

Ladd Robert T.
Form 4
November 16, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ladd Robert T.

2. Issuer Name and Ticker or Trading Symbol
Stellus Capital Investment Corp [SCM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

C/O STELLUS CAPITAL INVESTMENT CORP, 4400 POST OAK PARKWAY, SUITE 2200

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77024

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|------------------------|
| | | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/14/2017 | | P | | 14,000 | A | | \$ 12.41 |
| | | | | | | | | 255,378 ⁽²⁾ |
| | | | | | | | | <u>(1)</u> |
| Common Stock | 11/14/2017 | | P | | 41,693 | A | | \$ 12.49 |
| | | | | | | | | 297,071 |
| | | | | | | | | <u>(3)</u> |
| Common Stock | 11/15/2017 | | P | | 22,000 | A | | \$ 12.24 |
| | | | | | | | | 319,071 |
| | | | | | | | | <u>(4)</u> |

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Common Stock 11/16/2017 P 400 A \$ 12.25 319,471 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ladd Robert T. C/O STELLUS CAPITAL INVESTMENT CORP 4400 POST OAK PARKWAY, SUITE 2200 HOUSTON, TX 77024 | X | | President and CEO | |

Signatures

/s/ W. Todd Huskinson, attorney-in-fact 11/16/2017
 **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).
- The price shown in Column 4 is the weighted average purchase price, rounded to the nearest hundredth, of the shares of common stock of Stellus Capital Investment Corporation (the "Issuer"), par value \$0.001 per share, on the transaction date. The price range for the purchases is \$12.2684 to \$12.5192 per share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.

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- (2) Since the filing of the Reporting Person's last filing on Form 4 and before the transaction reported herein, the Reporting Person acquired 5,671 shares under the Issuer's Dividend Reinvestment Plan.

The price shown in Column 4 is the weighted average purchase price, rounded to the nearest hundredth, of the shares of common stock of

- (3) the Issuer, par value \$0.001 per share, on the transaction date. The price range for the purchases is \$12.40 to \$12.50 per share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.

The price shown in Column 4 is the weighted average purchase price, rounded to the nearest hundredth, of the shares of common stock of

- (4) the Issuer, par value \$0.001 per share, on the transaction date. The price range for the purchases is \$12.20 to \$12.3252 per share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.

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.