

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

Form 10-Q

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended June 30, 2026

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission file number: 1-35040

PHENIXFIN CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of
Incorporation or Organization)

27-4576073

(I.R.S. Employer
Identification No.)

445 Park Avenue, 10th Floor, New York, NY

(Address of Principal Executive Offices)

10022

(Zip Code)

(212) 859-0390

(Registrant's Telephone Number, Including Area Code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	PFX	The NASDAQ Global Market
5.25% Notes due 2028	PFXNZ	The NASDAQ Global Market

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐ Accelerated filer ☐ Non-accelerated filer ☒ Smaller reporting company ☐ Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Securities Exchange Act of 1934). Yes ☐ No ☒

The Registrant had 1,931,273 shares of common stock, \$0.001 par value, outstanding as of August 5, 2026.

PHENIXFIN CORPORATION

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PHENIXFIN CORPORATION
Consolidated Statements of Assets and Liabilities

	June 30, 2026 (Unaudited)	September 30, 2025
Assets:		
Investments at fair value		
Non-controlled, non-affiliated investments (amortized cost of \$133,498,823 and \$139,342,491, respectively)	\$ 136,419,212	\$ 145,280,169
Affiliated investments (amortized cost of \$38,802,355 and \$35,390,223, respectively)	36,682,577	35,381,405
Controlled investments (amortized cost of \$155,112,950 and \$149,656,451, respectively)	128,535,521	121,610,914
Total Investments at fair value	301,637,310	302,272,488
Cash and cash equivalents	2,178,083	7,289,371
Receivables:		
Interest receivable	1,421,515	1,203,404
Other receivable	—	44,971
Dividends receivable	61,200	42,950
Other assets	2,389,994	2,746,775
Deferred tax asset, net	670,560	1,234,847
Deferred financing costs	1,185,184	1,384,767
Due from Affiliate	258,310	572,331
Prepaid share repurchase	84,797	96,342
Receivable for investments sold	—	21,549
Total Assets	\$ 309,886,953	\$ 316,909,795
Liabilities:		
Credit facility and notes payable (net of debt issuance costs of \$781,263 and \$1,141,393, respectively)	\$ 146,710,356	\$ 148,011,724
Accounts payable and accrued expenses	1,427,432	4,226,889
Other liabilities	2,463,039	2,439,405
Interest and fees payable	1,121,388	1,187,574
Taxes payable	77,509	137,538
Due to Affiliate	126,936	132,365
Administrator expenses payable (see Note 6)	97,386	—
Total Liabilities	152,024,046	156,135,495
Commitments and Contingencies (see Note 8)		
Net Assets:		
Common Shares, \$0.001 par value; 5,000,000 shares authorized; 2,723,709 shares issued; 1,932,473 and 2,003,769 common shares outstanding, respectively	1,932	2,004
Capital in excess of par value	701,284,360	704,640,648
Total distributable earnings (loss)	(543,423,385)	(543,868,352)
Total Net Assets	157,862,907	160,774,300
Total Liabilities and Net Assets	\$ 309,886,953	\$ 316,909,795
Net Asset Value Per Common Share	\$ 81.69	\$ 80.24

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Statements of Operations
(Unaudited)

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2026	2025	2026	2025
Interest Income:				
Interest from investments				
Non-controlled, non-affiliated investments:				
Cash	\$ 2,437,421	\$ 3,758,928	\$ 7,237,718	\$ 9,708,993
Payment in-kind	349,010	213,590	627,201	832,055
Affiliated investments:		-		
Cash	582,491		1,884,957	-
Payment in-kind	314,673	-	764,594	-
Controlled investments:		-		
Cash	671,985	607,929	1,843,148	1,822,914
Total interest income	4,355,580	4,580,447	12,357,618	12,363,962
Dividend income				
Non-controlled, non-affiliated investments	420,369	247,322	1,644,616	1,221,852
Affiliated investments	-	-	268,540	254,231
Controlled investments	1,391,618	617,056	3,298,977	3,597,022
Total dividend income	1,811,987	864,378	5,212,133	5,073,105
Interest from cash and cash equivalents	28,038	27,804	132,275	132,557
Fee income (see Note 9)	255,318	684,330	607,525	822,841
Total Investment Income	6,450,923	6,156,959	18,309,551	18,392,465
Expenses:				
Interest and financing expenses	2,319,759	2,660,472	7,060,672	7,785,246
Salaries and benefits	1,078,675	1,237,767	3,064,684	3,451,438
Professional fees, net	285,347	304,540	1,085,619	1,300,518
General and administrative expenses	355,438	398,494	1,078,416	928,026
Directors fees	152,500	204,000	525,928	612,000
Administrator expenses (see Note 6)	109,123	106,740	320,407	303,924
Insurance expenses	74,812	87,460	224,436	262,379
Total expenses	4,375,654	4,999,473	13,360,162	14,643,531
Net Investment Income	2,075,269	1,157,486	4,949,389	3,748,934
Realized and unrealized gains (losses) on investments				
Net realized gains (losses):				
Non-controlled, non-affiliated investments	411,093	(1,665,458)	(17,385)	(1,561,801)
Affiliated investments	(334)	(10,320,353)	3,162	(10,320,353)
Controlled investments	-	-	-	-
Total net realized gains (losses)	410,759	(11,985,811)	(14,223)	(11,882,154)
Net change in unrealized gains (losses):				
Non-controlled, non-affiliated investments	1,124,905	(18,517)	(3,017,289)	1,973,193
Affiliated investments	(1,067,771)	8,379,055	(2,110,960)	7,397,502
Controlled investments	1,767,513	914,813	1,468,108	(892,789)
Total net change in unrealized gains (losses)	1,824,647	9,275,351	(3,660,141)	8,477,906
Deferred tax benefit (expense)	(86,737)	55,511	(676,181)	(274,125)
Loss on Extinguishment of Debt (see Note 5)	-	-	(12,314)	-
Total realized and unrealized gains (losses)	2,148,669	(2,654,949)	(4,362,859)	(3,678,373)
Net Increase (Decrease) in Net Assets Resulting from Operations	\$ 4,223,938	\$ (1,497,463)	\$ 586,530	\$ 70,561
Weighted average basic and diluted earnings per common share	\$ 2.19	\$ (0.74)	\$ 0.30	\$ 0.03
Weighted average common shares outstanding - basic and diluted (see Note 11)	1,932,597	2,017,330	1,969,108	2,018,962

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Statements of Changes in Net Assets
(Unaudited)

	Common Stock			Total	Total Net
	Shares	Par Amount	Capital in Excess of Par Value	Distributable Earnings/(Loss)	Assets
Balance at March 31, 2025	2,019,778	\$ 2,020	\$ 704,909,588	\$ (545,924,094)	\$ 158,987,514
OPERATIONS					
Net investment income (loss)	-	-	-	1,157,486	1,157,486
Net realized gains (losses) on investments	-	-	-	(11,985,811)	(11,985,811)
Net change in unrealized appreciation (depreciation) on investments	-	-	-	9,275,351	9,275,351
Deferred tax benefit (expense)	-	-	-	55,511	55,511
CAPITAL SHARE TRANSACTIONS					
Distributions declared	-	-	-	-	-
Repurchase of common shares	(15,909)	(16)	(795,916)	-	(795,932)
Total Increase (Decrease) in Net Assets	(15,909)	(16)	(795,916)	(1,497,463)	(2,293,395)
Balance at June 30, 2025	2,003,869	\$ 2,004	\$ 704,113,672	\$ (547,421,557)	\$ 156,694,119
Balance at March 31, 2026	1,933,238	\$ 1,933	\$ 701,315,531	\$ (547,505,760)	\$ 153,811,704
OPERATIONS					
Net investment income (loss)	-	-	-	2,075,269	2,075,269
Net realized gains (losses) on investments	-	-	-	410,759	410,759
Net change in unrealized appreciation (depreciation) on investments	-	-	-	1,824,647	1,824,647
Deferred tax benefit (expense)	-	-	-	(86,737)	(86,737)
Loss on Extinguishment of Debt (see Note 5)	-	-	-	-	-
CAPITAL SHARE TRANSACTIONS					
Distributions declared	-	-	-	(141,563)	(141,563)
Repurchase of common shares	(765)	(1)	(31,171)	-	(31,172)
Total Increase (Decrease) in Net Assets	(765)	(1)	(31,171)	4,082,375	4,051,203
Balance at June 30, 2026	1,932,473	\$ 1,932	\$ 701,284,360	\$ (543,423,385)	\$ 157,862,907
Balance at September 30, 2024	2,019,778	\$ 2,020	\$ 704,909,588	\$ (544,603,835)	\$ 160,307,773
OPERATIONS					
Net investment income (loss)	-	-	-	3,748,934	3,748,934
Net realized gains (losses) on investments	-	-	-	(11,882,154)	(11,882,154)
Net change in unrealized appreciation (depreciation) on investments	-	-	-	8,477,906	8,477,906
Deferred tax benefit (expense)	-	-	-	(274,125)	(274,125)
CAPITAL SHARE TRANSACTIONS					
Distributions declared	-	-	-	(2,888,283)	(2,888,283)
Repurchase of common shares	(15,909)	(16)	(795,916)	-	(795,932)
Total Increase (Decrease) in Net Assets	(15,909)	(16)	(795,916)	(2,817,722)	(3,613,654)
Balance at June 30, 2025	2,003,869	2,004	704,113,672	(547,421,557)	156,694,119
Balance at September 30, 2025	2,003,769	\$ 2,004	\$ 704,640,648	\$ (543,868,352)	\$ 160,774,300
OPERATIONS					
Net investment income (loss)	-	-	-	4,949,389	4,949,389
Net realized gains (losses) on investments	-	-	-	(14,223)	(14,223)
Net change in unrealized appreciation (depreciation) on investments	-	-	-	(3,660,141)	(3,660,141)
Deferred tax benefit (expense)	-	-	-	(676,181)	(676,181)
Loss on Extinguishment of Debt (see Note 5)	-	-	-	(12,314)	(12,314)
CAPITAL SHARE TRANSACTIONS					
Distributions declared	-	-	-	(141,563)	(141,563)
Repurchase of common shares	(71,296)	(72)	(3,356,288)	-	(3,356,360)
Total Increase (Decrease) in Net Assets	(71,296)	(72)	(3,356,288)	444,967	(2,911,393)
Balance at June 30, 2026	1,932,473	\$ 1,932	\$ 701,284,360	\$ (543,423,385)	\$ 157,862,907

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended June 30,	
	2026	2025
Cash Flows from Operating Activities:		
Net increase (decrease) in net assets resulting from operations	\$ 586,530	\$ 70,561
Adjustments to reconcile net increase (decrease) in net assets resulting from operations to net cash provided by (used in) operating activities:		
Proceeds from sale and settlements of investments	47,888,979	90,769,387
Purchases, originations and participations	(48,665,051)	(159,511,135)
Investment increases due to payment-in-kind interest	(1,391,795)	(832,055)
Net amortization of premium (discount) on investments	(871,319)	(353,418)
Amortization of debt issuance cost	249,455	276,330
Amortization of deferred financing cost	229,583	482,673
Net realized (gains) losses from investments	14,223	11,882,154
Net unrealized (gains) losses on investments	3,660,141	(8,477,906)
Loss on extinguishment of debt	12,314	-
(Increase) decrease in operating assets:		
Interest receivable	(218,111)	177,952
Other receivable	44,971	49,198
Dividends receivable	(18,250)	23,468
Due from affiliate	314,021	(1,011,099)
Other assets	356,781	768,168
Prepaid share repurchase	11,545	-
Receivable for investments sold	21,549	2,920,330
Provision for deferred taxes on unrealized appreciation/(depreciation) on investments	564,287	274,125
Increase (decrease) in operating liabilities:		
Accounts payable and accrued expenses	(2,799,457)	(2,269,332)
Interest and fees payable	(66,186)	444,981
Other liabilities	23,634	(103,320)
Due to Affiliate	(5,429)	64,217
Taxes payable	(60,029)	-
Administrator expenses payable	97,386	-
Net cash provided by (used in) operating activities	(20,228)	(64,354,721)
Cash Flows from Financing Activities:		
Debt issuance	-	36,918,666
Paydowns on debt	(1,563,137)	(28,000,000)
Deferred financing costs	(30,000)	(1,180,770)
Distributions paid to shareholders	(141,563)	(2,888,283)
Repurchase of common shares	(3,356,360)	(795,932)
Net cash provided by (used in) financing activities	(5,091,060)	4,053,681
Net increase (decrease) in cash and cash equivalents	(5,111,288)	(60,301,040)
Cash and cash equivalents, beginning of period	7,289,371	67,571,559
Cash and cash equivalents, end of period	<u>\$ 2,178,083</u>	<u>\$ 7,270,519</u>
Supplemental information:		
Interest paid during the period	\$ 6,628,749	\$ 6,418,876
Non-cash purchase of investments	\$ -	\$ 12,665,596
Non-cash sale of investments	\$ -	\$ 12,665,596

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

Company⁽¹⁾	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units⁽²⁾	Amortized Cost⁽³⁾	Fair Value⁽⁴⁾	% of Net Assets⁽⁵⁾
<u>Non-Controlled/Non-Affiliated Investments:</u>							
Adamas Trust, Inc.(11)	Real Estate	Equity - 44,490 Class E Preferred Units(13)		44,490	\$ 1,103,267	\$ 1,125,597	0.71%
		(24)					
		Equity - 17,243 Class F Preferred Units(13)		17,243	375,635	419,350	0.27%
		(18)		61,733	1,478,902	1,544,947	0.98%
Altisource S.A.R.L.(11)	Services: Business	Senior Secured First Lien Term Loan	4/30/2030				
		B (SOFR + CSA + 6.50%)(14)(19)(20)(24)		7,999,115	8,923,358	8,359,075	5.30%
		Equity - 547,179 Units(13)(21)		547,179	3,327,903	4,103,843	2.60%
		Warrants(13)(21)	4/2/2029	111,343	647,105	44,537	0.03%
		Warrants(13)(21)	4/30/2032	111,343	622,110	31,176	0.02%
				8,768,980	13,520,476	12,538,631	7.95%
Arora Engineers, LLC	Construction & Building	First Lien Term Loan (SOFR + 7.00%, 3.00%	12/30/2030				
		Floor)(23)		9,628,125	9,449,978	9,387,422	5.95%
Arora Holdings, LLC		Warrants - 444,382 Units(21)		444,382	870,125	802,585	0.51%
Jacmel Arora, LLC		Equity - 3,150,000 Preferred Units(21)		3,377,999	2,185,375	2,436,382	1.54%
				13,540,506	12,505,478	12,626,389	8.00%
Copper Property CTL Pass Through Trust	Real Estate	Equity Certificates(13)		437,795	4,324,211	4,771,966	3.02%
				437,795	4,324,211	4,771,966	3.02%
Innovate Corp.(11)	Construction & Building	10.50% Senior Secured Notes(14)(29)	2/1/2027	4,797,426	4,262,089	4,209,741	2.67%
				4,797,426	4,262,089	4,209,741	2.67%
Invesco Mortgage Capital, Inc.(11)	Real Estate	Equity - 180,000 Common Units(13)		180,000	1,411,789	1,422,000	0.90%
				180,000	1,411,789	1,422,000	0.90%
JFL-NGS-WCS Partners, LLC	Construction & Building	Equity - 10,000,000 Units(21)		10,000,000	10,000,000	14,000,000	8.87%
				10,000,000	10,000,000	14,000,000	8.87%
Lucky Bucks, LLC (dba Arc Gaming & Technologies LLC)	Consumer Discretionary	Priority Second Out Term Loan (SOFR + CSA	10/2/2029				
		+ 7.50%, 1.00% Floor)(20)(24)		2,368,157	2,223,630	1,373,531	0.87%
LB NewHoldCo, LLC		Priority First Out Exit Term Loan (SOFR +	10/2/2028				
		CSA + 7.50%, 1.00% Floor)(20)(24)		1,650,120	1,547,132	1,584,115	1.00%
		Equity - 230,739 Membership Units(21)		230,739	449,393	-	0.00%
				4,249,016	4,220,155	2,957,646	1.87%

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PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

Company⁽¹⁾	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units⁽²⁾	Amortized Cost⁽³⁾	Fair Value⁽⁴⁾	% of Net Assets⁽⁵⁾
MFA Financial, Inc.(11)	Real Estate	Equity - 39,493 Class C Preferred Units(13)		39,493	\$ 971,472	\$ 889,382	0.56%
		(24)		110,000	1,036,510	1,065,900	0.68%
		Equity - 110,000 Common Units(13)		149,493	2,007,982	1,955,282	1.24%
Monitronics International, LLC	Services: Business	Senior Secured First Lien Term Loan (SOFR + CSA + 7.50%, 3.00% Floor)(14)(20)(24)	6/30/2028	1,987,392	1,987,392	1,977,455	1.25%
				1,987,392	1,987,392	1,977,455	1.25%
Onity Group Inc.(11)	Real Estate	Equity - 200,000 Preferred Units(16)		200,000	3,925,000	4,016,000	2.54%
		Equity - 35,000 Common Units(13)		35,000	1,348,947	1,391,250	0.88%
				235,000	5,273,947	5,407,250	3.42%
PHH Mortgage Corp.	Real Estate	9.875% Senior Secured Note(14)	11/1/2029	4,000,000	3,816,800	3,905,000	2.47%
				4,000,000	3,816,800	3,905,000	2.47%
Power Stop LLC	Automotive	Senior Secured First Lien Term Loan (SOFR + CSA + 4.50%, 0.50% Floor)(14)(20)(24)	1/26/2029	9,627,792	8,441,255	8,893,673	5.63%
				9,627,792	8,441,255	8,893,673	5.63%
PREIT Associates	Real Estate	Senior Secured First Lien Term Loan (SOFR + 7.00%)(14)(23)	4/1/2029	34,959	34,260	35,440	0.02%
		Senior Secured Revolving Note (SOFR + 5.50%)(8)(23)	12/31/2028	97,606	96,753	95,161	0.06%
				132,565	131,013	130,601	0.08%
PSB Group, LLC	Services: Consumer	Senior Secured First Lien Term Loan (SOFR + 6.75%, 1.00% Floor)(23)	4/17/2030	8,529,909	8,492,029	8,529,909	5.40%
		Senior Secured First Lien Revolver (SOFR + 6.50%, 1.00% Floor)(8)(12)(23)	4/17/2030	-	-	-	0.00%
				8,529,909	8,492,029	8,529,909	5.40%
Redwood Trust Inc.(11)	Real Estate	Equity - 185,000 Common Units(13)		310,000	1,789,262	1,469,400	0.93%
				310,000	1,789,262	1,469,400	0.93%
Revolt Media and TV, LLC	Media: Broadcasting & Subscription	Senior Secured First Out Term Loan (SOFR + CSA + 7.25%, 3.00% Floor)(20)(23)	7/31/2029	7,750,000	7,440,913	7,440,000	4.71%
				7,750,000	7,440,913	7,440,000	4.71%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

Company⁽¹⁾	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units⁽²⁾	Amortized Cost⁽³⁾	Fair Value⁽⁴⁾	% of Net Assets⁽⁵⁾
Spotter Inc.	High Tech Industries	Equity - Series E-1 Preferred Stock(21)		51,786	750,005	776,272	0.49%
		Equity - Series E-2-D Preferred Stock(21)		414,293	5,999,998	5,849,817	3.71%
				466,079	6,750,003	6,626,089	4.20%
SS Acquisition, LLC (dba Soccer Shots Franchising)	Services: Consumer	Senior Secured First Lien Term Loan (SOFR + 5.75%, 1.00% Floor)(23)	12/20/2029	13,367,857	13,311,882	13,367,857	8.47%
		Senior Secured First Lien Revolver (SOFR + 5.75%, 1.00% Floor)(8)(12)(23)	12/20/2029	400,000	400,000	400,000	0.25%
				13,767,857	13,711,882	13,767,857	8.72%
Stancor (dba Industrial Flow Solutions Holdings, LLC)	Services: Business	Equity - 358,867 Class A Units(21)		358,867	345,491	317,967	0.20%
				358,867	345,491	317,967	0.20%
Tamarix Capital Partners II, L.P.(11)	Banking	Fund Investment(8)(22)		N/A	2,138,134	2,412,444	1.53%
				-	2,138,134	2,412,444	1.53%
Thryv Holdings, Inc.(11)	Media: Broadcasting & Subscription	Senior Secured First Lien Term Loan (SOFR + 6.75%, 1.00% Floor)(14)(23)	5/1/2029	2,025,000	2,012,049	1,984,500	1.26%
				2,025,000	2,012,049	1,984,500	1.26%
WHI Global, LLC	Aerospace & Defense	Senior Secured Revolving Note(SOFR + CSA + 8.75%, 3.00% Floor)(8)(12)(20)(23)	4/17/2029	1,925,973	1,911,532	1,912,492	1.21%
		Senior Secured First Lien Term Loan(SOFR + CSA + 8.75%, 3.00% Floor)(20)(23)	4/17/2029	12,276,600	12,183,291	12,190,662	7.73%
		Equity - 350 Common Shares(21)		350	700,000	885,430	0.56%
				14,202,923	14,794,823	14,988,584	9.50%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

Company ⁽¹⁾	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units ⁽²⁾	Amortized Cost ⁽³⁾	Fair Value ⁽⁴⁾	% of Net Assets ⁽⁵⁾
XYZ Roofco, LLC (dba SMC Roofing Solutions LLC)	Services: Consumer	First Out Term Loan (SOFR + 3.50%, 2.00% Floor)(24)	10/16/2028				
				599,473	605,093	578,492	0.37%
		First Out Delayed Draw Term Loan (SOFR + 3.50%, 2.00% Floor)(24)	10/16/2028	30,950	31,933	29,867	0.02%
		Last Out Term Loan (SOFR + 6.25% + 2.75% First Out Skim, 2.00% Floor)(24)	10/16/2028	1,863,568	1,865,640	1,798,343	1.14%
		Last Out Delayed Draw Term Loan (SOFR + 6.25% + 2.75% First Out Skim, 2.00% Floor) (24)	10/16/2028	140,082	140,082	135,179	0.09%
				<u>2,634,073</u>	<u>2,642,748</u>	<u>2,541,881</u>	<u>1.62%</u>
Subtotal Non-Controlled/Non-Affiliated Investments				<u>108,122,406</u>	<u>\$133,498,823</u>	<u>\$136,419,212</u>	<u>86.42%</u>
Affiliated Investments: ⁽⁶⁾							
Advocates for Disabled Vets, LLC (dba Reps for Vets)	Consumer	Senior Secured First Lien Term Loan (10.00% + 4.00% PIK)	3/7/2030	8,950,485	8,811,064	8,245,634	5.22%
		Senior Secured Delayed Draw Term Loan (14.00%)(8)(23)	8/29/2029	225,000	225,132	221,625	0.14%
Fairlong RFV Holdings LLC		Equity - 3,375,000 Units(21)		3,375,000	3,375,000	2,398,889	1.52%
		Preferred Equity - 110,440 Units(21)		110,440	99,396	99,396	0.06%
				<u>12,660,925</u>	<u>12,510,592</u>	<u>10,965,544</u>	<u>6.94%</u>
FST Holdings Parent, LLC	High Tech Industries	Equity - 625,548 Class A Units(17)		625,548	10,008,289	12,956,608	8.22%
				<u>625,548</u>	<u>10,008,289</u>	<u>12,956,608</u>	<u>8.22%</u>
MB Precision Investment Holdings LLC	Aerospace & Defense	Senior Secured First Lien Term Loan(SOFR + CSA + 8.00%, 4.00% Floor)(19)(20)(24)	10/1/2028	6,757,183	6,673,243	6,123,697	3.88%
		Senior Secured Delayed Draw Term Loan(SOFR + CSA + 10.00%, 4.00% Floor)(8)(19)(20)(24)	10/1/2028	2,847,566	2,779,299	2,641,118	1.67%
		Senior Secured First Lien Revolver(SOFR + CSA + 8.00%, 4.00% Floor)(8)(12)(19)(20)(24)	10/1/2028	2,193,797	2,179,823	1,988,129	1.26%
		Equity - Class E Preferred Units(19)(21)		4,751,435	3,823,700	2,007,481	1.27%
		Warrants - 2.28% of Outstanding Equity(21)		3,380,282	827,409	-	0.00%
				<u>19,930,263</u>	<u>16,283,474</u>	<u>12,760,425</u>	<u>8.08%</u>
Subtotal Affiliated Investments				<u>33,216,736</u>	<u>\$ 38,802,355</u>	<u>\$ 36,682,577</u>	<u>23.24%</u>

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

Company ⁽¹⁾	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units ⁽²⁾	Amortized Cost ⁽³⁾	Fair Value ⁽⁴⁾	% of Net Assets ⁽⁵⁾
Controlled Investments: ⁽⁷⁾							
ECC Capital Corp.	Real Estate	Equity - 84,000,000 Units(13)(21)	12/31/2031	84,000,000	\$ 4,257,002	\$ 7,560,000	4.79%
		Senior Secured Promissory Note (SOFR + 5.00%, 0.00% Floor)(24)		6,997,012	6,997,012	6,997,012	4.43%
				90,997,012	11,254,014	14,557,012	9.22%
FlexFIN, LLC	Services: Business	Equity Interest		35,308,760	34,562,960	35,308,760	22.37%
			35,308,760	34,562,960	35,308,760	22.37%	
NSG Captive, Inc.	Insurance	Equity - 100,000 Units(9)(21)		100,000	55,729,376	58,515,918	37.06%
				100,000	55,729,376	58,515,918	37.06%
NVTN LLC	Hotel, Gaming & Leisure	Senior Secured First Lien Term Loan D (SOFR + 7.00%, 2.00% Floor)(24)	12/31/2029	9,850,000	9,979,539	9,850,000	6.24%
		Senior Secured First Lien Term Loan B (AFR) (26)	12/31/2029	17,552,420	13,916,082	9,653,831	6.12%
		Senior Secured First Lien Term Loan C (SOFR + 12.00% PIK, 2.00% Floor)(10)(24)	12/31/2029	11,506,159	7,570,055	-	0.00%
		Senior Secured Revolving Note (SOFR + 7.00%, 2.00% Floor)(24)	12/31/2029	650,000	650,000	650,000	0.41%
		Equity - 1,000 Class A Units(21)		1,000	21,450,924	-	0.00%
				39,559,579	53,566,600	20,153,831	12.77%
Subtotal Control Investments				165,965,351	\$155,112,950	\$128,535,521	81.42%
Total Investments, June 30, 2026				307,304,493	\$327,414,128	\$301,637,310	191.08%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of June 30, 2026
(Unaudited)

- (1) Substantially all of our investments are domiciled in the United States. Certain investments also have international operations.
- (2) Par amount is presented for debt investments and the amount includes accumulated payment-in-kind (“PIK”) interest, as applicable, and is net of repayments, while the number of shares or units owned is presented for equity investments. Par amount is denominated in U.S. Dollars (“\$”) unless otherwise noted.
- (3) Net unrealized depreciation for U.S. federal income tax purposes totaled \$(25,776,818).
The tax cost basis of investments is \$327,414,128 as of June 30, 2026.
The amortized cost represents the original cost adjusted for the amortization or accretion of premium or discount, as applicable, on debt investments using the effective interest method.
- (4) Unless otherwise indicated, all securities are valued using significant unobservable inputs, which are categorized as Level 3 assets under the definition of ASC 820 fair value hierarchy (see Note 4).
- (5) Percentage is based on net assets of \$157,862,907 as of June 30, 2026.
- (6) Affiliated Investments are defined by the 1940 Act as investments in companies in which the Company owns between 5% and 25% of outstanding voting securities or is under common control with such portfolio company.
- (7) Control Investments are defined by the Investment Company Act of 1940, as amended (the “1940 Act”), as investments in companies in which the Company owns more than 25% of the voting securities or maintains greater than 50% of the board representation.
- (8) The investment has an unfunded commitment as of June 30, 2026 (see Note 8), and fair value includes the value of any unfunded commitments. The negative cost, if applicable, is the result of the capitalized discount being greater than the principal amount outstanding on the loan. The negative fair value, if applicable, is the result of the capitalized discount on the loan.
- (9) NSG Captive, Inc. owns approximately 86.7% of National Security Group Holdings Inc.
- (10) The investment was on non-accrual status as of June 30, 2026.
- (11) The investment is not a qualifying asset as defined under Section 55(a) of the 1940 Act, in whole, or in part. As of June 30, 2026, non-qualifying assets represented 10.6% of total assets.
- (12) This investment earns 0.50% commitment fee on all unused commitments as of June 30, 2026, and is recorded as a component of interest income on the Consolidated Statements of Operations.
- (13) This investment represents a Level 1 security in the ASC 820 table as of June 30, 2026 (see Note 4).
- (14) This investment represents a Level 2 security in the ASC 820 table as of June 30, 2026 (see Note 4).
- (15) Not in use.
- (16) The interest rate on this preferred equity is 7.875%.
- (17) The investment is held through PhenixFIN Investment Holdings FST, LLC.
- (18) The interest rate on this preferred equity is fixed-to-floating and will shift to 3 month SOFR plus a CSA of 0.262% plus a 6.130% spread on 10/15/2026.
- (19) The investment includes an exit fee that is receivable upon repayment of the loan. See Note 2 “Significant Accounting Policies.”
- (20) Credit Spread Adjustment (“CSA”).
- (21) Non-income producing security.
- (22) The investment is valued using NAV as a practical expedient.
- (23) The interest rate on these securities is subject to 1 month SOFR, which as of June 30, 2026 was 3.65%.
- (24) The interest rate on these securities is subject to 3 month SOFR, which as of June 30, 2026 was 3.73%.
- (25) Not in use.
- (26) The interest rate on these securities is subject to the quarterly Applicable Federal Rate, (“AFR”), which as of June 30, 2026 was 3.79%.

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

Company(1)	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units(2)	Amortized Cost(3)	Fair Value(4)	% of Net Assets(5)
<u>Non-Controlled/Non-Affiliated Investments:</u>							
Adamas Trust, Inc.(11)	Real Estate	Equity - 221,469 Class E Preferred Units(13)		\$ 221,469	\$ 5,510,240	\$ 5,565,516	3.45%
		(24)		17,243	375,635	392,278	0.24%
		Equity - 17,243 Class F Preferred Units(13)(18)		<u>238,712</u>	<u>5,885,875</u>	<u>5,957,794</u>	<u>3.69%</u>
Altisource S.A.R.L.(11)	Services: Business	Senior Secured First Lien Term Loan B (SOFR	4/30/2030				
		+ CSA + 6.50%)(14)(20)(24)(27)		8,040,718	8,460,009	8,322,143	5.18%
		Equity - 547,180 Units(13)(21)		547,180	3,327,909	6,380,119	3.97%
		Warrants(13)(21)	4/2/2029	111,343	647,105	77,940	0.05%
		Warrants(13)(21)	4/30/2032	111,343	622,110	64,579	0.04%
				<u>8,810,584</u>	<u>13,057,133</u>	<u>14,844,781</u>	<u>9.24%</u>
Boostability Seotowncenter, Inc.	Services: Business	Equity - 833,152 Common Units(21)		833,152	66,475	-	0.00%
				<u>833,152</u>	<u>66,475</u>	<u>-</u>	<u>0.00%</u>
CB&L Associates Holdco I, LLC(11)	Real Estate	First Lien Term Loan (SOFR + CSA + 2.75%, 1.00% Floor)(14)(20)(23)(29)	11/1/2025	2,879,525	2,419,049	2,753,546	1.71%
				<u>2,879,525</u>	<u>2,419,049</u>	<u>2,753,546</u>	<u>1.71%</u>
Chimera Investment Corp. (11)	Real Estate	Equity - 151,710 Class C Preferred Units(13)		151,710	3,635,972	3,504,501	2.18%
		(15)		26,133	635,531	629,544	0.39%
		Equity - 26,133 Class B Preferred Units(13)(24)		<u>177,843</u>	<u>4,271,503</u>	<u>4,134,045</u>	<u>2.57%</u>
Compass Diversified Holdings(11)	Real Estate	Equity - 22,049 Series C Preferred Units(13)(28)		22,049	381,008	405,702	0.25%
				<u>22,049</u>	<u>381,008</u>	<u>405,702</u>	<u>0.25%</u>

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

Company(1)	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units(2)	Amortized Cost(3)	Fair Value(4)	% of Net Assets(5)
Copper Property CTL Pass Through Trust	Real Estate	Equity Certificates(13)		637,795	7,200,434	7,915,036	4.92%
				637,795	7,200,434	7,915,036	4.92%
Franklin BSP Realty Trust, Inc.(11)	Real Estate	Equity - 50,000 Common Units(13)		50,000	498,155	543,000	0.34%
				50,000	498,155	543,000	0.34%
Innovate Corp.(11)	Construction & Building	10.50% Senior Secured Notes(14)	2/1/2027	4,558,125	4,022,788	4,033,941	2.51%
				4,558,125	4,022,788	4,033,941	2.51%
Invesco Mortgage Capital, Inc.(11)	Real Estate	Equity - 180,000 Common Units(13)		180,000	1,411,789	1,360,800	0.85%
				180,000	1,411,789	1,360,800	0.85%
NGS-WCS Group Holdings	Construction & Building	Senior Secured First Lien Term Loan B (SOFR + 4.75%, 0.50% Floor)(23)	5/31/2030	987,500	983,422	997,375	0.62%
JFL-NGS-WCS Partners, LLC		Equity - 10,000,000 Units(21)		10,000,000	10,000,000	13,100,000	8.15%
				10,987,500	10,983,422	14,097,375	8.77%
Kemmerer Operations, LLC	Metals & Mining	Senior Secured First Lien Term Loan (SOFR + 5.00%)(24)	12/31/2028	8,762,782	8,762,782	8,762,782	5.45%
				8,762,782	8,762,782	8,762,782	5.45%
Lucky Bucks, LLC (dba Arc Gaming & Technologies LLC)	Consumer Discretionary	Priority Second Out Term Loan (SOFR + CSA + 7.50%, 5.00% PIK, 1.00% Floor)(20)(25)	10/2/2029	\$ 2,143,683	\$ 1,998,121	\$ 1,993,625	1.24%
		Priority First Out Exit Term Loan (SOFR + CSA + 7.50%, 1.00% Floor)(20)(25)	10/2/2028	1,514,302	1,410,541	1,514,302	0.94%
LB NewHoldCo, LLC		Equity - 230,739 Membership Units(21)		230,739	449,393	994,485	0.62%
				3,888,724	3,858,055	4,502,412	2.80%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

Company(1)	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units(2)	Amortized Cost(3)	Fair Value(4)	% of Net Assets(5)
MFA Financial, Inc.(11)	Real Estate	Equity - 114,695 Class C Preferred Units(13)					
		(24)		114,695	2,800,579	2,737,770	1.70%
		Equity - 70,000 Common Units(13)		70,000	714,994	643,300	0.40%
				<u>184,695</u>	<u>3,515,573</u>	<u>3,381,070</u>	<u>2.10%</u>
Neptune Bidco US, Inc. (dba Nielsen)	Media: Broadcasting & Subscription	First Lien Term Loan (SOFR + CSA + 5.00%, 0.50% Floor)(14)(20)(24)	4/11/2029				
				2,967,133	2,786,574	2,822,486	1.76%
		9.29% Senior Secured Note(14)	4/15/2029	4,000,000	3,676,250	3,910,000	2.43%
				<u>6,967,133</u>	<u>6,462,824</u>	<u>6,732,486</u>	<u>4.19%</u>
Onity Group Inc.(11)	Real Estate	Equity - 200,000 Preferred Units(28)		200,000	3,925,000	3,948,000	2.46%
				<u>200,000</u>	<u>3,925,000</u>	<u>3,948,000</u>	<u>2.46%</u>
PHH Mortgage Corp.	Real Estate	9.875% Senior Secured Note(14)	11/1/2029	2,500,000	2,343,050	2,515,625	1.56%
				<u>2,500,000</u>	<u>2,343,050</u>	<u>2,515,625</u>	<u>1.56%</u>
Power Stop LLC	Automotive	Senior Secured First Lien Term Loan (SOFR + CSA + 4.75%, 0.50% Floor)(14)(20)(24)	1/26/2029	9,704,216	8,504,727	7,860,415	4.89%
				<u>9,704,216</u>	<u>8,504,727</u>	<u>7,860,415</u>	<u>4.89%</u>
PREIT Associates	Real Estate	Senior Secured First Lien Term Loan (SOFR + 7.00%)(14)(23)	4/1/2029	56,201	55,077	57,606	0.04%
		Senior Secured Revolving Note (SOFR + 5.50%)(8)(23)	12/31/2028	73,083	72,230	71,251	0.04%
				<u>129,284</u>	<u>127,307</u>	<u>128,857</u>	<u>0.08%</u>
PSB Group, LLC	Services: Consumer	Senior Secured First Lien Term Loan (SOFR + 6.50%, 1.00% Floor)(23)	4/17/2030	5,706,618	5,679,996	5,706,618	3.55%
		Senior Secured First Lien Revolver (SOFR + 6.50%, 1.00% Floor)(8)(12)(23)	4/17/2030	293,137	293,137	293,137	0.18%
				<u>5,999,755</u>	<u>5,973,133</u>	<u>5,999,755</u>	<u>3.73%</u>
Redwood Trust Inc.(11)	Real Estate	Equity - 165,000 Common Units(13)		165,000	1,012,942	955,350	0.59%
				<u>165,000</u>	<u>1,012,942</u>	<u>955,350</u>	<u>0.59%</u>

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PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

Company(1)	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units(2)	Amortized Cost(3)	Fair Value(4)	% of Net Assets(5)
SS Acquisition, LLC (dba Soccer Shots Franchising)	Services: Consumer	Senior Secured First Lien Term Loan (SOFR + 5.75%, 1.00% Floor)(23)	12/20/2029	13,469,643	13,404,028	13,469,643	8.38%
		Senior Secured First Lien Revolver (SOFR + 5.75%, 1.00% Floor)(8)(12)(23)	12/20/2029	400,000	400,000	400,000	0.25%
				13,869,643	13,804,028	13,869,643	8.63%
Stancor (dba Industrial Flow Solutions Holdings, LLC)	Services: Business	Equity - 358,867 Class A Units(21)		358,867	345,491	314,132	0.20%
				358,867	345,491	314,132	0.20%
Spotter Inc.	High Tech Industries	Equity - Series D-1 Preferred Stock(21)		414,293	5,999,998	5,999,998	3.73%
				414,293	5,999,998	5,999,998	3.73%
Staples, Inc.	Services: Consumer	First Lien Term Loan (SOFR + 5.75%, 0.50% Floor)(14)(24)	9/1/2029	3,960,000	3,830,925	3,742,200	2.33%
				3,960,000	3,830,925	3,742,200	2.33%
Tamarix Capital Partners II, L.P.(11)	Banking	Fund Investment(8)(21)		N/A	2,194,384	2,227,463	1.39%
				-	2,194,384	2,227,463	1.39%
Thryv Holdings, Inc.(11)	Media: Broadcasting & Subscription	Senior Secured First Lien Term Loan (SOFR + 6.75%, 1.00% Floor)(14)(23)	5/1/2029	2,025,000	2,009,375	2,027,531	1.26%
				2,025,000	2,009,375	2,027,531	1.26%
WHI Global, LLC	Aerospace & Defense	Senior Secured Revolving Note(SOFR + CSA + 8.75%, 3.00% Floor)(8)(12)(20)(23)	4/17/2029	884,053	863,075	876,097	0.54%
		Senior Secured First Lien Term Loan(SOFR + CSA + 8.75%, 3.00% Floor)(20)(23)	4/17/2029	12,369,840	12,256,814	12,258,511	7.62%
		Equity - 350 Common Shares(21)		350	700,000	483,284	0.30%
				13,254,243	13,819,889	13,617,892	8.46%
XYZ Roofco, LLC (dba SMC Roofing Solutions LLC)	Services: Consumer	First Out Term Loan (SOFR + 3.50%, 2.00% Floor)(24)	10/16/2028	618,546	623,442	618,546	0.38%
		First Out Delayed Draw Term Loan (SOFR + 3.50%, 2.00% Floor)(24)	10/16/2028	30,950	31,933	31,128	0.02%
		Last Out Term Loan (SOFR + 6.25% + 2.75% First Out Skim, 2.00% Floor)(24)	10/16/2028	1,863,568	1,859,920	1,858,909	1.16%
		Last Out Delayed Draw Term Loan (SOFR + 6.25% + 2.75% First Out Skim, 2.00% Floor)(24)	10/16/2028	140,082	140,082	139,955	0.09%
				2,653,146	2,655,377	2,648,538	1.65%
Subtotal Non-Controlled/Non-Affiliated Investments				104,412,066	\$139,342,491	\$145,280,169	90.35%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

Company(1)	Industry	Type of Investment	Maturity	Par Amount/ Shares/Units(2)	Amortized Cost(3)	Fair Value(4)	% of Net Assets(5)
Affiliated Investments:(6)							
Advocates for Disabled Vets, LLC (dba Reps for Vets)	Services: Consumer	12% Senior Secured First Lien Term Loan	3/7/2030				
				8,932,500	8,770,471	8,798,513	5.47%
		Equity - 3,375,000 Units(21)		3,375,000	3,375,000	3,359,511	2.09%
				12,307,500	12,145,471	12,158,024	7.56%
FST Holdings Parent, LLC	High Tech Industries	Equity - 625,548 Class A Units(17)		625,548	10,008,289	10,960,741	6.82%
				625,548	10,008,289	10,960,741	6.82%
MB Precision Investment Holdings LLC	Aerospace & Defense	Senior Secured First Lien Term Loan(SOFR + CSA + 8.00%, 4.00% Floor)(20)(24)(27)	9/30/2028				
		Senior Secured Delayed Draw Term Loan(SOFR + CSA + 10.00%, 4.00% Floor)(8)(20)(24)(27)	10/1/2028	6,843,380	6,696,228	6,398,561	3.98%
				505,470	468,621	490,306	0.30%
		Senior Secured First Lien Revolver(SOFR + CSA + 8.00%, 4.00% Floor)(8)(12)(20)(24)(27)	9/30/2028				
				2,112,671	2,077,048	1,975,347	1.23%
		Equity - Class E Preferred Units(21)(27)		4,106,076	3,167,157	2,725,408	1.70%
		Warrants - 2.28% of Outstanding Equity(21)		3,380,282	827,409	673,018	0.42%
		16,947,879	13,236,463	12,262,640	7.63%		
Subtotal Affiliated Investments				29,880,927	\$ 35,390,223	\$ 35,381,405	22.01%
Controlled Investments:(7)							
ECC Capital Corp.	Real Estate	Equity - 84,000,000 Units(13)(21)		84,000,000	\$ 4,257,002	\$ 6,636,000	4.13%
		Senior Secured Promissory Note (SOFR + 5.00%, 0.00% Floor)(24)	12/31/2031	6,997,012	6,997,012	6,997,012	4.35%
				90,997,012	11,254,014	13,633,012	8.48%
FlexFIN, LLC	Services: Business	Equity Interest		37,180,761	37,180,761	37,180,761	23.13%
				37,180,761	37,180,761	37,180,761	23.13%
NSG Captive, Inc.	Insurance	Equity - 100,000 Units(9)(21)		100,000	49,255,076	48,469,540	30.15%
				100,000	49,255,076	48,469,540	30.15%
NVTN LLC	Hotel, Gaming & Leisure	Senior Secured Revolving Note (SOFR + 7.00%, 2.00% Floor)(23)	12/31/2026	8,900,000	9,029,539	8,900,000	5.54%
		Senior Secured First Lien Term Loan B (AFR) (26)	12/31/2026	17,552,420	13,916,082	13,427,601	8.35%
		Senior Secured First Lien Term Loan C (SOFR + 12.00% PIK, 2.00% Floor)(10)	12/31/2026	11,506,159	7,570,055	-	0.00%
		Equity - 1,000 Class A Units(21)		1,000	21,450,924	-	0.00%
				37,959,579	51,966,600	22,327,601	13.89%
Subtotal Control Investments				166,237,352	\$149,656,451	\$121,610,914	75.65%
Total Investments, September 30, 2025				300,530,345	\$324,389,165	\$302,272,488	188.01%

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Consolidated Schedule of Investments
As of September 30, 2025

- (1) Substantially all of our investments are domiciled in the United States. Certain investments also have international operations.
- (2) Par amount is presented for debt investments and the amount includes accumulated payment-in-kind (“PIK”) interest, as applicable, and is net of repayments, while the number of shares or units owned is presented for equity investments. Par amount is denominated in U.S. Dollars (“\$”) unless otherwise noted.
- (3) Net unrealized depreciation for U.S. federal income tax purposes totaled \$(22,116,677).
The tax cost basis of investments is \$323,885,351 as of September 30, 2025.
The amortized cost represents the original cost adjusted for the amortization or accretion of premium or discount, as applicable, on debt investments using the effective interest method.
- (4) Unless otherwise indicated, all securities are valued using significant unobservable inputs, which are categorized as Level 3 assets under the definition of ASC 820 fair value hierarchy (see Note 4).
- (5) Percentage is based on net assets of \$160,774,300 as of September 30, 2025.
- (6) Affiliated Investments are defined by the 1940 Act as investments in companies in which the Company owns between 5% and 25% of outstanding voting securities or is under common control with such portfolio company.
- (7) Control Investments are defined by the Investment Company Act of 1940, as amended (the “1940 Act”), as investments in companies in which the Company owns more than 25% of the voting securities or maintains greater than 50% of the board representation.
- (8) The investment has an unfunded commitment as of September 30, 2025 (see Note 8), and fair value includes the value of any unfunded commitments. The negative cost, if applicable, is the result of the capitalized discount being greater than the principal amount outstanding on the loan. The negative fair value, if applicable, is the result of the capitalized discount on the loan.
- (9) NSG Captive, Inc. owns 80% of National Security Group Holdings Inc.
- (10) The investment was on non-accrual status as of September 30, 2025.
- (11) The investment is not a qualifying asset as defined under Section 55(a) of the 1940 Act, in whole, or in part. As of September 30, 2025, non-qualifying assets represented 14.70% of total assets.
- (12) This investment earns 0.50% commitment fee on all unused commitments as of September 30, 2025, and is recorded as a component of interest income on the Consolidated Statements of Operations.
- (13) This investment represents a Level 1 security in the ASC 820 table as of September 30, 2025 (see Note 4).
- (14) This investment represents a Level 2 security in the ASC 820 table as of September 30, 2025 (see Note 4).
- (15) The interest rate on this preferred equity is fixed-to-floating and shifted to 3 month SOFR plus a CSA of 0.262% plus a 4.743% spread on 9/30/2025.
- (16) The interest rate on this preferred equity is fixed-to-floating and will shift to 3 month SOFR plus a CSA of 0.262% plus a 5.29% spread on 9/27/2027.
- (17) The investment is held through PhenixFIN Investment Holdings FST, LLC.
- (18) The interest rate on this preferred equity is fixed-to-floating and will shift to 3 month SOFR plus a CSA of 0.262% plus a 6.130% spread on 10/15/2026.
- (19) The interest rate on this preferred equity is fixed-to-floating and will shift to a rate equal to the five-year US Treasury Rate plus a 6.278% spread on 4/15/2028
- (20) Credit Spread Adjustment (“CSA”).
- (21) Non-income producing security.
- (22) The investment is valued using NAV as a practical expedient.
- (23) The interest rate on these securities is subject to 1 month SOFR, which as of September 30, 2025 was 4.13%.
- (24) The interest rate on these securities is subject to 3 month SOFR, which as of September 30, 2025 was 3.98%.
- (25) The interest rate on these securities is subject to 6 month SOFR, which as of September 30, 2025 was 3.85%.
- (26) The interest rate on these securities is subject to the monthly Applicable Federal Rate, which as of September 30, 2025 was 3.93%.
- (27) The investment includes an exit fee that is receivable upon repayment of the loan. See Note 2 “Significant Accounting Policies.”
- (28) The interest rate on this preferred equity is 7.875%.
- (29) On November 1, 2025, the maturity date of this investment was extended to 11/1/2026

The accompanying notes are an integral part of these consolidated financial statements.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 1. Organization

PhenixFIN Corporation (“PhenixFIN,” the “Company,” “we” and “us”) is an internally-managed non-diversified closed-end management investment company incorporated in Delaware that has elected to be regulated as a business development company (“BDC”) under the Investment Company Act of 1940, as amended (the “1940 Act”). We completed our initial public offering (“IPO”) and commenced operations on January 20, 2011. The Company has elected, and intends to qualify annually, to be treated, for U.S. federal income tax purposes, as a regulated investment company (“RIC”) under Subchapter M of the Internal Revenue Code of 1986, as amended (the “Code”). Through December 31, 2020, we were an externally managed company. Since January 1, 2021, we have operated under our present internalized management structure.

The Company has formed and expects to continue to form certain taxable subsidiaries (the “Taxable Subsidiaries”), which are taxed as corporations for federal income tax purposes. These Taxable Subsidiaries allow us to, among other things, hold equity securities of portfolio companies organized as pass-through entities while continuing to satisfy the requirements of a RIC under the Code.

The Company’s investment objective is to generate current income and capital appreciation. The management team seeks to achieve this objective primarily through making loans, private equity or other investments in privately-held companies. The Company may also make debt, equity or other investments in publicly-traded companies. (These investments may also include investments in other BDCs, closed-end funds or REITs.) We may also pursue other strategic opportunities and invest in other assets or operate other businesses to achieve our investment objective, such as operating and managing an asset-based (gems) lending business and overseeing an insurance business. The portfolio generally consists of senior secured first lien term loans, senior secured second lien term loans, senior secured bonds, preferred equity and common equity. Occasionally, we will receive warrants or other equity participation features which we believe will have the potential to increase total investment returns. Our loan and other debt investments are primarily rated below investment grade or are unrated. Investments in below investment grade securities are considered predominantly speculative with respect to the issuer’s capacity to pay interest and repay principal when due.

Since January 4, 2021, the common stock trades on the NASDAQ Global Market under the trading symbol “PFX.”

Note 2. Significant Accounting Policies

Basis of Presentation

The Company is an investment company following the accounting and reporting guidance in Financial Accounting Standards Board (“FASB”) Accounting Standards Codification 946 (“ASC 946”), Financial Services – Investment Companies. The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in conformity with U.S. generally accepted accounting principles (“GAAP”) and include the consolidated accounts of the Company and its wholly owned subsidiaries PhenixFIN Small Business Fund, LP, PhenixFIN SLF Funding I LLC, PhenixFIN Investment Holdings, LLC, PhenixFIN Investment Holdings Omnivere, LLC, PhenixFIN Investment Holdings AAR, LLC, and PhenixFIN Investment Holdings Amvestar, LLC. All references made to the “Company,” “we,” and “us” herein include PhenixFIN Corporation and its consolidated subsidiaries, except as stated otherwise. Additionally, the accompanying consolidated financial statements of the Company and related financial information have been prepared pursuant to the requirements for reporting on Form 10-Q and Article 10 of Regulation S-X of the Securities Act of 1933. Therefore, this Form 10-Q should be read in conjunction with the Company’s annual report on Form 10-K for the year ended September 30, 2025. The current period’s results of operations will not necessarily be indicative of results that ultimately may be achieved for the fiscal year ending September 30, 2026.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash, Restricted Cash and Cash Equivalents

The Company considers cash equivalents to be highly liquid investments with original maturities of three months or less. Cash and cash equivalents include deposits in a money market account. The Company deposits its cash in financial institutions and, at times, such balances may be in excess of the Federal Deposit Insurance Corporation insurance limits. As of June 30, 2026 and September 30, 2025, we had \$2.2 million and \$7.3 million in cash and cash equivalents, respectively, none of which is restricted.

Debt Issuance Costs and Deferred Financing Costs

Debt issuance costs, incurred in connection with unsecured notes (see Note 5), are deferred and amortized over the life of the respective instrument. Deferred financing costs related to the issuance of revolving debt obligations (see Note 5) are deferred and amortized over the life of the respective obligation. Debt issuance costs related to any unsecured notes are presented net against the outstanding debt balance on the Consolidated Statements of Assets and Liabilities. Deferred financing costs related to any credit facilities are presented on the Consolidated Statements of Assets and Liabilities.

Indemnification

In the normal course of business, the Company enters into contractual agreements that provide general indemnifications against losses, costs, claims and liabilities arising from the performance of individual obligations under such agreements. The Company has had no material claims or payments pursuant to such agreements. The Company's individual maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Company that have not yet occurred. However, based on management's experience, the Company expects the risk of loss to be remote.

Revenue Recognition

Interest income, adjusted for amortization of premium and accretion of discount, is recorded on an accrual basis. Discounts and premiums to par value on investments purchased are accreted and amortized into interest income over the life of the respective investment. Loan origination fees, exit fees, original issue discount ("OID") and market discounts or premiums are capitalized and amortized into interest income using the effective interest method or straight-line method, as applicable.

The Company holds debt investments in its portfolio that contain a payment-in-kind ("PIK") interest provision. PIK interest, which represents contractually deferred interest added to the investment balance that is generally due at maturity, is recorded on the accrual basis to the extent such amounts are expected to be collected. PIK interest is not accrued if the Company does not expect the issuer to be able to pay all principal and interest when due. For the three and nine months ended June 30, 2026, the Company earned approximately \$0.7 million and \$1.4 million in PIK interest, respectively. For the three and nine months ended June 30, 2025, the Company earned approximately \$0.2 million and \$0.8 million in PIK interest, respectively.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

Amendment and transaction break-up fees associated with investments in portfolio companies are recognized as income when we become entitled to such fees. Prepayment penalties received by the Company for debt instruments paid back to the Company prior to the maturity date are recorded as income upon repayment of debt. Administrative agent fees received by the Company are capitalized as deferred revenue and recorded as fee income when the services are rendered. Other income includes fees for providing managerial assistance to our portfolio companies and is recognized as revenue when earned. For the three and nine months ended June 30, 2026, fee income was approximately \$0.3 million and approximately \$0.6 million, respectively (see Note 9). For the three and nine months ended June 30, 2025, fee income was approximately \$0.7 million and approximately \$0.8 million, respectively (see Note 9).

Investment transactions are accounted for on a trade date basis. Realized gains or losses on investments are measured by the difference between the net proceeds from the disposition and the amortized cost basis of the investment using the specific identification method, without regard to unrealized gains or losses previously recognized. No realized gains or losses relating to restructuring transactions occurred during the three and nine months ended June 30, 2026. The Company recognized a realized gain related to restructuring transactions of \$0.0 million and \$0.3 million for the three and nine months ended June 30, 2025, respectively. The Company reports changes in fair value of investments as net unrealized appreciation/(depreciation) on investments in the Consolidated Statements of Operations.

Management reviews all loans that become 90 days or more past due on principal or interest or when there is reasonable doubt that principal or interest will be collected for possible placement on management's designation of non-accrual status. Interest receivable is analyzed regularly and may be reserved against when deemed not collectible. Interest payments received on non-accrual loans may be recognized as income or applied to principal depending upon management's judgment regarding collectability. Non-accrual loans are restored to accrual status when past due principal and interest is paid and, in management's judgment, are likely to remain current, although we may make exceptions to this general rule if the loan has sufficient collateral value and is in the process of collection. At June 30, 2026, a certain investment in one portfolio company held by the Company was on non-accrual status with a fair value of approximately \$0.0 million, or 0.0% of the fair value of our portfolio, and a cost of \$7.6 million. At September 30, 2025, a certain investment in one portfolio company held by the Company was on non-accrual status with a combined fair value of approximately \$0.0 million, or 0.0% of the fair value of our portfolio, and a cost of \$7.6 million.

Investment Classification

The Company classifies its investments in accordance with the requirements of the 1940 Act. Under the 1940 Act, we would be deemed to "control" a portfolio company if we owned more than 25% of its outstanding voting securities and/or had the power to exercise control over the management or policies of such portfolio company. We refer to such investments in portfolio companies that we "control" as "Control Investments." Under the 1940 Act, we would be deemed to be an "Affiliated Person" of a portfolio company if we own between 5% and 25% of the portfolio company's outstanding voting securities or we are under common control with such portfolio company. We refer to such investments in Affiliated Persons as "Affiliated Investments."

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

Valuation of Investments

The Company applies fair value accounting to all of its financial instruments in accordance with the 1940 Act and ASC Topic 820 - Fair Value Measurements and Disclosures ("ASC 820"). ASC 820 defines fair value, establishes a framework used to measure fair value and requires disclosures for fair value measurements. In accordance with ASC 820, the Company has categorized its financial instruments carried at fair value, based on the priority of the valuation technique, into a three-level fair value hierarchy as discussed in Note 4. Fair value is a market-based measure considered from the perspective of a market participant rather than an entity specific measure. Therefore, when market assumptions are not readily available, the Company's own assumptions are set to reflect those that management believes market participants would use in pricing the financial instrument at the measurement date.

Investments for which market quotations are readily available are valued at such market quotations, which are generally obtained from an independent pricing service or multiple broker-dealers or market makers. We weight the use of third-party broker quotations, if any, in determining fair value based on our understanding of the level of actual transactions used by the broker to develop the quote and whether the quote was an indicative price or binding offer. However, debt investments with remaining maturities within 60 days that are not credit impaired are valued at cost plus accreted discount, or minus amortized premium, which approximates fair value. Investments for which market quotations are not readily available are valued at fair value as determined by our Chief Financial Officer, the Company's Valuation Designee, based upon input from management and third-party valuation firms. Because these investments are illiquid and because there may not be any directly comparable companies whose financial instruments have observable market values, these loans are valued using a fundamental valuation methodology, consistent with traditional asset pricing standards, that is objective and consistently applied across all loans and through time.

Investments in investment funds are valued at fair value. Fair values are generally determined utilizing the NAV supplied by, or on behalf of, management of each investment fund, which is net of management and incentive fees or allocations charged by the investment fund and is in accordance with the "practical expedient", as defined by FASB Accounting Standards Update ("ASU") 2009-12, *Investments in Certain Entities that Calculate Net Asset Value per Share*. NAVs received by, or on behalf of, management of each investment fund are based on the fair value of the investment funds' underlying investments in accordance with policies established by management of each investment fund, as described in each of their financial statements and offering memorandum. If the Company is in the process of the sale of an investment fund, fair value will be determined by actual or estimated sale proceeds.

The methodologies utilized by the Company in estimating the fair value of its investments categorized as Level 3 generally fall into the following two categories:

- The "Market Approach" uses prices and other relevant information generated by market transactions involving identical or comparable (that is, similar) assets, liabilities, or a group of assets and liabilities, such as a business.
- The "Income Approach" converts future amounts (for example, cash flows or income and expenses) to a single current (that is, discounted) amount. When the Income Approach is used, the fair value measurement reflects current market expectations about those future amounts.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

The Company has engaged third-party valuation firms (the “Valuation Firms”) to assist it and its Valuation Designee (the Chief Financial Officer) in the valuation of its portfolio investments. The valuation reports generated by the Valuation Firms consider the evaluation of financing and sale transactions with third parties, expected cash flows and market-based information, including comparable transactions, performance multiples, and movement in yields of debt instruments, among other factors. The Company uses a market yield analysis under the Income Approach or an enterprise model of valuation under the Market Approach, or a combination thereof. In applying the market yield analysis, the value of the Company’s loans are determined based upon inputs such as the coupon rate, current market yield, interest rate spreads of similar securities, the stated value of the loan, and the length to maturity. In applying the enterprise model, the Company uses a waterfall analysis, which takes into account the specific capital structure of the borrower and the related seniority of the instruments within the borrower’s capital structure. To estimate the enterprise value of the portfolio company, we weigh some or all of the traditional market valuation methods and factors based on the individual circumstances of the portfolio company in order to estimate the enterprise value.

The methodologies and information that the Company utilizes when applying the Market Approach for performing investments include, among other things:

- valuations of comparable public companies (“Guideline Comparable Approach”);
- recent sales of private and public comparable companies (“Guideline Comparable Approach”);
- recent acquisition prices of the company, debt securities or equity securities (“Recent Arms-Length Transaction”);
- external valuations of the portfolio company, offers from third parties to buy the company (“Estimated Sales Proceeds Approach”);
- subsequent sales made by the Company of its investments (“Expected Sales Proceeds Approach”); and
- estimating the value to potential buyers.

The methodologies and information that the Company utilizes when applying the Income Approach for performing investments include:

- discounting the forecasted cash flows of the portfolio company or securities (Discounted Cash Flow (“DCF”) Approach); and
- Black-Scholes model or simulation models or a combination thereof (Income Approach - Option Model) with respect to the valuation of warrants.

For non-performing investments, we may estimate the liquidation or collateral value of the portfolio company’s assets and liabilities using an expected recovery model (Market Approach - Expected Recovery Analysis or Estimated Liquidation Proceeds).

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

We undertake a multi-step valuation process each quarter when valuing investments for which market quotations are not readily available, as described below:

- Our quarterly valuation process generally begins with each portfolio investment being initially valued by a Valuation Firm;
- Available third-party market data will be reviewed by Company personnel designated by the Valuation Designee (“Fair Value Personnel”) and the Valuation Firm.
- Available portfolio company data and general industry data are then reviewed by the Fair Value Personnel.
- Preliminary valuation conclusions are then documented by the Valuation Firm and discussed with the Fair Value Personnel.
- The Valuation Designee then determines the fair value of each investment in the Company’s portfolio in good faith based on such discussions, the Company’s Valuation Policy and the Valuation Firms’ final estimated valuations.
- The Valuation Designee’s report is then presented to the Board of Directors and the Audit Committee.

Due to the inherent uncertainty of determining the fair value of investments that do not have a readily available market value, the fair value of our investments may differ from the values that would have been used had a readily available market value existed for such investments, and the differences could be material. In addition, changes in the market environment (including the impact of pandemics, wars, tariffs, or other events on financial markets), portfolio company performance, and other events may occur over the lives of the investments that may cause the gains or losses ultimately realized on these investments to be materially different than the valuations currently assigned.

Fair Value of Financial Instruments

The carrying amounts of certain of our financial instruments, including cash and cash equivalents, accounts payable and accrued expenses, approximate fair value due to their short-term nature. The carrying amounts and fair values of our long-term obligations are discussed in Note 5.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

Recent Accounting Pronouncements

The Company considers the applicability and impact of all accounting standard updates (“ASU”) issued by the FASB. ASUs not listed were assessed by the Company and either determined to be not applicable or expected to have minimal impact on its Consolidated Financial Statements.

In November 2023, the FASB issued ASU 2023-07, “Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (“ASU 2023-07”),” which enhances disclosure requirements about significant segment expenses that are regularly provided to the chief operating decision maker (the “CODM”). ASU 2023-07, among other things, (i) requires a single segment public entity to provide all of the disclosures as required by Topic 280, (ii) requires a public entity to disclose the title and position of the CODM and an explanation of how the CODM uses the reported measure(s) of segment profit or loss in assessing segment performance and deciding how to allocate resources and (iii) provides the ability for a public entity to elect more than one performance measure. ASU 2023-07 is effective for the fiscal years beginning after September 30, 2024, and interim periods beginning after September 30, 2025 for the Company. Early adoption is permitted and retrospective adoption is required for all prior periods presented. The Company adopted the guidance during the year ended September 30, 2025 and its adoption did not have a material impact on the Company’s financial statements. See “Note 15 – Segment Reporting” for more information.

In December 2023, the FASB issued ASU No. 2023-09, “Income Taxes (Topic 740): Improvements to Income Tax Disclosures (“ASU 2023-09”),” which intends to improve the transparency of income tax disclosures. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024 and is to be adopted on a prospective basis with the option to apply retrospectively. The Company is currently assessing the impact of this guidance, however, the Company does not expect a material impact to its Consolidated Financial Statements.

In November 2024, the FASB issued ASU 2024-03, “Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (“ASU 2024-03”),” which requires disaggregated disclosure of certain costs and expenses, including purchases of inventory, employee compensation, depreciation, amortization and depletion for oil and gas companies, within relevant income statement captions. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and interim periods beginning after December 15, 2027, as clarified by ASU 2025-01, which was released by the FASB in January 2025. Early adoption and retrospective application is permitted. The Company is currently assessing the impact of this guidance, however, the Company does not expect a material impact on its consolidated financial statements.

Other than the aforementioned guidance, the Company’s management does not believe that any recently issued, but not yet effective, accounting standards, if currently adopted, would have a material effect on the accompanying Consolidated Financial Statements.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

Federal Income Taxes

The Company has elected, and intends to continue to qualify annually, to be treated as a RIC under Subchapter M of the Code. In order to continue to qualify as a RIC and be eligible for tax treatment under Subchapter M of the Code, among other things, the Company is required to meet certain source of income and asset diversification requirements and timely distribute to its stockholders at least 90% of the sum of investment company taxable income ("ICTI"), as defined by the Code, including PIK interest, and net tax exempt interest income (which is the excess of gross tax exempt interest income over certain disallowed deductions) for each taxable year. Depending on the level of ICTI earned in a tax year, the Company may choose to carry forward ICTI in excess of current year dividend distributions into the next tax year. Any such carryover ICTI must be distributed before the end of that next tax year through a dividend declared prior to filing the final tax return related to the year which generated such ICTI.

The Company is subject to a nondeductible U.S. federal excise tax of 4% on undistributed income if it does not distribute at least 98% of its ordinary income in any calendar year and 98.2% of its capital gain net income for each one-year period ending on October 31 of such calendar year and any income realized, but not distributed, in preceding years and on which it did not pay federal income tax. To the extent that the Company determines that its estimated current year annual taxable income will be in excess of estimated current year dividend distributions for excise tax purposes, the Company accrues excise tax, if any, on estimated excess taxable income as taxable income is earned. There was no provision for federal excise tax at June 30, 2026 and September 30, 2025. On December 13, 2024, the Company identified that it did not distribute at least 90% of its investment company taxable income for the tax year ended September 30, 2023. The Company filed Form 9927 on December 16, 2024 notifying the IRS.

The Company's Taxable Subsidiaries accrue income taxes payable based on the applicable corporate rates on the unrealized gains generated by the investments held by the Taxable Subsidiaries. As of June 30, 2026 and September 30, 2025, the Company recorded a net deferred tax asset of \$670,560 and \$1,234,847 respectively, on the Consolidated Statements of Assets and Liabilities. The change in provision for deferred taxes is included as a component of net realized and unrealized gain/(loss) on the Consolidated Statements of Operations. For the three and nine months ended June 30, 2026, the Company recorded a change in provision for deferred taxes of \$(86,737) and \$(676,181) respectively, on the unrealized (appreciation)/depreciation on investments. For the three and nine months ended June 30, 2025, the Company recorded a change in provision for deferred taxes of \$55,511 and \$(274,125) respectively, on the unrealized (appreciation)/depreciation on investments.

As of June 30, 2026 and September 30, 2025, the Company had a deferred tax asset of \$13.1 million and \$14.4 million, respectively, consisting primarily of net operating losses and net unrealized losses on the investments held within its Taxable Subsidiaries. As of June 30, 2026 and September 30, 2025, the Company has booked a valuation allowance of \$12.5 million and \$13.2 million, respectively, against its deferred tax asset.

ICTI generally differs from net investment income for financial reporting purposes due to temporary and permanent differences in the recognition of income and expenses. The Company may be required to recognize ICTI in certain circumstances in which it does not receive cash. For example, if the Company holds debt obligations that are treated under applicable tax rules as having original issue discount, the Company must include in ICTI each year a portion of the original issue discount that accrues over the life of the obligation, regardless of whether cash representing such income is received by the Company in the same taxable year. The Company may also have to include in ICTI other amounts that it has not yet received in cash, such as 1) PIK interest income and 2) interest income from investments that have been classified as non-accrual for financial reporting purposes. Interest income on non-accrual investments is not recognized for financial reporting purposes, but generally is recognized in ICTI. Because any original issue discount or other amounts accrued will be included in the Company's ICTI for the year of accrual, the Company may be required to make a distribution to its stockholders in order to satisfy the minimum distribution requirements, even though the Company will not have received and may not ever receive any corresponding cash amount. ICTI also excludes net unrealized appreciation or depreciation, as investment gains or losses are not included in taxable income until they are realized.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 2. Significant Accounting Policies (continued)

The Company accounts for income taxes in conformity with ASC Topic 740 - Income Taxes ("ASC 740"). ASC 740 provides guidelines for how uncertain tax positions should be recognized, measured, presented and disclosed in financial statements. ASC 740 requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Company's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Tax positions deemed to meet a "more-likely-than-not" threshold would be recorded as a tax benefit or expense in the current period. The Company recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Consolidated Statements of Operations. There were no material uncertain income tax positions at June 30, 2026. Although we file federal and state tax returns, our major tax jurisdiction is federal. The Company's federal and state tax returns for the prior four fiscal years remain open, subject to examination by the Internal Revenue Service and applicable state tax authorities.

Company Investment Risk, Concentration of Credit Risk, and Liquidity Risk

The Company has broad discretion in making investments. Its debt or equity investments may be affected by business, financial market or legal uncertainties. Prices of investments may be volatile, and a variety of factors that are inherently difficult to predict, such as domestic or international economic and political developments, may significantly affect the results of the Company's activities and the value of its investments. In addition, the value of the Company's portfolio may fluctuate as the general level of interest rates fluctuate.

The value of the Company's investments in loans may be detrimentally affected to the extent, among other things, that a borrower defaults on its obligations, there is insufficient collateral and/or there are extensive legal and other costs incurred in collecting on a defaulted loan, observable secondary or primary market yields for similar instruments issued by comparable companies increase materially or risk premiums required in the market between smaller companies, such as our borrowers, and those for which market yields are observable increase materially.

The Company's assets may, at any time, include securities and other financial instruments or obligations that are illiquid or thinly traded, making purchase or sale of such securities and financial instruments at desired prices or in desired quantities difficult. Furthermore, the sale of any such investments may be possible only at substantial discounts, and it may be extremely difficult to value any such investments accurately.

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Note 3. Investments

The composition of our investments as of June 30, 2026 as a percentage of our total portfolio, at amortized cost and fair value were as follows (dollars in thousands):

	Amortized Cost	Percentage	Fair Value	Percentage
Senior Secured First Lien Term Loans	\$ 133,882	40.8%	\$ 119,447	39.6%
Senior Secured Notes	15,076	4.6	15,112	5.0
Fund Investment	2,138	0.7	2,412	0.8
Equity/Warrants	176,318	53.9	164,666	54.6
Total Investments	\$ 327,414	100.0%	\$ 301,637	100.0%

The composition of our investments as of September 30, 2025 as a percentage of our total portfolio, at amortized cost and fair value were as follows (dollars in thousands):

	Amortized Cost	Percentage	Fair Value	Percentage
Senior Secured First Lien Term Loans	\$ 125,373	38.6%	\$ 116,567	38.6%
Senior Secured Notes	17,039	5.3	17,457	5.8
Fund Investment	2,194	0.7	2,227	0.7
Equity/Warrants	179,783	55.4	166,021	54.9
Total Investments	\$ 324,389	100.0%	\$ 302,272	100.0%

In connection with certain of the Company's investments, the Company receives warrants that are obtained for the objective of increasing the total investment returns and are not held for hedging purposes. At June 30, 2026 and September 30, 2025, the total fair value of warrants was \$878.3 thousand and \$815.5 thousand, respectively, and were included in investments at fair value on the Consolidated Statements of Assets and Liabilities. During the three and nine months ended June 30, 2026, the Company acquired warrants in zero and one existing portfolio company, respectively. During the three and nine months ended June 30, 2025, the Company acquired warrants in zero and one existing portfolio company, respectively.

Total change in unrealized appreciation/(depreciation) related to warrants for the three and nine months ended June 30, 2026 was \$(18.2) thousand and \$(807.4) thousand, respectively, and was recorded on the Consolidated Statements of Operations as net change in unrealized appreciation/(depreciation) on investments. Total change in unrealized appreciation/(depreciation) related to warrants for the three and nine months ended June 30, 2025 was \$434.7 thousand and \$(59.0) thousand, respectively, and was recorded on the Consolidated Statements of Operations as net change in unrealized appreciation/(depreciation) on investments. The warrants are received in connection with individual investments and are not subject to master netting arrangements.

The following table shows the portfolio composition by industry grouping at fair value at June 30, 2026 (dollars in thousands):

	Fair Value	Percentage
Insurance	\$ 58,515	19.4%
Services: Business	50,143	16.6
Services: Consumer	35,805	11.9
Real Estate	35,163	11.7
Construction & Building	30,836	10.2
Aerospace & Defense	27,749	9.2
Hotel, Gaming & Leisure	20,154	6.7
High Tech Industries	19,583	6.5
Media: Broadcasting & Subscription	9,425	3.1
Automotive	8,894	2.9
Consumer Discretionary	2,958	1.0
Banking	2,412	0.8
Total	\$ 301,637	100.0%

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Note 3. Investments (continued)

The following table shows the portfolio composition by industry grouping at fair value at September 30, 2025 (dollars in thousands):

	Fair Value	Percentage
Services: Business	\$ 56,249	18.6%
Insurance	48,470	16.0
Real Estate	47,632	15.8
Services: Consumer	38,418	12.7
Aerospace & Defense	25,881	8.6
Hotel, Gaming & Leisure	22,328	7.4
Construction & Building	18,131	6.0
High Tech Industries	16,961	5.6
Metals & Mining	8,763	2.9
Automotive	7,860	2.6
Media: Broadcasting & Subscription	4,850	1.6
Consumer Discretionary	4,502	1.5
Banking	2,227	0.7
Total	\$ 302,272	100.0%

The Company invests in portfolio companies principally located in the United States. The geographic composition is determined by the location of the corporate headquarters of the portfolio company, which may not be indicative of the primary source of the portfolio company's business.

The following table shows the portfolio composition by geographic location at fair value at June 30, 2026 (dollars in thousands):

	Fair Value	Percentage
Southeast	\$ 114,342	37.8%
Northeast	108,442	36.0
West	35,609	11.8
Southwest	18,951	6.3
International	12,539	4.2
Midwest	11,436	3.8
Mid-Atlantic	318	0.1
	\$ 301,637	100.0%

The following table shows the portfolio composition by geographic location at fair value at September 30, 2025 (dollars in thousands):

	Fair Value	Percentage
Northeast	\$ 114,610	37.9%
Southeast	106,037	35.1
West	31,549	10.4
Midwest	19,272	6.4
Southwest	15,645	5.2
International	14,845	4.9
Mid-Atlantic	314	0.1
Total	\$ 302,272	100.0%

PHENIXFIN CORPORATION
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Note 3. Investments (continued)

Transactions With Affiliated/Controlled Companies

The Company had investments in portfolio companies designated as Affiliated Investments and Controlled Investments under the 1940 Act. Transactions with Affiliated Investments and Controlled Investments during the nine months ended June 30, 2026 and 2025 were as follows:

Name of Investment ⁽¹⁾⁽²⁾	Type of Investment	Fair Value at September 30, 2025	Purchases/(Sales) of or Advances/(Distributions)	Transfers In/(Out) of Affiliated	Unrealized Gain/(Loss)	Realized Gain/(Loss)	Fair Value at June 30, 2026	Earned Income	Fee/Other Income
Affiliated Investments									
Advocates for Disabled Vets, LLC (dba Reps for Vets)	Senior Secured First Lien Term Loan	\$ 8,798,513	\$ 38,896	\$ -	\$ (593,472)	\$ 1,696	\$ 8,245,633	\$ 857,174	\$ -
	Equity	3,359,511	-	-	(960,622)	-	2,398,889	-	-
	Senior Secured Delayed Draw Term Loan	-	225,132	-	(3,507)	-	221,625	5,437	-
	Preferred Equity	-	99,396	-	-	-	99,396	-	-
FST Holdings Parent, LLC	Equity	10,960,741	-	-	1,995,867	-	12,956,608	268,540	-
MB Precision Investment Holdings LLC	Senior Secured First Lien Term Loan	6,398,561	(24,450)	-	(251,879)	1,466	6,123,698	660,589	-
	Senior Secured Delayed Draw Term Loan	490,306	2,310,678	-	(159,866)	-	2,641,118	204,934	-
	Senior Secured First Lien Revolver	1,975,347	102,775	-	(89,993)	-	1,988,129	264,874	-
	Preferred Equity	2,725,408	656,543	-	(1,374,470)	-	2,007,481	656,543	-
	Warrants	673,018	-	-	(673,018)	-	-	-	-
Total Affiliated Investments		<u>\$ 35,381,405</u>	<u>\$ 3,408,970</u>	<u>\$ -</u>	<u>\$ (2,110,960)</u>	<u>\$ 3,162</u>	<u>\$36,682,577</u>	<u>\$2,918,091</u>	<u>\$ -</u>
Name of Investment ⁽¹⁾⁽²⁾	Type of Investment	Fair Value at September 30, 2025	Purchases/(Sales) of or Advances/(Distributions)	Transfers In/(Out) of Controlled	Unrealized Gain/(Loss)	Realized Gain/(Loss)	Fair Value at June 30, 2026	Earned Income	Fee/Other Income
Controlled Investments									
ECC Capital Corp.	Senior Secured First Lien Term Loan	\$ 6,997,012	\$ -	\$ -	\$ -	\$ -	\$ 6,997,012	\$ 480,427	\$ -
	Equity	6,636,000	-	-	924,000	-	7,560,000	-	118,787
FlexFIN, LLC	Equity Interest	37,180,761	(2,617,801)	-	745,800	-	35,308,760	3,298,977	-
NSG Captive, Inc.	Equity	48,469,540	6,474,300	-	3,572,078	-	58,515,918	-	375,000
NVTN LLC	Senior Secured First Lien Delayed Draw Term Loan	8,900,000	950,000	-	-	-	9,850,000	837,394	-
	Senior Secured First Lien Term Loan B	13,427,601	-	-	(3,773,770)	-	9,653,831	495,203	-
	Senior Secured Revolving Note	-	650,000	-	-	-	650,000	30,124	-
Total Controlled Investments		<u>\$ 121,610,914</u>	<u>\$ 5,456,499</u>	<u>\$ -</u>	<u>\$ 1,468,108</u>	<u>\$ -</u>	<u>\$128,535,521</u>	<u>\$5,142,125</u>	<u>\$ 493,787</u>

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Note 3. Investments (continued)

Name of Investment⁽¹⁾⁽²⁾	Type of Investment	Fair Value at September 30, 2024	Purchases/(Sales) of or Advances/ (Distributions)	Transfers In/(Out) of Affiliates	Unrealized Gain/(Loss)	Realized Gain/(Loss)	Fair Value at June 30, 2025	Earned Income	Fee/Other Income
Affiliated Investments									
Black Angus Steakhouses, LLC	Senior Secured First Lien Delayed Draw Term Loan	\$ 751,207	\$ (243,889)	\$ -	\$ 124,542	\$ (631,860)	\$ -	\$ -	\$ -
	Senior Secured First Lien Term Loan	-	-	-	7,767,533	(7,767,533)	-	-	-
	Senior Secured First Lien Super Priority DDTL	1,647,776	-	-	273,184	(1,920,960)	-	-	-
FST Holdings Parent, LLC	Equity	12,351,802	8,289	-	(767,757)	-	11,592,334	254,231	-
Total Affiliated Investments		\$ 14,750,785	\$ (235,600)	\$ -	\$ 7,397,502	\$(10,320,353)	\$11,592,334	\$254,231	\$ -

Name of Investment⁽¹⁾⁽²⁾	Type of Investment	Fair Value at September 30, 2024	Purchases/(Sales) of or Advances/ (Distributions)	Transfers In/(Out) of Controlled	Unrealized Gain/(Loss)	Realized Gain/(Loss)	Fair Value at June 30, 2025	Earned Income	Fee/Other Income
Controlled Investments									
ECC Capital Corp.	Senior Secured First Lien Term Loan	\$ 7,422,012	\$ -	\$ -	\$ -	\$ -	\$ 7,422,012	\$ 538,943	\$ -
	Equity	4,872,000	-	-	1,596,000	-	6,468,000	-	161,611
FlexFIN, LLC	Equity Interest	36,683,045	(438,043)	-	-	-	36,245,002	3,597,022	-
NSG Captive, Inc.	Equity	101,000	49,154,076	-	(826,575)	-	48,428,501	-	391,271
NVTN LLC	Senior Secured First Lien Delayed Draw Term Loan	5,500,000	4,700,000	-	-	-	10,200,000	575,494	-
	Senior Secured First Lien Term Loan B	16,353,590	-	-	(1,662,214)	-	14,691,376	708,477	-
Total Controlled Investments		\$ 70,931,647	\$ 53,416,033	\$ -	\$ (892,789)	\$ -	\$123,454,891	\$5,419,936	\$ 552,882

(1) The par amount and additional detail are shown in the Consolidated Schedules of Investments.

(2) Securities with a zero value at the beginning and end of the period, and those that had no transaction activity were excluded from the roll forward.

PHENIXFIN CORPORATION
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(Unaudited)

Note 3. Investments (continued)

Purchases/(sales) of or advances to/(distributions) from Affiliated Investments and Controlled Investments represent the proceeds from sales and settlements of investments, purchases, originations and participations, investment increases due to PIK interest as well as net amortization of premium/(discount) on investments and are included in the purchases and sales presented on the Consolidated Statements of Cash Flows for the nine months ended June 30, 2026 and 2025. Transfers in/(out) of Affiliated Investments and Controlled Investments represent the fair value for the quarter in which an investment became or was removed as an Affiliated Investment or a Controlled Investment. Income received from Affiliated Investments and Controlled Investments is included in total investment income on the Consolidated Statements of Operations for the three and nine months ended June 30, 2026 and 2025.

Unconsolidated Significant Subsidiaries

We must determine which, if any, of our unconsolidated controlled portfolio companies is a “significant subsidiary” within the meaning of Regulation S-X. We have evaluated and determined that, as of June 30, 2026, three portfolio companies, FlexFIN LLC, NVTN LLC, and NSG Captive Inc., triggered at least one of the significance tests, and as of June 30, 2025, one portfolio company, FlexFIN LLC, triggered at least one of the significance tests. Below is certain selected key financial data from FlexFIN LLC’s, NVTN LLC’s, and NSG Captive Inc.’s income statements for the periods in which our investment exceeded the threshold for at least one of the tests (dollars in thousands):

	For the Three Months Ended June 30, 2026	For the Three Months Ended June 30, 2025	For the Nine Months Ended June 30, 2026	For the Nine Months Ended June 30, 2025
Income Statement				
Total Income	\$ 33,624	\$ 1,245	\$ 87,328	\$ 4,837
Total Expenses	30,223	500	81,861	1,399
Net Income	\$ 3,401	\$ 745	\$ 5,467	\$ 3,438

PHENIXFIN CORPORATION
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Note 4. Fair Value Measurements

The Company follows ASC 820 for measuring the fair value of portfolio investments. Fair value is the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Where available, fair value is based on observable market prices or parameters, or derived from such prices or parameters. Where observable prices or inputs are not available, valuation models are applied. These valuation models involve some level of management estimation and judgment, the degree of which is dependent on the price transparency for the instruments or market and the instruments' complexity.

The Company's fair value analysis includes an analysis of the value of any unfunded loan commitments. Financial investments recorded at fair value in the consolidated financial statements are categorized for disclosure purposes based upon the level of judgment associated with the inputs used to measure their value. The valuation hierarchical levels are based upon the transparency of the inputs to the valuation of the investment as of the measurement date. Investments which are valued using NAV as a practical expedient are excluded from this hierarchy, and certain prior period amounts have been reclassified to conform to the current period presentation. The three levels are defined below:

- Level 1 - Valuations based on quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

In addition to using the above inputs in investment valuations, the Company continues to employ a valuation policy approved by the board of directors that is consistent with ASC 820 (see Note 2). Consistent with our valuation policy, we evaluate the source of inputs, including any markets in which our investments are trading, in determining fair value.

The following table presents the fair value measurements of our investments, by major class according to the fair value hierarchy, as of June 30, 2026 (dollars in thousands):

	Fair Value Hierarchy as of June 30, 2026			
	Level 1	Level 2	Level 3	Total
Investments:				
Senior Secured First Lien Term Loans	\$ -	\$ 21,250	\$ 98,197	\$ 119,447
Senior Secured Notes	-	8,115	6,997	15,112
Equity/Warrants	24,295	-	140,371	164,666
Total	<u>\$ 24,295</u>	<u>\$ 29,365</u>	<u>\$ 245,565</u>	<u>\$ 299,225</u>
Investments measured at net asset value ⁽¹⁾				2,412
Total Investments, at fair value				<u>\$ 301,637</u>

(1) Certain investments that are measured at fair value using NAV have not been categorized in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the amount presented in the Consolidated Statements of Assets and Liabilities.

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Notes to Consolidated Financial Statements
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Note 4. Fair Value Measurements (continued)

The following table presents the fair value measurements of our investments, by major class according to the fair value hierarchy, as of September 30, 2025 (dollars in thousands):

Investments:	Fair Value Hierarchy as of September 30, 2025			
	Level 1	Level 2	Level 3	Total
Senior Secured First Lien Term Loans	\$ -	\$ 27,586	\$ 88,981	\$ 116,567
Senior Secured Notes	-	10,460	6,997	17,457
Equity/Warrants	37,812	-	128,209	166,021
Total	\$ 37,812	\$ 38,046	\$ 224,187	\$ 300,045
Investments measured at net asset value ⁽¹⁾				2,227
Total Investments, at fair value				\$ 302,272

(1) Certain investments that are measured at fair value using NAV have not been categorized in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the amount presented in the Consolidated Statements of Assets and Liabilities.

The following table provides a reconciliation of the beginning and ending balances for investments that use Level 3 inputs for the nine months ended June 30, 2026 (dollars in thousands):

	Senior Secured First Lien Term Loans	Senior Secured Notes	Equities/ Warrants	Total
Balance as of September 30, 2025	\$ 88,981	\$ 6,997	\$ 128,209	\$ 224,187
Purchases and other adjustments to cost	26,302	-	15,592	41,894
Sales (including repayments or maturities)	(11,143)	-	(7,174)	(18,317)
Net realized gains/(losses) from investments	19	-	679	698
Net unrealized gains/(losses)	(5,962)	-	3,065	(2,897)
Transfer in/(out)	-	-	-	-
Balance as of June 30, 2026	\$ 98,197	\$ 6,997	\$ 140,371	\$ 245,565

The following table provides a reconciliation of the beginning and ending balances for investments that use Level 3 inputs for the nine months ended June 30, 2025 (dollars in thousands):

	Senior Secured First Lien Term Loans	Senior Secured Notes	Equities/ Warrants	Total
Balance as of September 30, 2024	\$ 68,987	\$ 7,422	\$ 63,881	\$ 140,290
Purchases and other adjustments to cost	66,391	-	76,653	143,044
Sales (including repayments or maturities)	(35,192)	-	(12,983)	(48,172)
Net realized gains/(losses) from investments	(11,617)	-	(1,771)	(13,388)
Net unrealized gains/(losses)	9,617	-	(3,069)	6,545
Transfer in/(out)	(7,883)	-	(112)	(7,995)
Balance as of June 30, 2025	\$ 90,303	\$ 7,422	\$ 122,599	\$ 220,324

Net change in unrealized gain (loss) for the nine months ended June 30, 2026 and 2025 included in earnings related to Level 3 investments still held as of June 30, 2026 and 2025 was approximately \$(2.0) million and \$ (4.6) million, respectively.

Purchases and other adjustments to cost include purchases of new investments at cost, effects of refinancing/restructuring, accretion/amortization of income from discount/premium on debt securities, and PIK.

Sales represent net proceeds received from investments sold, including any repayments or maturities.

PHENIXFIN CORPORATION
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Note 4. Fair Value Measurements (continued)

A review of the fair value hierarchy classifications is conducted on a quarterly basis. Changes in the observability of valuation inputs may result in a reclassification for certain financial assets or liabilities. Reclassifications impacting Level 3 of the fair value hierarchy are reported as transfers in/out of the Level 3 category as of the beginning of the quarter in which the reclassifications occur. During the nine months ended June 30, 2026 and June 30, 2025, zero and two investments were transferred out of Level 3, respectively.

The following table presents the quantitative information about Level 3 fair value measurements of our investments, as of June 30, 2026 (dollars in thousands):

	Fair Value	Valuation Methodology	Unobservable Input	Range (Weighted Average)	Impact to Valuation From An Increase In Input
Senior Secured First Lien Term Loans	\$ 79,635	Income Approach	Market Yield	5.0% - 19.2% (12.3%)	Decrease
Senior Secured First Lien Term Loans	11,027	Market Approach	EBITDA Multiple	3.1x - 5.5x (3.6x)	Increase
Senior Secured First Lien Term Loans	7,535	Recent Transaction	Purchase Price	N/A	N/A
Senior Secured Notes	6,997	Cost Approach	Collateral Value	N/A	N/A
Equity/Warrants	58,416	Market Approach	Price/TBV Multiple	1.1x - 2x (1.7x)	Increase
Equity/Warrants	35,309	Cost Approach	Replacement Cost	N/A	N/A
Equity/Warrants	32,665	Market Approach	EBITDA Multiple	3.1x - 11.0x (8.8x)	Increase
Equity/Warrants	7,255	Income Approach	Market Yield	7.5% - 16.5% (12.3%)	Decrease
Equity/Warrants	6,626	Market Approach	Revenue Multiple	3.3x - 4.3x (3.8x)	Increase
Equity/Warrants	100	Cost Approach	Collateral Value	N/A	N/A
Total	\$ 245,565				

The following table presents the quantitative information about Level 3 fair value measurements of our investments, as of September 30, 2025 (dollars in thousands):

	Fair Value	Valuation Methodology	Unobservable Input	Range (Weighted Average)	Impact to Valuation From An Increase In Input
Senior Secured First Lien Term Loans	\$ 74,485	Income Approach	Market Yield	3.3% - 14.5% (10.0%)	Decrease
Senior Secured First Lien Term Loans	13,428	Market Approach	EBITDA Multiple	1.8x - 2.8x (2.3x)	Increase
Senior Secured First Lien Term Loans	997	Market Approach	Market Spread	4.8% - 5.5% (5.1%)	Increase
Senior Secured First Lien Term Loans	71	Recent Transaction	Purchase Price	N/A	N/A
Senior Secured Notes	6,997	Cost Approach	Collateral Value	N/A	N/A
Equity/Warrants	78,255	Market Approach	EBITDA Multiple	1.3x - 13.0x (11.0x)	Increase
Equity/Warrants	37,181	Cost Approach	Replacement Cost	N/A	N/A
Equity/Warrants	3,948	Market Approach	Market Quote	N/A	N/A
Equity/Warrants	6,000	Market Approach	Revenue Multiple	2.5x - 3.0x (2.8x)	Increase
Equity/Warrants	2,725	Income Approach	Market Yield	28.3% - 28.8% (28.5%)	Decrease
Equity/Warrants	100	Cost Approach	Collateral Value	N/A	N/A
Total	\$ 224,187				

The significant unobservable inputs used in the fair value measurement of the Company's debt and derivative investments are market yields. Increases in market yields would result in lower fair value measurements.

The significant unobservable inputs used in the fair value measurement of the Company's equity/warrants investments are comparable company multiples of revenue or EBITDA for the latest twelve months ("LTM"), next twelve months ("NTM") or a reasonable period a market participant would consider. Increases in EBITDA multiples in isolation would result in higher fair value measurement.

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Note 5. Borrowings

As a BDC, we are generally only allowed to employ leverage to the extent that our asset coverage, as defined in the 1940 Act, equals at least 200% after giving effect to such leverage. The amount of leverage that we employ at any time depends on our assessment of the market and other factors at the time of any proposed borrowing.

However, in March 2018, the Small Business Credit Availability Act (“SBCAA”) modified the 1940 Act by allowing a BDC to increase the maximum amount of leverage it may incur from 200% to 150% of asset coverage, if certain requirements under the 1940 Act are met (“Modified Asset Coverage Requirements”). Under the 1940 Act, we are allowed to increase our leverage capacity if stockholders representing at least a majority of the votes cast, when a quorum is present, approve a proposal to do so. If we receive stockholder approval, we would be allowed to increase our leverage capacity on the first day after such approval. Alternatively, the 1940 Act allows the majority of our independent directors to approve an increase in our leverage capacity, and such approval would become effective after the one-year anniversary of such approval. On May 4, 2026, the board of directors, including a “required majority” (as such term is defined in Section 57(o) of the 1940 Act) of the board of directors, approved the application of the Modified Asset Coverage Requirements set forth in the 1940 Act. As a result, the asset coverage ratio test applicable to the Company will be decreased from 200% to 150%, effective May 4, 2027.

As of June 30, 2026 and September 30, 2025, the Company’s asset coverage was 207.0% and 207.8%, respectively, after giving effect to leverage and therefore the Company’s asset coverage was greater than 200%, the minimum asset coverage requirement applicable presently to the Company under the 1940 Act.

The Company’s outstanding debt excluding debt issuance costs as of June 30, 2026 and September 30, 2025 were as follows (dollars in thousands):

	June 30, 2026				September 30, 2025			
	Aggregate Principal Available ⁽¹⁾	Principal Amount Outstanding	Carrying Value	Fair Value	Aggregate Principal Available ⁽¹⁾	Principal Amount Outstanding	Carrying Value	Fair Value
2028 Notes	\$ 57,500	\$ 57,500	\$ 56,718	\$ 55,200	\$ 57,500	\$ 57,500	\$ 56,477	\$ 55,154
2028 Promissory Note	-	-	-	-	1,661	1,661	1,543	1,594
Revolving Credit Facility	10,008	89,992	89,992	89,992	10,008	89,992	89,992	89,992
Total debt	\$ 67,508	\$ 147,492	\$ 146,710	\$ 145,192	\$ 69,169	\$ 149,153	\$ 148,012	\$ 146,740

(1) For the 2028 Notes and 2028 Promissory Note, this represents the total principal amount and for the Revolving Credit Facility, this represents the undrawn principal amount.

Credit Facility

On December 15, 2022, the Company entered into a 3 year \$50.0 million revolving credit facility (the “Credit Facility”) with Woodforest National Bank (“Woodforest”). Woodforest was the administrative agent, sole bookrunner and sole lead arranger. The Credit Facility had an original maturity date of December 15, 2025.

On January 17, 2023, the Company borrowed \$23.2 million under the Credit Facility and used these proceeds to redeem \$22.6 million in aggregate principal amount of the issued and outstanding 2023 Notes, comprising all issued and outstanding 2023 Notes. The 2023 Notes were redeemed at 100% of their principal amount, plus accrued and unpaid interest thereon from September 30, 2022 through, but excluding January 17, 2023 (the “Redemption Date”).

On February 21, 2024 (the “First Amendment Effective Date”), in order to increase the size of the Credit Facility, the parties to the Credit Facility amended the terms of the Credit Facility, effective as of the First Amendment Effective Date (the “First Amendment”). The First Amendment increased the principal amount of the loan available under the Credit Facility by \$12.5 million to \$62.5 million. All other material terms of the Credit Facility remain unchanged.

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Note 5. Borrowings (continued)

On August 5, 2024 (the “Second Amendment Effective Date”), in order to increase the size of the Credit Facility, the parties to the Credit Facility amended the Credit Facility, effective as of the Second Amendment Effective Date (the “Second Amendment”). The Second Amendment increased the principal amount of loan available under the Credit Facility by \$25 million to \$87.5 million. All other material terms of the Credit Facility remain unchanged.

On April 17, 2025 (the “Third Amendment Effective Date”), in order to extend the term and increase the size of the Credit Facility, the parties to the Credit Facility amended the terms of the Credit Facility, effective as of the Third Amendment Effective Date (the “Third Amendment”). The Third Amendment increased the principal amount of the loan available under the Credit Facility by \$12.5 million to \$100.0 million (with potential access to up to an additional \$50.0 million pursuant to an uncommitted accordion provision) and appointed BankUnited, N.A. to assume all agency and syndication responsibilities from the prior agent and lenders. Outstanding loans under the terms of the Amendment bear a monthly interest rate ranging from ABR + 1.35% to ABR + 1.75% for any alternative base rate loans and from Term SOFR + 2.35% to Term SOFR + 2.75% for any term benchmark loans based on the total debt to tangible net worth ratio. The Amendment also extended the term of the credit facility to April 17, 2030, five years from the Third Amendment Effective Date. Other material terms remain substantially unchanged.

Under the Credit Facility, the Company is required to comply with various covenants, reporting requirements and other customary requirements for similar revolving credit facilities, including, without limitation, covenants related to: (a) limitations on the incurrence of additional indebtedness and liens, (b) limitations on certain investments, (c) limitations on certain restricted payments, (d) maintaining a certain minimum stockholders’ equity, (e) maintaining a ratio of total assets to total indebtedness of the Company and its consolidated subsidiaries (subject to certain exceptions) of not less than 2.0:1.0, (f) limitations on pledging certain unencumbered assets, and (g) limitations on the creation or existence of agreements that prohibit liens on certain properties of the Company and certain of its subsidiaries. These covenants are subject to important limitations and exceptions that are described in the documents governing the Credit Facility. Amounts available to borrow under the Credit Facility (and the incurrence of certain other permitted debt) are also subject to compliance with a borrowing base that applies different advance rates to different types of assets (based on their value as determined pursuant to the Credit Facility) that are pledged as collateral.

As of June 30, 2026 and September 30, 2025, there was \$90.0 million and \$90.0 million outstanding, respectively, under the Credit Facility.

Outstanding loans under the Credit Facility bear a monthly interest rate at Term SOFR + 2.50%. The Company is also subject to a commitment fee of 0.25%, which shall accrue on the actual daily amount of the undrawn portion of the revolving credit.

Unsecured Notes

2028 Notes

On November 9, 2021, the Company entered into an underwriting agreement, by and between the Company and Oppenheimer & Co. Inc., as representative of the several underwriters, in connection with the issuance and sale (the “Offering”) of \$57,500,000 (including the underwriters’ option to purchase up to \$7,500,000 aggregate principal amount) in aggregate principal amount of its 5.25% Notes that mature on November 1, 2028 (the “2028 Notes” or the “Notes”). The Offering occurred on November 15, 2021, pursuant to the Company’s effective shelf registration statement on Form N-2 previously filed with the SEC. Effective November 16, 2021, the 2028 Notes began trading on the NASDAQ Global Market under the trading symbol “PFXNZ.”

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Note 5. Borrowings (continued)

On November 15, 2021, the Company and U.S. Bank National Association, as trustee, entered into a Fourth Supplemental Indenture to its base Indenture, dated February 7, 2012, between the Company and the Trustee. The Fourth Supplemental Indenture relates to the Offering of the 2028 Notes.

2028 Promissory Note

On May 2, 2024, the Company issued a 5.25% note due November 1, 2028 in the principal amount of \$1,661,498 to National Security Insurance Company (the “2028 Promissory Note”). The financial terms of the note are substantially the same as the 2028 Notes.

On December 8, 2025, the Company redeemed in aggregate its principal amount of the issued and outstanding 2028 Promissory Note, comprising the issued and outstanding 2028 Promissory Note, at a price equal to the closing market price of the 2028 Notes on December 5, 2025, plus accrued and unpaid interest thereon from November 1, 2025, through, but excluding, December 8, 2025 in accordance with the terms of the indenture governing the 2028 Promissory Note. The redemption was completed on December 8, 2025.

Fair Value of Debt Obligations

The fair values of our debt obligations are determined in accordance with ASC 820, which defines fair value in terms of the price that would be paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. The fair value of the 2028 Notes, which are publicly traded, is based upon closing market quotes as of the measurement date. As of June 30, 2026 and September 30, 2025, the Notes are deemed to be Level 1 in the fair value hierarchy, as defined in Note 4. As of June 30, 2026 and September 30, 2025, the Credit Facility is deemed to be Level 3 in the fair value hierarchy, as defined in Note 4.

Debt issuance costs related to the 2028 Notes are reported on the Consolidated Statements of Assets and Liabilities as a direct deduction from the face amount of the 2028 Notes. As of June 30, 2026 and September 30, 2025, debt issuance costs related to the 2028 Notes were as follows (dollars in thousands):

	For the nine months ended June 30, 2026			For the year ended September 30, 2025		
	2028			2028		
	2028 Notes	Promissory Note	Total	2028 Notes	Promissory Note	Total
Total debt issuance costs at beginning of period	\$ 1,023	\$ 118	\$ 1,141	\$ 1,357	\$ 154	\$ 1,511
Debt issuance costs during the period	-	-	-	-	-	-
Amortized debt issuance costs	242	118	360	334	36	370
Unamortized debt issuance costs	\$ 781	\$ -	\$ 781	\$ 1,023	\$ 118	\$ 1,141

For the three and nine months ended June 30, 2026 and 2025, the components of interest expense, amortized debt issuance costs, amortized deferred financing costs, weighted average stated interest rate and weighted average outstanding debt balance for the 2028 Notes, 2028 Promissory Note and Credit Facility were as follows (dollars in thousands):

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2026	2025	2026	2025
2028 Notes Interest	\$ 756	\$ 753	\$ 2,265	\$ 2,263
2028 Promissory Note Interest	-	22	16	66
Credit facility interest	1,397	1,607	4,282	4,601
Commitment fees	6	(24)	19	(15)
Amortization of deferred financing costs	78	99	230	483
Amortization of debt issuance costs	83	92	249	276
Other	-	111	-	111
Total	\$ 2,320	\$ 2,660	\$ 7,061	\$ 7,785
Weighted average stated interest rate	5.8%	6.6%	5.9%	6.6%
Weighted average debt outstanding	\$ 149,130	\$ 151,623	\$ 147,905	\$ 143,377

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Note 6. Agreements

Administration Agreement

SS&C Technologies, Inc. (“SS&C”) serves as the administrator of the Company and provides the Company with fund accounting and financial reporting services pursuant to the services agreement with the Company since August 9, 2022. Effective September 12, 2022, Computershare Trust Company, N.A. (“Computershare”) serves as custodian for the Company pursuant to its Loan Administration and Custodial Agreement with the Company. For the three and nine months ended June 30, 2026 we incurred approximately \$0.1 million and \$0.3 million in administrator expenses, respectively. For the three and nine months ended June 30, 2025 we incurred approximately \$0.1 million and \$0.3 million in administrator expenses, respectively.

As of June 30, 2026 and September 30, 2025, \$0.1 million and \$0.0 million was included in “administrator expenses payable” in the accompanying Consolidated Statements of Assets and Liabilities.

Long-Term Cash Incentive Plan

On May 9, 2022, the board of directors of the Company adopted the PhenixFIN 2022 Long-Term Cash Incentive Plan (the “CIP”) pursuant to the recommendation by the Compensation Committee of the board of directors. The CIP provides for performance-based cash awards to key employees of the Company, as approved by the Compensation Committee, based on the achievement of pre-established financial goals for the approved performance period. The performance goals may be expressed as one or a combination of net asset value of the Company, net asset value per share of the Company’s common stock, changes in the market price of shares of the Company’s common stock, individual performance metrics and/or such other goals and objectives the Committee considers relevant in connection with accomplishing the purposes of the CIP.

In December 2022, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2022 and ending on September 30, 2025 (the “2023 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2023, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2023 and ending on September 30, 2026 (the “2024 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2024, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2024 and ending on September 30, 2027 (the “2025 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The threshold, target, and maximum performance levels are structured similar to those of the CIP. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2025, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2025 and ending on September 30, 2028 (the “2026 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The threshold, target, and maximum performance levels are structured similar to those of the CIP. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

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Note 6. Agreements (continued)

The Target Performance Award for each executive officer for the 2023 LTIP Plan, the 2024 LTIP Plan, the 2025 LTIP Plan and the 2026 LTIP Plan is set forth in the table below:

Name and Title	2023 LTIP Dollar Value of Target Award	2024 LTIP Dollar Value of Target Award	2025 LTIP Dollar Value of Target Award	2026 LTIP Dollar Value of Target Award
David Lorber, Chairman of the Board and Chief Executive Officer	\$ 890,000	\$ 890,000	\$ 1,000,000	\$ 1,000,000
Ellida McMillan, Chief Financial Officer	380,000	380,000	425,000	425,000

During the three and nine months ended June 30, 2026, the Company recorded an expense of \$0 and \$0, respectively, for these awards. During the three and nine months ended June 30, 2025, the Company recorded an expense of \$275,342 and \$905,510, respectively, for these awards.

Note 7. Related Party Transactions

The Company has entered into contracts with its affiliated portfolio companies, The National Security Group (and certain of its affiliates) and ECC Capital Corporation, pursuant to which the Company (and/or certain of its subsidiaries) provide such affiliated portfolio companies certain services, including managing a portion of their assets. During the three and nine months ended June 30, 2026, the Company recognized \$0.2 million and \$0.5 million of income, respectively, related to these contracts. During the three and nine months ended June 30, 2025, the Company recognized \$0.4 million and \$0.6 million of income, respectively, related to these contracts.

Due from/to Affiliates

Due from affiliates at June 30, 2026 and September 30, 2025 consists of certain legal and general and administrative expenses paid by the Company on behalf of certain of its affiliates. Due to affiliates at June 30, 2026 and September 30, 2025 consists of certain expenses payable by the Company to certain of its affiliates.

Note 8. Commitments

Unfunded commitments

As of June 30, 2026 and September 30, 2025, we had commitments under loan and financing agreements to fund up to \$10.6 million to eight portfolio companies and \$5.5 million to six portfolio companies, respectively. These commitments are primarily composed of senior secured delayed draw term loans and revolvers, and the determination of their fair value is included in the Consolidated Schedules of Investments. The commitments are generally subject to the borrowers meeting certain criteria such as compliance with covenants and certain operational metrics. The terms of the borrowings and financings subject to commitment are comparable to the terms of other loan and equity securities in our portfolio. The Company maintains adequate liquidity to fund its unfunded commitments. A summary of the composition of the unfunded commitments as of June 30, 2026 and September 30, 2025 is shown in the table below (dollars in thousands):

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Note 8. Commitments (continued)

	June 30, 2026	September 30, 2025
MB Precision Investment Holdings LLC - Senior Secured First Lien Revolver	\$ 3	\$ 85
MB Precision Investment Holdings LLC - Senior Secured Delayed Draw Term Loan	85	1,521
PREIT Associates - Revolver	36	61
PSB Group, LLC - Revolver	882	472
SS Acquisition, LLC (dba Soccer Shots Franchising) - Revolver	1,029	1,029
Tamarix Capital Partners II, L.P. - Fund Investment	865	865
WHI Global, LLC - Revolver	442	1,484
Advocates for Disabled Vets, LLC (dba Reps for Vets) - Senior Secured Delayed Draw Term Loan	540	-
Kemmerer Operations, LLC – Senior Secured Delayed Draw Term Loan	6,763	-
Total unfunded commitments	<u>\$ 10,645</u>	<u>\$ 5,517</u>

Lease obligations

The Company evaluates its leases to determine whether they should be classified as operating or finance leases. PhenixFIN identified one operating lease for its office space. The lease commenced on September 5, 2021. On December 18, 2024, the Company amended the terms of the lease, contingent on certain events, extending the lease term until August 31, 2035, with a right to terminate on the 36th and 60th month anniversaries of September 5, 2025, as well as any time on or after the 84th month anniversary of September 5, 2025.

Upon entering into the lease on September 5, 2021, PhenixFIN recorded a right-of-use asset and a lease liability as of that date.

As of June 30, 2026 and September 30, 2025, the asset related to the operating lease was \$2.3 million and \$2.5 million, respectively, and is included in the Other assets balance on the Consolidated Balance Sheet. As of June 30, 2026 and September 30, 2025, the lease liability was \$2.5 million and \$2.4 million, respectively, and is included in the Other liabilities balance on the Consolidated Statements of Assets and Liabilities. As of June 30, 2026 and September 30, 2025, the remaining lease term was approximately nine and ten years respectively, and the implied borrowing rate was 6.85%.

The following table shows future minimum payments under PhenixFIN's operating lease as of June 30, 2026:

For the Years Ended September 30,	Amount
2026	\$ 79,538
2027	325,261
2028	335,019
2029	345,070
2030	355,422
Thereafter	1,908,314
	<u>3,348,624</u>
Difference between undiscounted and discounted cash flows	(885,585)
	<u>\$ 2,463,039</u>

Note 9. Fee Income

Fee income consists of amendment fees, prepayment penalty and other fees which are non-recurring in nature, as well as administrative agent fees and management fees, which are recurring in nature. The following table summarizes the Company's fee income for the three and nine months ended June 30, 2026 and 2025 (dollars in thousands):

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2026	2025	2026	2025
Prepayment fee	\$ -	\$ -	\$ -	\$ -
Administrative agent fee	-	-	5	5
Amendment fee	-	4	-	4
Management fee	14	40	44	55
Other fees	241	640	559	759
Fee income	<u>\$ 255</u>	<u>\$ 684</u>	<u>\$ 608</u>	<u>\$ 823</u>

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Note 10. Directors Fees

From May 1, 2023 to September 30, 2024, the Company's independent directors received an annual fee of \$150,000. In addition, the lead independent director received an annual retainer of \$30,000; the chair of the Audit Committee received an annual retainer of \$25,000, and each of its other members received an annual retainer of \$12,500; and the chairs of the Nominating and Corporate Governance Committee and of the Compensation Committee each received an annual retainer of \$15,000 and each of the other members of these committees received annual retainers of \$8,000. The Company's independent directors no longer receive fees for each board and committee meeting that they attend.

Effective October 1, 2024, the structure was modified such that each of the Company's independent directors receives an annual fee of \$165,000. In addition, the lead independent director receives an annual retainer of \$30,000; the chair of the Audit Committee receives an annual retainer of \$19,000 and each of its other members receives an annual retainer of \$12,500; the chair of the Nominating and Corporate Governance Committee receives an annual retainer of \$12,000 and each of its other members receives an annual retainer of \$11,000; and the chair of the Compensation Committee receives an annual retainer of \$15,000 and each of its other members receives an annual retainer of \$11,000.

No board service compensation is paid to directors who are "interested persons" of the Company (as such term is defined in the 1940 Act). For the three and nine months ended June 30, 2026, the Company recognized \$0.2 million and \$0.5 million for directors' fees expense, respectively. For the three and nine months ended June 30, 2025, the Company recognized \$0.2 million and \$0.6 million for directors' fees expense, respectively.

Note 11. Earnings Per Share

In accordance with the provisions of ASC Topic 260 - Earnings per Share, basic earnings per share is computed by dividing earnings available to common stockholders by the weighted average number of shares outstanding during the period. Other potentially dilutive common shares, and the related impact to earnings, are considered when calculating earnings per share on a diluted basis. The Company does not have any potentially dilutive common shares as of June 30, 2026.

The following information sets forth the computation of the weighted average basic and diluted net increase/(decrease) in net assets per share from operations for the three and nine months ended June 30, 2026 and 2025 (amounts in thousands, except shares and per share amounts):

	For the Three Months Ended		For the Nine Months Ended	
	June 30,		June 30,	
	2026	2025	2026	2025
Basic and diluted:				
Net increase (decrease) in net assets resulting from operations	\$ 4,224	\$ (1,497)	\$ 587	\$ 71
Weighted average shares of common stock outstanding - basic and diluted	1,932,597	2,017,330	1,969,108	2,018,962
Earnings (loss) per share of common stock - basic and diluted	\$ 2.19	\$ (0.74)	\$ 0.30	\$ 0.03

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Note 12. Financial Highlights

The following is a schedule of financial highlights for the nine months ended June 30, 2026 and 2025:

	For the Nine Months Ended June 30,	
	2026	2025
Per share data		
Net Asset Value per share at Beginning of Period	\$ 80.24	\$ 79.37
Results of Operations:		
Net Investment Income/(Loss) ⁽¹⁾	2.51	1.86
Net Realized Gain/(Loss) on Investments	(0.01)	(5.89)
Net Unrealized Gain/(Loss) on Investments	(1.85)	4.20
Net loss on extinguishment of debt	(0.01)	-
Deferred tax benefit (expense)	(0.34)	(0.14)
Net Increase (Decrease) in Net Assets Resulting from Operations	0.30	0.03
Capital Share Transactions		
Distributions declared	(0.07)	(1.43)
Repurchase of common stock under stock repurchase program ⁽²⁾	1.22	0.23
Net Increase (Decrease) Resulting from Capital Share Transactions	1.15	(1.20)
Net Asset Value per share at End of Period	\$ 81.69	\$ 78.20
Net Assets at End of Period	\$ 157,862,907	\$ 156,694,119
Shares Outstanding at End of Period	1,932,473	2,003,869
Per share market value at end of period	\$ 42.55	\$ 50.65
Total return based on market value ⁽³⁾	(10.51)%	9.41%
Total return based on net asset value ⁽⁴⁾	(1.72)%	(0.45)%
Portfolio turnover rate	16.02%	33.80%
Ratios:		
Ratio of net investment/(loss) income to average net assets ⁽⁵⁾	4.21%	3.14%
Ratio of total expenses to average net assets ⁽⁵⁾	11.37%	12.26%
Supplemental Data:		
Ratio of net operating expenses and credit facility related expenses to average net assets ⁽⁵⁾	8.51%	7.81%
Percentage of non-recurring fee income ⁽⁶⁾	3.32%	4.47%
Average debt outstanding ⁽⁷⁾	\$ 147,905,472	\$ 143,376,643
Average debt outstanding per weighted average common share	\$ 75.11	\$ 71.02
Asset coverage ratio per unit ⁽⁸⁾	\$ 2,070	\$ 2,072
Senior Securities Outstanding ⁽⁹⁾		
2023 Notes	\$ -	\$ -
2028 Notes	\$ 57,500,000	\$ 57,500,000
2028 Promissory Note	\$ -	\$ 1,661,498
Credit Facility	\$ 89,991,619	\$ 86,991,619
Average market value per unit:		
2028 Notes	\$ 22.91	\$ 22.62

- (1) Net investment income/(loss) based on total weighted average common stock outstanding equals \$2.51 and \$1.86 per share for the nine months ended June 30, 2026 and 2025, respectively.
- (2) The amount shown at this caption is the balancing amount derived from the other figures in the schedule. The amount shown at this caption for a share outstanding throughout the period may not agree with the repurchase of common stock because of the timing of repurchase of the Company's shares.

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Note 12. Financial Highlights (continued)

- (3) Total return is historical and assumes changes in share price, reinvestments of all dividends and distributions at prices obtained under the Company's dividend reinvestment plan, and no sales charge for the period. Calculation is not annualized.
- (4) Total return is historical and assumes changes in NAV, reinvestments of all dividends at prices obtained under the Company's dividend reinvestment plan, and no sales charges for the period. Calculation is not annualized.
- (5) Ratios are annualized during interim periods.
- (6) Represents the impact of the non-recurring fees as a percentage of total investment income.
- (7) Based on daily weighted average carrying value of debt outstanding during the period.
- (8) Asset coverage per unit is the ratio of the carrying value of our total consolidated assets, less all liabilities and indebtedness not represented by senior securities, to the aggregate amount of senior securities representing indebtedness. Asset coverage per unit is expressed in terms of dollar amounts per \$1,000 of indebtedness. As of June 30, 2026, the Company's asset coverage was 207.0% after giving effect to leverage and therefore the Company's asset coverage was above 200%, the minimum asset coverage requirement under the 1940 Act presently applicable to the Company.
- (9) Total amount of each class of senior securities outstanding at the end of the period excluding debt issuance costs.

Note 13. Dividends

Any dividends and distributions to common stockholders are recorded on the ex-dividend date. Any amounts to be paid out as a dividend are determined by our board of directors.

We have adopted an "opt out" dividend reinvestment plan for our common stockholders. As a result, if we declare a cash dividend or other distribution, each stockholder that has not "opted out" of our dividend reinvestment plan will have its dividends automatically reinvested in additional shares of our common stock rather than receiving cash dividends. Stockholders who receive distributions in the form of shares of common stock will be subject to the same federal, state and local tax consequences as if they received cash distributions.

On May 5, 2026, the Board of Directors declared a special dividend of \$0.07 per share. This dividend was paid on May 28, 2026 to stockholders of record as of May 18, 2026. The dividends declared during the nine months ended June 30, 2026 were derived from net investment income, determined on a tax basis.

On February 6, 2025, the Board of Directors declared a special dividend of \$1.43 per share. This dividend was paid on February 19, 2025 to stockholders of record as of February 17, 2025. The dividends declared during the nine months ended June 30, 2025 were derived from net investment income, determined on a tax basis.

Note 14. Share Transactions

On February 8, 2023, the Board of Directors approved the expansion of the amount authorized for repurchase under the Company's share repurchase program from \$25 million to \$35 million. Since announcing this share repurchase program on January 11, 2021, the Company has repurchased an aggregate of 791,236 shares of common stock through June 30, 2026 with a total cost of approximately \$32.3 million, or 29.0% of shares outstanding as of the program's inception. The total remaining amount authorized under the expanded share repurchase program is approximately \$2.7 million.

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Note 14. Share Transactions (continued)

The following table sets forth the number of shares of common stock repurchased by the Company at an average price of \$40.78 per share under its share repurchase program from February 10, 2021 through June 30, 2026:

Month Ended	Shares Repurchased	Repurchase Price Per Share	Aggregate Consideration for Repurchased Shares
February 2021	13,082	\$30.25 - \$30.96	\$ 397,384
March 2021	12,241	\$30.25 - \$34.42	393,938
April 2021	14,390	\$33.11 - \$34.89	491,469
May 2021	25,075	\$34.56 - \$39.93	976,440
August 2021	141,700	\$41.03 - \$42.28	5,944,213
January 2022	7,312	\$39.07 - \$40.88	293,756
February 2022	170,589	\$39.53 - \$41.00	6,908,864
March 2022	132,054	\$39.24 - \$40.57	5,306,885
April 2022	2,942	\$39.07 - \$41.00	117,758
May 2022	3,391	\$37.70 - \$39.78	131,338
June 2022	3,515	\$37.28 - \$39.19	135,063
July 2022	700	\$36.40 - \$37.23	25,864
August 2022	3,081	\$28.24 - \$37.79	112,456
September 2022	91,508	\$36.80 - \$37.50	3,443,845
October 2022	701	\$35.20 - \$36.14	14,434
November 2022	1,103	\$34.53 - \$35.28	38,790
December 2022	1,501	\$33.26 - \$34.84	51,295
January 2023	2,052	\$32.78 - \$34.84	68,665
February 2023	3,131	\$33.06 - \$39.03	115,430
March 2023	2,003	\$37.02 - \$38.89	76,214
April 2023	649	\$35.79 - \$37.03	23,671
May 2023	100	\$36.53 - \$36.53	3,658
June 2023	2,300	\$33.63 - \$38.76	85,556
August 2023	14,751	\$36.98 - \$39.41	575,728
September 2023	125	\$38.11 - \$38.11	4,772
November 2023	475	\$37.03 - \$37.78	17,825
December 2023	12,748	\$37.53 - \$41.03	520,749
March 2024	40,000	\$45.03 - \$45.03	1,801,205
April 2024	700	\$43.76 - \$43.76	30,637
May 2024	12	\$44.82 - \$44.82	543
June 2025	15,909	\$50.03 - \$50.03	795,932
September 2025	100	\$47.68 - \$47.68	4,773
October 2025	2,097	\$43.03 - \$47.38	94,038
November 2025	1,012	\$41.84 - \$43.15	43,100
December 2025	1,026	\$41.68 - \$46.08	45,738
January 2026	1,375	\$43.12 - \$45.62	60,872
February 2026	60,600	\$42.44 - \$47.77	2,893,547
March 2026	4,421	\$40.07 - \$44.40	187,893
April 2026	638	\$39.04 - \$40.28	25,471
May 2026	4	\$40.02 - \$40.02	165
June 2026	123	\$44.96 - \$44.96	5,535
Total	<u>791,236</u>		<u>\$ 32,265,510</u>

As of June 30, 2026, there were zero shares that were not yet transferred into treasury.

PHENIXFIN CORPORATION
Notes to Consolidated Financial Statements
As of June 30, 2026
(Unaudited)

Note 15. Segment Reporting

The Company has determined that it has a single operating segment in accordance with Topic 280, Segment Reporting (“ASC 280”). The Company’s Chief Operating Decision Maker (“CODM”) are the Chief Executive Officer and the Chief Financial Officer. While the Company derives income and capital appreciation by providing investments to companies across various industries, the Company and the CODM evaluate and monitor performance of the business on a consolidated basis. Further, each investment is evaluated and managed using similar processes and shared operations support functions such as deal origination, underwriting, and loan servicing as well as the administrative functions of human resources, legal, finance, and information technology.

The CODM uses consolidated net investment income and net increase (decrease) in net assets resulting from operations when allocating resources and assessing the Company’s performance. Net investment income is comprised of consolidated total investment income (“segment revenues”) and consolidated total net operating expenses (“significant segment expenses”). The net increase (decrease) in net assets resulting from operations is comprised of consolidated net investment income, consolidated net realized gains (losses) from investments, and consolidated net change in unrealized gains (losses) from investments. These performance metrics are considered the key segment measures of profit or loss reviewed by the CODM. As the Company’s operations comprise a single reporting segment, the segment assets are reflected on the accompanying Consolidated Statements of Assets and Liabilities as Total Assets, investments held on the Consolidated Schedule of Investments, and the significant segment expenses are listed on the accompanying Consolidated Statements of Operations.

Note 16. Subsequent Events

Management has evaluated subsequent events through the date of issuance of the consolidated financial statements included herein. Other than the items disclosed herein, there have been no subsequent events that occurred during such period that would require disclosure in this Form 10-Q or would be required to be recognized in the Consolidated Financial Statements as of and for the three and nine months ended June 30, 2026.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis should be read in conjunction with our financial statements and related notes and other financial information appearing elsewhere in this quarterly report on Form 10-Q.

Except as otherwise specified, references to "we," "us," "our," or the "Company," refer to PhenixFIN Corporation.

Forward-Looking Statements

Some of the statements in this quarterly report on Form 10-Q constitute forward-looking statements, which relate to future events or our performance or financial condition. The forward-looking statements contained in this quarterly report on Form 10-Q involve risks and uncertainties, including statements as to:

- the introduction, withdrawal, success and timing of business initiatives and strategies;
- changes in political, economic or industry conditions, the interest rate environment or conditions affecting the financial and capital markets, which could result in changes in the value of our assets;
- the impact of new or increased tariffs on various goods;
- the impact of increased competition;
- the impact of future acquisitions and divestitures;
- our business prospects and the prospects of our portfolio companies;
- the impact of legislative and regulatory actions and reforms and regulatory, supervisory or enforcement actions of government agencies relating to us;
- our contractual arrangements and relationships with third parties;
- any future financings by us;
- fluctuations in foreign currency exchange rates;
- the impact of changes to tax legislation and, generally, our tax position;
- our ability to locate suitable investments for us and to monitor and administer our investments;
- our ability to attract and retain highly talented professionals;
- market conditions and our ability to access alternative debt markets and additional debt and equity capital;
- the unfavorable resolution of legal proceedings;
- uncertainties associated with the effect of pandemics and other future market disruptions on our business prospects and the operational and financial performance of our portfolio companies, including our and their ability to achieve their respective objectives; and the effect of disruptions on our ability to continue to effectively manage our business; and
- risks and uncertainties relating to the possibility that the Company may explore strategic alternatives, including, but are not limited to: the timing, benefits and outcome of any exploration of strategic alternatives by the Company; potential disruptions in the Company's business and stock price as a result of our exploration of any strategic alternatives; the ability to realize anticipated efficiencies, or strategic or financial benefits; potential transaction costs and risks; and the risk that any exploration of strategic alternatives may have an adverse effect on our existing business arrangements or relationships, including our ability to retain or hire key personnel. There is no assurance that any exploration of strategic alternatives will result in a transaction or other strategic change or outcome.

Such forward-looking statements may include statements preceded by, followed by or that otherwise include the words “trend,” “opportunity,” “pipeline,” “believe,” “comfortable,” “expect,” “anticipate,” “current,” “intention,” “estimate,” “position,” “assume,” “potential,” “outlook,” “continue,” “remain,” “maintain,” “sustain,” “seek,” “achieve,” and similar expressions, or future or conditional verbs such as “will,” “would,” “should,” “could,” “may,” or similar expressions. The forward looking statements contained in this quarterly report on Form 10-Q involve risks and uncertainties. Our actual results could differ materially from those implied or expressed in the forward-looking statements for any reason, including the factors set forth as “Risk Factors” and elsewhere in this quarterly report on Form 10-Q.

We have based the forward-looking statements included in this report on information available to us on the date of this report, and we assume no obligation to update any such forward-looking statements. Actual results could differ materially from those anticipated in our forward-looking statements, and future results could differ materially from historical performance. Although we undertake no obligation to revise or update any forward-looking statements, whether as a result of new information, future events or otherwise, you are advised to consult any additional disclosures that we may make directly to you or through reports that we have filed or in the future may file with the Securities and Exchange Commission (“SEC”), including annual reports on Form 10-K, registration statements on Form N-2, quarterly reports on Form 10-Q and current reports on Form 8-K.

Global Events and Market Volatility

Periods of market volatility have occurred and could continue to occur in response to pandemics or other events outside of our control, including terrorist attacks, acts of war, natural disasters, significant tariffs, public health crises or similar events. These types of events have adversely affected and could continue to adversely affect operating results for us and for our portfolio companies.

The large-scale invasion of Ukraine by Russia in February 2022 resulted in sanctions and market disruptions, including declines in regional and global stock markets, unusual volatility in global commodity markets and significant devaluations of Russian currency. The extent and duration of the military action are impossible to predict but could be significant. Market disruption caused by the Russian military action, and any counter measures or responses thereto (including international sanctions, a downgrade in a country’s credit rating, purchasing and financing restrictions, boycotts, tariffs, changes in consumer or purchaser preferences, cyberattacks and espionage) could continue to have severe adverse impacts on regional and/or global securities and commodities markets, including markets for oil and natural gas. These impacts may include reduced market liquidity, distress in credit markets, further disruption of global supply chains, increased risk of inflation, and limited access to investments in certain international markets and/or issuers.

Separately, ongoing instability and conflict in the Middle East, including tensions involving Iran, present additional risks to global markets. Heightened geopolitical tensions in the region may lead to disruptions in critical energy infrastructure and shipping routes, including key chokepoints such as the Strait of Hormuz, through which a significant portion of global oil supply transits. Any escalation involving Iran—whether through direct military confrontation, proxy conflicts, or expanded sanctions—could materially affect global oil production, transportation, and pricing, contributing to increased volatility in energy markets and broader financial markets. In addition, terrorist activities or regional conflicts may further exacerbate uncertainty, potentially resulting in supply chain interruptions, increased defense and security costs, and shifts in investor sentiment and capital flows. These developments could have cascading effects across global economies and financial systems, amplifying existing market disruptions and contributing to sustained periods of volatility and risk aversion.

The extent and duration of these military actions, conflicts and resulting market disruptions are impossible to predict, but have been and could continue to be substantial, and any such market disruptions could affect our portfolio companies’ operations. As a result, our portfolio investments could decline in value or our valuation of them could become uncertain.

We have evaluated subsequent events from June 30, 2026, through the filing date of this quarterly report on Form 10-Q. However, as the discussion in this Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations relates to the Company’s financial statements for the quarterly period ended June 30, 2026, the analysis contained herein may not fully account for market event impacts. As of June 30, 2026, the Company valued its portfolio investments in conformity with U.S. generally accepted accounting principles (“GAAP”) based on the facts and circumstances known by the Company at that time or reasonably expected to be known at that time. Due to the overall volatility that market events may have caused during the months following our most recent valuation (as of June 30, 2026), any valuations conducted now or in the future in conformity with U.S. GAAP could result in a lower fair value of our portfolio.

Interest Rate Environment

In 2023, the Federal Reserve raised short-term interest rates. Additional interest rate increases may come. Changing interest rates may have unpredictable effects on markets, may result in heightened market volatility and may detract from our performance to the extent we are exposed to such interest rates and/or volatility. In periods of rising interest rates, to the extent we borrow money subject to a floating interest rate, our cost of funds would increase, which could reduce our net investment income. Further, rising interest rates could also adversely affect our performance if such increases cause our borrowing costs to rise at a rate in excess of the rate that our investments yield. Further, rising interest rates could also adversely affect our performance if we hold investments with floating interest rates, subject to specified minimum interest rates (such as a SOFR floor), while at the same time engaging in borrowings subject to floating interest rates not subject to such minimums. In such a scenario, rising interest rates may increase our interest expense, even though our interest income from investments is not increasing in a corresponding manner as a result of such minimum interest rates.

If general interest rates rise, there is a risk that the portfolio companies in which we hold floating rate securities will be unable to pay escalating interest amounts, which could result in a default under their loan documents with us. Rising interest rates could also cause portfolio companies to shift cash from other productive uses to the payment of interest, which may have a material adverse effect on their business and operations and could, over time, lead to increased defaults. In addition, rising interest rates may increase pressure on us to provide fixed rate loans to our portfolio companies, which could adversely affect our net investment income, as increases in our cost of borrowed funds would not be accompanied by increased interest income from such fixed-rate investments.

A change in the general level of interest rates can be expected to lead to a change in the interest rates we receive on many of our debt investments.

Overview

We are an internally-managed non-diversified closed-end management investment company that has elected to be regulated as a BDC under the 1940 Act. In addition, we have elected, and intend to qualify annually, to be treated for U.S. federal income tax purposes as a RIC under Subchapter M of the Code. Through December 31, 2020, we were an externally managed company. Since January 1, 2021, we have operated under our present internalized management structure.

We commenced operations and completed our initial public offering on January 20, 2011. Under our internalized management structure, our activities are managed by our senior professionals and are supervised by our board of directors, of which a majority of the members are independent of us.

The Company's investment objective is to generate current income and capital appreciation. The management team seeks to achieve this objective primarily through making loans, private equity or other investments in privately-held companies. The Company may also make debt, equity or other investments in publicly-traded companies. These investments may also include investments in other BDCs, closed-end funds or REITs. We may also pursue other strategic opportunities and invest in other assets or operate other businesses to achieve our investment objective, such as operating and managing an asset-based lending business and an insurance business. The portfolio generally consists of senior secured first lien term loans, senior secured second lien term loans, senior secured bonds, preferred equity and common equity. Occasionally, we will receive warrants or other equity participation features which we believe will have the potential to increase total investment returns. Our loan and other debt investments are primarily rated below investment grade or are unrated. Investments in below investment grade securities are considered predominantly speculative with respect to the issuer's capacity to pay interest and repay principal when due.

As a BDC, we are required to comply with certain regulatory requirements. For instance, we generally have to invest at least 70% of our total assets in "qualifying assets," including securities of private or thinly traded public U.S. companies, cash, cash equivalents, U.S. government securities and high-quality debt investments that mature in one year or less. In addition, we are only allowed to borrow money such that our asset coverage, as defined in the 1940 Act, equals at least 200% (or 150% if, pursuant to the 1940 Act, certain requirements are met) after such borrowing, with certain limited exceptions. To maintain our RIC tax treatment, we must meet specified source-of-income and asset diversification requirements. In addition, to maintain our RIC tax treatment, we must timely distribute at least 90% of our net ordinary income and realized net short-term capital gains in excess of realized net long-term capital losses, if any, for the taxable year.

Revenues

We generate revenue in the form of interest income on the debt that we hold and dividends and capital gains, if any, on our equity investments that we may acquire in portfolio companies. We invest our assets primarily in privately held companies with enterprise or asset values between \$25 million and \$250 million and generally focus on investment sizes of \$10 million to \$50 million. We believe that pursuing opportunities of this size offers several benefits including reduced competition, a larger investment opportunity set and the ability to minimize the impact of financial intermediaries. We expect our debt investments to bear interest at either a fixed or floating rate. Interest on debt will be payable generally either monthly or quarterly. In some cases our debt investments may provide for a portion of the interest to be PIK. To the extent interest is PIK, it will be payable through the increase of the principal amount of the obligation by the amount of interest due on the then-outstanding aggregate principal amount of such obligation. The principal amount of the debt and any accrued but unpaid interest will generally become due at the maturity date. In addition, we may generate revenue in the form of commitment, origination, structuring or diligence fees, fees for providing managerial assistance or investment management services and possibly consulting fees. Any such fees will be recognized as earned.

Expenses

Under our internally managed structure, we bear all costs and expenses of our operations and transactions, including those relating to:

- our organization and continued corporate existence;
- calculating our net asset value (“NAV”) (including the cost and expenses of any independent valuation firms);
- expenses, including travel expense, incurred by our professionals or payable to third parties performing due diligence on prospective portfolio companies, monitoring our investments and, if necessary, enforcing our rights;
- interest payable on debt, incurred to finance our investments;
- the costs of all offerings of common shares and other securities;
- operating costs associated with employing investment professionals and other staff;
- distributions on our shares;
- administration fees payable under our administration agreement;
- custodial fees related to our assets
- amounts payable to third parties relating to, or associated with, making investments;
- transfer agent and custodial fees;
- all registration and listing fees;
- U.S. federal, state and local taxes;
- independent directors’ fees and expenses;
- costs of preparing and filing reports or other documents with the SEC or other regulators;
- the costs of any reports, proxy statements or other notices to our stockholders, including printing costs;
- our fidelity bond;

- directors and officers/errors and omissions liability insurance, and any other insurance premiums;
- the operating lease of our office space;
- indemnification payments; and
- direct costs and expenses of administration, including audit and legal costs.

Long-Term Cash Incentive Plan

On May 9, 2022, the board of directors of the Company adopted the PhenixFIN 2022 Long-Term Cash Incentive Plan (the “CIP”) pursuant to the recommendation by the Compensation Committee of the board of directors. The CIP provides for performance-based cash awards to key employees of the Company, as approved by the Compensation Committee, based on the achievement of pre-established financial goals for the approved performance period. The performance goals may be expressed as one or a combination of net asset value of the Company, net asset value per share of the Company’s common stock, changes in the market price of shares of the Company’s common stock, individual performance metrics and/or such other goals and objectives the Committee considers relevant in connection with accomplishing the purposes of the CIP.

In December 2022, pursuant to the CIP, the Compensation Committee, approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2022 and ending on September 30, 2025 (the “2023 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of the target award amount based on the factors described above. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2023, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2023 and ending on September 30, 2026 (the “2024 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2024, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2024 and ending on September 30, 2027 (the “2025 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The threshold, target, and maximum performance levels are structured similar to those of the CIP. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

In December 2025, pursuant to the CIP, the Compensation Committee approved awards for Mr. Lorber and Ms. McMillan for the three-year performance period commencing on October 1, 2025 and ending on September 30, 2028 (the “2026 LTIP Plan”). Each participant is eligible to receive an amount of cash equal to a percentage of their target award amount based on the factors described above. The threshold, target, and maximum performance levels are structured similar to those of the CIP. The Compensation Committee, in approving the awards, evaluated each performance goal separately.

The Target Performance Award for each executive officer for the 2023 LTIP Plan, the 2024 LTIP Plan, the 2025 LTIP Plan, and the 2026 LTIP Plan is set forth in the table below:

Name and Title	2023 LTIP Dollar Value of Target Award	2024 LTIP Dollar Value of Target Award	2025 LTIP Dollar Value of Target Award	2026 LTIP Dollar Value of Target Award
David Lorber, Chairman of the Board and Chief Executive Officer	\$ 890,000	\$ 890,000	\$ 1,000,000	\$ 1,000,000
Ellida McMillan, Chief Financial Officer	380,000	380,000	425,000	425,000

During the three and nine months ended June 30, 2026, the Company recorded an expense of \$0 and \$0, respectively, for these awards. During the three and nine months ended June 30, 2025, the Company recorded an expense of \$275,342 and \$905,510, respectively, for these awards.

Portfolio and Investment Activity

As of June 30, 2026 and September 30, 2025, our portfolio had a fair market value of approximately \$301.6 million and \$302.3 million, respectively.

During the nine months ended June 30, 2026, we received proceeds from sale and settlements of investments of \$47.9 million, including principal proceeds, net realized gains on investments of \$0.0 million and invested \$48.7 million.

During the nine months ended June 30, 2025, we received proceeds from sale and settlements of investments of \$90.8 million, including principal proceeds, net realized losses on investments of \$(11.9) million and invested \$159.5 million.

The following table summarizes the amortized cost and the fair value of our average portfolio company (dollars in thousands):

	June 30, 2026		September 30, 2025	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Average portfolio company	\$ 10,562	\$ 9,730	\$ 9,011	\$ 8,396
Largest portfolio company by amortized cost and fair value, respectively	55,729	58,516	51,967	48,470

The following table summarizes the amortized cost and the fair value of investments as of June 30, 2026 (dollars in thousands):

	Amortized Cost	Percentage	Fair Value	Percentage
Senior Secured First Lien Term Loans	\$ 133,882	40.8%	\$ 119,447	39.6%
Senior Secured Notes	15,076	4.6	15,112	5.0
Fund Investment	2,138	0.7	2,412	0.8
Equity/Warrants	176,318	53.9	164,666	54.6
Total Investments	\$ 327,414	100.0%	\$ 301,637	100.0%

The following table summarizes the amortized cost and the fair value of investments as of September 30, 2025 (dollars in thousands):

	Amortized Cost	Percentage	Fair Value	Percentage
Senior Secured First Lien Term Loans	\$ 125,373	38.6%	\$ 116,567	38.6%
Senior Secured Notes	17,039	5.3	17,457	5.8
Fund Investment	2,194	0.7	2,227	0.7
Equity/Warrants	179,783	55.4	166,021	54.9
Total Investments	\$ 324,389	100.0%	\$ 302,272	100.0%

As of June 30, 2026, our income-bearing investment portfolio based upon cost represented 63.0% of our total portfolio of which 63.9% bore interest based on floating rates, such as SOFR, 8.3% bore interest at fixed rates, and 27.8% are income-producing equity investments. As of September 30, 2025, our income-bearing investment portfolio based upon cost represented 64.8% of our total portfolio of which 58.8% bore interest based on floating rates, such as SOFR, 14.9% bore interest at fixed rates, and 26.3% are income-producing equity investments. As of June 30, 2026, the Company had a weighted average yield of 13.2% on debt and other income producing investments. As of September 30, 2025, the Company had a weighted average yield of 12.8% on debt and other income producing investments. The weighted average yield of our total portfolio does not represent the total return to our stockholders.

We rate the risk profile of each of our investments based on the following categories:

Credit Rating	Definition
1	Investments that are performing above expectations.
2	Investments that are performing within expectations, with risks that are neutral or favorable compared to risks at the time of origination. All new investments are rated '2'.
3	Investments that are performing below expectations and that require closer monitoring, but where no loss of interest, dividend or principal is expected. Companies rated '3' may be out of compliance with financial covenants, however, loan payments are generally not past due.
4	Investments that are performing below expectations and for which risk has increased materially since origination. Some loss of interest or dividend is expected but no loss of principal. In addition to the borrower being generally out of compliance with debt covenants, loan payments may be past due (but generally not more than 180 days past due).
5	Investments that are performing substantially below expectations and whose risks have increased substantially since origination. Most or all of the debt covenants are out of compliance and payments are substantially delinquent. Some loss of principal is expected.

The following table shows the distribution of our investments on the 1 to 5 investment performance rating scale at fair value as of June 30, 2026 and September 30, 2025 (dollars in thousands):

	June 30, 2026		September 30, 2025	
	Fair Value	Percentage	Fair Value	Percentage
1	\$ -	0.0%	\$ -	0.0%
2	276,265	91.6	276,582	91.5
3	25,372	8.4	25,690	8.5
4	-	0.0	-	0.0
5	-	0.0	-	0.0
Total	\$ 301,637	100.0%	\$ 302,272	100.0%

Results of Operations

Operating results for three and nine months ended June 30, 2026 and 2025 are as follows (dollars in thousands):

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2026	2025	2026	2025
Total investment income	\$ 6,451	\$ 6,157	\$ 18,309	\$ 18,392
Less: Net expenses	4,376	4,999	13,360	14,644
Net investment income/(loss)	2,075	1,158	4,949	3,748
Net realized gains (losses) on investments	411	(11,986)	(14)	(11,882)
Net change in unrealized gains (losses) on investments	1,825	9,275	(3,660)	8,478
Deferred tax benefit (expense)	(87)	56	(676)	(273)
Loss on extinguishment of debt (See Note 5)	-	-	(12)	-
Net increase (decrease) in net assets resulting from operations	\$ 4,224	\$ (1,497)	\$ 587	\$ 71

Investment Income

For the three months ended June 30, 2026, investment income totaled \$6.5 million, of which \$4.4 million was attributable to portfolio interest, approximately \$1.8 million was attributable to dividend income, \$0.3 million was attributable to fee and other income, and \$0.0 million was attributable to interest on cash and cash equivalents. For the nine months ended June 30, 2026, investment income totaled \$18.3 million, of which \$12.4 million was attributable to portfolio interest, approximately \$5.2 million was attributable to dividend income, \$0.6 million was attributable to fee and other income, and \$0.1 million was attributable to interest on cash and cash equivalents. Dividend income was received from nine investments during the nine months ended June 30, 2026.

For the three months ended June 30, 2025, investment income totaled \$6.2 million, of which \$4.6 million was attributable to portfolio interest, approximately \$0.9 million was attributable to dividend income, \$0.7 million was attributable to fee and other income, and \$27.8 thousand was attributable to interest on cash and cash equivalents. For the nine months ended June 30, 2025, investment income totaled \$18.4 million, of which \$12.4 million was attributable to portfolio interest, approximately \$5.1 million was attributable to dividend income, \$0.8 million was attributable to fee and other income, and \$0.1 million was attributable to interest on cash and cash equivalents. Dividend income was received from seven investments during the nine months ended June 30, 2025.

Operating Expenses

Operating expenses for the three and nine months ended June 30, 2026 and 2025 are as follows (dollars in thousands):

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2026	2025	2026	2025
Interest and financing expenses	\$ 2,320	\$ 2,660	\$ 7,061	\$ 7,785
Salaries and benefits	1,079	1,238	3,065	3,451
Professional fees, net	285	305	1,086	1,301
General and administrative	355	398	1,078	928
Directors fees	153	204	526	613
Administrator expenses	109	107	320	304
Insurance expenses	75	87	224	262
Total Expenses	<u>\$ 4,376</u>	<u>\$ 4,999</u>	<u>\$ 13,360</u>	<u>\$ 14,644</u>

For the three months ended June 30, 2026, total operating expenses decreased by \$(0.6) million, or (12.5)% compared to the three months ended June 30, 2025. For the nine months ended June 30, 2026, total operating expenses decreased by \$(1.3) million, or (8.8)% compared to the nine months ended June 30, 2025.

Interest and Financing Expenses

Interest and financing expenses for the three months ended June 30, 2026 decreased by \$(0.3) million, or (12.8) % compared to the three months ended June 30, 2025. Interest and financing expenses for the nine months ended June 30, 2026 decreased by \$(0.7) million, or (9.3)% compared to the nine months ended June 30, 2025. The decrease in interest and financing expenses for the three and nine months ended June 30, 2026 was primarily due to borrowing at lower floating interest rates on the Credit Facility.

Professional Fees and General and Administrative Expenses

Professional fees and general and administrative expenses for the three months ended June 30, 2026 decreased by \$(0.1) million, or (9.0)% compared to the three months ended June 30, 2025. Professional fees and general and administrative expenses for the nine months ended June 30, 2026 decreased by \$(0.1) million, or (2.9)% compared to the nine months ended June 30, 2025.

Net Realized Gains/Losses from Investments

We measure realized gains or losses by the difference between the net proceeds from the disposition and the amortized cost basis of an investment, without regard to unrealized gains or losses previously recognized.

During the three months ended June 30, 2026, we recognized \$0.4 million of realized gains on our portfolio investments. The realized gains for the three months ended June 30, 2026 were primarily due to realized gains of \$0.3 million on Compass Diversified Holdings.

During the nine months ended June 30, 2026, we recognized \$(14.2) thousand of realized losses on our portfolio investments. The realized losses for the nine months ended June 30, 2026 were primarily due to realized losses on Copper Property CTL Pass Through Trust of \$(0.6) million and Chimera Investment Corp of \$(0.4) million, offset by realized gains on Compass Diversified Holdings of \$0.4 million, CB&L Associates Holdco I, LLC of \$0.4 million and Neptune Bidco US, Inc. of \$0.4 million.

During the three months ended June 30, 2025, we recognized \$(12.0) million of net realized losses on our portfolio investments. During the nine months ended June 30, 2025, we recognized \$(11.9) million of net realized losses on our portfolio investments. The net realized losses for the three months ended June 30, 2025 were due to the realized losses of \$10.3 million on Black Angus Steakhouses, LLC, \$1.0 million on Lighting Science Group Corporation, and \$0.7 million on Velocity Pooling Vehicle, LLC. The net realized losses for nine months ended June 30, 2025 were primarily due to the realized losses of \$10.3 million on Black Angus Steakhouses, LLC, \$1.9 million on Point.360, \$1.0 million on Lighting Science Group Corporation, and \$0.7 million on Velocity Pooling Vehicle LLC, offset by a realized gain on PHH Mortgage Corp. for \$0.8 million and realized gains on Altisource S.A.R.L., CB&L Associates Holdco I, LLC, and All Around Roustabout, LLC of \$0.7 million.

Net Unrealized Appreciation/Depreciation on Investments

Net change in unrealized appreciation or depreciation on investments reflects the net change in the fair value of our investment portfolio.

For the three months ended June 30, 2026, we had \$1.8 million of net unrealized appreciation on investments. The net unrealized appreciation resulted primarily from unrealized gains on NSG Captive, Inc.

For the nine months ended June 30, 2026, we had \$(3.7) million of net unrealized depreciation on investments. The net unrealized depreciation resulted primarily from unrealized losses on NVTN, LLC of \$(3.8) million, Altisource S.A.R.L. of \$(2.8) million, MB Precision Investment Holdings LLC of \$(2.5) million, Lucky Bucks, LLC of \$(1.9) million, and Advocates for Disabled Vets, LLC of \$(1.6) million, offset by unrealized gains on NSG Captive Inc. of \$3.6 million, FST Holdings Parent, LLC of \$2.0 million, Power Stop LLC of \$1.1 million, ECC Capital Corp. of \$0.9 million, and JFL-NGS-WCS Partners, LLC of \$0.9 million.

For the three months ended June 30, 2025, we had \$9.3 million of net unrealized gains. The net unrealized appreciation resulted from the reversal of the unrealized loss on Black Angus Steakhouses, LLC for \$9.1 million, Lighting Science Group Corporation for \$1.0 million, and Velocity Pooling Vehicle, LLC for \$0.7 million as well as unrealized gains on ECC Capital Corporation for \$1.4 million, offset by unrealized losses on JFL-NGS-WCS Partners, LLC of \$(1.5) million and unrealized losses on Power Stop of \$(1.1) million.

For the nine months ended June 30, 2025, we had \$8.5 million of net unrealized gains. The net unrealized appreciation resulted from the reversal of the unrealized loss on Black Angus Steakhouses, LLC for \$8.2 million, Lighting Science Group Corporation for \$1.0 million, and Velocity Pooling Vehicle, LLC for \$0.7 million, offset by unrealized losses on NVTN LLC of \$(1.7) million.

Provision for Deferred Taxes

Certain consolidated subsidiaries of ours are subject to U.S. federal and state income taxes. These taxable subsidiaries are not consolidated with the Company for income tax purposes, but are consolidated for GAAP purposes, and may generate income tax liabilities or assets from temporary differences in the recognition of items for financial reporting and income tax purposes at the subsidiaries. For the three and nine months ended June 30, 2026 the Company recorded a change in provision for deferred taxes of \$(86,737) and \$(676,181), respectively.

Changes in Net Assets from Operations

For the three months ended June 30, 2026, we recorded a net increase in net assets resulting from operations of \$4.2 million compared to a net decrease in net assets resulting from operations of \$(1.5) million for the three months ended June 30, 2025. Based on 1,932,597 and 2,017,330 weighted average common shares outstanding for the three months ended June 30, 2026 and 2025, respectively, our per share net increase (decrease) in net assets resulting from operations was \$2.19 for the three months ended June 30, 2026 and \$(0.74) for the three months ended June 30, 2025.

For the nine months ended June 30, 2026, we recorded a net increase in net assets resulting from operations of \$0.6 million compared to a net increase in net assets resulting from operations of \$0.1 million for the nine months ended June 30, 2025. Based on 1,969,108 and 2,018,962 weighted average common shares outstanding for the nine months ended June 30, 2026 and 2025, respectively, our per share net increase (decrease) in net assets resulting from operations was \$0.30 for the nine months ended June 30, 2026 and \$0.03 for the nine months ended June 30, 2025.

Financial Condition, Liquidity and Capital Resources

As a RIC, we distribute substantially all of our taxable net income to our stockholders and have an ongoing need to raise additional capital for investment purposes. To fund growth, we have a number of alternatives available to increase capital, including raising equity, increasing debt, and funding from operational cash flow.

Our liquidity and capital resources historically have been generated primarily from the net proceeds of public offerings of common stock, advances from the Credit Facility and net proceeds from the issuance of notes as well as cash flows from operations. In the future, we may generate cash from future offerings of securities, future borrowings and cash flows from operations, including interest earned from the temporary investment of cash in U.S. government securities and other high-quality debt investments that mature in one year or less. Our primary use of funds is investments in our targeted asset classes, cash distributions to our stockholders, and other general corporate purposes.

As of June 30, 2026 and September 30, 2025, we had \$2.2 million and \$7.3 million, respectively, in cash and cash equivalents.

In order to maintain our RIC tax treatment under the Code, we intend to distribute to our stockholders substantially all of our taxable income, but we may also elect to periodically spill over certain excess undistributed taxable income from one tax year into the next tax year. In addition, as a BDC, for each taxable year we generally are required to meet a coverage ratio of total assets to total senior securities, which include borrowings and any preferred stock we may issue in the future, of at least 200% (or 150% if, pursuant to the 1940 Act, certain requirements are met). This requirement limits the amount that we may borrow.

On January 11, 2021, the Company announced that its board of directors approved a share repurchase program. On February 9, 2022, the Board of Directors approved the expansion of the amount authorized for repurchase under the Company's share repurchase program from \$15 million to \$25 million. On February 8, 2023, the Board of Directors approved the further expansion of the amount authorized for repurchase under the Company's share repurchase program from \$25 million to \$35 million. Under the share repurchase program, the Company repurchased an aggregate of 791,236 shares of common stock through June 30, 2026, or 29.0% of shares outstanding as of the program's inception, with a total cost of \$32.3 million. The total remaining amount authorized under the expanded share repurchase program at June 30, 2026 was approximately \$2.7 million.

Credit Facility

On December 15, 2022, the Company and its wholly-owned subsidiaries executed a three-year, \$50 million revolving credit facility (the "Credit Facility") with Woodforest National Bank (Woodforest), Valley National Bank, and Axiom Bank, (collectively, the "Lenders"). Woodforest was the administrative agent, sole bookrunner and sole lead arranger. The Credit Facility had an original maturity date of December 15, 2025.

Outstanding loans under the Credit Facility bear interest at a monthly rate of Term SOFR + 2.50%. The Company is also subject to a commitment fee of 0.25%, which shall accrue on the actual daily amount of the undrawn portion of the revolving credit. The Credit Facility contains customary representations and warranties and affirmative and negative covenants. The Credit Facility contains customary events of default for credit facilities of this type, including (without limitation): nonpayment of principal, interest, fees or other amounts after a stated grace period; inaccuracy of material representations and warranties; change of control; violations of covenants, subject in certain cases to stated cure periods; and certain bankruptcies and liquidations. If an event of default occurs and is continuing, the Company may be required to repay all amounts outstanding under the Credit Facility.

On February 21, 2024 (the "First Amendment Effective Date"), in order to increase the size of the Credit Facility, the parties to the Credit Facility amended the terms of the Credit Facility, effective as of the First Amendment Effective Date (the "First Amendment"). The First Amendment increased the principal amount of the loan available under the Credit Facility by \$12.5 million to \$62.5 million. All other material terms of the Credit Facility remain unchanged.

On August 5, 2024 (the “Second Amendment Effective Date”), in order to increase the size of the Credit Facility, the parties to the Credit Facility amended the Credit Facility, effective as of the Second Amendment Effective Date (the “Second Amendment”). The Second Amendment increased the principal amount of the loan available under the Credit Facility by \$25 million to \$87.5 million. All other material terms of the Credit Facility remain unchanged.

On April 17, 2025 (the “Third Amendment Effective Date”), in order to extend the term and increase the size of the Credit Facility, the parties to the Credit Facility amended the terms of the Credit Facility, effective as of the Third Amendment Effective Date (the “Third Amendment”). The Third Amendment increased the principal amount of the loan available under the Credit Facility by \$12.5 million to \$100.0 million (with potential access to up to an additional \$50,000,000 pursuant to an uncommitted accordion provision) and appointed BankUnited, N.A. to assume all agency and syndication responsibilities from the prior agent and lenders. Outstanding loans under the terms of the Amendment bear a monthly interest rate ranging from ABR + 1.35% to ABR + 1.75% for any alternative base rate loans and from Term SOFR + 2.35% to Term SOFR + 2.75% for any term benchmark loans based on the total debt to tangible net worth ratio. The Amendment also extended the term of the credit facility to April 17, 2030, five years from the Effective Date. Other material terms remain substantially unchanged. As of June 30, 2026, there was \$90.0 million of outstanding borrowings by the Company under the Credit Facility. As of June 30, 2026, the Company was in compliance in all respects with the terms of the Credit Facility.

Unsecured Notes

2028 Notes

On November 9, 2021, the Company entered into an underwriting agreement, by and between the Company and Oppenheimer & Co. Inc., as representative of the several underwriters named in Exhibit A thereto, in connection with the issuance and sale (the “Offering”) of \$57,500,000 (including the underwriters’ option to purchase up to \$7,500,000 aggregate principal amount) in aggregate principal amount of its 5.25% Notes due 2028 (the “2028 Notes”). The Offering occurred on November 15, 2021, pursuant to the Company’s effective shelf registration statement on Form N-2 previously filed with the SEC, as supplemented by a preliminary prospectus supplement dated November 8, 2021, the pricing term sheet dated November 9, 2021 and a final prospectus supplement dated November 9, 2021. Effective November 16, 2021, the 2028 Notes began trading on the NASDAQ Global Market under the trading symbol “PFXNZ.”

On November 15, 2021, the Company and U.S. Bank National Association, as trustee entered into a Fourth Supplemental Indenture to its base Indenture, dated February 7, 2012, between the Company and the Trustee. The Fourth Supplemental Indenture relates to the Offering of the 2028 Notes.

2028 Promissory Note

On May 2, 2024, the Company issued a 5.25% note due November 1, 2028 in the principal amount of \$1,661,498 to National Security Insurance Company (the “2028 Promissory Note”). The financial terms of the note are substantially the same as the 2028 Notes.

On December 8, 2025, the Company redeemed in aggregate its principal amount of the issued and outstanding 2028 Promissory Note, comprising all issued and outstanding 2028 Promissory Notes, at a price equal to the closing market price of the 2028 Notes on December 5, 2025, plus accrued and unpaid interest thereon from November 1, 2025, through, but excluding, December 8, 2025 in accordance with the terms of the indenture governing the 2028 Promissory Note. The redemption was completed on December 8, 2025.

Contractual Obligations and Off-Balance Sheet Arrangements

As of June 30, 2026 and September 30, 2025, we had commitments under loan and financing agreements to fund up to \$10.6 million to eight portfolio companies and \$5.5 million to six portfolio companies, respectively. These commitments are primarily composed of senior secured term loans and revolvers, and the determination of their fair value is included in the Consolidated Schedule of Investments. The commitments are generally subject to the borrowers meeting certain criteria such as compliance with covenants and certain operational metrics. The terms of the borrowings and financings subject to commitment are comparable to the terms of other loan and equity securities in our portfolio. A summary of the composition of the unfunded commitments as of June 30, 2026 and September 30, 2025 is shown in the table below (dollars in thousands):

	June 30, 2026	September 30, 2025
MB Precision Investment Holdings LLC - Senior Secured First Lien Revolver	\$ 3	\$ 85
MB Precision Investment Holdings LLC - Senior Secured Delayed Draw Term Loan	85	1,521
PREIT Associates - Revolver	36	61
PSB Group, LLC - Revolver	882	472
SS Acquisition, LLC (dba Soccer Shots Franchising) - Revolver	1,029	1,029
Tamarix Capital Partners II, L.P. - Fund Investment	865	865
WHI Global, LLC - Revolver	442	1,484
Advocates for Disabled Vets, LLC (dba Reps for Vets) - Senior Secured Delayed Draw Term Loan	540	-
Kemmerer Operations, LLC – Senior Secured Delayed Draw Term Loan	6,763	-
Total unfunded commitments	<u>\$ 10,645</u>	<u>\$ 5,517</u>

The following table shows our payment obligations by calendar year for repayment of debt and other contractual obligations at June 30, 2026 (dollars in thousands):

	Payments Due by Period						
	2026	2027	2028	2029	2030	Thereafter	Total
Revolving Credit Facility	\$ -	\$ -	\$ -	\$ -	\$ (89,991,619)	\$ -	\$ (89,991,619)
2028 Notes	-	-	(57,500,000)	-	-	-	(57,500,000)
Operating Lease Obligation ⁽¹⁾	(160,650)	(327,695)	(337,525)	(347,651)	(358,081)	(1,817,021)	(3,348,623)
Total contractual obligations	<u>\$ (160,650)</u>	<u>\$ (327,695)</u>	<u>\$ (57,837,525)</u>	<u>\$ (347,651)</u>	<u>\$ (90,349,700)</u>	<u>\$ (1,817,021)</u>	<u>\$ (150,840,242)</u>

(1) Operating Lease Obligation means a rent payment obligation under a lease classified as an operating lease and disclosed pursuant to ASC 842, as may be modified or supplemented. On December 18, 2024, the Company amended the terms of the lease, contingent on certain events, extending the lease term until August 31, 2035, with a right to terminate on the 36th and 60th month anniversaries of September 5, 2025, as well as any time on or after the 84th month anniversary of September 5, 2025.

Distributions

We have elected, and intend to continue to qualify annually, to be treated for U.S. federal income tax purposes as a RIC under Subchapter M of the Code. As a RIC, in any taxable year with respect to which we timely distribute at least 90 percent of the sum of our (i) investment company taxable income (which is generally our net ordinary income plus the excess of realized net short-term capital gains over realized net long-term capital losses) determined without regard to the deduction for dividends paid and (ii) net tax exempt interest income (which is the excess of our gross tax exempt interest income over certain disallowed deductions), we (but not our stockholders) generally will not be subject to U.S. federal income tax on investment company taxable income and net capital gains that we distribute to our stockholders. We intend to distribute annually all or substantially all of such income, but we may also elect to periodically spill over certain excess undistributed taxable income from one tax year to the next tax year. To the extent that we retain our net capital gains or any investment company taxable income, we will be subject to U.S. federal income tax. We may choose to retain our net capital gains or any investment company taxable income, and pay the associated federal corporate income tax or excise tax, described below.

Amounts not distributed on a timely basis in accordance with a calendar year distribution requirement are subject to a nondeductible 4% U.S. federal excise tax payable by us. To avoid this tax, we must distribute (or be deemed to have distributed) during each calendar year an amount equal to the sum of:

- 1) at least 98.0% of our ordinary income (not taking into account any capital gains or losses) for the calendar year;
- 2) at least 98.2% of the amount by which our capital gains exceed our capital losses (adjusted for certain ordinary losses) for a one-year period ending on October 31st of the calendar year; and
- 3) income realized, but not distributed, in preceding years and on which we did not pay federal income tax.

While we intend to distribute any income and capital gains in the manner necessary to minimize imposition of the 4% U.S. federal excise tax, sufficient amounts of our taxable income and capital gains may not be distributed to avoid entirely the imposition of the tax. In that event, we will be liable for the tax only on the amount by which we do not meet the foregoing distribution requirement.

To the extent our taxable earnings fall below the total amount of our distributions for a taxable year, a portion of those distributions may be deemed a return of capital to our stockholders for U.S. federal income tax purposes. Stockholders should read any written disclosure accompanying a distribution carefully and should not assume that the source of any distribution is our ordinary income or gains.

We have adopted an “opt out” dividend reinvestment plan for our common stockholders. As a result, if we declare a cash dividend or other distribution, each stockholder that has not “opted out” of our dividend reinvestment plan will have their dividends automatically reinvested in additional shares of our common stock rather than receiving cash dividends. Stockholders who receive distributions in the form of shares of common stock will be subject to the same federal, state and local tax consequences as if they received cash distributions.

The Board of Directors declared a special dividend effective May 5, 2026 of \$0.07 per share. This dividend was paid on May 28, 2026 to stockholders of record as of May 18, 2026. On February 6, 2025, the Board of Directors declared a special dividend of \$1.43 per share. This dividend was paid on February 19, 2025 to stockholders of record as of February 17, 2025.

Related Party Transactions

We have adopted a formal business code of conduct and ethics that governs the conduct of our CEO, CFO, chief accounting officer (which role is currently fulfilled by our CFO) and controller (Covered Officers). Our officers and directors also remain subject to the duties imposed by both the 1940 Act and the Delaware General Corporation Law. Our Code of Business Conduct and Ethics requires that all Covered Officers promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between an individual’s personal and professional relationships. Pursuant to our Code of Business Conduct and Ethics, each Covered Officer must disclose to the Company’s CCO any conflicts of interest, or actions or relationships that might give rise to a conflict. Any approvals or waivers under our Code of Business Conduct and Ethics must be considered by the disinterested directors.

The Company has entered into contracts with its affiliated portfolio companies, The National Security Group (and certain of its affiliates) and ECC Capital Corporation, pursuant to which the Company (and/or certain of its subsidiaries) provide such affiliated portfolio companies certain services, including managing a portion of their assets. During the three and nine months ended June 30, 2026, the Company recognized \$0.2 million and \$0.5 million of income, respectively, related to these contracts. During the three and nine months ended June 30, 2025, the Company recognized \$0.4 million and \$0.6 million of income, respectively, related to these contracts.

Pledge and Security Agreement

In connection with the Credit Facility discussed in Note 5, the Company has entered into a Pledge and Security Agreement with the Lenders pursuant to which the Company and its wholly owned subsidiaries have pledged all their assets, including the cash and securities held in the Company’s custodial account with Computershare Trust Company, N.A., as collateral for any borrowings made by the Company pursuant to the Credit Agreement. The Lenders have the typical rights and remedies of a secured lender under the Uniform Commercial Code, including the right to foreclose on the collateral pledged by the Company.

On February 21, 2024, the Pledge and Security Agreement was amended to (i) release and terminate the security interest in the equity interest of FlexFIN, LLC, pledged by PhenixFIN Investment Holdings LLC, (ii) grant a security interest in the membership interest of FlexFIN Holdco LLC, pledged by PhenixFIN Investment Holdings LLC, and (iii) reflect equity interests of certain subsidiaries held by the Company and its subsidiary in the exhibits.

On August 5, 2024, the Pledge and Security Agreement was further amended to join an additional subsidiary of the Company as a Guarantor and grant a security interest in the equity interest of such additional subsidiary.

On September 30, 2024, the Pledge and Security Agreement was further amended to exclude assets owned by excluded subsidiaries from the collateral package and reflect the equity interest of an additional subsidiary of the Company in the exhibits.

Critical Accounting Policies

The preparation of financial statements and related disclosures in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and revenues and expenses during the periods reported. Actual results could materially differ from those estimates. We have identified the following items as critical accounting policies.

Valuation of Portfolio Investments

The Company follows ASC 820 for measuring the fair value of portfolio investments. Fair value is the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Where available, fair value is based on observable market prices or parameters, or derived from such prices or parameters. Where observable prices or inputs are not available, valuation models are applied. These valuation models involve some level of management estimation and judgment, the degree of which is dependent on the price transparency for the instruments or market and the instruments' complexity. The Company's fair value analysis includes an analysis of the value of any unfunded loan commitments. Financial investments recorded at fair value in the consolidated financial statements are categorized for disclosure purposes based upon the level of judgment associated with the inputs used to measure their value. The valuation hierarchical levels are based upon the transparency of the inputs to the valuation of the investment as of the measurement date. Investments which are valued using NAV as a practical expedient are excluded from this hierarchy. The three levels are defined below:

- Level 1 - Valuations based on quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

We value investments for which market quotations are readily available at their market quotations, which are generally obtained from an independent pricing service or multiple broker-dealers or market makers. We weight the use of third-party broker quotes, if any, in determining fair value based on our understanding of the level of actual transactions used by the broker to develop the quote and whether the quote was an indicative price or binding offer. However, a readily available market value is not expected to exist for many of the investments in our portfolio, and we value these portfolio investments at fair value as determined in good faith by our board of directors under our valuation policy and process. We may seek pricing information with respect to certain of our investments from pricing services or brokers or dealers in order to value such investments.

Valuation methods may include comparisons of financial ratios of the portfolio companies that issued such private equity securities to peer companies that are public, the nature and realizable value of any collateral, the portfolio company's ability to make payments and its earnings and discounted cash flows, the markets in which the portfolio company does business, and other relevant factors. When an external event such as a purchase transaction, public offering or subsequent equity sale occurs, we will consider the pricing indicated by the external event to corroborate the private equity valuation. Due to the inherent uncertainty of determining the fair value of investments that do not have a readily available market value, the fair value of the investments may differ significantly from the values that would have been used had a readily available market value existed for such investments, and the differences could be material.

In December 2020, the SEC adopted Rule 2a-5 under the 1940 Act, which permits a BDC's board of directors to designate its executive officer(s) as a valuation designee to determine the fair value of its investment portfolio, subject to the oversight of the board. The Board approved policies and procedures pursuant to Rule 2a-5 and has designated Ellida McMillan, the Company's CFO, to serve as the Board's valuation designee ("Valuation Designee"), subject to the Board's oversight, effective September 8, 2022.

With respect to investments for which market quotations are not readily available, our board oversees and our Valuation Designee undertakes a multi-step valuation process each quarter, as described below:

- Our quarterly valuation process generally begins with each portfolio investment being initially valued by a Valuation Firm;
- Available third-party market data will be reviewed by Company personnel designated by the Valuation Designee ("Fair Value Personnel") and the Valuation Firm.
- Available portfolio company data and general industry data are then reviewed by the Fair Value Personnel.
- Preliminary valuation conclusions are then documented by the Valuation Firm and discussed with the Fair Value Personnel.
- The Valuation Designee then determines the fair value of each investment in the Company's portfolio in good faith based on such discussions, the Company's Valuation Policy and the Valuation Firms' final estimated valuations.
- The Valuation Designee's report is then presented to the Board of Directors and the Audit Committee.

In following these approaches, the types of factors that are taken into account in fair value pricing investments include available current market data, including relevant and applicable market trading and transaction comparables; applicable market yields and multiples; security covenants; call protection provisions; information rights; the nature and realizable value of any collateral; the portfolio company's ability to make payments; the portfolio company's earnings and discounted cash flows; the markets in which the portfolio company does business; comparisons of financial ratios of peer companies that are public; comparable merger and acquisition transactions; and the principal market and enterprise values.

Determination of fair values involves subjective judgments and estimates made by management. The notes to our consolidated financial statements refer to the uncertainty with respect to the possible effect of such valuations, and any change in such valuations, on our consolidated financial statements.

Revenue Recognition

Our revenue recognition policies are as follows:

Investments and Related Investment Income: We account for investment transactions on a trade-date basis and interest income, adjusted for amortization of premiums and accretion of discounts, is recorded on an accrual basis. For investments with contractual PIK interest, which represents contractual interest accrued and added to the principal balance that generally becomes due at maturity, we will not accrue PIK interest if the portfolio company valuation indicates that the PIK interest is not collectible. Origination, closing and/or commitment fees associated with investments in portfolio companies are recognized as income when the investment transaction closes. Other fees are capitalized as deferred revenue and recorded into income over the respective period. Prepayment penalties received by the Company for debt instruments paid back to the Company prior to the maturity date are recorded as income upon receipt. Realized gains or losses on investments are measured by the difference between the net proceeds from the disposition and the amortized cost basis of an investment, without regard to unrealized gains or losses previously recognized. We report changes in the fair value of investments that are measured at fair value as a component of the net change in unrealized appreciation/(depreciation) on investments in our Consolidated Statements of Operations.

Non-accrual: We place loans on non-accrual status when principal and interest payments are past due by 90 days or more, or when there is reasonable doubt that we will collect principal or interest. Accrued interest is generally reversed when a loan is placed on non-accrual. Interest payments received on non-accrual loans may be recognized as income or applied to principal depending upon management's judgment. Non-accrual loans are restored to accrual status when past due principal and interest is paid and, in our management's judgment, are likely to remain current. At June 30, 2026, a certain investment in one portfolio company held by the Company was on non-accrual status with a fair value of approximately \$0.0 million, or 0.0% of the fair value of our portfolio, and a cost of \$7.6 million. At September 30, 2025, a certain investment in one portfolio company held by the Company was on non-accrual status with a combined fair value of approximately \$0.0 million, or 0.0% of the fair value of our portfolio, and a cost of \$7.6 million.

Federal Income Taxes

The Company has elected, and intends to continue to qualify annually, to be treated for U.S. federal income tax purposes as a RIC under Subchapter M of the Code and it intends to operate in a manner so as to maintain its RIC tax treatment. To do so, among other things, the Company is required to meet certain sources of income and asset diversification requirements and must timely distribute to its stockholders at least 90% of the sum of investment company taxable income ("ICTI") including PIK, as defined by the Code, and net tax exempt interest income (which is the excess of our gross tax exempt interest income over certain disallowed deductions) for each taxable year. The Company will be subject to a nondeductible U.S. federal excise tax of 4% on undistributed income if it does not distribute at least 98% of its net ordinary income for any calendar year and 98.2% of its capital gain net income for each one-year period ending on October 31 of such calendar year and any income realized, but not distributed, in preceding years and on which it did not pay federal income tax. Depending on the level of ICTI earned in a tax year, the Company may choose to carry forward ICTI in excess of current year dividend distributions into the next tax year and pay a 4% excise tax on such income, as required. To the extent that the Company determines that its estimated current year annual taxable income will be in excess of estimated current year dividend distributions for excise tax purposes, the Company accrues excise tax, if any, on estimated excess taxable income as taxable income is earned. Any such carryover ICTI must be distributed before the end of that next tax year through a dividend declared prior to filing the final tax return related to the year which generated such ICTI.

Because federal income tax requirements differ from GAAP, distributions in accordance with tax requirements may differ from net investment income and realized gains recognized for financial reporting purposes. Differences may be permanent or temporary. Permanent differences are reclassified among capital accounts in the consolidated financial statements to reflect their tax character. Temporary differences arise when certain items of income, expense, gain or loss are recognized at some time in the future. Differences in classification may also result from the treatment of short-term gains as ordinary income for tax purposes.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

We are subject to financial market risks, including changes in interest rates. Changes in interest rates may affect both our cost of funding and our interest income from portfolio investments and cash and cash equivalents. Our investment income will be affected by changes in various interest rates, including SOFR, to the extent our debt investments include floating interest rates. In the future, we expect other loans in our portfolio will have floating interest rates. We may hedge against interest rate fluctuations by using standard hedging instruments such as futures, options and forward contracts subject to the requirements of the 1940 Act. For the nine months ended June 30, 2026 and the year ended September 30, 2025, we did not engage in hedging activities.

As of June 30, 2026, 64.7% of our income-bearing investment portfolio bore interest based on floating rates based upon fair value. The substantial majority of this component of our portfolio bore interest based on a SOFR reference rate. A prolonged reduction in interest rates will reduce our gross investment income and could result in a decrease in our net investment income if such decreases in the applicable reference rates are not offset by a corresponding increase in the spread over the reference rates that we earn on any portfolio investments, a decrease in our operating expenses, including with respect to any income incentive fee, or a decrease in the interest rate of our floating interest rate liabilities tied to reference rates. In contrast, a rise in the general level of interest rates can be expected to lead to higher interest rates applicable to any variable rate investments we hold and to declines in the value of any fixed rate investments we hold. In addition, a rise in interest rates may increase the likelihood that a portfolio company defaults on a loan. However, many of our variable rate investments provide for an interest rate floor, which may prevent our interest income from increasing until benchmark interest rates increase beyond a threshold amount.

The composition of our floating rate debt investments by cash interest rate floor as of June 30, 2026 was as follows (dollars in thousands):

SOFR and LIBOR Floor	June 30, 2026	
	Fair Value	% of Floating Rate Portfolio
Under 1%	\$ 8,894	7.5%
1% to under 2%	27,240	23.1
2% to under 3%	13,042	11.1
3% to under 4%	32,908	27.9
4% to under 5%	10,753	9.1
No Floor	25,140	21.3
Total	\$ 117,977	100.0%

Based on our Consolidated Statements of Assets and Liabilities as of June 30, 2026, the following table (dollars in thousands) shows the approximate increase/(decrease) in components of net assets resulting from operations of hypothetical SOFR base rate changes in interest rates, assuming no changes in our investment and capital structure.

Change in Interest Rates	Interest Income⁽¹⁾	Interest Expense	Net Increase/(Decrease)
Up 300 basis points	\$ 4,182	\$ (2,700)	\$ 1,482
Up 200 basis points	2,775	(1,800)	975
Up 100 basis points	1,369	(900)	469
Down 100 basis points	(1,181)	900	(281)
Down 200 basis points	(2,055)	1,800	(255)
Down 300 basis points	(2,671)	2,547	(124)

(1) Assumes no defaults or prepayments by portfolio companies over the next twelve months.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our Chief Executive Officer and our Chief Financial Officer, evaluated the effectiveness of our disclosure controls and procedures as of June 30, 2026. The term “disclosure controls and procedures” is defined under Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 (the “Exchange Act”), as amended. Based on the evaluation of our disclosure controls and procedures as of June 30, 2026, our Chief Executive Officer and Chief Financial Officer concluded that, as of such date, our disclosure controls and procedures were effective.

Changes in Internal Controls Over Financial Reporting

There were no changes in our internal controls over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) that occurred during the quarter covered by this report that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

PART II

Item 1. Legal Proceedings

From time to time, we are involved in various legal proceedings, lawsuits and claims incidental to the conduct of our business. Our businesses are also subject to extensive regulation, which may result in regulatory proceedings against us. We are not currently party to any material legal proceedings.

Item 1A. Risk Factors

In addition to other information set forth in this report, you should carefully consider the “Risk Factors” discussed in our annual report on Form 10-K for the fiscal year ended September 30, 2025, filed with the SEC on December 12, 2025, which could materially affect our business, financial condition and/or operating results. Other than the items disclosed below (which are being re-disclosed in this report in light of the board of directors’ recent approval of the reduced minimum asset coverage ratio), there have been no material changes during the nine months ended June 30, 2026 to the risk factors discussed in “Item 1A. Risk Factors” of our annual report on Form 10-K. Additional risks or uncertainties not currently known to us or that we currently deem to be immaterial also may materially affect our business, financial condition and/or operating results.

Because we have received the approval of our board of directors, we will be subject to 150% Asset Coverage beginning on May 4, 2027.

The 1940 Act generally prohibits us from incurring indebtedness unless immediately after such borrowing we have an asset coverage for total borrowings of at least 200% (i.e., the amount of debt may not exceed 50% of the value of our assets), unless a “required majority” (as such term is defined in Section 57(o) of the 1940 Act) of the board of directors approves reducing such coverage ratio to 150%, if certain requirements are met.

On May 4, 2026, our board of directors approved the application of the reduced asset coverage ratio to us. As a result, we may increase our leverage up to an amount that meets the reduced minimum asset coverage ratio of 150% (i.e., the amount of debt may not exceed 66 2/3% of the value of our assets) beginning on May 4, 2027. We would not necessarily avail ourselves of the added leverage unless additional borrowings are available to us and we are able to amend our Credit Facility to permit additional leverage, which may not be practicable. Leverage magnifies the potential for loss on investments in our indebtedness and on invested equity capital. As we use leverage to partially finance our investments, you experience increased risks of investing in our securities. If the value of our assets increases, then any additional leverage would cause the net asset value attributable to our common stock to increase more sharply than it would have had we not increased our leverage. Conversely, if the value of our assets decreases, any additional leverage would cause net asset value to decline more sharply than it otherwise would have had we not increased our leverage. Similarly, any increase in our income in excess of interest payable on the borrowed funds would cause our net investment income to increase more than it would without the additional leverage, while any decrease in our income would cause net investment income to decline more sharply than it would have had we not increased our leverage. Such a decline could negatively affect our ability to pay common stock dividends, scheduled debt payments or other payments related to our securities. Leverage is generally considered a speculative investment technique. See “Risk Factors - Risks Related to Our Business - Because we finance our investments with borrowed funds, we are exposed to risks typically associated with leverage, potentially magnifying the risk of investing in us” in our annual report on Form 10-K.

Because we use borrowed funds to make investments or fund our business operations, we are exposed to risks typically associated with leverage which increases the risk of investing in us.

We have borrowed funds, including through the issuance of \$57.5 million in aggregate principal amount of 5.25% unsecured notes due November 1, 2028 (the “Notes” or the “2028 Notes”) to leverage our capital structure, which is generally considered a speculative investment technique. In addition, on December 15, 2022, the Company entered into a 3-year \$50.0 million revolving credit facility (the “Credit Facility”) with Woodforest National Bank (“Woodforest”), Valley National Bank, and Axiom Bank, (collectively, the “Lenders”), which was amended on February 21, 2024 to increase the principal amount of the loan available under the Credit Facility by \$12.5 million to \$62.5 million. On August 5, 2024 (the “Second Amendment Effective Date”), in order to increase the size of the Credit Facility, the parties to the Credit Facility amended the Credit Facility, effective as of the Second Amendment Effective Date (the “Second Amendment”). The Second Amendment increased the principal amount of the loan available under the Credit Facility by \$25 million to \$87.5 million.

On April 17, 2025 (the “Third Amendment Effective Date”), in order to extend the term and increase the size of the Credit Facility, the parties to the Credit Facility amended the terms of the Credit Facility, effective as of the Third Amendment Effective Date (the “Third Amendment”). The Third Amendment increased the principal amount of the loan available under the Credit Facility by \$12.5 million to \$100.0 million (with potential access to up to an additional \$50.0 million pursuant to an uncommitted accordion provision) and appointed BankUnited, N.A. to assume all agency and syndication responsibilities from the prior agent and lenders. The Amendment also extended the term of the credit facility to April 17, 2030, five years from the Third Amendment Effective Date. Other material terms remain substantially unchanged. As a result:

- our common stock may be exposed to an increased risk of loss because a decrease in the value of our investments may have a greater negative impact on the value of our common stock than if we did not use leverage;
- if we do not appropriately match the assets and liabilities of our business, adverse changes in interest rates could reduce or eliminate the incremental income we make with the proceeds of any leverage;
- our ability to pay distributions on our common stock may be restricted if our asset coverage ratio with respect to each of our outstanding senior securities representing indebtedness and our outstanding preferred shares, as defined by the 1940 Act, is not at least 200% and any amounts used to service indebtedness or preferred stock would not be available for such distributions;
- any credit facility to which we became a party may be subject to periodic renewal by our lenders, whose continued participation cannot be guaranteed;
- any credit facility to which we became a party may contain covenants restricting our operating flexibility;
- we, and indirectly our stockholders, bear the cost of issuing and paying interest or dividends on such securities; and
- any convertible or exchangeable securities that we issue may have rights, preferences and privileges more favorable than those of our common shares.

Under the provisions of the 1940 Act, we are permitted, as a BDC, to issue debt securities or preferred stock and/or borrow money from banks and other financial institutions, which we collectively refer to as “senior securities”, only in amounts such that our asset coverage ratio equals at least 200% (or 150%) after each issuance of senior securities.

For a discussion of the terms of the Notes, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations - Financial Condition, Liquidity and Capital Resources” in our annual report on Form 10-K.

As of June 30, 2026, the Company’s asset coverage was 207.0% after giving effect to leverage and therefore the Company’s asset coverage is above 200%, the minimum asset coverage requirement presently applicable to the Company under the 1940 Act.

Because we use debt to finance various investments, changes in interest rates will affect our cost of capital and net investment income.

Because we borrow money to make certain investments, our net investment income will depend, in part, upon the difference between the rate at which we borrow funds and the rate at which we invest those funds. As a result, we can offer no assurance that a significant change in market interest rates will not have a material adverse effect on our net investment income in the event we use our existing debt to finance our investments. In periods of rising interest rates, such as the current period we are in, our cost of funds will increase to the extent we access any credit facility with a floating interest rate, which could reduce our net investment income to the extent any debt investments have fixed interest rates. We expect that our long-term fixed-rate investments will be financed primarily with issuances of equity and long-term debt securities. We may use interest rate risk management techniques in an effort to limit our exposure to interest rate fluctuations. Such techniques may include various interest rate hedging activities to the extent permitted by the 1940 Act.

You should also be aware that, to the extent we make floating debt investments, a rise in the general level of interest rates typically leads to higher interest rates applicable to our debt investments.

Because we borrow money, the potential for loss on amounts invested in us will be magnified and may increase the risk of investing in us.

Borrowings, also known as leverage, magnify the potential for loss on invested equity capital. If we use leverage to partially finance our investments, which we have done historically, you will experience increased risks of investing in our securities. We issued the Notes, entered into the Credit Facility, and may issue other debt securities or enter into other types of borrowing arrangements in the future. If the value of our assets decreases, leveraging would cause our NAV to decline more sharply than it otherwise would have had we not leveraged. Similarly, any decrease in our income would cause net income to decline more sharply than it would have had we not borrowed. Such a decline could negatively affect our ability to make common stock distributions or scheduled debt payments. Leverage is generally considered a speculative investment technique and we only intend to use leverage if expected returns will exceed the cost of borrowing.

As of June 30, 2026, there was \$147.5 million of outstanding borrowings. The weighted average interest rate charged on our borrowings as of June 30, 2026 was 5.8% (exclusive of debt issuance costs). We will need to generate sufficient cash flow to make these required interest payments. If we are unable to meet the financial obligations under the Notes, the holders thereof will have the right to declare the principal amount and accrued and unpaid interest on the outstanding Notes to be due and payable immediately. If we are unable to meet the financial obligations under the Credit Facility or any other credit facility we enter into, the lenders thereunder would likely have a superior claim to our assets over our stockholders.

If we issue preferred stock, the NAV and market value of our common stock may become more volatile.

If we issue preferred stock, we cannot assure you that such issuance would result in a higher yield or return to the holders of our common stock. The issuance of preferred stock would likely cause the NAV and market value of our common stock to become more volatile. If the dividend rate on the preferred stock were to approach the net rate of return on our investment portfolio, the benefit of leverage to the holders of our common stock would be reduced. If the dividend rate on the preferred stock were to exceed the net rate of return on our portfolio, the leverage would result in a lower rate of return to the holders of our common stock than if we had not issued preferred stock. Any decline in the NAV of our investments would be borne entirely by the holders of our common stock. Therefore, if the market value of our portfolio were to decline, the leverage would result in a greater decrease in NAV to the holders of our common stock than if we were not leveraged through the issuance of preferred stock. This greater NAV decrease would also tend to cause a greater decline in the market price for our common stock. We might be in danger of failing to maintain the required asset coverage of the preferred stock or of losing our ratings on the preferred stock or, in an extreme case, our current investment income might not be sufficient to meet the dividend requirements on the preferred stock. In order to counteract such an event, we might need to liquidate investments in order to fund a redemption of some or all of the preferred stock. In addition, we would pay (and the holders of our common stock would bear) all costs and expenses relating to the issuance and ongoing maintenance of the preferred stock, including higher advisory fees if our total return exceeds the dividend rate on the preferred stock. Holders of preferred stock may have different interests than holders of our common stock and may at times have disproportionate influence over our affairs.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

None.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Mine Safety Disclosures

None.

Item 5. Other Information

None.

Item 6. Exhibits

3.1	<u>Certificate of Incorporation (Incorporated by reference to Exhibit 99.A.3 to the Registrant's Pre-effective Amendment No. 3 to the Registration Statement on Form N-2 (File No. 333-166491), filed on November 23, 2010).</u>
3.2	<u>Certificate of Amendment to the Certificate of Incorporation (Incorporated by reference to the Current Report on Form 8-K filed on July 13, 2020).</u>
3.3	<u>Certificate of Amendment to Certificate of Incorporation (Incorporated by reference to the Current Report on Form 8-K filed December 28, 2020).</u>
3.4	<u>Form of Bylaws (Incorporated by reference to Exhibit 99.B.3 to the Registrant's Pre-effective Amendment No. 3 to the Registration Statement on Form N-2 (File No. 333-166491), filed on November 23, 2010).</u>
3.5	<u>Amendment No. 1 to Bylaws (Incorporated by reference to the Current Report on Form 8-K filed February 7, 2019).</u>
3.6	<u>Amendment No. 2 to Bylaws (Incorporated by reference to the Current Report on Form 8-K filed December 28, 2020).</u>
3.7	<u>Amendment No. 3 to the Bylaws (Incorporated by reference to the Current Report on Form 8-K filed February 16, 2021).</u>
4.1	<u>Form of Stock Certificate (Incorporated by reference to Exhibit 99.D to the Registrant's Pre-effective Amendment No. 3 to the Registration Statement on Form N-2 (File No. 333-166491), filed on November 23, 2010).</u>
4.2	<u>Indenture, dated February 7, 2012, between Medley Capital Corporation and U.S. Bank National Association, as Trustee (Incorporated by reference to Exhibit 99.D.2 to the Registrant's Pre-Effective Amendment No. 1 to the Registration Statement on Form N-2 (File No. 333-179237), filed on February 13, 2012).</u>
4.3	<u>First Supplemental Indenture, dated March 21, 2012, between Medley Capital Corporation and U.S. Bank National Association, as Trustee (Incorporated by reference to Exhibit 99.D.4 to the Registrant's Post-Effective Amendment No. 2 to the Registration Statement on Form N-2 (File No. 333-179237), filed on March 21, 2012).</u>
4.4	<u>Second Supplemental Indenture, dated March 18, 2013, between Medley Capital Corporation and U.S. Bank National Association, as Trustee (Incorporated by reference to Exhibit 99.D.4 to the Registrant's Post-Effective Amendment No. 7 to the Registration Statement on Form N-2 (File No. 333-179237), filed on March 15, 2013).</u>
4.5	<u>Third Supplemental Indenture, dated December 17, 2015, between Medley Capital Corporation and U.S. Bank National Association, as Trustee (Incorporated by reference to Exhibit 99.D.6 to the Registrant's Post-Effective Amendment No. 11 to the Registration Statement on Form N-2 (File No. 333-187324), filed December 17, 2015).</u>
4.6	<u>Fourth Supplemental Indenture, dated November 15, 2021, between PhenixFIN Corporation and U.S. Bank National Association, as Trustee (Incorporated by reference to the Current Report on Form 8-K filed November 15, 2021).</u>
4.7	<u>Description of PhenixFIN Corporation's securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 (Incorporated by reference to the Registrant's Pre-Effective Amendment No. 1 to the Registration Statement on Form N-2 (File No. 333-258913), filed on October 15, 2021).</u>
10.1	<u>Form of Custody Agreement (Incorporated by reference to Exhibit 99.J.1 to the Registrant's Pre-effective Amendment No. 3 to the Registration Statement on Form N-2 (File No. 333-166491), filed on November 23, 2010).</u>
10.2	<u>Form of Dividend Reinvestment Plan (Incorporated by reference to Exhibit 99.E to the Registrant's Pre-effective Amendment No. 3 to the Registration Statement on Form N-2 (File No. 333-166491), filed on November 23, 2010).</u>
10.3	<u>Settlement Term Sheet, dated April 15, 2019 (Incorporated by reference to the Current Report on Form 8-K, filed on April 17, 2019).</u>
10.4	<u>Stipulation of Settlement, dated July 29, 2019, by and among Medley Capital Corporation, Brook Taube, Seth Taube, Jeff Tonkel, Mark Lerdal, Karin Hirtler-Garvey, John E. Mack, Arthur S. Ainsberg, Medley Management Inc., MCC Advisors LLC, Medley LLC and Medley Group LLC, on the one hand, and FrontFour Capital Group LLC and FrontFour Master Fund, Ltd., on behalf of themselves and a class of similarly situated stockholders of Medley Capital Corporation, on the other hand, in connection with the action styled In re Medley Capital Corporation Stockholder Litigation, Cons. C.A. No. 2019-0100-KSJM (Incorporated by reference to the Current Report on Form 8-K, filed on August 2, 2019).</u>
10.5	<u>Governance Agreement, dated July 29, 2019, by and among, Medley Capital Corporation, on the one hand, and FrontFour Capital Group LLC, FrontFour Master Fund, Ltd., FrontFour Capital Corp., FrontFour Opportunity Fund, David A. Lorber, Stephen E. Loukas and Zachary R. George, on the other hand (Incorporated by reference to the Current Report on Form 8-K, filed on August 2, 2019).</u>
10.6	<u>Standstill Agreement, dated as of August 19, 2020, by and between the Medley Capital Corporation and Howard Amster and the other persons and entities identified therein (Incorporated by reference to the Current Report on Form 8-K filed on August 21, 2020).</u>

10.7	<u>Fund Accounting Servicing Agreement, dated November 19, 2020, by and between Medley Capital Corporation and U.S. Bancorp Fund Services, LLC (Incorporated by reference to Exhibit 10.16 to the Annual Report on Form 10-K filed on December 11, 2020).</u>
10.8	<u>Administration Servicing Agreement, dated November 19, 2020, by and between Medley Capital Corporation and U.S. Bancorp Fund Services, LLC (Incorporated by reference to Exhibit 10.17 to the Annual Report on Form 10-K filed on December 11, 2020).</u>
10.9	<u>PhenixFIN Long Term Cash Incentive Plan (Incorporated by reference to Exhibit 10.9 to the Quarterly Report on Form 10-Q filed on May 9, 2022).</u>
10.10	<u>First Amendment to the PhenixFIN Long Term Cash Incentive Plan. (Incorporated by reference to Exhibit 10.10 to the Quarterly Report on Form 10-Q filed on February 9, 2023).</u>
10.11	<u>Form of Award Agreement (Incorporated by reference to Exhibit 10.10 to the Quarterly Report on Form 10-Q filed on May 9, 2022).</u>
10.12	<u>Credit Agreement, dated December 15, 2022, between PhenixFIN Corporation and Woodforest National Bank, as Administrative Agent. (Incorporated by reference to Exhibit 10.11 to the Annual Report on Form 10-K filed December 16, 2022).</u>
10.13	<u>First Amendment to Credit Agreement and Consent, dated February 21, 2024, between PhenixFIN Corporation and Woodforest National Bank, as Administrative Agent (Incorporated by reference to Exhibit 10.13 to the Quarterly Report on Form 10-Q filed on May 10, 2024).</u>
10.14	<u>Second Amendment to Credit Agreement and Consent, dated August 5, 2024, between PhenixFIN Corporation and Woodforest National Bank, as Administrative Agent (Incorporated by reference to Exhibit 10.13 to the Annual Report on Form 10-K filed on December 17, 2024).</u>
10.15	<u>Loan Administration and Custodial Agreement, dated September 12, 2022 by and between PhenixFIN Corp. and Computershare Trust Company, N.A. (Incorporated by reference to Exhibit 10.10 to the Annual Report on Form 10-K filed on December 16, 2022).</u>
10.16	<u>Pledge and Security Agreement, dated December 15, 2022 by and between PhenixFIN Corporation and Woodforest National Bank (Incorporated by reference to Exhibit 10.12 to the Annual Report on Form 10-K filed on December 16, 2022).</u>
10.17	<u>Services Agreement, dated August 9, 2022, by and between PhenixFIN Corp. and SS&C Technologies, Inc. (Incorporated by reference to Exhibit 10.9 to the Annual Report on Form 10-K filed on December 16, 2022).</u>
10.18	<u>Third Amendment to Credit Agreement, dated April 17, 2025, between PhenixFIN Corporation and BankUnited, N.A., as Administrative Agent. (Incorporated by reference to Exhibit 10.18 to the Quarterly Report on Form 10-Q filed on August 6, 2025).</u>
14.1	<u>Code of Ethics & Insider Trading Policy of the Registrant (Incorporated by reference to Exhibit 99.R to the Registrant's Registration Statement on Form N-2 (File No. 333-258913), filed on August 19, 2021).</u>
21.1	<u>List of Subsidiaries (Incorporated by reference to Exhibit 21.1 of the Quarterly Report on Form 10-Q filed on February 10, 2022).</u>
31.1	<u>Certification of Chief Executive Officer pursuant to Rule 13a-14 of the Securities Exchange Act of 1934, as amended.*</u>
31.2	<u>Certification of Chief Financial Officer pursuant to Rule 13a-14 of the Securities Exchange Act of 1934, as amended.*</u>
32.1	<u>Certification of Chief Executive Officer and Chief Financial Officer pursuant to section 906 of the Sarbanes-Oxley Act of 2002.*</u>
99.1	<u>Notice of Redemption to the Holders of the 6.125% Senior Notes due 2023, dated December 15, 2022 (Incorporated by reference to Exhibit 99.1 to the Annual Report on Form 10-K filed on December 16, 2022).</u>
99.2	<u>PhenixFIN Compensation Clawback Policy and Procedures (Incorporated by reference to Exhibit 99.3 to the Annual Report on Form 10-K filed on December 22, 2023).</u>
101.INS*	Inline XBRL Instance Document
101.SCH*	Inline XBRL Taxonomy Extension Schema Document
101.CAL*	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF*	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB*	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104*	Cover Page Interactive Data File (Embedded within the Inline XBRL document and included in Exhibit 101)

* Filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: August 5, 2026

PhenixFIN Corporation

By /s/ David Lorber

David Lorber
Chief Executive Officer
(Principal Executive Officer)

By /s/ Ellida McMillan

Ellida McMillan
Chief Financial Officer
(Principal Accounting and Financial Officer)

**Certification of Chief Executive Officer
of Periodic Report Pursuant to Rule 13a-14(a) and Rule 15d-14(a)**

I, David Lorber, certify that:

- 1) I have reviewed this Quarterly Report on Form 10-Q of PhenixFIN Corporation (the “Company”);
- 2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- 3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of, and for, the periods presented in this report;
- 4) The Company’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15 (e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the Company and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Company is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the Company’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) disclosed in this report any change in the Company’s internal control over financial reporting that occurred during the Company’s most recent fiscal quarter (the Company’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the Company’s internal control over financial reporting; and
- 5) The Company’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Company’s auditors and the audit committee of the Company’s board of directors (or persons performing the equivalent functions):
 - a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company’s ability to record, process, summarize and report financial information; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s internal control over financial reporting.

Date: August 5, 2026

/s/ David Lorber
Chief Executive Officer
(Principal Executive Officer)

**Certification of Chief Financial Officer
of Periodic Report Pursuant to Rule 13a-14(a) and Rule 15d-14(a)**

I, Ellida McMillan, certify that:

- 1) I have reviewed this Quarterly Report on Form 10-Q of PhenixFIN Corporation (the “Company”);
- 2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- 3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of, and for, the periods presented in this report;
- 4) The Company’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15 (e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the Company and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Company is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the Company’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) disclosed in this report any change in the Company’s internal control over financial reporting that occurred during the Company’s most recent fiscal quarter (the Company’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the Company’s internal control over financial reporting; and
- 5) The Company’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Company’s auditors and the audit committee of the Company’s board of directors (or persons performing the equivalent functions):
 - a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company’s ability to record, process, summarize and report financial information; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s internal control over financial reporting.

Date: August 5, 2026

/s/ Ellida McMillan
Chief Financial Officer
(Principal Financial Officer)

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER
AND CHIEF FINANCIAL OFFICER PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report on Form 10-Q of PhenixFIN Corporation (the “Company”) for the quarterly period ended June 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the “Report”), we, David Lorber and Ellida McMillan, Chief Executive Officer and Chief Financial Officer, respectively, of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to our knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company as of the dates and for the periods expressed in the Report.

Dated: August 5, 2026

By: /s/ David Lorber

David Lorber

Chief Executive Officer

By: /s/ Ellida McMillan

Ellida McMillan

Chief Financial Officer