

## **Resource Capital Corp. Prices Public Offering of 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock**

NEW YORK, NY -- (Marketwired) -- 06/03/14 -- Resource Capital Corp. (NYSE: RSO) (the "Company") announced today that it priced an underwritten public offering of \$110 million of a newly-designated series of preferred stock, 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock with a liquidation preference of \$25 per share ("Series C Preferred Stock"). The Company has granted the underwriters a 30-day option to purchase up to an additional \$16.5 million of its Series C Preferred Stock solely to cover over-allotments, if any. The offering is expected to close on June 10, 2014.

Morgan Stanley and UBS Investment Bank are acting as joint book-running managers for the offering, Deutsche Bank Securities and Keefe, Bruyette & Woods, a Stifel Company, are acting as joint-lead managers for the offering and MLV & Co. is acting as co-manager for the offering. The Company intends to use the net proceeds from the offering to make investments relating to its business and for general corporate purposes.

The offering will be made pursuant to the Company's existing effective shelf registration statement, previously filed with the Securities and Exchange Commission. The offering of these securities will be made only by means of a prospectus and related prospectus supplement. Copies of the prospectus and prospectus supplement relating to these securities, when available, may be obtained by contacting: Morgan Stanley & Co. LLC, Attn: Prospectus Department, 180 Varick Street, 2nd Floor, New York, New York 10014, or by calling (866) 718-1649 or by emailing [prospectus@morganstanley.com](mailto:prospectus@morganstanley.com); or by contacting UBS Securities LLC, Attention: Prospectus Specialist, 299 Park Avenue, New York, New York 10171, or by calling (877) 827-6444, extension 561 2884.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any securities nor will there be any sale of these securities in any state or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or other jurisdiction.

### About Resource Capital Corp.

Resource Capital Corp. is a real estate investment trust that is primarily focused on originating, holding and managing commercial mortgage loans and other commercial real estate-related debt and equity investments. The Company also makes other commercial finance investments.

The Company is externally managed and advised by an indirect wholly owned subsidiary of Resource America, Inc. (NASDAQ: REXI), a specialized asset management company.

This press release includes statements that may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to a variety of known and unknown risks, uncertainties, and other factors that are difficult to predict and many of which are beyond management's control. Such statements include, but are not limited to, completion of the offering of the Series C Preferred Stock on the terms described in the registration statement, the prospectus supplement relating

to this offering and the accompanying prospectus, if at all, and the intended use of proceeds from the sale of the Series C Preferred Stock. Factors that can affect future results are discussed in the documents filed by the Company from time to time with the SEC. The Company undertakes no obligation to update or revise any forward-looking statement to reflect new or changing information or events.

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