
**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): November 23, 2021

OWL ROCK CAPITAL CORPORATION

(Exact name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

814-01190
(Commission File Number)

47-5402460
(IRS Employer
Identification No.)

**399 Park Avenue,
38th Floor
New York, NY**
(Address of Principal Executive Offices)

10022
(Zip Code)

Registrant's Telephone Number, Including Area Code: (212)419-3000

Not Applicable
(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 (see General Instructions A.2. below):

- 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))

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

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	ORCC	The New York Stock Exchange

Item 8.01. Other Events.*Prepayment of 4.75% Senior Notes due June 21, 2023*

On November 23, 2021, Owl Rock Capital Corporation (the “**Company**”) caused notices to be issued to the holders of its 4.75% Senior Notes due June 21, 2023 (the “**Notes**”) regarding the Company’s exercise of its option to prepay all of the issued and outstanding Notes, pursuant to Section 8 of the note purchase agreement dated December 21, 2017, between the Company and each of the purchasers listed in the purchaser schedule thereto (the “**Note Purchase Agreement**”). The Company will prepay all \$150,000,000 in aggregate principal amount of the Notes on December 23, 2021 (the “**Prepayment Date**”). The Notes will be prepaid at 100% of their principal amount (\$100,000 per Note), plus accrued and unpaid interest thereon to, but excluding, the Prepayment Date, plus the Prepayment Settlement Amount (as defined in the Note Purchase Agreement). A copy of the notice of prepayment is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	<u>Notice of Prepayment of 4.75% Senior Notes due June 21, 2023</u>

SIGNATURES

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

Owl Rock Capital Corporation

Dated: November 23, 2021

By: /s/ Jonathan Lamm

Name: Jonathan Lamm

Title: Chief Operating Officer and Chief Financial Officer

NOTICE OF PREPAYMENT TO THE HOLDERS OF THE**4.75% Senior Notes due June 21, 2023
of Owl Rock Capital Corporation****Prepayment Date: December 23, 2021**

NOTICE IS HEREBY GIVEN, pursuant to Section 8 of the Note Purchase Agreement dated as of December 21, 2017 (the "Note Purchase Agreement"), between Owl Rock Capital Corporation, a Maryland corporation (the "Company"), and the purchasers listed in the purchasers schedule thereto, that the Company is electing to exercise its option to prepay, in full, the 4.75% Senior Notes due June 21, 2023 (the "Notes"). The Company will prepay all of the issued and outstanding Notes (\$150,000,000 in aggregate principal amount) in full on December 23, 2021 (the "Prepayment Date"). The prepayment price for the Notes will be 100% of the aggregate principal amount, plus accrued and unpaid interest thereon to, but excluding, the Prepayment Date, plus the Prepayment Settlement Amount determined for December 23, 2021 (the "Prepayment Amount"). The aggregate accrued interest on the Notes payable on the Prepayment Date will be approximately \$19,791.67. The Prepayment Settlement Amount determined for the Prepayment Date is \$0.

On the Prepayment Date, the Prepayment Amount will become due and payable to the Holders of the Notes. Interest on the \$150,000,000 in principal amount of Notes being prepaid will cease to accrue on and after the Prepayment Date. Unless the Company defaults in paying the Prepayment Amount with respect to such Notes, the only remaining right of the Holders with respect to such Notes will be to receive payment of the Prepayment Amount upon presentation and surrender of such Notes to the Company.

Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Note Purchase Agreement.

Questions relating to this notice of prepayment should be directed to Owl Rock Capital Corporation via telephone at (212)419-3000. Payment of the Prepayment Amount to the Holders will be made upon presentation and surrender of the Notes in the following manner:

If by Mail, Hand or Overnight Mail:

Owl Rock Capital Corporation
399 Park Avenue
38th Floor
New York, New York
Attention: Jonathan Lamm
(4.75% Senior Notes Due June 21, 2023)

NOTICE

Under U.S. federal income tax law, the Company or other withholding agent may be required to withhold twenty-four percent (24%) of any gross payment to a holder who fails to provide a taxpayer identification number and other required certifications. To avoid backup withholding, please complete a Form W-9 or an appropriate Form W-8, as applicable, which should be furnished in connection with the presentment and surrender of the Notes called for prepayment. Any amounts withheld under the backup withholding rules will be allowed as a refund or a credit against a holder's U.S. federal income tax liability provided the required information is furnished to the Internal Revenue Service. Holders should consult their tax advisors regarding the withholding and other tax consequences of the prepayment.

Dated: November 23, 2021

Owl Rock Capital Corporation

By: Jonathan Lamm
Title: Chief Financial Officer

Exhibit A

Senior Financial Officer's Certificate

Pursuant to Section 8.2 of the Note Purchase Agreement, dated as of December 21, 2017 (the "*Note Purchase Agreement*"), between Owl Rock Capital Corporation (the "*Company*") and the purchasers listed in the purchasers schedule thereto, I, Jonathan Lamm, Chief Financial Officer and Chief Operating Officer of the Company, hereby certify as follows:

The Prepayment Settlement Amount due in connection with the prepayment to take place on December 23, 2021 is zero dollars (\$0.00) pursuant to Section 8.6 of the Note Purchase Agreement.

Capitalized terms that are used herein but not defined shall have the meanings set forth in the Note Purchase Agreement.

[Remainder of Page Intentionally Blank]

IN WITNESS WHEREOF, the undersigned has duly executed this Senior Financial Officer's Certificate, in his capacity as an officer of the Company.

Date: November 23, 2021

By: /s/ Jonathan Lamm
Name: Jonathan Lamm
Title: Chief Financial Officer and Chief Operating Officer