

Stellus Capital Investment Corp
Form DEFA14A
May 08, 2013

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

**SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant S

Filed by a Party other than the Registrant o

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Stellus Capital Investment Corporation

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(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule or registration statement no.:

(3) Filing party:

(4) Date filed:

May, 2013

Dear Fellow Stockholder:

YOUR VOTE IS REQUESTED!

Time is running out to cast your important proxy vote as the meeting date is fast approaching.

As of today, our records indicate that you have not exercised your voting rights for the upcoming annual meeting of stockholders scheduled to be held on **May 23, 2013**.

In addition to the election of directors, Stellus Capital Investment Corporation is seeking your approval on an important proposal related to the selling of shares of common stock at or below current Net Asset Value. The details related to this proposal can be found in the proxy statement that was included in our initial mailing to you on or about 4/15/13.

Your Board of Directors has unanimously approved the sale of these shares and believes that the approval of this proposal is important to the continued success of your fund.

Although the response of our stockholders who have voted has been extraordinarily positive, we need your favorable vote in order to pass this important proposal.

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You can vote your shares by going to proxyvote.com and entering your control number which is provided on the voting instruction card or on the e-mail.

(If you have any questions regarding the proposal, please call us at 1-877-815-6525 and a proxy voting specialist will be happy to answer your questions and assist you in placing your vote over the phone.)

Please take a minute to vote as your vote matters.

Thank you for your help with this important vote.

Sincerely,

Robert T. Ladd

Chairman of the Board, President and Chief Executive Officer