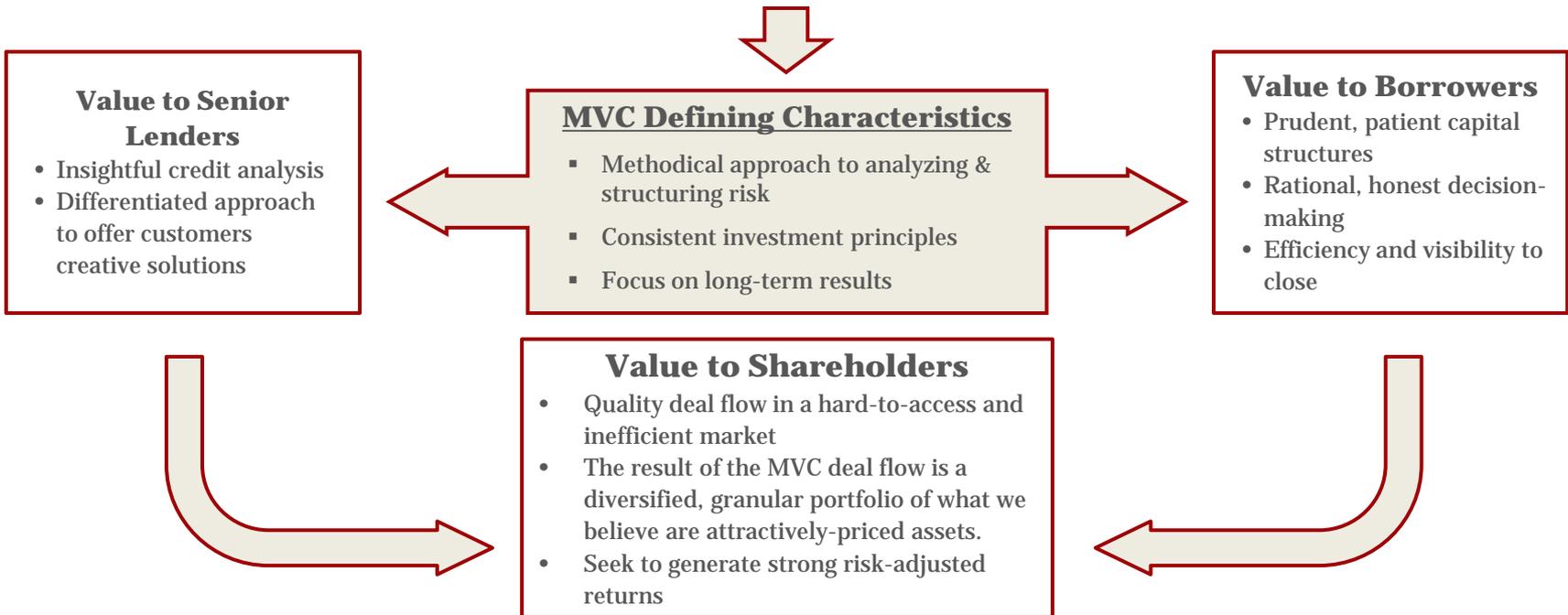
- The lending team, which joined MVC in October 2014 from Fifth Third Bank, has completed over 150 transactions since 2001.
- 8 new transactions in 2015 at MVC
- 6 new transactions in 2016 at MVC
- 2 new transactions and 5 follow-on investments during the nine-month period ended July 31, 2017
 - One follow-on investment was generated by the lending team

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Value System & Deal Flow

MVC is uniquely qualified to generate consistent, high-quality deal flow in the lower middle market by offering attractive value propositions to borrowers, bank partners, and intermediaries.

<u>MVC Yield Team Experience</u>		
<ul style="list-style-type: none"> • 161 transactions • \$906 million of junior capital invested • More than 2,500 transactions reviewed 	<ul style="list-style-type: none"> • Relationships with 70+ private equity firms • Relationships with 100+ Senior Lenders across numerous institutions 	<ul style="list-style-type: none"> • Relationships with 50+ intermediaries • National footprint • Hard-earned reputation



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Underwriting, Structuring & Portfolio Management

MVC invests in companies and structures that we believe can withstand transitional periods of underperformance brought on by identified risks.

Disciplined underwriting process (general guidelines)

- Character of management/ownership
- Leverage (deal dependent, but typically 4.5x)
- Fixed-Charge Coverage Ratio (“FCCR”) (>1.20x)
- Debt/EV (<70%)
- No-growth & downside scenario analysis
- Reason to exist with barriers to entry
- Attractive customer base
- Manageable commodity risk
- Ability to weather cyclical risk
- Favorable industry dynamics

Portfolio management disciplines

- Know your borrower
- Proactive monitoring of financial performance
- Active relationship between management and all stakeholders
- Quick and decisive action
- Provide more than money
- Honest, rational, and fair decision making in good times and bad

Structural Element(s)

Leverage
Equity composition
Collateral
FCCR
Liquidity



Risk Factor(s)

High Debt/EV
Customer concentration
Industry risk
Cyclical risk or commodity risk
Mediocre management & sponsor

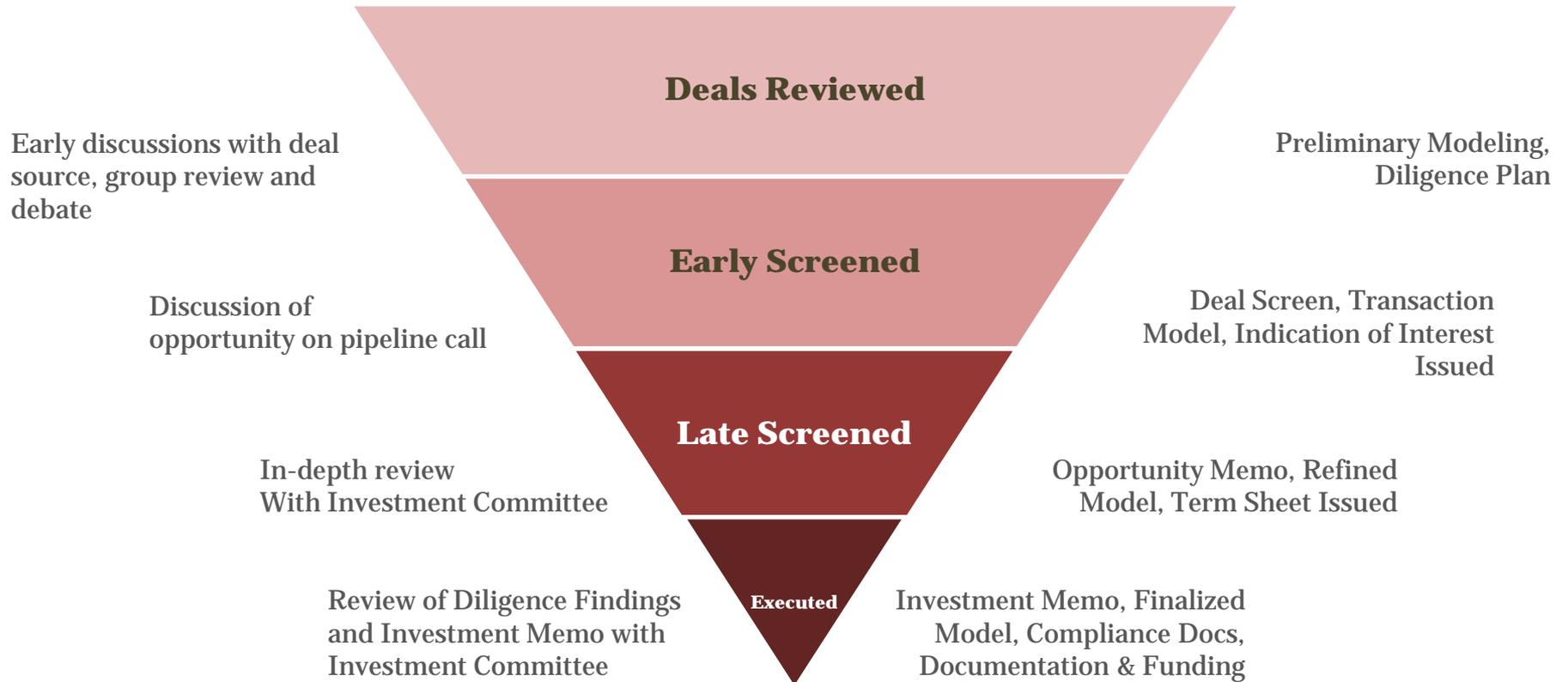
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Typical Investment Structure

Criteria	Terms	Uses
<ul style="list-style-type: none">• Investment Size: \$3-\$25 million• TTM EBITDA: specialize in \$3-\$25 million• EBITDA Margins: 10%+• Debt/EBITDA: < 4.5x• Security in Assets: Second lien• Target IRR: 15%-18%	<ul style="list-style-type: none">• Maturity: Up to 6 years• Structure: Bullet with cash flow recapture• Coupon: 11% - 13%• Earn upfront fees• Equity kickers	<ul style="list-style-type: none">• Growth Capital• Bridge Financing• Management Buy-ins/Buy-outs• Leveraged Dividends• Recapitalizations• Restructurings• Private Equity LBOs

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Typical Yielding Investment Process



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MVC's Yielding Investment Advantages

Due to our lending team's strong relationships with various banks, MVC is uniquely positioned to access deal flow and provide capital to bank clients similar to a unitranche structure, all while maintaining risk adjusted returns to our shareholders

Cost

- Acting as a preferred bank partner allows for structures and execution costs more typically found from single-lenders
- MVC shareholders receive preferred access to various bank lending opportunities, allowing for more yield execution
- Borrowers are rewarded with lower cost of capital over time

Flexibility

- Financing is non-dilutive and non-controlling, allowing borrowers to focus on their business
- Unitranche like structure reduces financial reporting and compliance processes
- No pre-payment penalties
- Reputation for flexibility and partnership leads to additional deal flow sources

Speed

- Expedited time to close with coordinated diligence, approval processes and documentation
- Lowered execution risk through fewer institutional lenders

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Experienced Management

Michael Tokarz

- Chairman & Portfolio Manager of MVC Capital and The Tokarz Group Advisers, LLC
- Buyout pioneer and former General Partner of KKR for 17 years. Investment experience includes: Safeway, Beatrice, Walter
- Over 12 years of lending experience at Continental Illinois

David Williams

- Responsible for managing MVC Capital's lending team and its investments
- Founder of Fifth Third Bank's Mezzanine Finance Group
- At Fifth Third, led or co-led more than 150 mezzanine transactions, representing over \$800 million in volume

Scott Schuenke

- Responsible for overseeing the financial operations of MVC Capital, its wholly-owned subsidiaries and TTGA.
- Was MVC's corporate controller from June 2004 until he became CFO in 2013. Was also CCO from October 2004 through January 2015.
- Additionally provides financial expertise and monitoring to various portfolio companies, including serving on certain boards.

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YTD 2017 Portfolio Monetizations (excluding U.S. Gas & Electric, Inc.) – Creating Flexibility⁸

<p style="text-align: center;"><u>Vestal Manufacturing Enterprises, Inc.</u></p> 	<p style="text-align: center;"><u>Turf Products, LLC</u></p> 	<p style="text-align: center;"><u>AccuMED Corp.</u></p> 
<ul style="list-style-type: none"> • Exited equity in May 2015, realizing an 11x return on equity and 32% gross IRR⁹ over 11 years including fees and cash distributions • Reinvested \$6.5 million - \$6.25 million partially secured loan at 15% interest rate, \$250 thousand equity investment, warrants for 4.6% of equity <ul style="list-style-type: none"> • Sold common stock and warrants during Q217, resulting in proceeds of \$1.1 million and a capital gain of \$850K • Received principal payment on loan of \$4.1M as part of a refinancing, resulting in an outstanding balance of \$2.5 million at a 12% interest rate 	<ul style="list-style-type: none"> • Originally invested a combination of equity and debt into Turf in December 2005 • Supported the company throughout the life of the investment, including providing a guarantee • Converted the entire investment to a yielding investment receiving \$323K as a return of capital and realizing a \$609K capital gain 	<ul style="list-style-type: none"> • Originally invested \$2.45 million in equity into the company through the MVC Private Equity Fund, L.P. in October 2014 • AccuMED sold to Lear Corporation in December 2016 • MVC's gross proceeds from the sale were \$12.8 million, assuming full receipt of all escrow payments and including MVC Capital's share of the carried interest.

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U.S. Gas & Electric, Inc.

Additional Flexibility Created for Potential Yielding Investments and Capital Allocation Purposes¹⁰

- On May 30, 2017, U.S. Gas & Electric, Inc. (USG&E) entered into a definitive agreement to be acquired by Crius Energy Trust (TSX: KWH.UN) for \$172.5 million
- On July 5, 2017, MVC received gross consideration of \$126.1 million
 - \$115.1 million based on ownership of USG&E vs. \$89.4 million carrying value as of April 30, 2017
 - \$50.0 million in cash
 - Face value of \$40.5 million in 9.5% second-lien notes due July 2025
 - \$24.6 million in Crius trust units
 - \$11.0 million for the repayment of two outstanding loans to USG&E

*Total Consideration to MVC Represents 28.8% Premium Over Last
Fair Market Value as of April 30, 2017*

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USG&E Transaction Should Result in Increased Optionality¹⁰

Examples of potential use(s) of proceeds from sale of USG&E:

Enhancing
Shareholder
Distributions

Yielding
Investments

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Share
Repurchases

Possible Tender
Offers

There is no guarantee that MVC will undertake any of these activities. There can be no assurance whether, when and to what extent MVC will repurchase shares, as the share repurchase program does not obligate MVC to acquire any specific number of shares and may be discontinued at any time. Share repurchases may also be subject to appropriate trading windows and are subject to the ongoing discretion of our Portfolio Manager. Effectuation of any of these activities, as well as the size, if implemented, would be dictated by various factors, such as the extent of other portfolio company activity and our distribution requirements as a "pass through tax entity".

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MVC Private Equity Fund¹¹ – Potential for Enhanced Returns

MVC Shareholders have access to Private Equity Investments

Asset Management Opportunities

- Raised approximately \$104 million in capital for MVC Private Equity Fund, L.P. (“MVCPE”), a private equity fund focused on control equity investments in the lower middle market
- MVCPE targeted non-diversified deals during a period where MVC was prohibited from making equity investments and was transitioning to yield
- MVC shareholders participate in up to 25% of the management fees and up to 30% of the carried interest generated by the MVCPE Fund
- Through July 31, 2017, MVCPE invested in five portfolio companies, Plymouth Rock Energy, LLC, Gibdock Limited, Focus Pointe Global, Advanced Oilfield Services, LLC and AccuMED Corp
- To date, the MVC PE Fund has had one monetization in AccuMED, realizing a gross IRR of over 100%⁹.
- July 31, 2017 cost basis of \$11.7 million and a fair value of \$18.0 million for MVC’s interest in the MVC PE Fund

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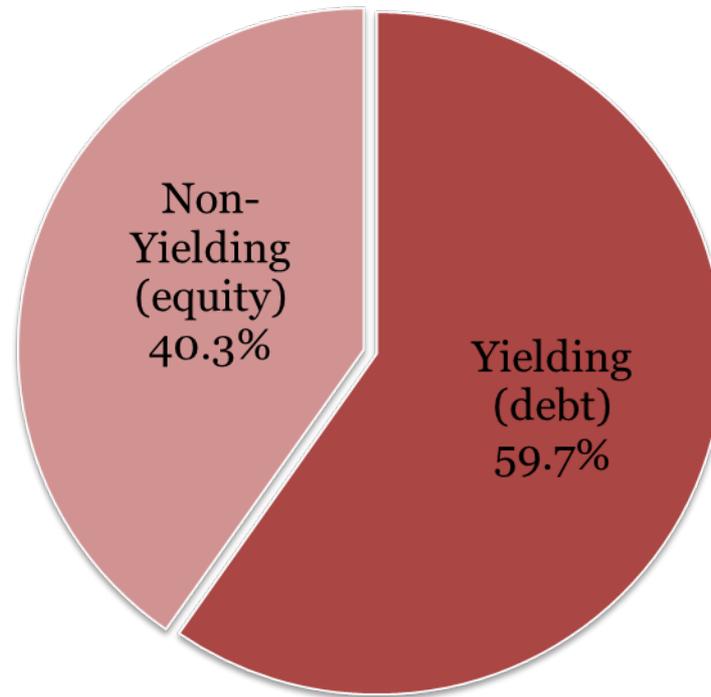
Portfolio Breakdown (As of 7/31/17)

Industry	Fair Value (\$)	% of Portfolio
Energy Services	64,902,944	21.42%
Electrical Engineering	39,478,057	13.03%
Automotive Dealerships	21,097,166	6.96%
Manufacturer of Pipe Fittings and Forgings	20,488,415	6.76%
Private Equity	17,977,279	5.93%
Food Services	17,622,478	5.82%
Consumer Products	14,470,412	4.78%
Business Services	11,481,213	3.79%
Manufacturer of Plastic Parts	11,421,347	3.77%
Registered Investment Company	10,489,360	3.46%
Electronic Component Manufacturing	9,708,861	3.20%
Software	8,837,156	2.92%
Insurance	8,798,281	2.90%
Distributor - Landscaping and Irrigation Equipment	7,491,956	2.47%
Welding Equipment Manufacturer	7,281,774	2.40%
Specialty Chemicals	7,034,183	2.32%
Environmental Services	6,625,413	2.19%
Technology Investment - Financial Services	5,648,000	1.86%
Electronics Manufacturing and Repair	5,555,000	1.83%
Real Estate Management	4,177,000	1.38%
Iron Foundries	2,450,000	0.81%

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Portfolio Breakdown¹²

Portfolio by Asset Class (7/31/2017)

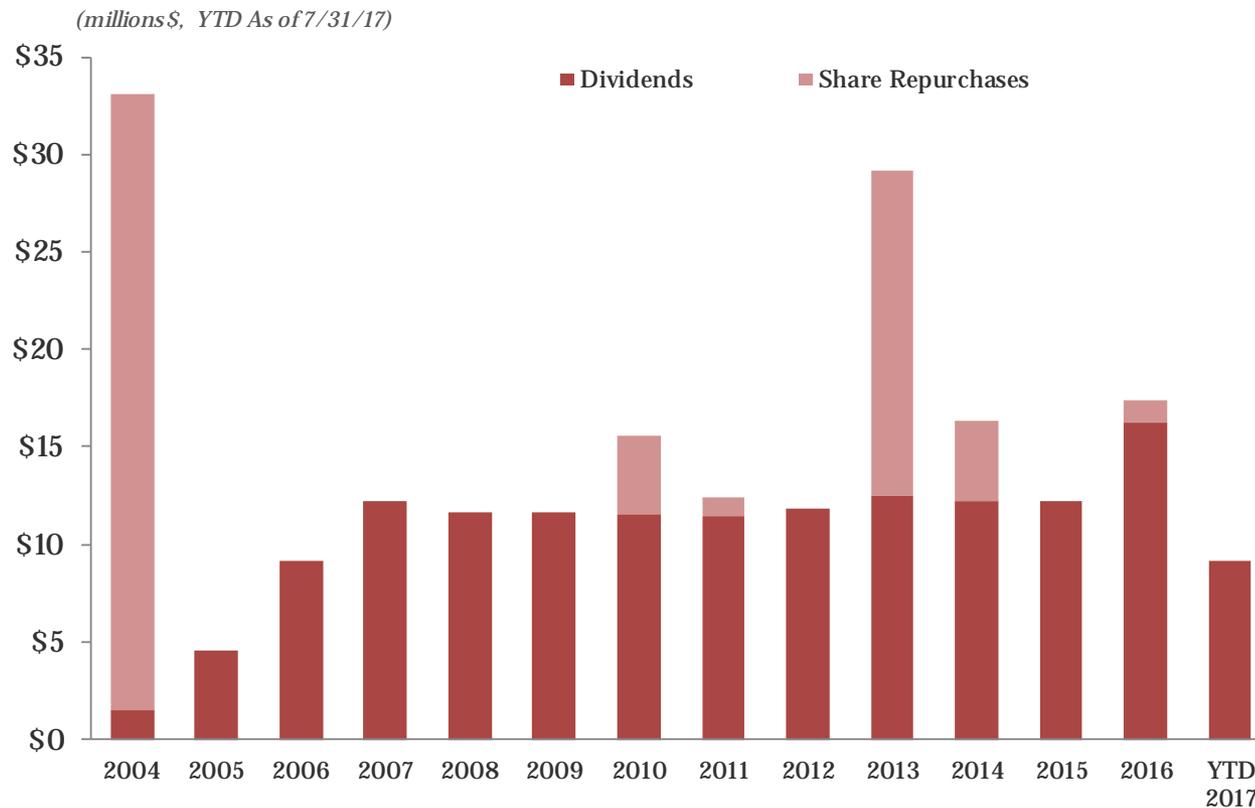


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Consistent Distributions to Shareholders

MVC Capital has returned approximately \$206.4 million to shareholders since Mike Tokarz became Chairman & Portfolio Manager in fiscal 2004

MVC originally held \$137.9 million in total assets at the beginning of fiscal 2004



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Summary

Middle Market Focus	Proprietary Deal Flow	Portfolio Shift	MVC Opportunity
<ul style="list-style-type: none">• Middle-market companies are increasingly being underserved by traditional financing sources, such as banks.• BDCs and other alternative financing sources are filling the gap, providing needed capital to companies with strong fundamentals.	<ul style="list-style-type: none">• MVC's investment team sources ideas through its extensive network of contacts.• Companies are attracted to working with MVC because of its reputation of providing both excellent operating and financial support.	<ul style="list-style-type: none">• MVC is taking steps to accelerate shift from equity-focused portfolio to more yield-focused, which should help drive increases in book value and dividends.• Addition of lending team is accelerating the process.	<ul style="list-style-type: none">• Experienced investment professionals• Significant shareholder alignment• Consistent dividend with potential to expand⁷• Currently trading at a significant discount to book value• Share repurchases accretive to book value⁷

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Appendix

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Selected Financial Data – Balance Sheet^{13,14}

(\$ in thousands, except per share amounts)	2014	2015	2016	Q3 2017
Assets				
Cash & Cash Equivalents	\$ 17,172	\$ 10,312	\$ 20,214	\$ 119,525
Restricted Cash & Cash Equivalents	\$ 6,266	\$ 6,503	\$ 801	\$ 300
Yielding Investments	\$ 129,129	\$ 138,471	\$ 141,892	\$ 180,903
Short-term Investments	\$ 99,897	\$ 89,682	\$ 34,992	\$ -
Equity Investments	\$ 318,501	\$ 262,404	\$ 218,227	\$ 122,133
Total Investments	\$ 547,527	\$ 490,557	\$ 395,111	\$ 303,036
Other Assets	\$ 6,748	\$ 9,470	\$ 16,240	\$ 3,875
Total Assets	\$ 577,713	\$ 516,842	\$ 432,366	\$ 426,736
Liabilities				
Senior Notes ¹³	\$ 114,409	\$ 114,409	\$ 112,284	\$ 112,540
Revolving Credit Facility II	\$ 100,000	\$ 90,000	\$ 35,000	\$ -
Bridge Loan	\$ -	\$ 8,000	\$ -	\$ -
Provision for Incentive Comp	\$ 14,734	\$ 4,977	\$ 1,947	\$ 7,672
Other Liabilities	\$ 4,667	\$ 5,380	\$ 3,577	\$ 4,750
Total Liabilities	\$ 233,810	\$ 222,766	\$ 152,808	\$ 124,962
Total Shareholders' Equity	\$ 343,903	\$ 294,076	\$ 279,558	\$ 301,774
Total Liabilities and Shareholders' Equity	\$ 577,713	\$ 516,842	\$ 432,366	\$ 426,736
Net Asset Value Per Share	\$ 15.15	\$ 12.95	\$ 12.39	\$ 13.38

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Selected Financial Data – Income Statement^{13,14}

(Unaudited; \$ in thousands, except per share amount)	For the year ended			July 31,	Oct 31,	Jan 31,	Apr 30,	July 31,
	2014	2015	2016	2016	2016	2017	2017	2017
				Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017
Dividend Income	1,155	1,006	13,207	2,500	609	0	0	0
Interest Income	14,156	19,396	19,490	5,027	4,174	2,771	3,419	6,024
Fee income & other income	4,505	3,297	4,669	478	633	609	509	1,282
Total operating income (see note below)	19,816	23,699	37,366	8,005	5,416	3,380	3,928	7,306
Operating expenses net of waiver	18,235	14,400	18,037	3,951	5,345	6,334	6,185	9,750
Net Operations Income/ (loss) before taxes	1,581	9,299	19,329	4,054	(69)	(2,954)	(2,257)	(2,444)
Tax expense	2	2	2	0	1	1	0	1
Net operating income (loss)	1,579	9,297	19,327	4,054	(70)	(2,955)	(2,257)	(2,445)
Adjusted Items:								
Incentive Compensation ¹⁵	(4,750)	(9,757)	(2,030)	(1,512)	577	760	985	5,077
Interest and other borrowing costs	9,442	10,230	10,212	2,488	2,598	2,538	2,606	2,649
Net operating income after taxes and before adjusted items	6,271	9,770	27,509	5,030	3,105	343	1,334	5,281
Net realized gain / (loss) on investments and foreign currency	16,520	3,700	(45,157)	(745)	(5,056)	11,025	(122)	114,240
Net change in unrealized appreciation (depreciation) on investments	(37,941)	(50,557)	28,628	(6,845)	10,405	(3,693)	5,447	(87,889)
Net increase / (decrease) in net assets resulting from operations	(19,842)	(37,560)	2,798	(3,536)	5,279	4,377	3,068	23,906
Net increase / (decrease) in net assets resulting from operations	(0.88)	(1.66)	0.12	(0.16)	0.23	0.19	0.14	1.06
Dividends declared per share	0.540	0.540	0.710	0.135	0.135	0.135	0.135	0.135

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Portfolio Company Summary – Equity Investments 7/31/17

Security	Fair Value (\$)	% of Portfolio
Actelis Networks, Inc.	0	0.0%
Advantage Insurance, Inc.	8,798,281	2.9%
Biovation Acquisition Co.	0	0.0%
Centile Holdings B.V.	6,484,000	2.1%
Equus Total Return, Inc.	10,489,360	3.5%
FOLIOfn, Inc.	5,648,000	1.9%
JSC Tekers Holdings	4,177,000	1.4%
MainStream Data, Inc.	0	0.0%
MVC Automotive Group GmbH	16,242,000	5.4%
MVC Environmental, Inc.	0	0.0%
MVC Private Equity Fund LP	17,977,279	5.9%
Quantum Plastics, LLC	1,421,347	0.5%
RuMe Inc.	9,147,665	3.0%
Security Holdings B.V.	35,388,000	11.7%
SGDA Europe B.V.	826,000	0.3%
U.S. Spray Drying Holding Company	5,534,183	1.8%
Total equity investments at fair value	\$122,133,115	40.3%

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Portfolio Company Summary – Yielding Investments 7/31/17¹²

Security	Fair Value (\$)	% of Portfolio
Crius Energy Trust	24,376,199	8.0%
Custom Alloy Corporation	20,488,415	6.8%
Dukane IAS, LLC	7,281,774	2.4%
FDS, Inc.	2,353,156	0.8%
HTI Technologies and Industries, Inc.	9,708,861	3.2%
Initials, Inc.	4,364,970	1.4%
Legal Solutions Holdings, Inc.	11,481,213	3.8%
Morey's Seafood International, LLC	17,622,478	5.8%
MVC Automotive Group GmbH	4,855,166	1.6%
MVC Environmental, Inc.	5,799,413	1.9%
Quantum Plastics, LLC	10,000,000	3.3%
RuMe Inc.	957,777	0.3%
Security Holdings B.V.	4,090,057	1.3%
Turf Products, LLC	7,491,956	2.5%
U.S. Gas & Electric, Inc.	40,526,745	13.4%
U.S. Spray Drying Holding Company	1,500,000	0.5%
United States Technologies, Inc.	5,555,000	1.8%
Vestal Manufacturing Enterprises, Inc.	2,450,000	0.8%
Total yielding investments at fair value	\$180,903,180	59.7%

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Footnotes

1. As of September 6, 2017
2. NAV as of July 31, 2017
3. Eligible Assets” are those assets listed under Section 55(a) of the Investment Company Act of 1940, as amended, and include, among other things, (i) securities of an “eligible portfolio company” (any issuer that (a) is organized and has its principal place of business in the United States, (b) is not an investment company other than a small business investment company wholly-owned by the BDC, and (c) does not have any class of publicly-traded securities with respect to which a broker may extend credit) that are purchased from that company in a private transaction, (ii) securities received by the BDC in connection with its ownership of securities of an “eligible portfolio company,” or (iii) cash, cash items, government securities, or high quality debt securities maturing one year or less from the time of investment.
4. Nasdaq middle market definition
5. Discount as of September 6, 2017
6. Shares repurchased and distributions as of July 31, 2017
7. There is no assurance that future dividend payments or share repurchases will match or exceed historical ones, or that they will be made at all.
8. These examples are provided for illustration purposes only. See most recent public filings for MVC’s full financial results. No assurance can be given that any investment opportunity in MVC portfolio companies will be profitable or that results similar to historic results will be achieved in the future. These returns represent historical results and historical results are not necessarily indicative of future results. Source: Most recent 10-K and 10-Q filings. Financial data is unaudited.
9. Gross IRR is calculated before giving effect to any taxes, management fees, incentive compensation, transaction expenses and other expenses which may be substantial. Gross IRR includes any cash flows on realized investments and may include management fees, dividend and other cash flows received with respect to a given investment, even if earned after the date of the exit. Past performance is no guarantee of future results.
10. This presentation contains certain statements about MVC, Crius and USG&E that are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These matters involve risks and uncertainties as discussed in MVC’s periodic reports on Form 10-K and Form 10-Q and current reports on Form 8-K, filed from time to time with the SEC. The forward-looking statements contained in this press release may include or reflect the expected effects on, and benefits to, MVC, Crius and USG&E of the Crius Transaction, including; the anticipated timing of the Crius Transaction; the satisfaction of the conditions to, and the ability to consummate, the Crius Transaction; the extent of any cash distributions of realized gains from the Crius Transaction that may be made by MVC to its stockholders; the future performance of Crius and its impact on MVC’s interest in Crius; the future ability of MVC and Crius to pay dividends or make cash distributions (including of capital gains), which is uncertain; the price or trading volume of Crius’s trust units, which can fluctuate and is subject to volatility risk; and MVC’s and Crius’s financial results generally; and also include all other statements in this presentation related to the Crius Transaction that are not historical facts. Without limitation, any statements preceded or followed by or that include the words “targets,” “plans,” “believes,” “expects,” “intends,” “will,” “likely,” “may,” “anticipates,” “estimates,” “projects,” “should,” “would,” “could,” “positioned,” “strategy,” “future,” or words, phrases, or terms of similar substance or the negative thereof, are forward-looking statements. These statements are based on the current expectations of the management of MVC, Crius, and USG&E (as the case may be), and are subject to uncertainty and to changes in circumstances and involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied in such forward-looking statements. In addition, these statements are based on a number of assumptions that are subject to change. Such risks, uncertainties and assumptions include: the satisfaction of the conditions to the Crius Transaction and other risks related to the completion of the Crius Transaction and actions related thereto; MVC’s, Crius’s, and USG&E’s ability to complete the Crius Transaction on the anticipated terms and schedule; risks relating to any unforeseen liabilities, future capital expenditures, revenues, expenses, earnings, synergies, economic performance, indebtedness, financial condition, losses, and future prospects; the risk that benefits from the Crius Transaction may not be fully realized or may take longer to realize than expected; failure to pay dividends or other distributions to holders of MVC’s or Crius’s trust units; the failure to pay interest to the holders of the second-lien notes; the performance of USG&E and MVC; and the risk that disruptions from the Crius Transaction will harm Crius’s, or USG&E’s businesses. However, it is not possible to predict or identify all such factors. Consequently, while the list of factors presented here is considered representative, no such list should be considered to be a complete statement of all potential risks and uncertainties. Unlisted factors may present significant additional obstacles to the realization of forward-looking statements. Forward-looking statements included herein are made as of the date hereof, and neither MVC, Crius, nor USG&E undertakes any obligation to update publicly such statements to reflect subsequent events or circumstances. Past performance of MVC, USG&E and Crius is not indicative of any future results or performance. Please see the Current Report on Form 8-K filed with the SEC on June 1, 2017 for further information regarding the Crius Transaction.
11. In addition to the risk factors of MVC, the PE Fund is subject to additional risk- please see latest Form 10-K of MVC for additional risk factors.
12. Crius Energy Trust Units considered a yielding investment
13. Financial data for the periods shown is from MVC’s Form 10-K and Form 10-Q filings with the SEC during such periods. The numbers shown for selected Financial Data are rounded and unaudited.
14. Reflects reductions of approximately \$2.0 million as of January 31, 2017 related to the reclassification of the unamortized debt issuance costs
15. Incentive compensation is a non-cash item that is accrued
16. Original equity investment \$500,000 in USG&E

Important Disclosure

Past performance does not guarantee future results. Our share value may fluctuate. For more detailed information on risks and expenses relating to the Fund, see the latest Form 10-K and subsequent quarterly reports filed on Form 10-Q.

Our Company is subject to certain significant risks relating to our business and investment objective, including, for example, the potential volatility of our common stock price and the illiquidity of our investments in portfolio companies. For a detailed description of the risk factors impacting the Company, please read the “Risk Factors” section of our recent SEC filings. Past performance is no guarantee of future results. There can be no assurance that we will achieve our investment objective.

There can be no assurance that future dividend payments will match or exceed historic ones, or that they will be made at all. There can be no assurance whether, when and to what extent the Company will repurchase shares, as the share repurchase program does not obligate the Company to acquire any specific number of shares and may be discontinued at any time. Share repurchases may also be subject to appropriate trading windows and are always subject to the ongoing discretion of its portfolio manager. This presentation is for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell shares of the Company. There is no assurance that the market price of the Company’s shares either or absolutely or relative to net asset value, will increase as a result of any share repurchases, or that the program will enhance shareholder value over the long-term.