

# ARES CAPITAL CORP

## FORM 8-K

(Unscheduled Material Events)

Filed 3/23/2005 For Period Ending 3/23/2005

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Fiscal Year	12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) **March 23, 2005**

**ARES CAPITAL CORPORATION**  
(Exact Name of Registrant as Specified in Charter)

**Maryland**  
(State or Other Jurisdiction  
of Incorporation)

**000-50697**  
(Commission  
File Number)

**33-1089684**  
(IRS Employer  
Identification No.)

**780 Third Avenue, 46<sup>th</sup> Floor, New York, NY**  
(Address of Principal Executive Offices)

**10017**  
(Zip Code)

Registrant's telephone number, including area code **(212) 750-7300**

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( *see* General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure**

On March 23, 2005, the Registrant issued a press release, filed herewith as Exhibit 99.1 and by this reference incorporated herein.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release

## 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 hereunto duly authorized.

ARES CAPITAL CORPORATION

Date: March 23, 2005

By: /s/ Daniel F. Nguyen

Name: Daniel F. Nguyen

Title: Chief Financial Officer

## EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release

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### Exhibit 99.1

#### Ares Capital Corporation Announces Completion of Public Offering

NEW YORK, NY March 23, 2005 — Ares Capital Corporation (Nasdaq: ARCC) announced today that it has completed an underwritten public offering of 12,075,000 shares of the Company's common stock (including 1,575,000 shares pursuant to the exercise in full by the underwriters of their over-allotment option) at a price per share of \$16.00 to the public, raising \$193.2 million in total proceeds, before underwriting discount.

Merrill Lynch & Co., Wachovia Securities, RBC Capital Markets, Jefferies & Company, Inc. and Legg Mason Wood Walker, Incorporated acted as representatives of the underwriters.

The Company expects to use the net proceeds of this offering to repay outstanding indebtedness, to fund investments in portfolio companies and for general corporate purposes.

#### About Ares Capital Corporation

Ares Capital Corporation is a closed-end, non-diversified management investment company that is regulated as a business development company under the Investment Company Act of 1940. Its investment objectives are to generate both current income and capital appreciation through debt and equity investments. Ares Capital Corporation invests primarily in first and second lien senior loans and mezzanine debt, which in some cases includes an equity component, and, to a lesser extent, in equity investments in private middle market companies.

Ares Capital Corporation is managed by Ares Capital Management LLC, a recently formed investment adviser affiliated with Ares Management LLC ("Ares"). Ares is an independent Los Angeles based investment firm with over 80 employees and approximately \$6.5 billion of committed capital under management. Founded in 1997, Ares specializes in originating and managing assets in both the private equity and leveraged finance markets. Ares' private equity activities are conducted through the Ares Corporate Opportunities Fund, L.P. ("ACOF"). ACOF focuses on injecting flexible, long-term junior capital into undercapitalized middle market companies to position them for growth. Ares' leveraged finance activities include the acquisition and management of bank loans, high yield bonds, mezzanine and special situation investments, which are held in a variety of investment vehicles.

CONTACT: Merritt S. Hooper of Ares Capital Corporation, 310-201-4200

**End of Filing**

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