Vig Rajneesh Form 4 November 28, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287 January 31,

Estimated average

Expires:

burden hours per response... 0.5

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Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person **
Vig Rajneesh

(First) (Middle)

(Zip)

C/O TENNENBAUM CAPITAL PARTNERS, LLC, 2951 28TH STREET, SUITE 1000

(Street)

(State)

2. Issuer Name **and** Ticker or Trading Symbol

TCP Capital Corp. [TCPC]

3. Date of Earliest Transaction (Month/Day/Year) 11/28/2012

Filed(Month/Day/Year)

4. If Amendment, Date Original

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner __X_ Officer (give title ____ Other (specify below)

President

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SANTA MONICA, X1 90405

1.Title of	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3.	4. Securities	*	5. Amount of Securities	6. Ownership	7. Nature of Indirect
Security (Instr. 3)	(Month/Day/Tear)	any	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned Following	(D) or Indirect (I)	Ownership (Instr. 4)
				((A)	Reported Transaction(s)	(Instr. 4)	
			Code V		or (D) Price	(Instr. 3 and 4)		
Common Stock	11/28/2012		P	10,000 A	A \$ 14.99	17,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Securitie	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Vig Rajneesh C/O TENNENBAUM CAPITAL PARTNERS, LLC 2951 28TH STREET, SUITE 1000 SANTA MONICA, X1 90405

President

Signatures

Rajneesh Vig 11/28/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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