

March 13, 2018

**VIA EDGAR**

Edward P. Bartz, Esq.  
Senior Counsel  
Division of Investment Management  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Re: Capitala Finance Corp.  
Preliminary Proxy Materials on Schedule 14A filed February 22, 2018  
File No. 814-01022

Dear Mr. Bartz:

On behalf of Capitala Finance Corp. (the ***“Company”***), set forth below is the Company’s response to the oral comment provided by the staff of the Division of Investment Management (the ***“Staff”***) of the Securities and Exchange Commission (the ***“Commission”***) to the Company on February 26, 2018, with respect to the Company’s preliminary proxy materials on Schedule 14A (File No. 814-01022), filed with the Commission on February 22, 2018 (the ***“Proxy Materials”***). The Staff’s comment is set forth below and is followed by the Company’s response.

1. *The Staff refers to the disclosure on page 3 of the Proxy Materials under the heading “Vote Required – Additional Solicitation.” Please explain to the Staff how this disclosure is consistent with the requirements of Rule 14a-4(d)(4) under the Securities Exchange Act of 1934, as amended, or revise the disclosure accordingly.*

The Company has revised the above-referenced disclosure in response to the Staff’s comment.

\* \* \*

If you have any questions or additional comments concerning the foregoing, please contact the undersigned at (202) 383-0815 or Steven B. Boehm at (202) 383-0176.

Sincerely,

/s/ Vlad M. Bulkin  
Vlad M. Bulkin

cc: Stephen A. Arnall / Capitala Finance Corp.  
Steven B. Boehm / Eversheds Sutherland (US) LLP

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