

Medley Capital Corp  
Form PX14A6G  
January 22, 2019

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

NOTICE OF EXEMPT SOLICITATION  
Submitted Pursuant to Rule 14a-6(g)

(Amendment No. \_\_\_\_)

	Name of the Registrant:
1.	Medley Capital Corporation
	Name of Persons Relying on Exemption:
2.	FrontFour Capital Group LLC

FrontFour Master Fund, Ltd.  
FrontFour Opportunity Fund  
FrontFour Capital Corp.  
David A. Lorber  
Stephen E. Loukas  
Zachary R. George

Address of Persons Relying on the Exemption:

3. c/o FrontFour Capital Group LLC  
35 Mason Street, 4th Floor  
Greenwich, Connecticut 06830

Written Material. The following written materials are attached:

4. On January 18, 2019, FrontFour Capital Group LLC (together with its affiliates, "FrontFour") issued a press release and Investor Presentation, which are attached hereto as Exhibit 1.  
Written materials are submitted voluntarily pursuant to Rule 14a-6(g)(1) promulgated under the Securities Exchange Act of 1934, as amended. This is not a solicitation of authority to vote your proxy. FrontFour is not asking for your proxy card and will not accept proxy cards if sent. The cost of this filing is being borne entirely by FrontFour.

**PLEASE NOTE: FrontFour is not asking for your proxy card and cannot accept your proxy card. Please DO NOT send us your proxy card.**