

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>OCM Growth Holdings LLC</u>  (Last) (First) (Middle) <u>C/O OAKTREE CAPITAL MANAGEMENT, L.P.</u> <u>333 S. GRAND AVENUE, 28TH FLOOR</u>  (Street) <u>LOS ANGELES CA 90071</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Runway Growth Credit Fund Inc. [ NONE ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/28/2017</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/28/2017		P		1,294,013.867	A	\$15	2,956,236.6	D <sup>(1)(2)(3)(4)</sup>	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
OCM Growth Holdings LLC  
 (Last) (First) (Middle)  
C/O OAKTREE CAPITAL MANAGEMENT, L.P.  
333 S. GRAND AVENUE, 28TH FLOOR  
 (Street)  
LOS ANGELES CA 90071  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Oaktree Fund GP, LLC  
 (Last) (First) (Middle)  
C/O OAKTREE CAPITAL MANAGEMENT, L.P.  
333 S. GRAND AVENUE, 28TH FLOOR  
 (Street)  
LOS ANGELES CA 90071  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
OAKTREE FUND GP I, L.P.  
 (Last) (First) (Middle)  
C/O OAKTREE CAPITAL MANAGEMENT, L.P.

333 S. GRAND AVENUE, 28TH FLOOR

(Street)

LOS ANGELES CA 90071

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Oaktree Capital I, L.P.](#)

(Last)

(First)

(Middle)

C/O OAKTREE CAPITAL MANAGEMENT, L.P.

333 S. GRAND AVENUE, 28TH FLOOR

(Street)

LOS ANGELES CA 90071

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[OCM HOLDINGS I, LLC](#)

(Last)

(First)

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1. Name and Address of Reporting Person\*

[OAKTREE HOLDINGS, LLC](#)

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LOS ANGELES CA 90071

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Oaktree Capital Group, LLC](#)

(Last)

(First)

(Middle)

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(Street)

LOS ANGELES CA 90071

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1. Name and Address of Reporting Person\*

[Oaktree Capital Group Holdings GP, LLC](#)

(Last)

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**Explanation of Responses:**

1. OCM Growth Holdings, LLC, a Delaware limited liability company ("LLC") ("OCMGH"), directly owns 2,956,236.6 shares of common stock (the "Common Stock") of Runway Growth Credit Fund, Inc. ("Issuer"). This Form 4 is being filed by (i) Oaktree Fund GP, LLC, a Delaware LLC ("GP LLC"), in its capacity as manager of OCMGH, (ii) Oaktree GP I, L.P., a Delaware limited partnership ("GP I LLC"), in its capacity as managing member of GP LLP, (iii) Oaktree Capital I, L.P., a Delaware limited partnership ("Capital I"), in its capacity as general partner of GP I, (iv) OCM Holdings I, LLC, a Delaware LLC

("Holdings I"), in its capacity as general partner of Capital I, (v) Oaktree Holdings, LLC, a Delaware LLC ("Holdings"), in its capacity as managing member of Holdings I; (vi) Oaktree Capital Group, LLC, a Delaware LLC ("OCG"), in its capacity as managing member of Holdings; and (vii) Oaktree Capital Group Holdings GP, LLC, a Delaware LLC ("OCGH GP"), in its capacity as duly elected manager of OCG.

2. Each Reporting Person disclaims beneficial ownership of all equity securities reported herein except to the extent of its respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of any equity securities covered by this Form 4.

3. OCGH GP is managed by an executive committee consisting of Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, Stephen A. Kaplan, John B. Frank, David M. Kirchheimer, and Jay S. Wintrob (the "OCGH GP Members"). In such capacity, the OCGH GP Members may be deemed to have indirect beneficial ownership of the Common Stock. Each OCGH GP Member expressly disclaims beneficial ownership of the Common Stock, except to the extent of his respective pecuniary interest therein, and the filing of this Form 3 shall not be construed as an admission that any such person is the beneficial owner of any equity securities covered by this Form 4.

4. The Reporting Persons may be deemed directors by deputization by virtue of their right to designate representatives to be nominated by the Issuer to serve on the Issuer's board of directors.

OAKTREE GROWTH HOLDINGS, LLC, By Oaktree Fund GP, LLC, Its Manager, By Oaktree Fund GP I, L.P., Its Managing Member, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE FUND GP, LLC, By Oaktree Fund GP I, L.P., Its Managing Member, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE FUND GP I, L.P., /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE CAPITAL I, L.P., /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OCM HOLDINGS I, LLC, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE HOLDINGS, LLC, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE CAPITAL GROUP, LLC, By Oaktree Capital Group Holdings GP, LLC, Its Manager, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE CAPITAL GROUP HOLDINGS, L.P., By Oaktree Capital Group Holdings GP, LLC, Its General Partner, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

OAKTREE CAPITAL GROUP HOLDINGS GP, LLC, /s/ Jordan Mikes, Authorized Signatory, 09/07/2017

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**