

FIDUS INVESTMENT Corp
Form 10-Q
November 01, 2018
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended September 30, 2018

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 814-00861

Fidus Investment Corporation

(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or Other Jurisdiction of

27-5017321
(I.R.S. Employer

Incorporation or Organization)

Identification No.)

1603 Orrington Avenue, Suite 1005

Evanston, Illinois
(Address of Principal Executive Offices)

60201
(Zip Code)

(847) 859-3940

(Registrant's telephone number, including area code)

n/a

(Former name, former address and former fiscal year, if changed since last report)

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. (Check one):

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 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.

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

As of October 29, 2018, the Registrant had outstanding 24,463,119 shares of common stock, \$0.001 par value.

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FIDUS INVESTMENT CORPORATION

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Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements.****FIDUS INVESTMENT CORPORATION****Consolidated Statements of Assets and Liabilities****(in thousands, except shares and per share data)**

	September 30, 2018 (unaudited)	December 31, 2017
ASSETS		
Investments, at fair value		
Control investments (cost: \$6,983 and \$6,294, respectively)	\$ 5,318	\$ 4,723
Affiliate investments (cost: \$73,606 and \$91,361, respectively)	133,202	123,011
Non-control/non-affiliate investments (cost: \$539,184 and \$480,139, respectively)	529,983	468,574
Total investments, at fair value (cost: \$619,773 and \$577,794, respectively)	668,503	596,308
Cash and cash equivalents	38,072	41,572
Interest receivable	6,024	7,411
Prepaid expenses and other assets	899	972
Total assets	\$ 713,498	\$ 646,263
LIABILITIES		
SBA debentures, net of deferred financing costs (Note 6)	\$ 209,908	\$ 226,660
Public Notes, net of deferred financing costs (Note 6)	48,314	
Borrowings under Credit Facility, net of deferred financing costs (Note 6)	36,794	11,175
Accrued interest and fees payable	1,280	2,712
Management and incentive fees payable due to affiliate	14,374	11,217
Administration fee payable and other due to affiliate	425	562
Taxes payable	530	500
Accounts payable and other liabilities	351	164
Total liabilities	311,976	252,990
Commitments and contingencies (Note 7)		
NET ASSETS		
Common stock, \$0.001 par value (100,000,000 shares authorized, 24,463,119 and 24,507,940 shares issued and outstanding at September 30, 2018 and December 31, 2017, respectively)	24	24
Additional paid-in capital	369,963	370,545

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Undistributed net investment income	864	5,687
Accumulated net realized gain (loss) on investments, net of taxes and distributions	(18,563)	(2,001)
Accumulated net unrealized appreciation (depreciation) on investments	49,234	19,018
Total net assets	401,522	393,273
Total liabilities and net assets	\$ 713,498	\$ 646,263
Net asset value per common share	\$ 16.41	\$ 16.05

See Notes to Consolidated Financial Statements (unaudited).

Table of Contents**FIDUS INVESTMENT CORPORATION****Consolidated Statements of Operations (unaudited)****(in thousands, except shares and per share data)**

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
Investment Income:				
Interest income				
Control investments	\$ 63	\$	\$ 181	\$
Affiliate investments	1,730	2,506	5,268	7,219
Non-control/non-affiliate investments	13,621	11,981	40,385	33,935
Total interest income	15,414	14,487	45,834	41,154
Payment-in-kind interest income				
Control investments	171		486	
Affiliate investments	106	520	613	1,390
Non-control/non-affiliate investments	1,238	1,347	3,425	3,792
Total payment-in-kind interest income	1,515	1,867	4,524	5,182
Dividend income				
Control investments				
Affiliate investments	312	325	953	871
Non-control/non-affiliate investments	45	108	37	835
Total dividend income	357	433	990	1,706
Fee income				
Control investments				
Affiliate investments		79	23	226
Non-control/non-affiliate investments	556	1,139	2,745	3,169
Total fee income	556	1,218	2,768	3,395
Interest on idle funds and other income	30	43	101	110
Total investment income	17,872	18,048	54,217	51,547
Expenses:				
Interest and financing expenses	3,106	2,491	9,234	7,476
Base management fee	2,932	2,486	8,438	7,202
Incentive fee	3,698	3,008	9,359	7,870
Administrative service expenses	366	318	1,112	1,009
Professional fees	233	294	1,018	1,004
Other general and administrative expenses	226	258	1,212	967

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Total expenses	10,561	8,855	30,373	25,528
Net investment income before income taxes	7,311	9,193	23,844	26,019
Income tax provision (benefit)	(170)	4	28	29
Net investment income	7,481	9,189	23,816	25,990
Net realized and unrealized gains (losses) on investments:				
Net realized gains (losses):				
Control investments				
Affiliate investments	109	(47)	842	(21)
Non-control/non-affiliate investments	(7,345)	6,299	(15,996)	12,370
Net change in unrealized appreciation (depreciation):				
Control investments				
Affiliate investments	105		(94)	
Non-control/non-affiliate investments	12,208	4,794	27,946	5,544
Income tax (provision) benefit from realized gains on investments	1,903	(7,903)	2,364	(10,677)
Net gain (loss) on investments	7,320	2,866	13,654	5,554
Net increase in net assets resulting from operations				
	\$ 14,801	\$ 12,055	\$ 37,470	\$ 31,544
Per common share data:				
Net investment income per share-basic and diluted	\$ 0.31	\$ 0.38	\$ 0.97	\$ 1.12
Net increase in net assets resulting from operations per share basic and diluted	\$ 0.61	\$ 0.49	\$ 1.53	\$ 1.36
Dividends declared per share	\$ 0.39	\$ 0.39	\$ 1.17	\$ 1.17
Weighted average number of shares outstanding basic and diluted	24,463,119	24,481,690	24,474,632	23,201,533

See Notes to Consolidated Financial Statements (unaudited).

Table of Contents**FIDUS INVESTMENT CORPORATION****Consolidated Statements of Changes in Net Assets (unaudited)**

(in thousands, except shares)

	Common Stock		Additional	Undistributed	Investments,	Accumulated	Accumulated	Total net
	Number of	Par	paid-in	net investment	net of taxes and	net realized	net unrealized	assets
	shares	value	capital	income	distributions	gain (loss)	on investments	
						on	depreciation)	
Balances at December 31, 2016	22,446,076	\$ 22	\$ 340,101	\$ 9,626	\$ (19,908)	\$ 23,944		\$ 353,785
Public offerings of common stock, net of expenses (Note 8)	2,012,500	2	32,328					32,330
Shares issued under dividend reinvestment plan	34,304		569					569
Net increase in net assets resulting from operations				25,990	10,687	(5,133)		31,544
Dividends declared								