

Golub Capital BDC, Inc.
Instructions for Filing
Form 8937
Report of Organizational Actions Affecting Basis of Securities
For the year ended September 30, 2020

Signature...

The original Form 8937 should be signed by an authorized officer of Golub Capital BDC, Inc.

Filing. . .

The signed Form 8937 should be should be filed on or before May 23, 2020 with:

Department of the Treasury
Internal Revenue Services
Ogden, UT 84201-0054

To document the timely filing of your tax return, we suggest that you obtain and retain proof of mailing. Proof of mailing can be accomplished by sending the tax return by registered or certified mail (metered by the U.S. Postal Service) or through the use of an IRS approved delivery method provided by an IRS designated private delivery service.

Payment of Tax. . .

No payment of tax should be made with Form 8937.

IRS FORM 8937 (REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES)

Attachments for Golub Capital BDC, Inc.

May 7, 2020

Part II

14.

On April 8, 2020, Golub Capital BDC, Inc. (“GBDC”, “Company”, “we”, or “us”) commenced a rights offering to raise proceeds of up to \$375,330,340 (the “rights offering”). Pursuant to the rights offering, each stockholder of the Company received one transferable subscription right (“right”) for each four outstanding shares of common stock held as of 5:00 p.m., Eastern Time, on April 8, 2020 (the “record date”). Each right entitled the holder to purchase one share of our common stock (the “subscription right”). Rights holders who fully exercised their basic subscription rights were entitled to subscribe for additional shares of the Company’s common stock that remained unsubscribed as a result of any unexercised basic subscription rights (the “oversubscription right”). The rights offering expired at 5:00 p.m., Eastern Time, on May 6, 2020.

15.

The U.S. federal income tax treatment of the receipt of a right by a stockholder is subject to uncertainty. While not free from doubt, GBDC is taking the position that the receipt of a right is not treated as a taxable distribution for U.S. federal income tax purposes. GBDC is taking the position that the fair market value of each right on the date of receipt is less than 15 percent of the aggregate fair market value of the stockholder’s existing shares of GBDC common stock. Accordingly, absent a U.S. federal income tax election under I.R.C. § 307(b) and Treas. Reg. § 1.307-1 to allocate basis by a stockholder, the rights should be allocated a zero basis for U.S. federal income tax purposes. GBDC stockholders should read the U.S. federal income tax discussion in the Prospectus Supplement for the rights offering under “Federal Income Tax Consequences of the Offer”, and consult their tax advisors, in light of their particular circumstances, regarding the U.S. federal income tax consequences of the rights offering. Responses 16-19 of this IRS Form 8937 assumes that a stockholder has not made the election under I.R.C. § 307(b) and Treas. Reg. § 1.307-1.

16.

GBDC has determined that the fair market value of the rights is less than 15 percent of the aggregate fair market value of the shares of GBDC common stock to which it was distributed and, accordingly, absent an election by a shareholder, the basis of the rights is zero and no change in basis calculation is necessary.