

PROSPECT CAPITAL

INVESTMENT

Prospect Capital Corporation proposes to offer up to a maximum of 60,000,000 shares of preferred stock ("Preferred Stock") ("The Offering"). This Stock Purchase Form applies to purchases of 6.50% Series A3 Preferred Stock and 6.50% Series M3 Preferred Stock. Each share of Preferred Stock will be sold at a public offering price of \$25 per share and will not be certificated.

Share Selection (Choose one)

- A3**
- A3** (RIA - Fee based only)
- M3** (RIA - Fee based only)

Initial Investment

Additional Investment

Brokerage Account Number

Number of shares

Purchase price per unit

Aggregate purchase price

INVESTOR INFORMATION

Investor Name

Investor Address

City, State & Zip

Email Address

Daytime Phone Number

Social Security or Tax ID

Co-Investor Name

Investor Address

City, State, & Zip

Email Address

Daytime Phone Number

Social Security or Tax ID

INVESTOR ACKNOWLEDGMENTS & SIGNATURES

1. I have received, read and understand the Registration Statement (Registration No. 333-236415), as modified or amended, including the related Prospectus, Prospectus Supplement and annual and periodic reports filed with the SEC (incorporated by reference into the registration statement, prospectus and prospectus supplement) wherein the terms, conditions and risks of the offering are described and agree to be bound by the terms and conditions.
2. I am purchasing shares of Preferred Stock for my own account.
3. I acknowledge that the shares of Preferred Stock are not traded and there is no public market for the shares of Preferred Stock and may not be able to sell or redeem the shares of Preferred Stock. Conversion of shares of Preferred Stock may be subject to a five year declining redemption fee (Series A3) or a 3-month dividend clawback for the first year from issuance (Series M3).
4. I understand this is intended as an intermediate to long-term investment and I have adequate means of providing for my current financial needs and personal contingencies.
5. I attest to having the knowledge and experience in financial matters such that I am capable of evaluating the risks of the Offering.
6. I consider this investment suitable in meeting my overall investment objectives.

I have reviewed the points above and I understand the risks involved in this transaction. I have had the opportunity to have my questions answered and to seek the advice of my financial advisor(s). I understand that the singular includes the plural in all aspects if the shares of Preferred Stock are being acquired by more than one person.

Investor Signature

Date: / /

Co-Investor Signature

Date: / /

REGISTERED REPRESENTATIVE & RIA SUBMISSION AND APPROVAL

Registered Rep/RIA
Signature

Date: / /

Rep #

Principal Signature

Date: / /