

SECURITIES AND EXCHANGE COMMISSION

Investment Company Act Release No. 36135; File No. 812-15583

Third Point Private Capital Partners, et al.

April 29, 2026.

AGENCY: Securities and Exchange Commission (“Commission” or “SEC”).

ACTION: Notice.

Notice of application for an order under sections 17(d) and 57(i) of the Investment Company Act of 1940 (the “Act”) and rule 17d-1 under the Act to permit certain joint transactions otherwise prohibited by sections 17(d) and 57(a)(4) of the Act and rule 17d-1 under the Act.

Summary of Application: Applicants request an order to permit certain business development companies (“BDCs”) and closed-end management investment companies to co-invest in portfolio companies with each other and with certain affiliated investment entities.

Applicants: Third Point Private Capital Partners, Third Point Private Capital Income Fund, Third Point Private Capital LLC, Third Point LLC, Trawler Capital Management LLC (d/b/a) Third Point Private CRE Credit LLC, Birch Grove Capital LP, BGOFF Advisors LLC, and certain of their affiliated entities as described in Schedule A to the application.

Filing Dates: The application was filed on June 3, 2024, and amended on August 14, 2024, February 5, 2025, June 18, 2025, April 7, 2026, and April 24, 2026.

Hearing or Notification of Hearing: An order granting the requested relief will be issued unless the Commission orders a hearing. Interested persons may request a hearing on any application by emailing the SEC’s Secretary at [Secretarys-Office@sec.gov](mailto:Secretarys-Office@sec.gov) and serving the Applicants with a copy of the request by email, if an email address is listed for the relevant Applicant below, or personally or by mail, if a physical address is listed for the relevant Applicant below. The email should include the

file number referenced above. Hearing requests should be received by the Commission by 5:30 p.m., Eastern time, on May 26, 2026, and should be accompanied by proof of service on the Applicants, in the form of an affidavit or, for lawyers, a certificate of service. Pursuant to rule 0-5 under the Act, hearing requests should state the nature of the writer's interest, any facts bearing upon the desirability of a hearing on the matter, the reason for the request, and the issues contested. Persons who wish to be notified of a hearing may request notification by emailing the Commission's Secretary at [Secretarys-Office@sec.gov](mailto:Secretarys-Office@sec.gov).

ADDRESSES: The Commission: [Secretarys-Office@sec.gov](mailto:Secretarys-Office@sec.gov). Applicants: Robin Brem, Esq., [rbrem@thirdpoint.com](mailto:rbrem@thirdpoint.com), Third Point LLC, 55 Hudson Yards, 51st Floor, New York, NY 10001, John J. Mahon, Esq., [jmahon@cgsh.com](mailto:jmahon@cgsh.com), Cleary Gottlieb Steen & Hamilton LLP, 2112 Pennsylvania Avenue, NW, Washington, DC 20037.

FOR FURTHER INFORMATION CONTACT: Toyin Momoh, Senior Counsel, or Adam Large, Senior Special Counsel at (202) 551-6825 (Division of Investment Management, Chief Counsel's Office).

SUPPLEMENTARY INFORMATION: For Applicants' representations, legal analysis, and conditions, please refer to Applicants' fifth amended application, filed April 24, 2026, which may be obtained via the Commission's website by searching for the file number at the top of this document,

or for an Applicant using the Company name search field, on the SEC's EDGAR system. The SEC's EDGAR system may be searched at <https://www.sec.gov/search-filings>. You may also call the SEC's Office of Investor Education and Assistance at (202) 551-8090.

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

**Vanessa A. Countryman,**

*Secretary.*