



Part 2B of Form ADV: Supplement to the Brochure
Dated March 2012

for

Deerfield Capital Management LLC
(an indirect wholly-owned subsidiary of CIFC Corp.)

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This supplement (this “Supplement”) provides information about the employees (the “Supplement Employees”) of Deerfield Capital Management LLC (“DCM”) that supplements our SEC Form ADV Part 2A Disclosure Brochure (the “Brochure”). You should have received a copy of the Brochure, but if you did not, please contact Robert C. Milton III, our Chief Compliance Officer, by email at rmilton@cifc.com or telephone at (212) 624-1213, for a copy or if you have any questions about the contents of this Supplement or the Brochure.

The Supplement Employees are: Peter Gleysteen, Steve Vaccaro, Gary Neems, Alex Jackson, Claudette Kraus, Robert Ranocchia, Rob Steelman, Ira Ginsburg, Stephen Smith and Damien Mount.

This Supplement is delivered to you pursuant to Rule 204-3 of the Securities and Exchange Commission, which requires us to send you a Brochure Supplement for each DCM employee who either (a) “formulates investment advice” for our clients and also has “direct contact” with clients, or (b) has “discretionary authority” over our client accounts (collectively, the “Advisory Functions”). The Supplement must contain the information specified in Rule 204-3.

We consider the Supplement Employees to constitute the DCM employees who, as of the date of this Supplement perform Advisory Functions—either one or both of the Functions. Some Supplement Employees will have significantly different degrees of involvement than other Supplement Employees in the Advisory Functions, and some Supplement Employees may have more involvement in Advisory Functions with respect to particular accounts. It is possible that, from time to time, other DCM employees may assist the Supplement Employees in one or both of the Advisory Functions.

SEC Rule 204-3 also requires this Supplement to explain (in Item 6) how we supervise the Advisory Functions of each Supplement Employee, including how we monitor the Employee’s advice to clients. In reviewing our Item 6 responses, you should note that, because of the nature of the investment management process and other factors, actual supervision functions may change from time to time and may vary from account to account.

As noted above, this Supplement contains the information about the Supplement Employees that is specifically required by SEC Rule 204-3. For example, the Other Business Activities item (item 3) requires disclosure of specified types of business activities of each Supplement Employee. There may be information about a Supplement Employee in addition to that required by Rule 204-3 that you might consider relevant to your decision to become or remain a DCM client. Please contact us if you would like particular additional information about any particular Supplement Employee, or more information about the specific requirements of Rule 204-3.

DCM is a member of the CIFIC Corp. family of investment advisers, consisting of DCM and three other investment advisers—CIFIC Asset Management LLC (“CIFIC”), Columbus Nova Credit Investments Management LLC (“CNCIM”) and CypressTree Investment Management, LLC (“CypressTree”). Each Supplement Employee is involved in the portfolio management and related servicing of all or most of DCM’s, CIFIC’s, CNCIM’s and CypressTree’s clients, and DCM, CIFIC, CNCIM and CypressTree have many shared functions, including a single Investment Management team and a single Fund and Product Management team. Therefore, references herein to a Supplement Employee of CIFIC, for example, is synonymous with references to such Supplement Employee as an employee of DCM.

PETER GLEYSTEN
CHIEF EXECUTIVE OFFICER

Item 2. Educational Background and Business Experience

Name: Peter Gleysteen

Year of birth: 1951

Education: B.A. from Trinity College and M.B.A. from The University of Chicago

Professional designations: (none)

Business experience within recent 5 years:

Peter Gleysteen is the founder and has been the President and Chief Executive Officer of CIFC and its predecessor Commercial Industrial Finance Corp. ("legacy CIFC") since 2005. Additionally, since April 2011 when legacy CIFC merged with Deerfield Capital Corp. (subsequently renamed CIFC Corp.), Mr. Gleysteen has been the Chief Executive Officer, President and a member of the Board of Directors of our parent company, CIFC Corp., and our advisory affiliates—CypressTree since December 2010, DCM since April 2011 and CNCIM since April 2011.

Prior to founding legacy CIFC, Mr. Gleysteen had a 25-year career at JPMorgan Chase and its banking and securities subsidiaries (and at its predecessor institutions, Chase Manhattan Corp. and Chemical Banking Corp., which are together referred to herein as "JPM"), where he co-founded and was the executive responsible for the global loan syndications business and the corporate loan portfolio. Mr. Gleysteen was a member of Chase Manhattan's Management and Credit Committees, and co-chair of the Investment Banking Division Balance Sheet Committee. Upon the combination of Chase Manhattan Corp. and JP Morgan & Co., Mr. Gleysteen served as Chief Credit Officer of JPMorgan Chase. Prior to joining what became the syndications group in Chemical Bank's Treasury Division (before its merger with Manufacturers Hanover Corp.), Mr. Gleysteen was a banker in the International Banking Division and then the Corporate Banking Division. Mr. Gleysteen joined Chemical Bank's Management & Credit Training Program in 1975.

Mr. Gleysteen is a member of the Council on Foreign Relations and a Trustee of the Mystic Seaport Museum.

Item 3. Disciplinary Information

Mr. Gleysteen has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Gleysteen or of CIFC.

Item 4. Other Business Activities

Mr. Gleysteen is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFC.

Item 5. Additional Compensation

Mr. Gleysteen does not receive economic benefits from any person or entity other than CIFIC and its affiliated entities in connection with the provision of investment advice to clients.

Item 6. Supervision

As CIFIC's founder and Chief Executive Officer, Mr. Gleysteen is responsible for the company's operations. Mr. Gleysteen can be reached as follows:

Peter Gleysteen
Chief Executive Officer
(212) 624-1201

STEVE VACCARO
CHIEF INVESTMENT OFFICER

Item 2. Educational Background and Business Experience

Name: Steve Vaccaro

Year of birth: 1954

Education: B.A. in Economics from Cornell University

Professional designations: (none)

Business experience within recent 5 years:

Mr. Vaccaro joined legacy CIFIC in 2006 as Co-Chief Investment Officer and was named Chief Investment Officer of CIFIC upon its merger with Deerfield Capital Corp. Mr. Vaccaro has 34 years of experience in corporate lending and asset management. Mr. Vaccaro spent 25 years at JPM where he began his banking career and where he received his credit training. At JPM, Mr. Vaccaro's roles included Managing Director and Co-Head of the firm's Media group. Mr. Vaccaro's experience at JPM also included merchant banking, including mezzanine and equity co-investing, and roles as a credit supervising officer in the bank's Corporate Banking department, member of the bank's Credit Audit group and Team Leader in the firm's Land Transportation and Global Automotive corporate lending groups.

Item 3. Disciplinary Information

Mr. Vaccaro has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Vaccaro or of CIFIC.

Item 4. Other Business Activities

Mr. Vaccaro is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Vaccaro does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Vaccaro is supervised by Peter Gleysteen, who may be contacted as follows below.

Peter Gleysteen
Chief Executive Officer
(212) 624-1201

GARY NEEMS
CHIEF OPERATING OFFICER AND HEAD OF FUND MANAGEMENT & TRADING

Item 2. Educational Background and Business Experience

Name: Gary Neems

Year of birth: 1954

Education: B.A. in Chemistry from the University of Rochester and an M.B.A. in Finance from the University of Rochester Simon Graduate School of Business

Professional designations: (none)

Business experience within recent 5 years:

Mr. Neems is the Chief Operating Officer of CIFIC and the Head of Fund Management & Trading. Mr. Neems joined CIFIC in 2012 and has 34 years of experience in credit, asset management and private equity investing. Mr. Neems was Co-CEO and a founder in 2001 of Callidus Capital Management, an asset management firm the funds of which were sold in 2010 to GSO, a subsidiary of Blackstone. Prior to Callidus, Mr. Neems was a Co-Managing Partner of Advanta Partners LP and a Partner of Clipper Capital Partners, an affiliate of CS First Boston. Prior positions included Managing Director and an Investment Group Head at Equitable Capital Management Corporation and Vice President at Citibank, where his responsibilities included mezzanine and leveraged lending. Mr. Neems started his career in 1977 at Citibank. Mr. Neems holds a B.A. in Chemistry from the University of Rochester and an M.B.A. in Finance from the University of Rochester Simon Graduate School of Business.

Item 3. Disciplinary Information

Mr. Neems has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Neems or of CIFIC.

Item 4. Other Business Activities

Mr. Neems is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Neems does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Neems is supervised by Peter Gleysteen, who may be contacted as follows below.

Peter Gleysteen
Chief Executive Officer
(212) 624-1201

ALEX JACKSON
DEPUTY CHIEF INVESTMENT OFFICER AND SENIOR FUND STRATEGIST

Item 2. Educational Background and Business Experience

Name: Alex Jackson

Year of birth: 1962

Education: B.A. in European History from Vanderbilt University, an M.I.A. from Columbia University, and an M.B.A. from the University of Texas at Austin

Professional designations: (none)

Business experience within recent 5 years:

Mr. Jackson joined legacy CIFIC In 2005 and has 22 years of experience in corporate lending and asset management. Prior to joining CIFIC, Mr. Jackson was the portfolio manager for J.H. Whitney's bank loan investments in several structured fund vehicles. Mr. Jackson has also spent more than half of his career originating and structuring middle market and other corporate loans at financial institutions including SG Cowen, ING Capital, National Westminster Bank. He received his credit training at Comerica Bank.

Item 3. Disciplinary Information

Mr. Jackson has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Jackson or of CIFIC.

Item 4. Other Business Activities

Mr. Jackson is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Jackson does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Jackson is supervised by Steve Vaccaro and Gary Neems, who may be contacted as follows below.

Steve Vaccaro
Chief Investment Officer
(212) 624-1203

Gary Neems
Chief Operating Officer and Head of Fund Management and Trading
(212) 624-2754

CLAUDETTE KRAUS
CO-HEAD OF INVESTMENT RESEARCH

Item 2. Educational Background and Business Experience

Name: Claudette Kraus

Year of birth: 1964

Education: B.A. in Economics and French from the University of Western Ontario and an M.B.A. from York University in Toronto

Professional designations: (none)

Business experience within recent 5 years:

Ms. Kraus has 24 years of experience in corporate lending. Prior to joining CIFIC in 2006, she spent 6 years at JPM and 8 years at Citibank where she began her banking career and where she received her credit training. At JPM, Ms. Kraus worked in the Global Syndicated Finance group raising bank loan and public high yield financing for borrowers across industries including diversified industrials, consumer products and media and telecom. At Citibank, Ms. Kraus worked in the Leveraged Buyout, Debt Restructuring and Syndications groups.

Item 3. Disciplinary Information

Ms. Kraus has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Ms. Kraus or of CIFIC.

Item 4. Other Business Activities

Ms. Kraus is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Ms. Kraus does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Ms. Kraus is supervised by Steve Vaccaro, who may be contacted as follows below.

Steve Vaccaro
Chief Investment Officer
(212) 624-1203

ROB RANOCCHIA
CO-HEAD OF INVESTMENT RESEARCH

Item 2. Educational Background and Business Experience

Name: Robert Ranocchia

Year of birth: 1960

Education: B.S. in Geology and Geophysics from the University of Sydney and an M.B.A. from Columbia University

Professional designations: (none)

Business experience within recent 5 years:

Prior to joining CIFIC in 2006, he spent 16 years at JPM where he began his banking career and where he received his credit training. At JPM, Mr. Ranocchia's roles included Managing Director in the firm's Media & Telecom group where he managed client relationships and originated, diligenced and structured senior loan and subordinated debt financings. Mr. Ranocchia's experience at JPM also included the management of loan portfolios as well as a significant amount of restructuring work.

Item 3. Disciplinary Information

Mr. Ranocchia has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Ranocchia or of CIFIC.

Item 4. Other Business Activities

Mr. Ranocchia is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Ranocchia does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Ranocchia is supervised by Steve Vaccaro, who may be contacted as follows below.

Steve Vaccaro
Chief Investment Officer
(212) 624-1203

ROBERT STEELMAN
SENIOR INVESTMENT ANALYST

Item 2. Educational Background and Business Experience

Name: Robert Steelman

Year of birth: 1970

Education: B.A. in Economics from Swarthmore College and an M.B.A. from Columbia University.

Professional designations: Chartered Financial Analyst (The CFA designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. Candidates are required to pass three levels of exams covering areas such as accounting, economics, ethics, money management and security analysis.)

Business experience within recent 5 years:

Mr. Steelman has 18 years of experience in credit and portfolio management. Prior to joining CIFIC in 2006, Mr. Steelman spent over 4 years at JPM where he received his credit training. At JPM, Mr. Steelman focused on debt financing transactions for the chemicals industry. Mr. Steelman also worked in ABN AMRO's Credit Portfolio Management group where he managed global credit exposure to the healthcare and chemicals industries.

Item 3. Disciplinary Information

Mr. Steelman has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Steelman or of CIFIC.

Item 4. Other Business Activities

Mr. Steelman is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Steelman does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Steelman is supervised by Claudette Kraus and Robert Ranocchia, who may be contacted as follows below.

Claudette Kraus
Co-Head of Investment Research
(212) 624-1208

Robert Ranocchia
Co-Head of Investment Research
(212) 624-1216

IRA GINSBURG
SENIOR FUND STRATEGIST

Item 2. Educational Background and Business Experience

Name: Ira Ginsburg

Year of birth: 1969

Education: B.S. in Finance and Management from New York University

Professional designations: Chartered Financial Analyst (The CFA designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. Candidates are required to pass three levels of exams covering areas such as accounting, economics, ethics, money management and security analysis.)

Business experience within recent 5 years:

Mr. Ginsburg joined CIFIC in 2012 and has 20 years of experience in portfolio management and corporate lending. Prior to joining CIFIC and since November 2002, Mr. Ginsburg was a Principal and Portfolio Manager at Callidus Capital Management. He was also a member of Callidus' Investment Committee, which managed the investment decisions of the firm's nine CLOs. Prior to Callidus, Mr. Ginsburg joined JPMorgan (at its predecessor institution Chemical Bank) in 1991 where he received his credit training. While at JPMorgan, he was Vice President in the High Yield Finance group and held other roles in the Retail Industries, Management Reporting and Merger Integration groups. Mr. Ginsburg is a member of the New York Society of Security Analysts.

Item 3. Disciplinary Information

Mr. Ginsburg has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Ginsburg or of CIFIC.

Item 4. Other Business Activities

Mr. Ginsburg is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Ginsburg does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Ginsburg is supervised by Gary Neems, who may be contacted as follows below.

Gary Neems

Chief Operating Officer and Head of Fund Management and Trading

(212) 624-2754

STEPHEN SMITH
SENIOR FUND STRATEGIST

Item 2. Educational Background and Business Experience

Name: Stephen Smith

Year of birth: 1973

Education: B.A. in Biochemistry and Economics from Bowdoin College

Professional designations: (none)

Business experience within recent 5 years:

Mr. Smith has 16 years of experience with a focus on corporate finance. Prior to joining CIFIC in 2007, he spent 6 years at JPM where he began his banking career and where he received his credit training. At JPM, Mr. Smith worked in the Global Syndicated Finance and Financial Sponsor groups where he originated, structured and distributed senior bank financings. Mr. Smith also co-managed a private family investment company where he gained experience in early stage equity investing.

Item 3. Disciplinary Information

Mr. Smith has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Smith or of CIFIC.

Item 4. Other Business Activities

Mr. Smith is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Smith does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Smith is supervised by Gary Neems, who may be contacted as follows below.

Gary Neems

Chief Operating Officer and Head of Fund Management and Trading

(212) 624-2754

DAMIEN MOUNT
FUND STRATEGIST

Item 2. Educational Background and Business Experience

Name: Damien Mount

Year of birth: 1973

Education: B.S. in Psychology from St. Lawrence University and an M.B.A. from Northeastern University

Professional designations: Chartered Financial Analyst (The CFA designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. Candidates are required to pass three levels of exams covering areas such as accounting, economics, ethics, money management and security analysis.)

Business experience within recent 5 years:

Mr. Mount has 8 years of experience in finance and credit with a focus on corporate debt, specifically syndicated leveraged loans. Mr. Mount has experience in the management and structuring of market value debt portfolios and Total Return Swaps.

Prior to joining CIFIC in 2010, Mr. Mount was a portfolio manager and credit analyst for CypressTree, which is now a CIFIC subsidiary. Mr. Mount also served as the head of operations for CypressTree.

Mr. Mount currently serves on the Northeastern University Financial Track Advisory Board. Mr. Mount is a member of the Boston Security Analysts Society.

Item 3. Disciplinary Information

Mr. Mount has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Mr. Mount or of CIFIC.

Item 4. Other Business Activities

Mr. Mount is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of CIFIC.

Item 5. Additional Compensation

Mr. Mount does not receive economic benefits from any person or entity other than CIFIC in connection with the provision of investment advice to clients.

Item 6. Supervision

Mr. Mount is supervised by Gary Neems, who may be contacted as follows below.

Gary Neems
Head of Fund Management and Trading
(212) 624-2754