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The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM D

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

<b>CIK (Filer ID Number)</b>	<b>Previous Names</b>	None	<b>Entity Type</b>
<a href="#">0001653384</a>	GSV Growth Credit Fund Inc.		X Corporation
<b>Name of Issuer</b>			Limited Partnership
Runway Growth Credit Fund Inc.			Limited Liability Company
<b>Jurisdiction of Incorporation/Organization</b>			General Partnership
MARYLAND			Business Trust
<b>Year of Incorporation/Organization</b>			Other (Specify)
Over Five Years Ago			
X Within Last Five Years (Specify Year) 2015			
Yet to Be Formed			

2. Principal Place of Business and Contact Information

<b>Name of Issuer</b>			
Runway Growth Credit Fund Inc.			
<b>Street Address 1</b>		<b>Street Address 2</b>	
205 N. Michigan Ave.		Suite 930	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>	<b>Phone Number of Issuer</b>
Chicago	ILLINOIS	60601	(312) 281-6270

3. Related Persons

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Spreng	R.	David
<b>Street Address 1</b>	<b>Street Address 2</b>	
205 N. Michigan Ave.	Suite 930	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Chicago	ILLINOIS	60601
<b>Relationship:</b> X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

President, CEO

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Rateman	Thomas	B.
<b>Street Address 1</b>	<b>Street Address 2</b>	
205 N. Michigan Ave.	Suite 930	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Chicago	ILLINOIS	60601
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

CFO, Treasurer and Secretary

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Last Name	First Name	Middle Name
Rizzo	Carl	M.
Street Address 1	Street Address 2	
205 N. Michigan Ave.	Suite 930	
City	State/Province/Country	ZIP/PostalCode
Chicago	ILLINOIS	60601
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

CCO

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Last Name	First Name	Middle Name
Laibow	Brian	
Street Address 1	Street Address 2	
205 N. Michigan Ave.	Suite 930	
City	State/Province/Country	ZIP/PostalCode
Chicago	ILLINOIS	60601
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Kovacs	Gary	
Street Address 1	Street Address 2	
205 N. Michigan Ave.	Suite 930	
City	State/Province/Country	ZIP/PostalCode
Chicago	ILLINOIS	60601
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Persily	Julie	
Street Address 1	Street Address 2	
205 N. Michigan Ave.	Suite 930	
City	State/Province/Country	ZIP/PostalCode
Chicago	ILLINOIS	60601
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Solimene, Jr.	Lewis	W.
Street Address 1	Street Address 2	
205 N. Michigan Ave.	Suite 930	
City	State/Province/Country	ZIP/PostalCode
Chicago	ILLINOIS	60601
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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4. Industry Group

Agriculture  
 Banking & Financial Services  
   Commercial Banking  
   Insurance  
   Investing  
   Investment Banking  
 X Pooled Investment Fund  
   Hedge Fund  
   Private Equity Fund  
   Venture Capital Fund  
 X Other Investment Fund  
 Is the issuer registered as  
 an investment company under  
 the Investment Company  
 Act of 1940?

Yes      X      No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Health Care  
   Biotechnology  
   Health Insurance  
   Hospitals & Physicians  
   Pharmaceuticals  
   Other Health Care  
 Manufacturing  
 Real Estate  
   Commercial  
   Construction  
 REITS & Finance  
 Residential  
 Other Real Estate

Retailing  
 Restaurants  
 Technology  
   Computers  
   Telecommunications  
   Other Technology  
 Travel  
   Airlines & Airports  
   Lodging & Conventions  
   Tourism & Travel Services  
   Other Travel  
 Other

5. Issuer Size

<b>Revenue Range</b>	<b>OR</b>	<b>Aggregate Net Asset Value Range</b>
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
Decline to Disclose		X Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)
Rule 504 (b)(1)(i)	Section 3(c)(2)	Section 3(c)(10)
Rule 504 (b)(1)(ii)	Section 3(c)(3)	Section 3(c)(11)
Rule 504 (b)(1)(iii)	Section 3(c)(4)	Section 3(c)(12)
X Rule 506(b)	Section 3(c)(5)	Section 3(c)(13)
Rule 506(c)	Section 3(c)(6)	Section 3(c)(14)
Securities Act Section 4(a)(5)	Section 3(c)(7)	

7. Type of Filing

X Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? X Yes No

9. Type(s) of Securities Offered (select all that apply)

- X Equity
- Debt
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Pooled Investment Fund Interests
- Tenant-in-Common Securities
- Mineral Property Securities
- Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient Recipient CRD Number None  
 JCI/Academy Securities 17433  
 (Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None  
 JCI/Academy Securities 17433

Street Address 1

Street Address 2

277 Park Ave. 35th Floor  
 City State/Province/Country ZIP/Postal Code  
 New York NEW YORK 10172

State(s) of Solicitation (select all that apply) All States Foreign/non-US  
 Check "All States" or check individual States

- ARIZONA
- CALIFORNIA
- FLORIDA
- ILLINOIS
- MICHIGAN
- MINNESOTA
- MISSOURI
- NEVADA
- OHIO
- UTAH
- WASHINGTON

Recipient Recipient CRD Number None  
 Nolan Securities 27984  
 (Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None  
 Nolan Securities 27984

Street Address 1

Street Address 2

535 Main Rd.  
 City State/Province/Country ZIP/Postal Code

State(s) of Solicitation (select all that apply) All States Foreign/non-US  
Check "All States" or check individual States

- CALIFORNIA
- VIRGINIA

Recipient	Recipient CRD Number	None
Bradley Woods & Co.	13660	
(Associated) Broker or Dealer	None	(Associated) Broker or Dealer CRD Number
Bradley Woods & Co.	13660	None

**Street Address 1**

**Street Address 2**

805 Third Ave.	18th Floor	
City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10022

State(s) of Solicitation (select all that apply) All States Foreign/non-US  
Check "All States" or check individual States

- CALIFORNIA

Recipient	Recipient CRD Number	None
Pickwick Capital Partners, LLC	130672	
(Associated) Broker or Dealer	None	(Associated) Broker or Dealer CRD Number
Pickwick Capital Partners, LLC	130672	None

**Street Address 1**

**Street Address 2**

445 Hamilton Ave.	Suite 1102	
City	State/Province/Country	ZIP/Postal Code
White Plains	NEW YORK	10601

State(s) of Solicitation (select all that apply) All States  Foreign/non-US  
Check "All States" or check individual States

- ARIZONA
- CALIFORNIA
- COLORADO
- FLORIDA
- ILLINOIS
- KENTUCKY
- MICHIGAN
- MINNESOTA
- MISSOURI
- NEVADA
- OHIO
- TEXAS
- UTAH
- WASHINGTON

13. Offering and Sales Amounts

Total Offering Amount	USD	or <input type="checkbox"/> Indefinite
Total Amount Sold	\$259,431,500	USD
Total Remaining to be Sold	USD	or <input checked="" type="checkbox"/> Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

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#### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions                      \$3,661,219 USD    X Estimate  
Finders' Fees                              \$0 USD        Estimate

Clarification of Response (if Necessary):

#### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD    Estimate

Clarification of Response (if Necessary):

#### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Runway Growth Credit Fund Inc.	/s/ Thomas B. Raterman	Thomas B. Raterman	CFO, Treasurer and Secretary	2017-11-07

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.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this

undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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