

Medley Capital Corporation (NYSE: MCC)

Investor Presentation

Quarter Ended September 30, 2015

Important Notice

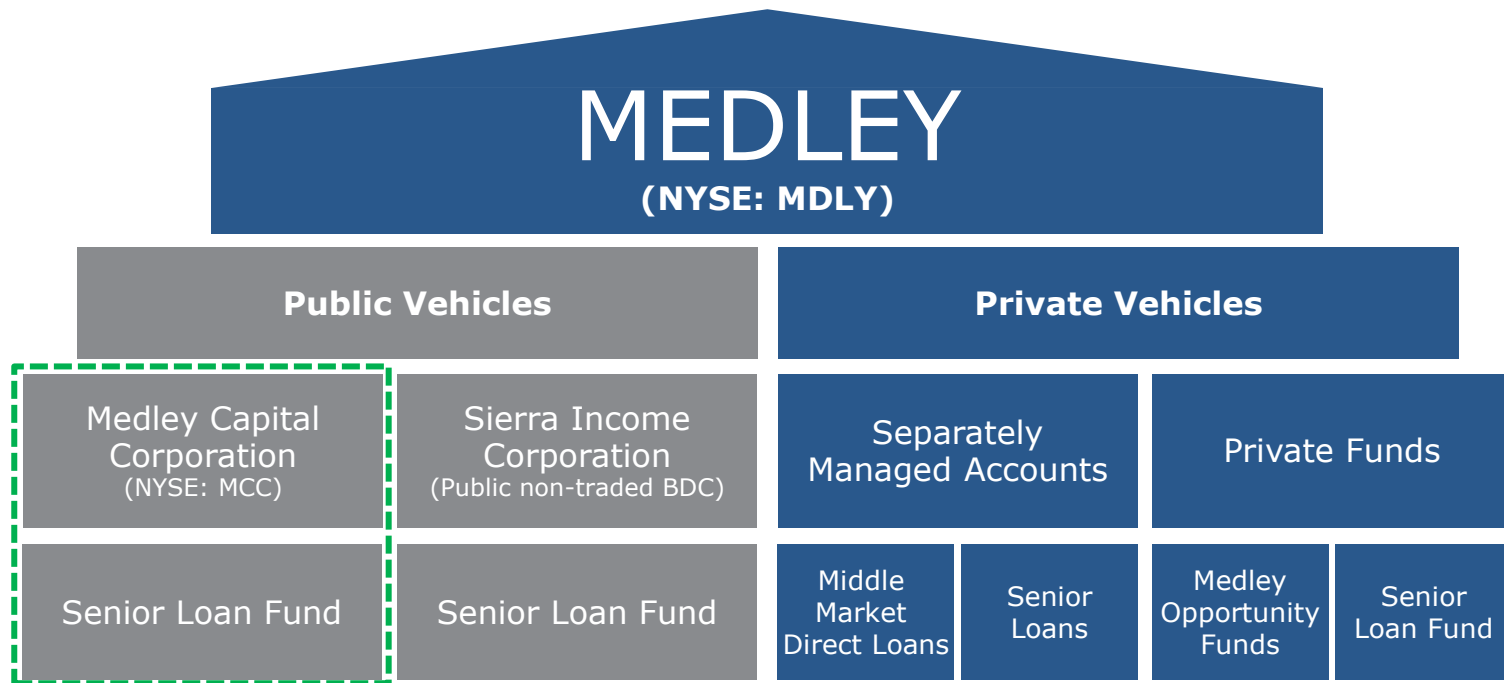
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Medley's Platform

- Medley is a CREDIT-FOCUSED direct lender to the middle market



CLIENTS INCLUDE:

- › Pension Funds
- › Insurance Companies
- › Endowments
- › Foundations
- › Public Equity Funds
- › Private Wealth
- › Broker Dealers
- › RIAs

Key Initiatives to Drive Shareholder Value at MCC

1. Upsized our share repurchase program to \$50 million and will execute pursuant to a 10b5-1 program with authorization to repurchase shares up to the most recently published NAV per share
2. Reduced fees and implemented netting with a three year look-back
3. Received investment grade ratings from Kroll and Egan Jones
4. Amended credit facility – extend maturity, improve pricing and increase flexibility
5. Formed SLS JV, commenced investing and secured attractive financing
6. In process for second SBIC license
7. Continued focus on a diversified portfolio of senior secured loans
8. Increasing allocation to floating rate loans (currently 79%), with plan to increase fixed rate liabilities (currently 41%)

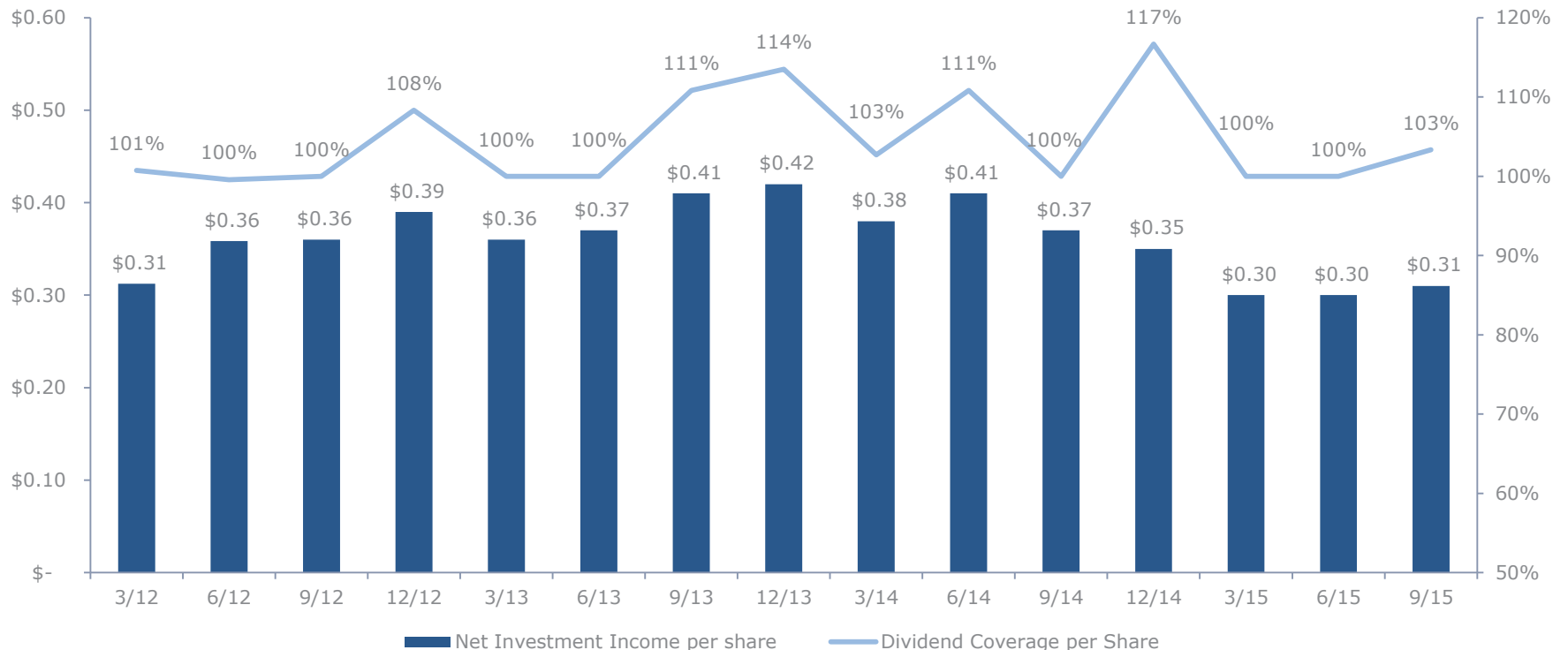
Reduced Fees and Netting With a Three Year Look-Back

- Management recommended and, in consultation with the Board, agreed to reduce fees under the investment management agreement
- Beginning January 1, 2016, the base management fee will be reduced to 1.50% on gross assets above \$1 billion
- In addition, we will reduce our incentive fee from 20% on pre-incentive fee net investment income over an 8% hurdle, to 17.5% on pre-incentive fee net investment income over a 6% hurdle
- Our revised incentive fee will include a netting mechanism and will be subject to a rolling three-year look back from January 1, 2016 going forward
- Under no circumstances will the new fee structure result in higher fees than under the current investment management agreement

Historical NII and Dividend Coverage per Share

- MCC remains focused on covering the dividend with net investment income
- Announced \$0.30 dividend per share on November 5th

Historical Net Investment Income and Dividend Coverage per Share

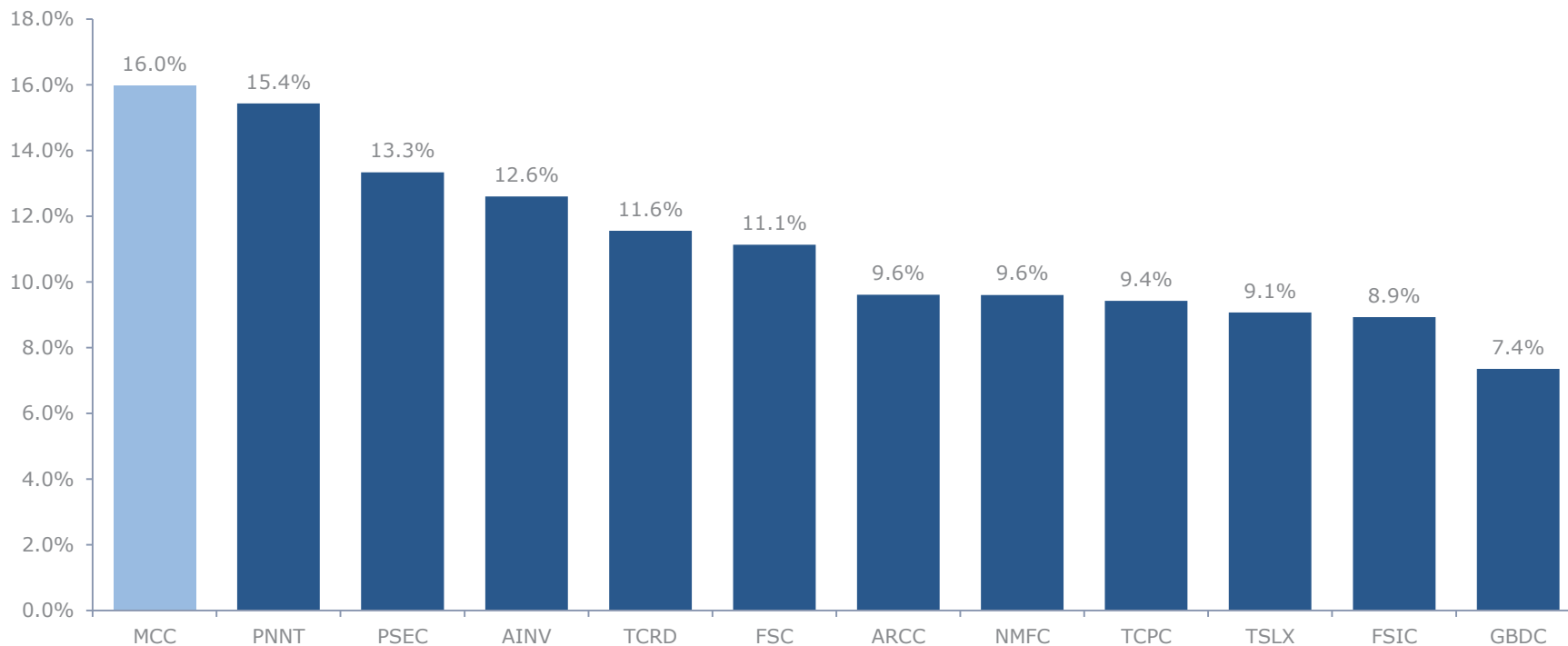


Note: Financial data as of 9/30/2015.

Strong Relative Dividend On Current Share Price

- MCC's dividend provides an attractive current yield for investors compared to our BDC peers

Current Annualized Dividend Yield On Current Share Price ¹

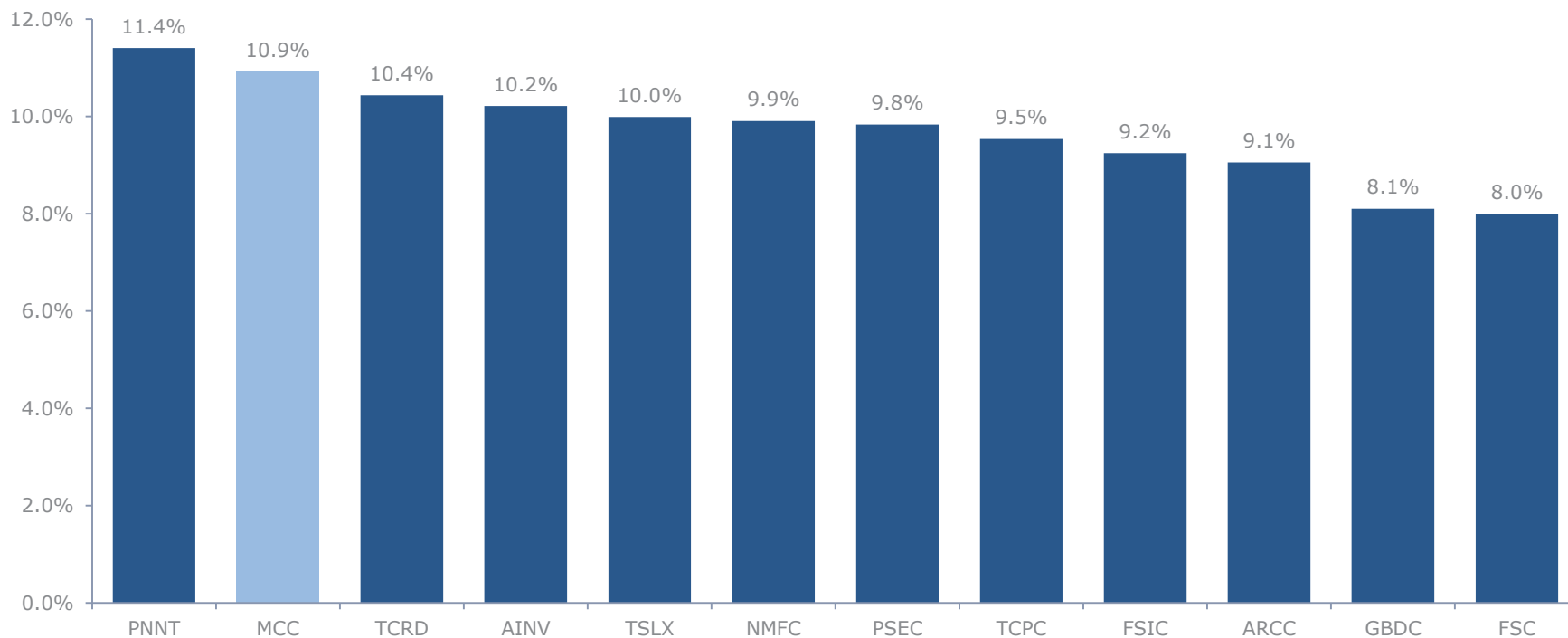


1. Dividend yields based upon the most recently declared dividend, annualized to reflect the closing share price as of 11/30/2015.

Strong Relative Dividend On NAV Per Share

- MCC's dividend provides an attractive return on NAV for investors

Current Annualized Dividend Yield On NAV Per Share ¹



Note: Financial data as of 9/30/2015.

1. Dividend yields based upon the most recently declared dividend, annualized.

MCC Presents an Attractive Investment Opportunity

- Attractive ROE with lower leverage levels vs. other yield oriented asset classes

	<u>Price / NAV</u>	<u>Dividend Yield</u> ¹	<u>Leverage</u> ²	<u>Operating ROE</u> ³
MCC	0.68x	16.0%	0.64x	11.1%
BDCs ⁴	0.94x	9.6%	0.70x	10.3%
REITs ⁵	2.55x	3.3%	1.11x	10.6%
MLPs ⁶	1.95x	10.8%	1.72x	9.7%
Banks ⁷	1.23x	2.3%	7.04x	8.6%

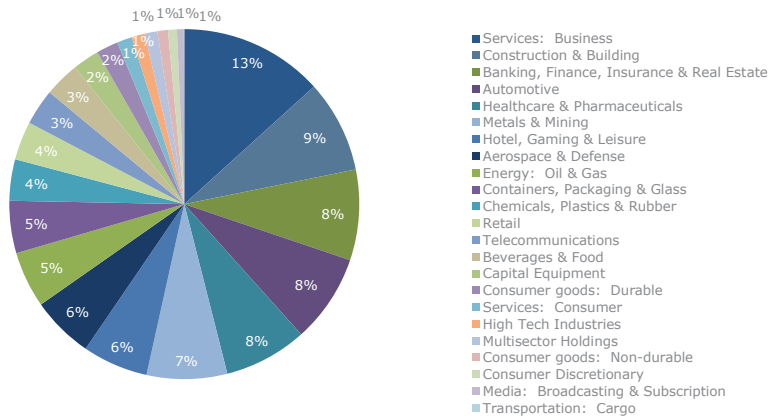
Note: Market data as of 11/30/2015. BDC, REIT and Bank data as of 9/30/2015, except where noted otherwise.

1. Dividend yields based upon the most recently declared dividend, annualized to reflect the closing share price as of 11/30/2015. Annualized dividend per share does not include special dividends.
2. MCC and BDC leverage calculated as total debt less SBIC debt divided by total book value. Bank leverage includes deposits. MCC leverage as of 11/30/2015.
3. MCC and BDC ROE calculation based off of LTM NII/Average Shareholder Equity.
4. BDCs include: ARCC, FSC, FSIC, GBDC, NMFC, PSEC, PNNT, TCPC, TCRD and TSLX. For dividend yield, BDCs include: AINV, ARCC, FSC, FSIC, GBDC, NMFC, PSEC, PNNT, TCPC, TCRD and TSLX.
5. REITs include: SPG, PSA, HCP, VTR, EQR, BXP, PLD, VNO, AVB and HCN.
6. MLPs include: OKS, PAA, BPL, NGLS, DPM, NMM and EEP
7. Banks include: BAC, C, WFC, JPM, USB, STI, MTB, COF, CMA, HBAN, PNC, ZION, KEY, RF and FITB.

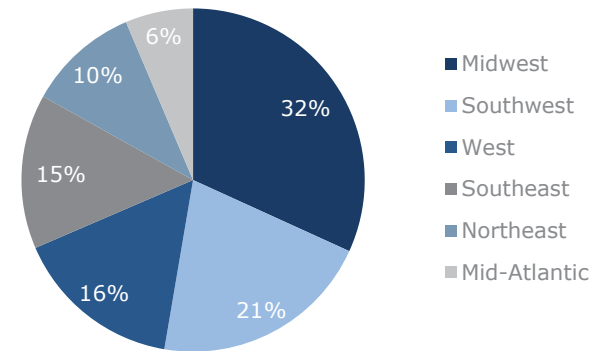
Highly Diversified Senior Secured Floating Rate Portfolio

- MCC has a diversified portfolio of 72 companies with a 12.3% weighted average yield¹

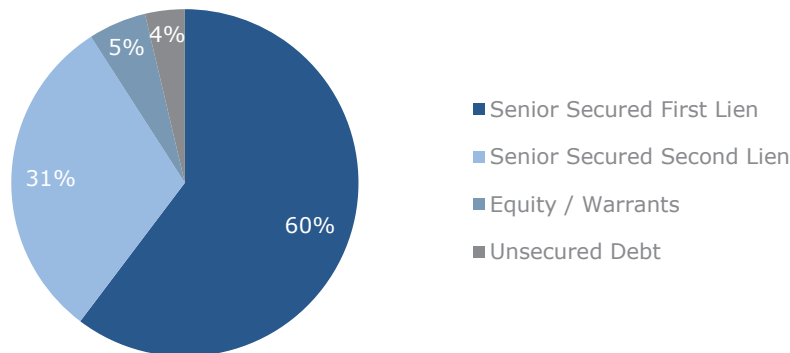
Industry



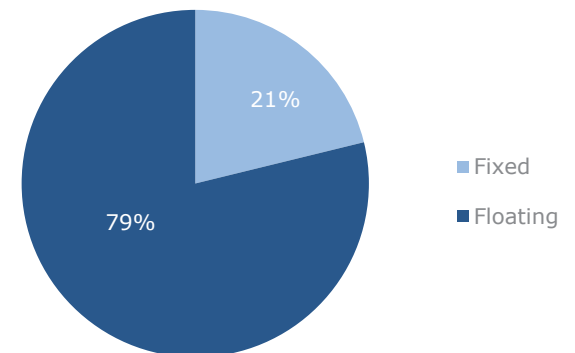
Geography ²



Investment Type



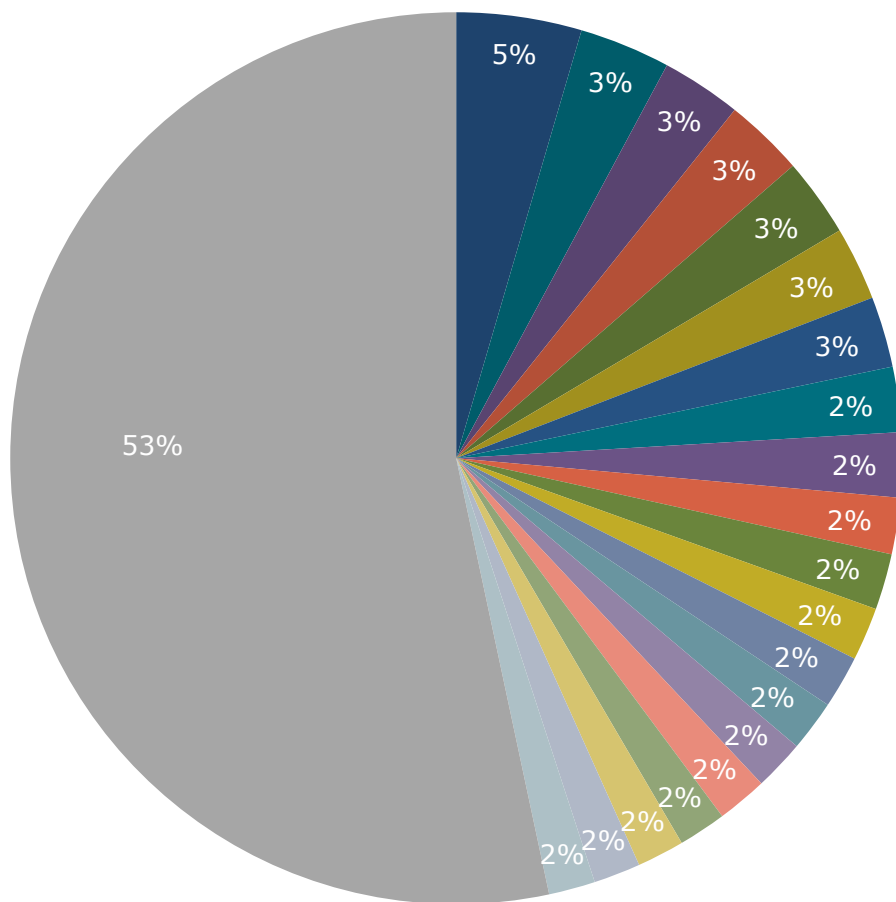
Floating vs Fixed Rate



Note: Portfolio data as of 9/30/2015 based on fair market value.

- Represents annualized portfolio yield to maturity, excluding fees, while utilizing industry standard forward LIBOR curve assumptions.
- MCC does not have exposure to international investments.

Portfolio by Issuer



Top 20 Investments: 47%

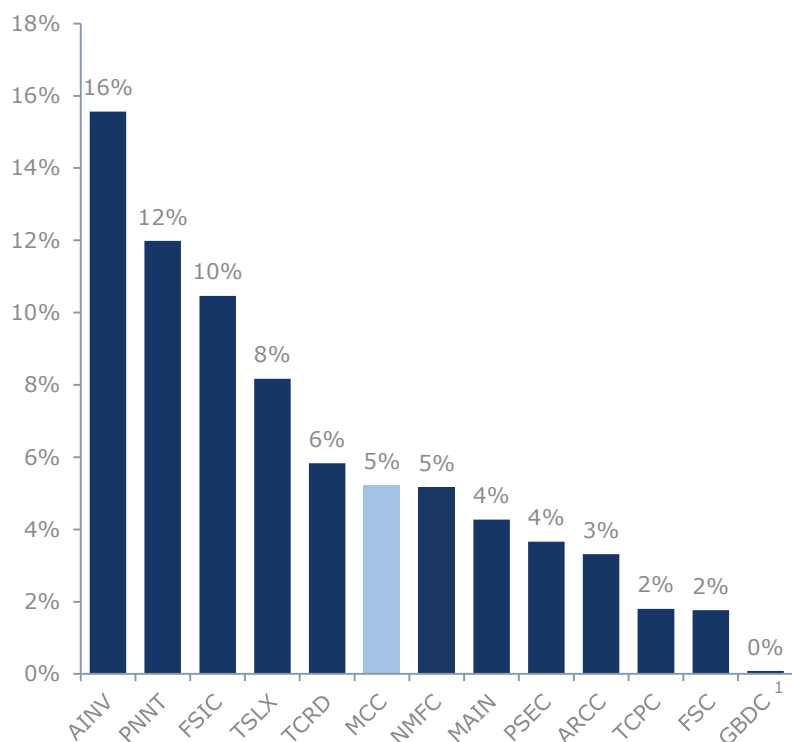
- Harrison Gypsum LLC
- DHISCO Electronic Distribution, Inc.
- Nation Safe Drivers Holdings, Inc.
- United Road Towing Inc
- Accupac, Inc.
- Merchant Cash and Capital LLC
- Response Team Holdings LLC
- RCS Management Corporation
- Seotowncenter, Inc.
- Omnivere LLC
- Nielsen & Bainbridge LLC
- DLR Restaurants LLC
- NCM Group Holdings LLC
- AAR Intermediate Holdings LLC
- Meridian Behavioral Health, LLC
- JD Norman Industries, Inc.
- The Plastics Group Acquisition Corp
- Capstone Nutrition
- Red Skye Wireless LLC
- Northstar Aerospace, Inc.
- Other

Note: Portfolio includes 72 total issuers; the 53% of Portfolio Issuer Concentration represents 52 MCC borrowers. Data as of 9/30/2015.

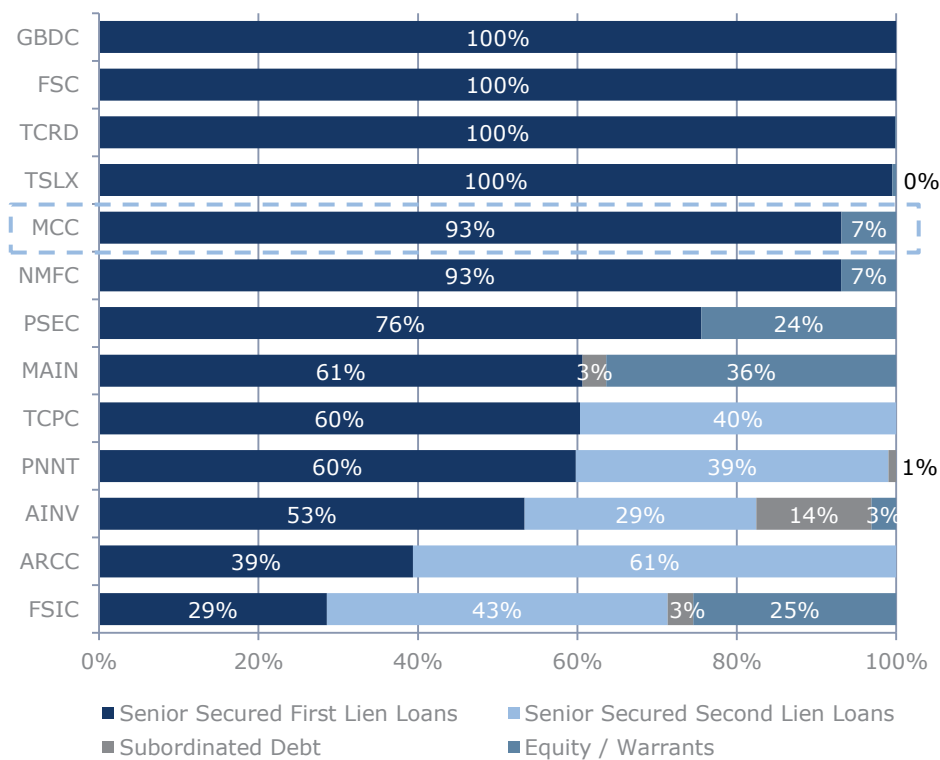
Oil & Gas Exposure

- MCC oil and gas exposure is in line with its BDC peers

Percentage of Portfolio in Energy



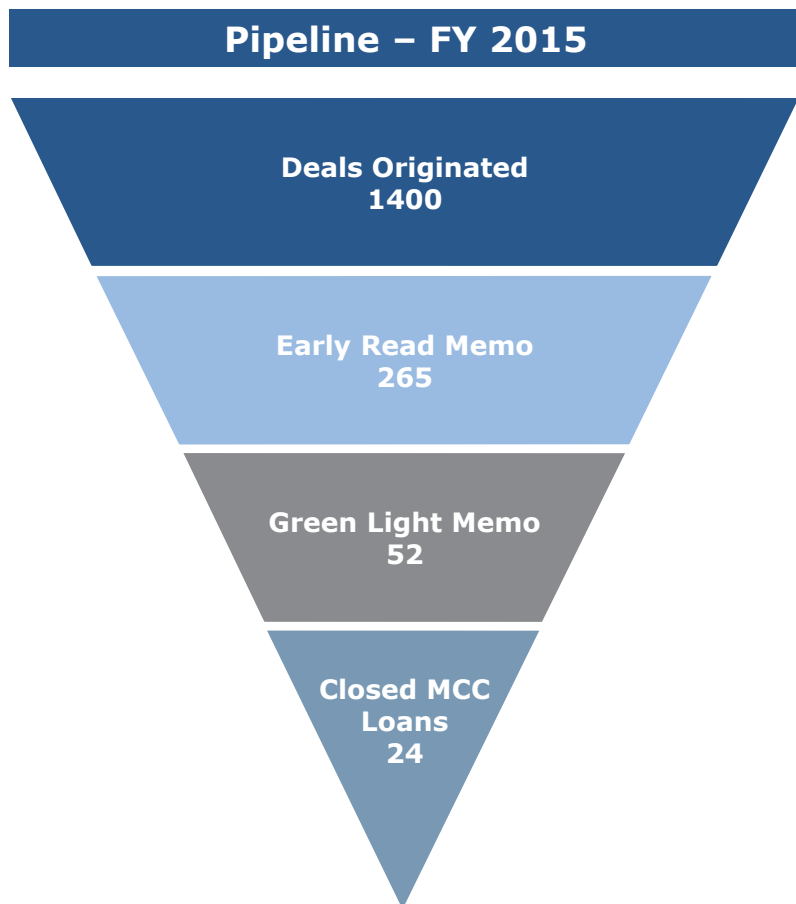
Energy Portfolio Assets by Security



Note: Financial data as of 9/30/2015.

1. GBDC has one position in the oil and gas vertical that represents 0.1% of its total portfolio. Percentage composition may not foot due to rounding.

Selective Investment Process



Portfolio Construction

Senior Secured

- UCC (lien) filings / Cash control / Covenants

Broadly diversified

- Sector / Collateral / Position size / Geography

Thorough diligence

- Deep underwriting by internal team
- Third-party financial review and independent appraisals

Active Credit Monitoring

Frequent Borrower Contact

- Monthly calls
- Quarterly onsite visits

Monthly Review

- Financial review
- Compliance certificates from borrowers

External checks and balances

- Independent valuation and collateral analysis
- Third-party loan servicing
- Outside legal counsel

Note: Closed denotes the total number of directly originated borrowers.

Well Positioned for a Rising Rate Environment

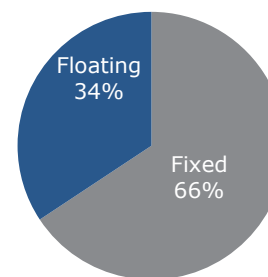
- MCC is well positioned for a rising interest rate environment
- 79% of the portfolio is floating rate
- 41% of liabilities are fixed rate
- Favorable asset & liability mix
 - The weighted average maturity of assets is 3.5 years
 - The weighted average maturity of liabilities is 6.1 years

Basis Point Change	Interest Income Change	Interest Expense Change	NII Change	% NII Change
100	\$2,600	\$5,200	\$(2,600)	-4.6%
200	10,100	10,300	(200)	-0.4%
300	18,900	15,500	3,400	6.0%
400	27,800	20,700	7,100	12.6%
500	36,600	25,800	10,800	19.2%

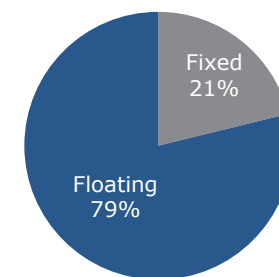
Note: Metrics in thousands of USD. Data as of 9/30/2015.

Assets

12/31/2011

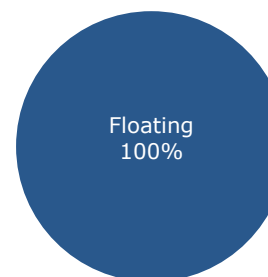


9/30/2015

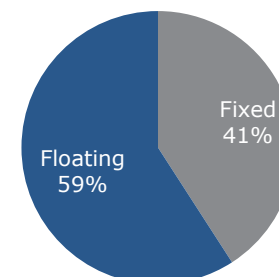


Liabilities

12/31/2011

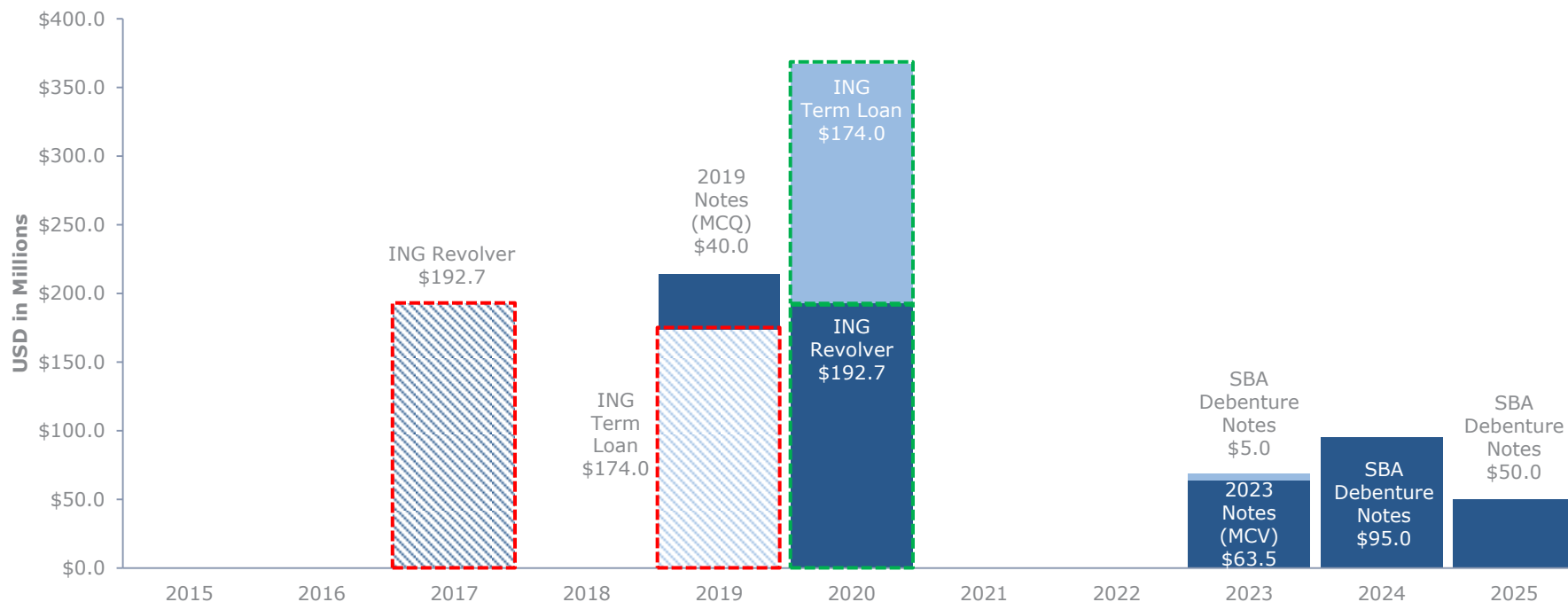


9/30/2015



Debt Maturity Profile

- On 7/28/2015 MCC amended and extended its ING credit facility, extending the maturity on the (i) revolver from June 2017 to July 2019, followed by a one-year amortization period until final maturity in July 2020 and (ii) term loan from June 2019 to July 2020

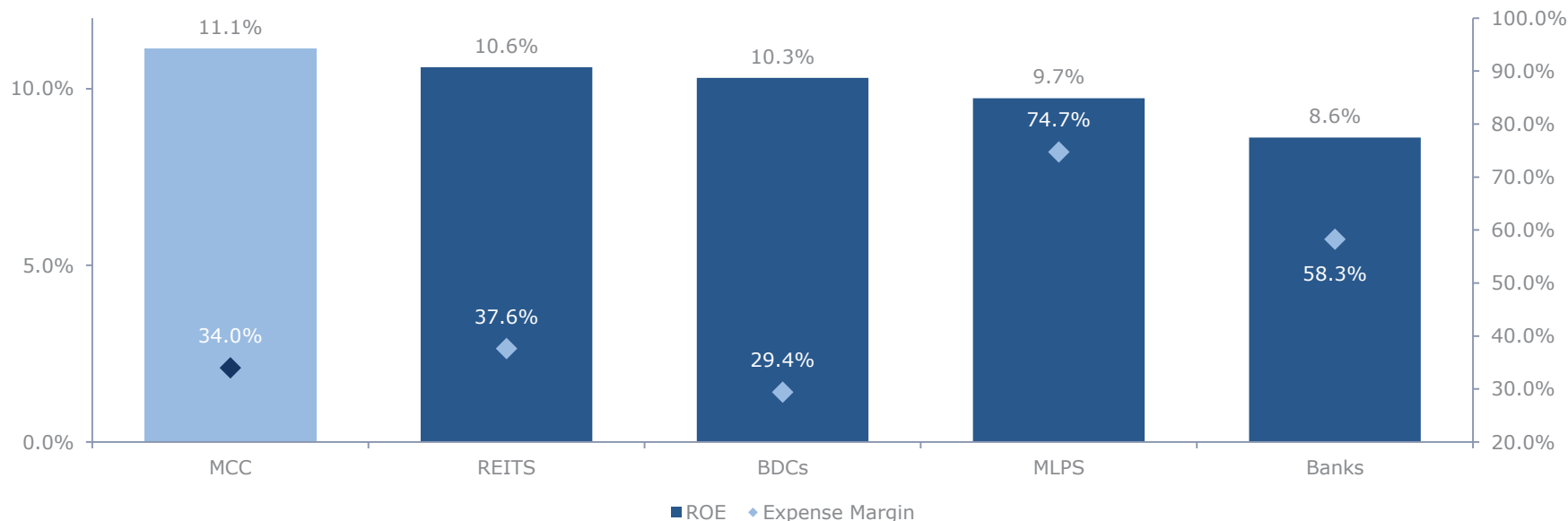


1. As of September 30, 2015.

Comparable Operating ROE & Expense Margins across Asset Classes

- BDCs offer high operating ROE with lower expense ratios compared to other asset classes

Operating ROE and Expense Margins as a % of Total Revenue ¹



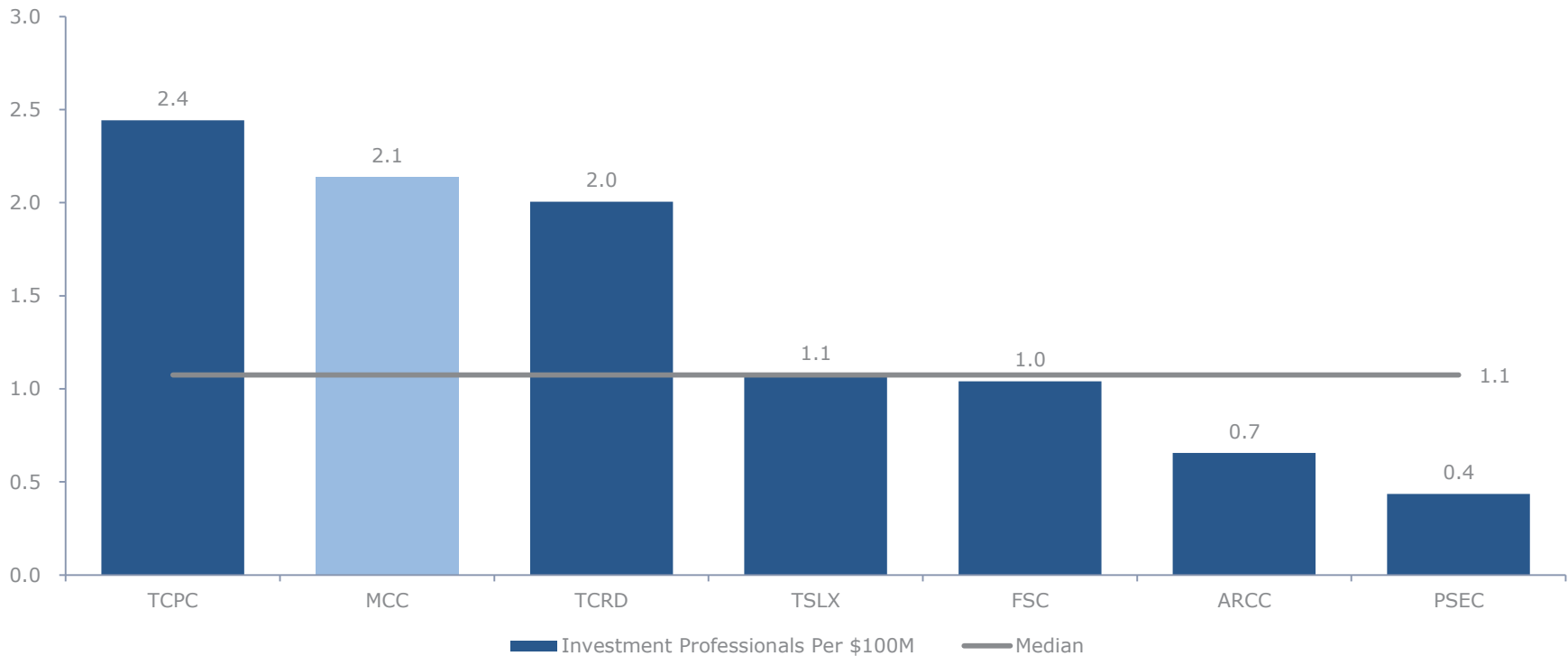
Note: Financial data as of 9/30/2015.

- LTM expenses exclude interest expense, depreciation and amortization.
- MCC and BDC operating ROE calculation based off of LTM NII/Average Shareholder Equity. BDCs include: ARCC, FSC, FSIC, GBDC, NMFC, PSEC, PNNT, TCPC, TCRD and TSLX.
- REIT operating ROE calculation based off of LTM Earnings From Continuing Operations/Average Shareholder Equity. REITs include: SPG, PSA, HCP, VTR, EQR, BXP, PLD, VNO, AVB and HCN. REITs include: SPG, PSA, HCP, VTR, EQR, BXP, PLD, VNO, AVB and HCN.
- MLP operating ROE calculation based off of LTM Earnings From Continuing Operations/Average Shareholder Equity. MLPs include: OKS, PAA, BPL, NGLS, DPM, NMM and EEP.
- Bank operating ROE calculation based off of LTM Net Income Less Preferred Dividends/Average Shareholder Equity. Banks include: BAC, C, WFC, JPM, USB, STI, MTB, COF, CMA, HBAN, PNC, ZION, KEY, RF and FITB. Banks include: BAC, C, WFC, JPM, USB, STI, MTB, COF, CMA, HBAN, PNC, ZION, KEY, RF and FITB. Gross revenue includes interest expense.

Comparable Headcount to AUM

- Medley has made a significant investment to build out the team to support origination and asset management

Number of Investment Professionals Per \$100M in AUM ¹

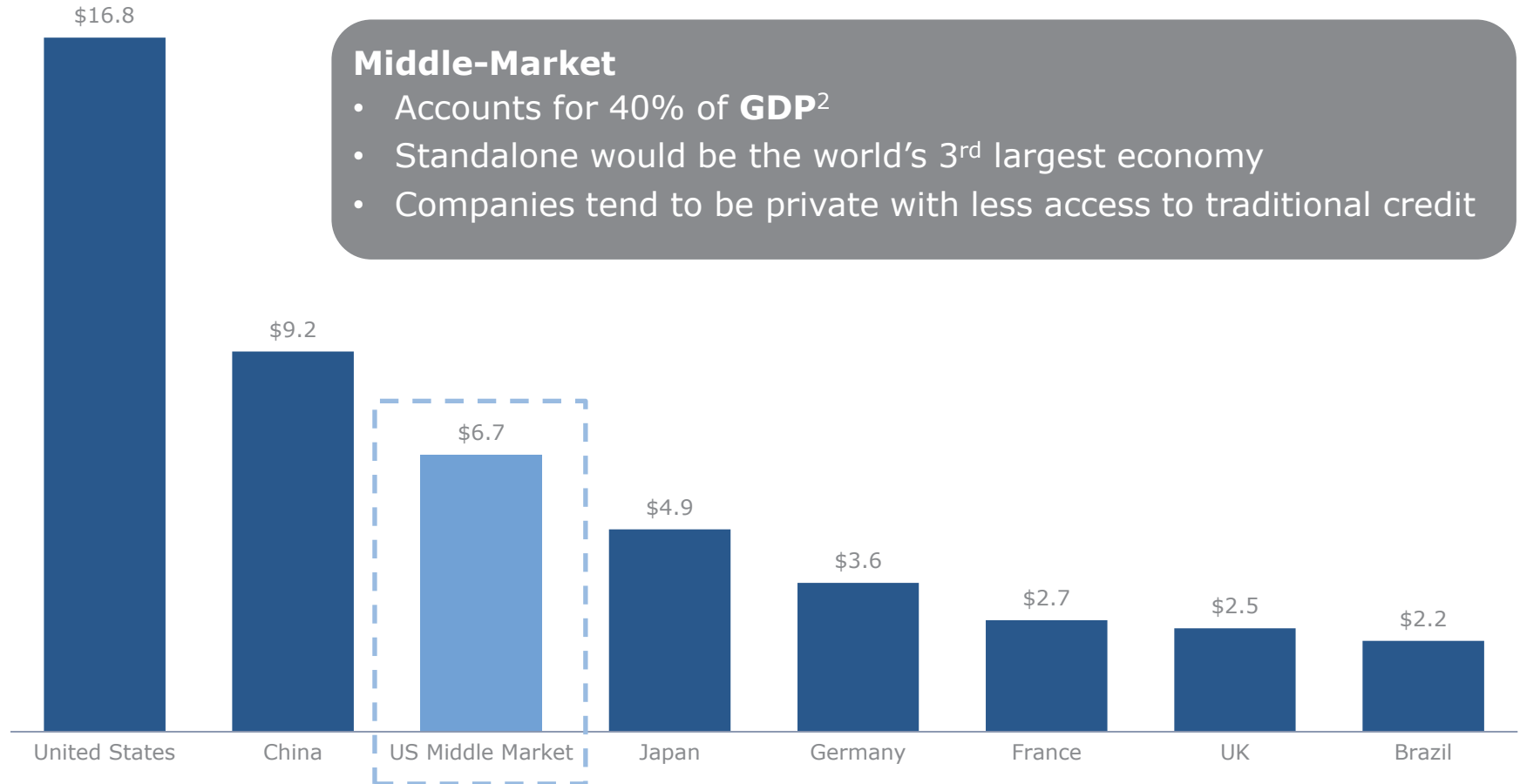


1. Based on professionals stated on each company's website. Does not include Associates and Analysts. Employee data as of 11/30/2015. BDC portfolio data as of the most recent publicly available information.

Attractive Industry Dynamics

The Opportunity – Middle-Market is Substantial

Top GDPs ¹



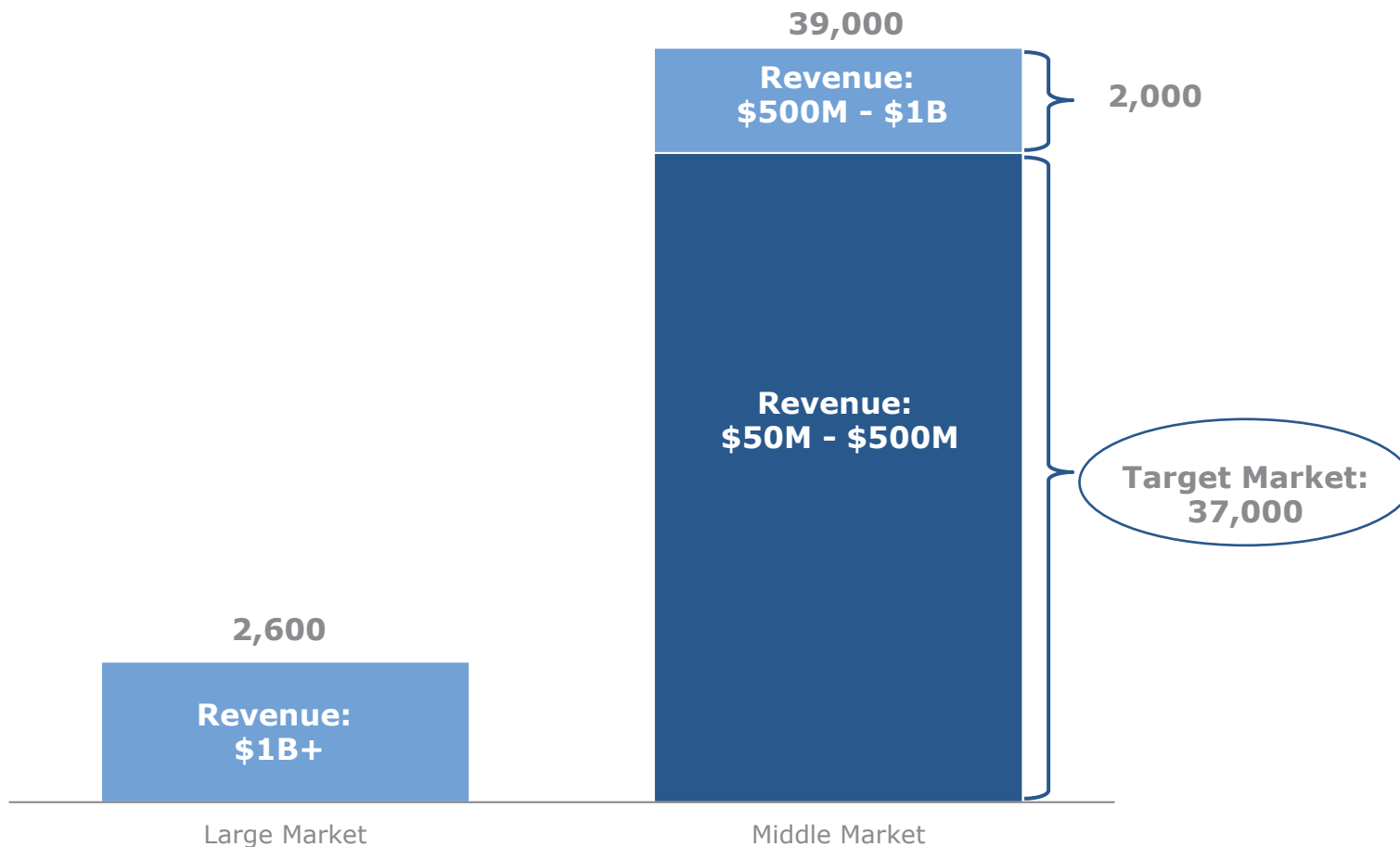
Note: Metrics in trillions of USD.

1. International Monetary Fund, World Economic Outlook Database, June 2014. Data as of 2013.

2. Deloitte, Mid Market Perspectives – 2013 Report on America's Economic Engine.

The Opportunity – Large Number of Borrowers

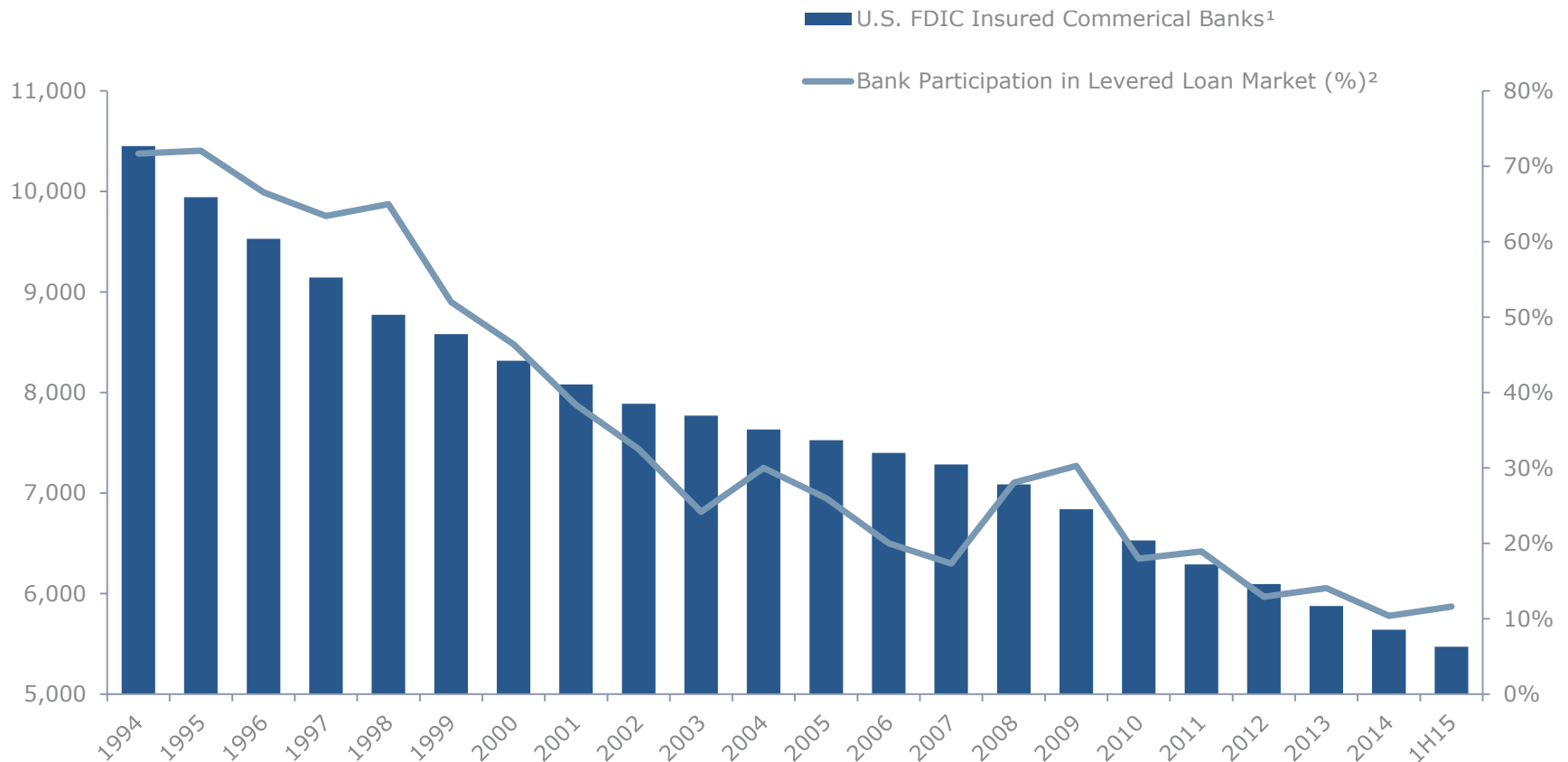
Number of Businesses by Market ¹



1. U.S. Census Bureau, 2007 Economic Census.

Powerful Secular Trends

- Banks continue to shift toward large borrowers
- Regulatory environment is a headwind for banks in the middle-market



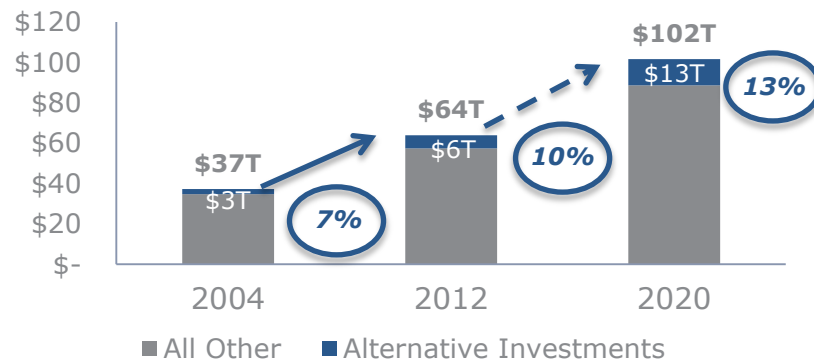
1. Federal Deposit Insurance Corporation, represents number of commercial banking institutions insured by the FDIC as of June 30, 2015.

2. S&P LCD's Leveraged Lending Review - 2Q15.

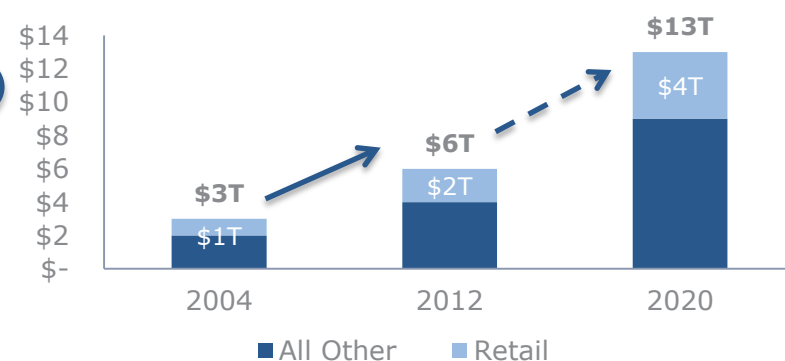
Alternatives Represent a Growing Segment within Investments

- **By 2020:**
 - \$102 trillion global AUM
 - \$13 trillion invested in alternatives (over 100% growth from 2012 levels)
- **Retail Growing as a % of Alternative Investments:**
 - By 2020, retail expected to account for 31% (\$4 trillion) of alternatives
 - \$2 trillion increase from 2012

Alternative Investments within Total Investments



Retail Investments within Alternative Investments

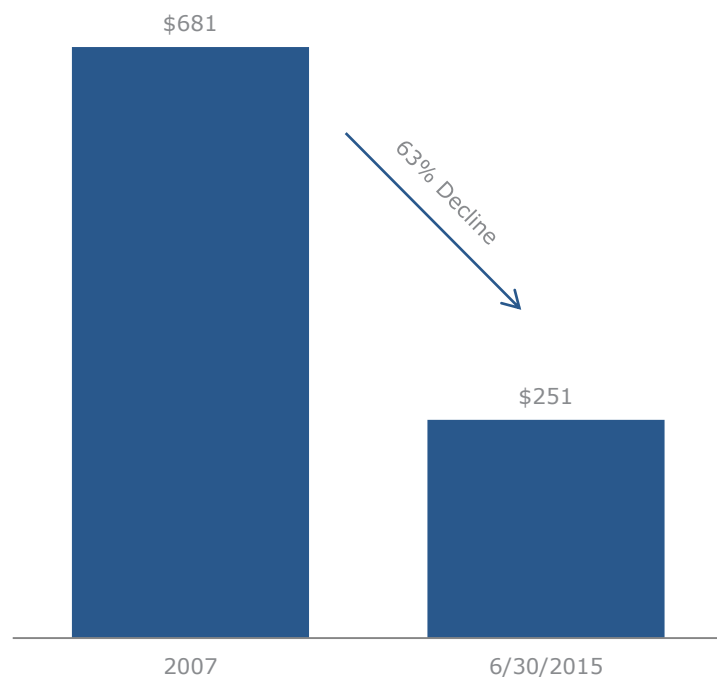


Notes: Metrics in trillions of USD.

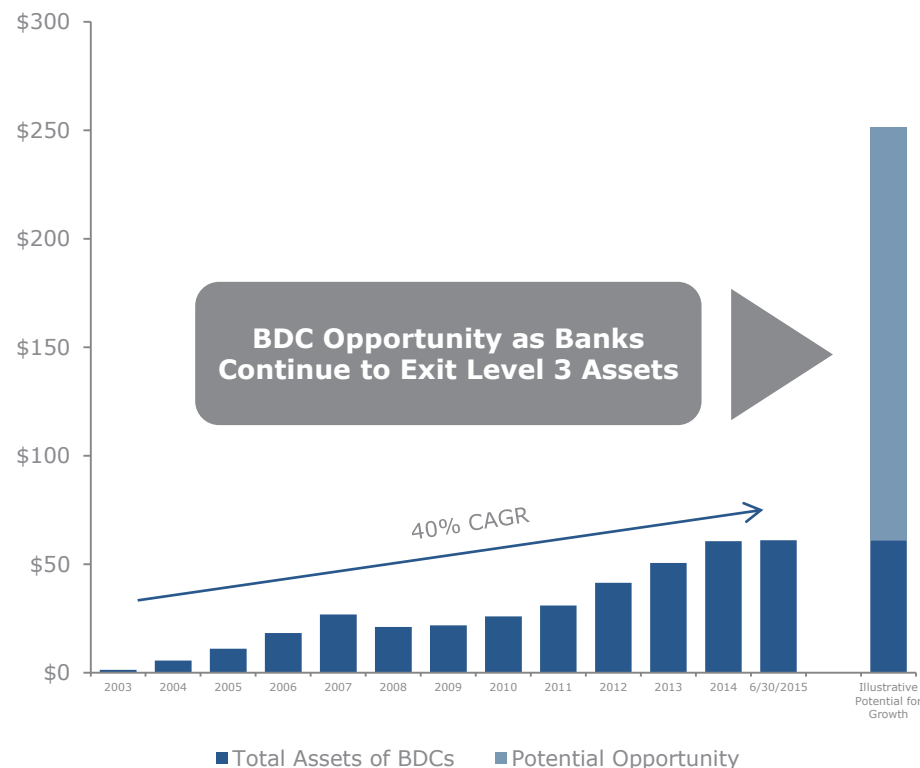
Source: PWC Asset Management 2020, A Brave New World, June 2015. Based on The \$64 trillion question: Convergence in asset management, McKinsey & Company, February 2015.

Regulatory Pressure Continues for Banks

Level 3 Assets for Financial Firms ¹



Total Assets of Publicly Traded BDCs ²



1. Financial firms include: BAC, C, CS, DB, GS, JPM, MS, WFC, Bear Stearns, Countrywide Financial, Merrill Lynch & Washington Mutual. Metrics in billions of USD. Financial information for all firms is as of June 30, 2015.

2. BDCs include: ACAS, ACSF, AINV, ARCC, BKCC, CMFN, CPTA, FDUS, FSC, FSIC, FSFR, GAIN, GARS, GBDC, GLAD, GSVC, HCAP, HRZN, HTCG, KCAP, KIPO, MAIN, MCC, MCGC, MRCC, MVC, NGPC, NMFC, OFS, PFLT, PNNT, PSEC, SAR, SCM, SLRC, SUNS, TCAP, TCPC, TCRD, TICC, TINY, TPVG, TSLX and WHF. Metrics in billions of USD. Total assets as of June 30, 2015, with the exception of MVC as of October 31, 2014.

MCC Financial Results

Performance Overview

- Quarterly dividend of \$0.30 per share for quarter ending 9/30/2015
- Net investment income of \$0.31 per share for quarter ending 9/30/2015
- 12.3% portfolio yield as of 9/30/2015¹
- Amended and extended term loan and revolving credit facility
- Closed \$100.0 million credit facility for Senior Loan Strategy Joint Venture
- Total debt/credit facility commitments of \$771.0 million
- As of the quarter ended 9/30/2015, MCC has repurchased 2,396,132 shares totaling \$21.2M

1. Represents annualized portfolio yield to maturity, excluding fees, while utilizing industry standard forward LIBOR curve assumptions.

Financial & Portfolio Highlights

Financial Highlights

	9/30/15	6/30/15	3/31/15	12/31/14	9/30/14
Net investment income per share	\$ 0.31	\$ 0.30	\$ 0.30	\$ 0.35	\$ 0.37
Net realized gains (losses)	\$ (0.74)	\$ (0.16)	\$ (0.16)	\$ -	\$ (0.01)
Net unrealized gains (losses)	\$ 0.13	\$ 0.01	\$ 0.07	\$ (0.66)	\$ (0.18)
Provision for taxes on unrealized per share	\$ -	\$ -	\$ (0.01)	\$ 0.00	\$ (0.02)
Net income per share ¹	\$ (0.29)	\$ 0.14	\$ 0.20	\$ (0.31)	\$ 0.16
Net asset value per share	\$ 11.00	\$ 11.53	\$ 11.68	\$ 11.74	\$ 12.43

Portfolio Highlights

- \$1,216 million total fair value of investments as of September 30, 2015
- \$77.7 million gross originations during quarter ended September 30, 2015
- \$34.5 million repayments and exits during quarter ended September 30, 2015
- \$43.2 million net originations during quarter ended September 30, 2015

Asset Mix by Investment Type

Asset Class	9/30/15	6/30/15	3/31/15	12/31/14	9/30/14
Senior Secured 1st Lien	60.2%	62.2%	62.3%	64.3%	64.5%
Senior Secured 2nd Lien	30.6%	30.3%	30.4%	29.0%	28.8%
Unsecured Debt	3.7%	3.2%	3.2%	3.1%	3.1%
Equity/Warrants	5.5%	4.3%	4.1%	3.6%	3.6%

Asset Mix by Rating

Rating	9/30/15	6/30/15	3/31/15	12/31/14	9/30/14
1	12.0%	10.7%	9.0%	7.1%	5.2%
2	78.0%	84.7%	85.8%	89.1%	90.1%
3	10.0%	3.6%	3.4%	2.5%	1.5%
4	-	-	0.5%	-	-
5	-	1.0%	1.3%	1.3%	3.2%

1. May not foot due to rounding.

Select Financial & Portfolio Information

	As of and for the Three Months Ended (dollars in millions, except per share data)					
	9/30/15	6/30/15	3/31/15	12/31/14	9/30/14	
Net investment income per share - basic & diluted	\$ 0.31	\$ 0.30	\$ 0.30	\$ 0.35	\$ 0.37	
Net realized and unrealized gains per share - basic & diluted ¹	(0.60)	(0.15)	(0.10)	(0.66)	(0.17)	
GAAP EPS - basic & diluted ²	(0.29)	0.14	0.20	(0.31)	0.20	
Dividend declared per share	0.30	0.30	0.30	0.30	0.37	
Stockholders' equity	\$ 619.9	\$ 665.5	\$ 676.1	\$ 689.8	\$ 729.9	
Net asset value per share	11.00	11.53	11.68	11.74	12.43	
Market Capitalization ³	\$ 419.1	\$ 514.5	\$ 529.9	\$ 542.7	\$ 693.6	
Common stock data:						
High Price ⁴	\$ 9.19	\$ 9.53	\$ 9.72	\$ 11.79	\$ 13.29	
Low Price ⁴	7.41	8.85	8.70	8.84	11.78	
Closing Price	7.44	8.91	9.15	9.24	11.81	
Investments at fair value	\$ 1,216.1	\$ 1,204.2	\$ 1,211.7	\$ 1,222.7	\$ 1,245.5	
% Floating Rate ⁵	78.8%	77.2%	78.6%	74.5%	74.0%	
% Fixed Rate ⁵	21.2%	22.8%	21.4%	25.5%	26.0%	
Number of Portfolio Companies	72	71	72	76	79	
Gross originations for the quarter	\$ 77.7	\$ 47.5	\$ 54.3	\$ 93.9	\$ 299.4	
Realizations/amortizations for the quarter	34.5	49.4	63.4	80.2	89.5	
Net originations for the quarter	43.2	(1.9)	(9.1)	13.7	209.9	

Note: Basic and diluted per share data reflects weighted average common shares outstanding of 57,032,056 as of 9/30/15, 57,859,274 as of 6/30/15, 58,499,797 as of 3/31/15, 58,733,284 as of 12/31/14, and 54,876,588 as of 9/30/14.

- Inclusive of provision for taxes of (\$716,832) for the quarter ended 9/30/15, \$283,706 for the quarter ended 6/30/15, \$705,405 for the quarter ended 3/31/15, (\$210,950) for the quarter ended 12/31/14, and \$1,205,600 for the quarter ended 9/30/14.
- May not foot due to rounding.
- Reflects common shares outstanding of 56,337,152 and a closing price of \$7.44 as of 9/30/15, 57,738,526 and a closing price of \$8.91 as of 6/30/15, 57,907,607 and a closing price of \$9.15 as of 3/31/15, 58,733,284 and a closing price of \$9.24 as of 12/31/14, and 58,733,284 and a closing share price of \$11.81 as of 9/30/14.
- Reflects the high and low closing share price during the periods ended 9/30/15, 6/30/15, 3/31/15, 12/31/14, and 9/30/14.
- Based on income bearing investments.

Balance Sheet

	As of (dollars in thousands, except per share data)				
	9/30/15	6/30/15	3/31/15	12/31/14	9/30/14
	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
ASSETS					
Investments at fair value					
Non-control/non-affiliate investments	\$1,131,894	\$1,156,184	\$ 1,164,170	\$ 1,162,864	\$ 1,185,859
Control investments	74,198	38,000	37,513	38,244	38,244
Affiliate investments	10,000	10,000	10,000	21,635	21,435
Total investments at fair value	<u>\$1,216,092</u>	<u>1,204,184</u>	<u>1,211,683</u>	<u>1,222,743</u>	<u>1,245,538</u>
Cash and cash equivalents	15,714	36,240	29,146	41,814	36,731
Deferred financing costs, net	13,128	11,127	11,044	11,389	11,688
Interest receivable	9,543	11,811	13,626	12,959	13,096
Receivable for paydown of investments	579	4,282	4,573	7,651	14,290
Other assets	2,154	2,582	1,974	1,937	2,803
TOTAL ASSETS	<u>\$1,257,210</u>	<u>\$ 1,270,226</u>	<u>\$ 1,272,046</u>	<u>\$ 1,298,493</u>	<u>\$ 1,324,146</u>
LIABILITIES					
Revolving credit facility payable	\$ 192,700	\$ 181,700	\$ 194,000	\$ 216,000	\$ 146,500
Term loan payable	174,000	171,500	171,500	171,500	171,500
Notes payable	103,500	103,500	103,500	103,500	103,500
SBA debentures payable	150,000	130,000	110,000	100,000	100,000
Management and incentive fees payable, net	9,963	9,856	9,984	10,882	10,445
Interest and fees payable	1,314	1,902	1,196	1,843	2,096
Accounts payable, accrued expenses and other liabilities	5,813	6,249	5,771	4,958	5,253
Payable for investments originated, purchased and participated	-	-	-	-	54,995
TOTAL LIABILITIES	<u>\$ 637,290</u>	<u>\$ 604,707</u>	<u>\$ 595,951</u>	<u>\$ 608,683</u>	<u>\$ 594,289</u>
NET ASSETS					
Common stock, par value \$.001 per share, 100,000,000 common shares authorized, 56,337,152 common shares issued and outstanding as of September 30, 2015	56	58	58	59	59
Capital in excess of par value	718,241	729,938	731,514	739,443	739,443
Accumulated undistributed net investment income	20,352	20,385	20,517	20,333	21,674
Accumulated undistributed net realized gain (loss) from investments	(60,626)	(18,628)	(9,617)	(217)	-
Net unrealized appreciation (depreciation) on investments	(58,103)	(66,234)	(66,377)	(69,808)	(31,319)
Total net assets	<u>619,920</u>	<u>665,519</u>	<u>676,095</u>	<u>689,810</u>	<u>729,857</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 1,257,210</u>	<u>\$ 1,270,226</u>	<u>\$ 1,272,046</u>	<u>\$ 1,298,493</u>	<u>\$ 1,324,146</u>
NET ASSET VALUE PER SHARE	<u>\$ 11.00</u>	<u>\$ 11.53</u>	<u>\$ 11.68</u>	<u>\$ 11.74</u>	<u>\$ 12.43</u>

Corporate Information

Board of Directors

BROOK TAUBE
Chairman & Chief Executive Officer

SETH TAUBE
Director

JEFF TONKEL
Director

ARTHUR AINSBERG
Independent Director

JOHN E. MACK
Independent Director

KARIN HIRTLER-GARVEY
Independent Director

ROBERT LYONS
Independent Director

Corporate Officers

BROOK TAUBE
Chairman & Chief Executive Officer

RICHARD T. ALLORTO, JR.
Chief Financial Officer & Secretary

JOHN FREDERICKS
Chief Compliance Officer

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ERNST & YOUNG, LLP
New York, NY

Securities Listing

NYSE: MCC (Common Stock)
MCQ (Senior Notes Due 2019)
MCV (Senior Notes Due 2023)

Transfer Agent

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