

MVC CAPITAL, INC.  
Form N-23C-2  
November 30, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**NOTIFICATION OF REDEMPTION OF SECURITIES PURSUANT TO RULE 23C-2 UNDER THE  
INVESTMENT COMPANY ACT OF 1940**

**File No. 814-00201**

**MVC Capital, Inc.**

(Name of Registrant)

**287 Bowman Avenue, 2nd Floor**

**Purchase, NY 10577**

(Address of Principal Executive Office)

The undersigned hereby notifies the Securities and Exchange Commission (the **Commission** ) that it intends to redeem securities of which it is the issuer, as set forth below in accordance with the requirements of Rule 23c-2 under the Investment Company Act of 1940, as amended.

(1) Title of the class of securities of MVC Capital, Inc. (the **Company** ) to be redeemed:

7.25% Senior Notes due 2023 (CUSIP: 553829201) (the **Notes** ).

(2) Date on which the securities are to be redeemed:

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The Notes will be redeemed on December 21, 2017 (the Redemption Date ).

(3) Applicable provisions of the governing instrument pursuant to which the securities are to be redeemed:

The Notes are to be redeemed pursuant to (i) Article XI of the Indenture, dated as of February 26, 2013 (the Indenture ), by and between the Company and U.S. Bank National Association, as trustee (the Trustee ), as supplemented by a supplemental Indenture, dated as of February 26, 2013 (the First Supplemental Indenture ), and (ii) Section 1.01(h) of the Supplemental Indenture.

(4) The principal amount or number of shares and the basis upon which the securities to be redeemed are to be selected:

The Company will redeem all of the outstanding Notes (approximately \$114,400,000 aggregate principal amount) pursuant to the terms of the Indenture and the Supplemental Indenture.

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**SIGNATURE**

Pursuant to the requirements of Rule 23c-2 under the Investment Company Act of 1940, as amended, the Company has duly caused this Notice of Intention to Redeem Securities to be signed on its behalf by the undersigned on this 30th day of November, 2017.

MVC Capital, Inc.

By: /s/ Scott Schuenke  
Name: Scott Schuenke  
Title: Chief Financial Officer

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