

TICC CAPITAL CORP.
8 Sound Shore Drive, Suite 255
Greenwich, CT 06830

Tax Characterization of Dividends and Distributions For 2016

The tax character of dividends and distributions paid by TICC Capital Corp. (the "Company") during 2016 is set forth below. For tax purposes, the Company is a regulated investment company and is designating the tax character of dividends and distributions you receive as a stockholder for calendar year 2016 in accordance with Subchapter M of the Internal Revenue Code of 1986, as amended ("IRC").

The amounts shown in the table below represent the final accounting of the Company's 2016 distributions. This information supersedes any estimated information you may have received during the year. Calendar year 2016 dividends and distributions paid by the Company (CUSIP 87244T109) were classified as follows:

<u>Record Date</u>	<u>Payment Date</u>	<u>Per Share Distribution</u>	<u>% Return of Capital</u>	<u>% Ordinary Income</u>	<u>% Capital Gains</u>	<u>% Non-Qualified</u>	<u>% Qualified</u>
March 17, 2016	March 31, 2016	\$0.29	50.73%	49.27%	0.00%	100.00%	0.00%
June 16, 2016	June 30, 2016	\$0.29	50.73%	49.27%	0.00%	100.00%	0.00%
September 16, 2016	September 30, 2016	\$0.29	50.73%	49.27%	0.00%	100.00%	0.00%
December 16, 2016	December 30, 2016	\$0.29	50.73%	49.27%	0.00%	100.00%	0.00%

Distributions that were reinvested through the Company's Dividend Reinvestment Plan are treated, for tax purposes, as if they had been paid in cash. Therefore, stockholders who participated in the Dividend Reinvestment Plan should also refer to the table above for appropriate tax treatment of 2016 distributions.

This information is being provided to assist stockholders with tax reporting requirements regarding distributions by the Company. Stockholders should consult their tax advisors for tax guidance pertinent to specific facts and circumstances. This information is not intended to constitute tax, legal, investment, or other professional advice.

If you have any questions about the tax character of your distributions, please contact:

Computershare Trust Company, N.A.
1-800-426-5523
www-us.computershare.com/Investor

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____
IRC Section 301(c)(2), IRC Section 316(a)(1), and IRC Section 852 (c)

18 Can any resulting loss be recognized? ▶ No loss will be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ _____
The information detailed above will be provided in the shareholders' amended 2016 1099-Div.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶ *Bruce L. Rubin* Date ▶ 9-14-17
Print your name ▶ Bruce L. Rubin Title ▶ Chief Financial Officer

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Part II Organizational Action (continued)

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Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
TICC Capital Corp.		20-188736	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
TICC Capital Corp.	203-983-5280	N/A	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
8 Sound Shore Drive, Suite 255		Greenwich, CT 06830	
8 Date of action		9 Classification and description	
See Attached		Common Stock of Regulated Investment Company - Return of Capital	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
See Attached	N/A	TICC	N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Treatment of a portion of 2016 distributions as return of capital.

TICC Capital Corp. paid non-taxable return of capital distributions during 2016 as follows:

Distribution Record Date: December 16, 2016 and Distribution Payment Date: December 30, 2016

Non-taxable return of capital percentage of the total amount of the dividend: approximately 50.7%

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The total amount of non-taxable return of capital represents a reduction of the shareholders' tax basis on shares held by approximately \$0.15 per share.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The shareholders' per share cost after each distribution is equal to their previous per share cost less the non-taxable return of capital distribution described above (Item 15). The amount was determined in accordance with IRC Section 301 and Section 316.

