

UNITED STATES OF AMERICA  
BEFORE THE  
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940  
Release No. 33548 / July 9, 2019

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In the Matter of :  
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 VERTICAL CAPITAL INCOME FUND :  
 OAKLINE ADVISORS, LLC :  
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 14675 Dallas Parkway, Suite 600 :  
 Dallas, TX 75254 :  
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 (812-15000) :  
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ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940  
GRANTING AN EXEMPTION FROM SECTION 19(b) OF THE ACT AND RULE  
19b-1 UNDER THE ACT

Vertical Capital Income Fund and Oakline Advisors, LLC filed an application on February 5, 2019, and an amendment to the application on May 28, 2019, requesting an order under section 6(c) of the Investment Company Act of 1940 (“Act”) for an exemption from section 19(b) of the Act and rule 19b-1 under the Act. The order permits a registered closed-end investment company to make periodic distributions of long-term capital gains with respect to its outstanding common stock as frequently as twelve times in any one taxable year, and as frequently as distributions are specified by or in accordance with the terms of any outstanding preferred stock that such investment company may issue.

On June 12, 2019, a notice of the filing of the application was issued (Investment Company Act Release No. 33505). The notice gave interested persons an opportunity to request a hearing and stated that an order would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application, as amended, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

Accordingly,

IT IS ORDERED, under section 6(c) of the Act, that the exemption from section 19(b) of the Act and rule 19b-1 under the Act requested by Vertical Capital Income Fund and Oakline Advisors,

LLC (File No. 812-15000) is granted, effective immediately, subject to the conditions contained in the application, as amended.

For the Commission, by the Division of Investment Management, under delegated authority.

Vanessa A. Countryman  
Secretary