

CERTIFIED

Edwin Mecabe
Managing Director
Corporate Actions & Market Watch



12000226

May 25, 2012

Chief, Information Technology
Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, PROSPECT CAPITAL CORPORATION, 6.95% Senior Notes due 2022, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on May 17, 2012. Tentative listing date – May 30, 2012.

Sincerely,

A handwritten signature in black ink, appearing to read "Edw Mecabe".

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