



**Triangle Capital Corporation**  
**Notice to Withholding Agents of Non-U.S. Residents and Foreign Corporation Shareholders**  
**Tax Year Ending December 31, 2017**

**Notice Date: March 8, 2017**

For non-U.S. shareholders, generally distributions will be subject to U.S. Federal income tax withholding at a 30% rate, unless certain exceptions apply. However, pursuant to Treas. Reg. 1.1441-3, withholding is not required with respect to certain regulated investment company distributions which represent (long-term) capital gain dividends, interest-related dividends, and net short-term capital gains, as long as certain requirements are satisfied. We anticipate that a portion of our distributions will be eligible for this exemption from withholding; however, final determination of the proportion of each designation cannot be made until after our taxable year ends.

For purposes of satisfying Treas. Reg. 31.3406(b)(2)-4(c)(2), Treas. Reg. 1.1441-3(c)(2)(ii)(A), and Treas. Reg. 1.1441-3(c)(3)(i), we currently estimate that at least 95% of our distributions will represent (long-term) capital gain dividends, interest-related dividends, or net short-term capital gains, which will be eligible for this exemption from United States income tax withholding for non-U.S. residents and foreign corporation shareholders, specified within the timeframe(s) below. This determination for the distributions is calculated based upon an anticipated proportion of distribution designations for the taxable year utilizing financial information as of the date of this notice. The estimated percentages shown could vary from the actual results as the final determination of the portion of each designation will be made after the taxable year ends. Non-U.S. resident shareholders should contact their tax advisor with any questions regarding this information.

Payment Date(s)	Estimated Percentage of Distributions Exempt from U.S. Withholding Tax
3/22/2017	95%