

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-A**

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**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
THE SECURITIES EXCHANGE ACT OF 1934**

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**Monroe Capital Corporation**

(Exact name of Registrant as specified in Its Charter)

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**Maryland**  
(State or other jurisdiction of incorporation or organization)

**27-4895840**  
(IRS Employer Identification No.)

**311 South Wacker Drive, Suite 6400**  
**Chicago, Illinois**  
(Address of Principal Executive Offices)

**60606**  
(Zip Code)

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

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, par value \$.001 per share	The NASDAQ Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12 (b) of the Exchange Act and is effective pursuant to General Instruction A. (c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12 (g) of the Exchange Act and is effective pursuant to General Instruction A. (d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-172601  
(if applicable)

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

None

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## INFORMATION REQUIRED IN REGISTRATION STATEMENT

### Item 1. Description of Registrant's Securities to be Registered.

The securities to be registered hereby are shares of common stock, par value \$0.001 per share, of Monroe Capital Corporation (the "Company"). The description of the shares of common stock contained in the section entitled "Description of our Capital Stock" in the Prospectus included in the Company's Registration Statement on Form N-2 (File No. 333-172601), filed with the Securities and Exchange Commission on March 3, 2011 (as amended from time to time, the "Registration Statement"), is hereby incorporated by reference herein. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that are subsequently filed are hereby also incorporated by reference herein.

### Item 2. Exhibits.

- 3.1 Form of Amended and Restated Articles of Incorporation of Monroe Capital Corporation \*
- 3.2 Bylaws of Monroe Capital Corporation\*
- 4.1 Form of Stock Certificate of Monroe Capital Corporation\*
- \* Incorporated by reference to Monroe Capital Corporation's registration statement on Form N-2 Pre-Effective Amendment No. 2 (File No. 333-172601) filed on October 18, 2012.

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**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

**MONROE CAPITAL CORPORATION**

(Registrant)

Date: October 22, 2012

By: /s/ Theodore L. Koenig  
Name: Theodore L. Koenig  
Title: President and Chief Executive Officer