

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): August 6, 2024**

**FS KKR Capital Corp.**

(Exact name of Registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**814-00757**  
(Commission  
File Number)

**26-1630040**  
(I.R.S. Employer  
Identification No.)

**201 Rouse Boulevard**  
**Philadelphia, Pennsylvania**  
(Address of principal executive offices)

**19112**  
(Zip Code)

**Registrant's telephone number, including area code: (215) 495-1150**

**None**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common stock	FSK	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

- Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 2.02. Results of Operations and Financial Condition.**

On August 6, 2024, FS KKR Capital Corp. (the “Company”) issued a press release (the “Press Release”) providing an overview of its results for the quarter ended June 30, 2024.

A copy of the Press Release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 7.01. Regulation FD Disclosure.**

In the Press Release, the Company announced a cash distribution totaling \$0.70 per share, which will be paid on or about October 2, 2024 to stockholders of record as of the close of business on September 11, 2024.

The Company will make available under the “Events + presentation” page within the “Investor relations” section of the Company’s website ([www.fskkradvisor.com/fsk](http://www.fskkradvisor.com/fsk)) a presentation containing financial and operating information in advance of its previously announced August 7, 2024 conference call.

**Forward-Looking Statements**

This Current Report on Form 8-K may contain certain forward-looking statements, including statements with regard to future events or the future performance or operation of the Company. Words such as “believes,” “expects,” “projects” and “future” or similar expressions are intended to identify forward-looking statements. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. Certain factors could cause actual results to differ materially from those projected in these forward-looking statements. Factors that could cause actual results to differ materially include changes in the economy, risks associated with possible disruption in the Company’s operations or the economy generally due to terrorism, natural disasters or pandemics such as COVID-19, future changes in laws or regulations and conditions in the Company’s operating area, and the price at which shares of common stock may trade on the New York Stock Exchange. Some of these factors are enumerated in the filings the Company makes with the Securities and Exchange Commission. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

EXHIBIT NUMBER	DESCRIPTION
99.1	<a href="#">Press Release, dated August 6, 2024.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FS KKR Capital Corp.**

Date: August 6, 2024

By: /s/ Stephen Sypherd  
Stephen Sypherd  
General Counsel

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**EXHIBIT INDEX**

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# FSK | FS KKR Capital Corp.

## FS KKR Capital Corp. Announces Second Quarter 2024 Results Declares Third Quarter 2024 Distribution of \$0.70 per share

PHILADELPHIA, PA AND NEW YORK, NY – August 6<sup>th</sup>, 2024 – FS KKR Capital Corp. (NYSE: FSK), or the Company, today announced its financial and operating results for the quarter ended June 30, 2024, and that its board of directors has declared a third quarter 2024 distribution of \$0.70 per share.

### Financial and Operating Highlights for the Quarter Ended June 30, 2024<sup>(1)</sup>

- Net investment income of \$0.77 per share, compared to \$0.76 per share for the quarter ended March 31, 2024
  - Adjusted net investment income<sup>(2)</sup> of \$0.75 per share, compared to \$0.73 per share for the quarter ended March 31, 2024
- Net asset value of \$23.95 per share, compared to \$24.32 per share as of March 31, 2024
- Total net realized and unrealized loss of \$0.39 per share, compared to a total net realized and unrealized loss of \$0.14 per share for the quarter ended March 31, 2024
  - Adjusted net realized and unrealized loss<sup>(2)</sup> of \$0.37 per share, compared to adjusted net realized and unrealized loss of \$0.11 per share for the quarter ended March 31, 2024
- Earnings per Share of \$0.37, compared to Earnings per Share of \$0.62 for the quarter ended March 31, 2024
- Total purchases of \$1,260 million versus \$1,336 million of sales and repayments
- Net debt to equity ratio<sup>(3)</sup> as of June 30, 2024 was 109%, compared to 109% as of March 31, 2024
- Paid cash distributions to stockholders totaling \$0.75 per share<sup>(4)</sup>

“The second quarter represented another solid quarter for FSK, as we generated \$0.75 per share of Adjusted Net Investment Income, our investment activity increased year-over-year, and our workout team’s efforts further reduced our non-accrual investments,” said Michael C. Forman, Chief Executive Officer & Chairman. “Our results enable us to continue rewarding shareholders with attractive distributions, which we expect will equate to a minimum of \$2.90 per share during 2024.”

### Declaration of Distribution for Third Quarter 2024

FSK’s board of directors has declared a cash distribution for the third quarter of \$0.70 per share, consisting of a base distribution of \$0.64 per share and a supplemental distribution of \$0.06 per share, which will be paid on or about October 2, 2024 to stockholders of record as of the close of business on September 11, 2024. FSK’s board of directors previously declared special distributions totaling \$0.10 per share which were paid in two equal installments during 2024. The first \$0.05 per share special distribution was paid on February 28, 2024 to stockholders of record as of February 14, 2024. The second \$0.05 per share special distribution was paid on May 29, 2024 to stockholders of record as of May 15, 2024.

## Portfolio Highlights as of June 30, 2024

- Total fair value of investments was \$14.1 billion of which 66% was invested in senior secured securities.
- Weighted average annual yield on accruing debt investments<sup>(5)</sup> was 12.3%, compared to 12.5% as of March 31, 2024. Excluding the impact of merger accounting, weighted average annual yield on accruing debt investments was 12.0%, compared to 12.1% as of March 31, 2024.
- Weighted average annual yield on all debt investments<sup>(5)</sup> was 11.5%, compared to 11.4% as of March 31, 2024. Excluding the impact of merger accounting, weighted average annual yield on all debt investments was 11.1%, compared to 10.9% as of March 31, 2024.
- Exposure to the top ten largest portfolio companies by fair value was 20%, compared to 20% as of March 31, 2024.
- As of June 30, 2024, investments on non-accrual status represented 1.8% and 4.3% of the total investment portfolio at fair value and amortized cost, respectively, compared to 4.2% and 6.5% as of March 31, 2024.

Portfolio Data	As of June 30, 2024	As of March 31, 2024
Total fair value of investments	\$ 14,087	\$ 14,221
Asset Class (based on fair value)		
Senior Secured Loans — First Lien	58.1%	57.0%
Senior Secured Loans — Second Lien	6.6%	7.1%
Other Senior Secured Debt	0.9%	1.1%
Subordinated Debt	2.5%	2.3%
Asset Based Finance	14.4%	14.6%
Credit Opportunities Partners JV, LLC	9.8%	9.8%
Equity/Other	7.7%	8.1%
Interest Rate Type (based on fair value)		
% Variable Rate Debt Investments	68.8%	68.0%
% Fixed Rate Debt Investments	7.8%	7.5%
% Other Income Producing Investments	15.5%	16.0%
% Non-Income Producing Investments <sup>(7)</sup>	6.1%	4.3%
% of Investments on Non-Accrual <sup>(6)</sup>	1.8%	4.2%

## Leverage and Liquidity as of June 30, 2024

- Net debt to equity ratio<sup>(3)</sup> of 109%, based on \$8.0 billion in total debt outstanding, \$433 million of cash and foreign currency and \$224 million of net receivable for investments sold and repaid and stockholders' equity of \$6.7 billion. FSK's weighted average effective interest rate (including the effect of non-usage fees) was 5.34%.
- Cash and foreign currency of \$433 million and availability under the Company's financing arrangements of \$4.1 billion, subject to borrowing base and other limitations.
- As of June 30, 2024, 72% of the Company's \$8,001 million of total debt outstanding was in unsecured debt and 28% in secured debt.

## Conference Call Information

FSK will host a conference call at 9:00 a.m. (Eastern Time) on Wednesday, August 7, 2024, to discuss its second quarter 2024 results. All interested parties are welcome to participate and can access the live conference call by registering using the following URL: <https://register.vevent.com/register/BIaed1729748414ed8b297fc52d4052671>. Participants are requested to register a day in advance or at a minimum 15 minutes before the start of the call. Once registered, they will receive the dial-in numbers and their unique PIN number. When they dial in, they will input their PIN and be placed into the call. The conference call will also be webcast, which can be accessed from the Investor Relations section of FSK's website at [www.fskkradvisor.com](http://www.fskkradvisor.com) under Events.

A replay of the call will be available shortly after the end of the call by visiting the Investor Relations section of FSK's website under Events or by using the following URL: <https://edge.media-server.com/mmc/p/7x2i479y>.

## Supplemental Information

An investor presentation containing financial and operating information will be made available prior to the call in the Investor Relations section of FSK's website at [www.fskkradvisor.com](http://www.fskkradvisor.com) under Earnings presentations.

## About FS KKR Capital Corp.

FSK is a leading publicly traded business development company (BDC) focused on providing customized credit solutions to private middle market U.S. companies. FSK seeks to invest primarily in the senior secured debt and, to a lesser extent, the subordinated debt of private middle market companies. FSK is advised by FS/KKR Advisor, LLC. For more information, please visit [www.fskkradvisor.com](http://www.fskkradvisor.com).

## About FS/KKR Advisor, LLC

FS/KKR Advisor, LLC (FS/KKR) is a partnership between FS Investments and KKR Credit that serves as the investment adviser to FSK and other business development companies.

FS Investments is a global alternative asset manager dedicated to delivering superior performance and innovative investment and capital solutions. The firm manages over \$82 billion in assets for a wide range of clients, including institutional investors, financial professionals and individual investors. FS Investments provides access to a broad suite of alternative asset classes and strategies through its best-in-class investment teams and partners. With its diversified platform and flexible capital solutions, the firm is a valued partner to general partners, asset owners and portfolio companies. FS Investments is grounded in its high-performance culture and guided by its commitment to building value for its clients, investing in its colleagues and giving back to its communities. The firm has more than 500 employees across offices in the U.S., Europe and Asia and is headquartered in Philadelphia.

KKR is a leading global investment firm that offers alternative asset management as well as capital markets and insurance solutions. KKR aims to generate attractive investment returns by following a patient and disciplined investment approach, employing world-class people, and supporting growth in its portfolio companies and communities. KKR sponsors investment funds that invest in private equity, credit and real assets and has strategic partners that manage hedge funds. KKR's insurance subsidiaries offer retirement, life and reinsurance products under the management of Global Atlantic Financial Group. References to KKR's investments may include the activities of its sponsored funds and insurance subsidiaries. For additional information about KKR & Co. Inc. (NYSE: KKR), please visit KKR's website at [www.kkr.com](http://www.kkr.com). For additional information about Global Atlantic Financial Group, please visit Global Atlantic Financial Group's website at [www.globalatlantic.com](http://www.globalatlantic.com).

## **Forward-Looking Statements and Important Disclosure Notice**

This announcement may contain certain forward-looking statements, including statements with regard to future events or future performance or operations of FSK. Words such as “believes,” “expects,” “projects,” and “future” or similar expressions are intended to identify forward-looking statements. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. Certain factors could cause actual results to differ materially from those projected in these forward-looking statements. Factors that could cause actual results to differ materially include changes in the economy, risks associated with possible disruption in FSK’s operations or the economy generally due to terrorism, geo-political risks, natural disasters or pandemics such as COVID-19, future changes in laws or regulations and conditions in FSK’s operating area and the price at which shares of FSK’s common stock trade on the New York Stock Exchange. Some of these factors are enumerated in the filings FSK makes with the SEC. FSK undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

The press release above contains summaries of certain financial and statistical information about FSK. The information contained in this press release is summary information that is intended to be considered in the context of FSK’s SEC filings and other public announcements that FSK may make, by press release or otherwise, from time to time. FSK undertakes no duty or obligation to update or revise the information contained in this press release. In addition, information related to past performance, while helpful as an evaluative tool, is not necessarily indicative of future results, the achievement of which cannot be assured. Investors should not view the past performance of FSK, or information about the market, as indicative of FSK’s future results.

## **Other Information**

The information in this press release is summary information only and should be read in conjunction with FSK’s quarterly report on Form 10-Q for the quarter ended June 30, 2024, which FSK filed with the U.S. Securities and Exchange Commission (the SEC) on August 6, 2024, as well as FSK’s other reports filed with the SEC. A copy of FSK’s quarterly report on Form 10-Q for the quarter ended June 30, 2024 and FSK’s other reports filed with the SEC can be found on FSK’s website at [www.fskkradvisor.com](http://www.fskkradvisor.com) and the SEC’s website at [www.sec.gov](http://www.sec.gov).

## **Certain Information About Distributions**

The determination of the tax attributes of FSK’s distributions is made annually as of the end of its fiscal year based upon its taxable income and distributions paid, in each case, for the full year. Therefore, a determination as to the tax attributes of the distributions made on a quarterly basis may not be representative of the actual tax attributes for a full year. FSK intends to update stockholders quarterly with an estimated percentage of its distributions that resulted from taxable ordinary income. The actual tax characteristics of distributions to stockholders will be reported to stockholders annually on Form 1099-DIV.

The timing and amount of any future distributions on FSK’s shares of common stock are subject to applicable legal restrictions and the sole discretion of its board of directors. There can be no assurance as to the amount or timing of any such future distributions.

FSK may fund its cash distributions to stockholders from any sources of funds legally available to it, including net investment income from operations, capital gains proceeds from the sale of assets, non-capital gains proceeds from the sale of assets, dividends or other distributions paid to it on account of preferred and common equity investments in portfolio companies, proceeds from the sale of shares of FSK’s common stock and borrowings. FSK has not established limits on the amount of funds it may use from available sources to make distributions. There can be no assurance that FSK will be able to pay distributions at a specific rate or at all.



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Contact Information:

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**FS Investments Media Team**

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**Unaudited Consolidated Statements of Operations**  
(in millions, except share and per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
<b>Investment income</b>				
From non-controlled/unaffiliated investments:				
Interest income	\$ 276	\$ 291	\$ 564	\$ 596
Paid-in-kind interest income	17	36	34	59
Fee income	9	5	26	10
Dividend and other income	7	17	13	36
From non-controlled/affiliated investments:				
Interest income	7	10	13	13
Paid-in-kind interest income	10	9	20	18
Fee income	—	1	—	1
Dividend and other income	5	—	9	—
From controlled/affiliated investments:				
Interest income	27	19	48	38
Paid-in-kind interest income	16	11	24	21
Fee income	9	—	9	—
Dividend and other income	56	63	113	126
Total investment income	<u>439</u>	<u>462</u>	<u>873</u>	<u>918</u>
<b>Operating expenses</b>				
Management fees	54	56	109	114
Subordinated income incentive fees	45	47	88	93
Administrative services expenses	2	4	5	7
Accounting and administrative fees	1	1	2	2
Interest expense	115	118	231	232
Other general and administrative expenses	7	7	11	12
Total operating expenses	<u>224</u>	<u>233</u>	<u>446</u>	<u>460</u>
Net investment income	<u>215</u>	<u>229</u>	<u>427</u>	<u>458</u>
<b>Realized and unrealized gain/loss</b>				
Net realized gain (loss) on investments:				
Non-controlled/unaffiliated investments	(65)	(39)	(290)	(97)
Non-controlled/affiliated investments	2	(3)	(8)	(3)
Controlled/affiliated investments	(1)	(172)	(9)	(172)
Net realized gain (loss) on foreign currency forward contracts	19	1	19	4
Net realized gain (loss) on foreign currency	—	2	(3)	3
Net change in unrealized appreciation (depreciation) on investments:				
Non-controlled/unaffiliated investments	(5)	26	167	31
Non-controlled/affiliated investments	—	(27)	20	(11)
Controlled/affiliated investments	(43)	128	(49)	138
Net change in unrealized appreciation (depreciation) on foreign currency forward contracts	(21)	1	(13)	(3)
Net change in unrealized gain (loss) on foreign currency	4	(4)	17	(7)
Total net realized and unrealized gain (loss)	<u>(110)</u>	<u>(87)</u>	<u>(149)</u>	<u>(117)</u>
<b>Net increase (decrease) in net assets resulting from operations</b>	<u>\$ 105</u>	<u>\$ 142</u>	<u>\$ 278</u>	<u>\$ 341</u>
<b>Per share information—basic and diluted</b>				
Net increase (decrease) in net assets resulting from operations (Earnings (Losses) per Share)	<u>\$ 0.37</u>	<u>\$ 0.51</u>	<u>\$ 0.99</u>	<u>\$ 1.22</u>
Weighted average shares outstanding	<u>280,066,433</u>	<u>280,066,433</u>	<u>280,066,433</u>	<u>280,490,590</u>

**Consolidated Balance Sheets**  
(in millions, except share and per share amounts)

	June 30, 2024 (Unaudited)	December 31, 2023
<b>Assets</b>		
Investments, at fair value		
Non-controlled/unaffiliated investments (amortized cost—\$9,897 and \$11,078, respectively)	\$ 9,553	\$ 10,568
Non-controlled/affiliated investments (amortized cost—\$913 and \$868, respectively)	811	745
Controlled/affiliated investments (amortized cost—\$3,910 and \$3,474, respectively)	3,723	3,336
Total investments, at fair value (amortized cost—\$14,720 and \$15,420, respectively)	\$ 14,087	\$ 14,649
Cash	408	223
Foreign currency, at fair value (cost—\$25 and \$8, respectively)	25	8
Receivable for investments sold and repaid	225	246
Income receivable	317	290
Unrealized appreciation on foreign currency forward contracts	—	13
Deferred financing costs	29	32
Prepaid expenses and other assets	10	8
<b>Total assets</b>	<b>\$ 15,101</b>	<b>\$ 15,469</b>
<b>Liabilities</b>		
Payable for investments purchased	\$ 1	\$ —
Debt (net of deferred financing costs and discount of \$45 and \$36, respectively)	7,956	8,187
Unrealized depreciation on foreign currency forward contracts	4	4
Stockholder distributions payable	196	196
Management fees payable	54	56
Subordinated income incentive fees payable	44	41
Administrative services expense payable	7	5
Interest payable	117	98
Other accrued expenses and liabilities	15	33
<b>Total liabilities</b>	<b>\$ 8,394</b>	<b>\$ 8,620</b>
Commitments and contingencies		
<b>Stockholders' equity</b>		
Preferred stock, \$0.001 par value, 50,000,000 shares authorized, none issued and outstanding	\$ —	\$ —
Common stock, \$0.001 par value, 750,000,000 shares authorized, 280,066,433 and 280,066,433 shares issued and outstanding, respectively	0	0
Capital in excess of par value	9,437	9,437
Retained earnings (accumulated deficit)	(2,730)	(2,588)
<b>Total stockholders' equity</b>	<b>\$ 6,707</b>	<b>\$ 6,849</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 15,101</b>	<b>\$ 15,469</b>
Net asset value per share of common stock at period end	\$ 23.95	\$ 24.46

## Non-GAAP Financial Measures

This press release contains certain financial measures that have not been prepared in accordance with generally accepted accounting principles in the United States (GAAP). FSK uses these non-GAAP financial measures internally in analyzing financial results and believes that the use of these non-GAAP financial measures is useful to investors as an additional tool to evaluate ongoing results and trends and in comparing FSK's financial results with other BDCs.

Non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP financial measures, and should be read only in conjunction with FSK's consolidated financial statements prepared in accordance with GAAP. A reconciliation of non-GAAP financial measures to the most directly comparable GAAP measures has been provided in this press release, and investors are encouraged to review the reconciliation.

### Reconciliation of Non-GAAP Financial Measures<sup>(1)</sup>

	Three Months Ended	
	June 30, 2024	March 31, 2024
GAAP net investment income per share	\$ 0.77	\$ 0.76
Accretion resulting from merger accounting	(\$ 0.02)	(\$ 0.03)
Adjusted net investment income per share <sup>(2)</sup>	\$ 0.75	\$ 0.73
GAAP Net realized and unrealized gain (loss) per share	(\$ 0.39)	(\$ 0.14)
Unrealized appreciation from merger accounting	\$ 0.02	\$ 0.03
Adjusted net realized and unrealized gain <sup>(2)</sup>	(\$ 0.37)	(\$ 0.11)

- 1) Per share data was derived by using the weighted average shares of FSK's common stock outstanding during the applicable period. Per share numbers may not sum due to rounding.
- 2) Adjusted net investment income is a non-GAAP financial measure. Adjusted net investment income is presented for all periods as GAAP net investment income excluding (i) the accrual for the capital gains incentive fee for realized and unrealized gains; (ii) excise taxes (iii) the impact of accretion resulting from merger accounting; and (iv) certain non-recurring operating expenses that are one-time in nature and are not representative of ongoing operating expenses incurred during FSK's normal course of business. FSK uses this non-GAAP financial measure internally in analyzing financial results and believes that the use of this non-GAAP financial measure is useful to investors as an additional tool to evaluate ongoing results and trends and in comparing its financial results with other business development companies. Adjusted net realized and unrealized gain is a non-GAAP financial measure. Adjusted net realized and unrealized gain is presented for all periods as GAAP realized and unrealized gains to exclude the impact of the merger accounting. The presentation of this additional information is not meant to be considered in isolation or as a substitute for financial results prepared in accordance with GAAP. A reconciliation of GAAP net investment income to adjusted net investment income and GAAP net realized and unrealized gain to adjusted net realized and unrealized gain can be found above.
- 3) Net debt to equity ratio is debt outstanding, net of cash and foreign currency and net payable/receivable for investments purchased/sold and repaid, divided by net assets.
- 4) The per share data for distributions reflects the amount of distributions paid per share of our common stock to stockholders of record during each applicable period.
- 5) See FSK's quarterly report on Form 10-Q for the quarter ended June 30, 2024 for important information, including information related to the calculation and definition of weighted average annual yield on accruing debt investments, weighted average annual yield on all debt investments, variable rate debt investments, fixed rate debt investments, other income producing investments and non-income producing investments.
- 6) Interest income is recorded on an accrual basis. See FSK's quarterly report on Form 10-Q for the quarter ended June 30, 2024 for a description of FSK's revenue recognition policy.
- 7) Does not include investments on non-accrual status.