

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

FORM N-54A

NOTIFICATION OF ELECTION TO BE SUBJECT TO SECTIONS 55
THROUGH 65 OF THE INVESTMENT COMPANY ACT OF 1940 FILED
PURSUANT TO SECTION 54(a) OF THE ACT

The undersigned business development company hereby notifies the Securities and Exchange Commission that it elects, pursuant to the provisions of section 54(a) of the Investment Company Act of 1940, as amended (the "Act"), to be subject to the provisions of sections 55 through 65 of the Act and, in connection with such notification of election, submits the following information:

Name: **Audax Credit BDC Inc.**

Address of Principal Business Office (No. & Street, City, State, Zip Code):

**101 Huntington Avenue
Boston, Massachusetts 02199**

Telephone number (including area code): **(617) 859-1500**

Name and address of agent for service of process:

**Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, County of New Castle
Delaware 19801**

Check one of the following:

- The company has filed a registration statement for a class of equity securities pursuant to section 12 of the Securities Exchange Act of 1934. Give the file number of the registration statement, or if the file number is unknown or has not yet been assigned, give the date on which the registration statement was filed: **000-55426**
- The company is relying on rule 12g-2 under the Securities Exchange Act of 1934 in lieu of filing a registration statement for a class of equity securities under that Act.

The file number of the registration as an investment company pursuant to section 8(a) of the Act, if any, of the company: **Not Applicable**

The file number of the registration as an investment company pursuant to section 8(a) of the Act, if any, of any subsidiary of the company: **Not Applicable**

The undersigned company certifies that it is a closed-end company organized under the laws of the State of Delaware and with its principal place of business in the State of Massachusetts; that it will be operated for the purpose of making investments in securities described in section 55(a)(1) through (3) of the Act; and that it will make available significant managerial assistance with respect to issuers of such securities to the extent required by the Act.

Pursuant to the requirements of the Act, the undersigned company has caused this notification of election to be subject to sections 55 through 65 of the Act to be duly signed on its behalf in the City of Boston and State of Massachusetts on the 17th day of June, 2015.

Audax Credit BDC Inc.

By: /s/ Richard Joseph
Name: Richard Joseph
Title: Chief Financial Officer

Attest: /s/ Byron Pavano
Name: Byron Pavano
Title: Chief Compliance Officer
