

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

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**SCHEDULE 14A**  
**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

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Filed by the Registrant ☒  
Filed by a Party other than the Registrant ☐

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

**Fifth Street Finance Corp.**  
(Name of Registrant as Specified In Its Charter)

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(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:
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- ☐ 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:
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## **Fifth Street Finance Corp. Announces Adjournment of 2017 Annual Meeting**

*Reconvened 2017 Annual Meeting to be held on April 27, 2017*

**GREENWICH, CT, April 6, 2017** -- Fifth Street Finance Corp. (NASDAQ:FSC) ("FSC") today announced that, in light of the resignation of Patrick J. Dalton from his positions as Chief Executive Officer and member of the Board of Directors of FSC (the "Board") and because Mr. Dalton will no longer be on FSC's slate of directors, FSC has adjourned its 2017 Annual Meeting of Stockholders, which was initially scheduled for April 6, 2017 at 10:00 a.m. FSC's adjourned 2017 Annual Meeting of Stockholders will be reconvened at Courtyard Rye, 631 Midland Avenue, Rye, New York 10580 on April 27, 2017 at 10:00 a.m. The Company intends to file with the Securities and Exchange Commission supplemental proxy materials, which will include additional information related to the adjourned 2017 Annual Meeting of Stockholders. Also in connection with the resignation of Mr. Dalton from the Board, the Board is decreasing its size from eight members to seven members.

### **About Fifth Street Finance Corp.**

Fifth Street Finance Corp. is a leading specialty finance company that provides custom-tailored financing solutions to small and mid-sized companies, primarily in connection with investments by private equity sponsors. FSC originates and invests in one-stop financings, first lien, second lien, mezzanine debt and equity co-investments. FSC's investment objective is to maximize its portfolio's total return by generating current income from its debt investments and capital appreciation from its equity investments. FSC has elected to be regulated as a business development company and is externally managed by a subsidiary of Fifth Street Asset Management Inc. (NASDAQ:FSAM), a nationally recognized credit-focused asset manager with approximately \$5 billion in assets under management across multiple public and private vehicles. With a track record of nearly 20 years, the Fifth Street platform received the 2015 ACG New York Champion's Award for "Lender Firm of the Year," and other previously received accolades include the ACG New York Champion's Award for "Senior Lender Firm of the Year," "Lender Firm of the Year" by The M&A Advisor and "Lender of the Year" by Mergers & Acquisitions. FSC's website can be accessed at [fsc.fifthstreetfinance.com](http://fsc.fifthstreetfinance.com).

### **Contact**

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