

Solar Senior Capital Ltd.
Form SC 13G/A
March 04, 2015

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

SCHEDULE 13G/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

Solar Senior Capital Ltd.
(Name of Issuer)

Common Stock, \$0.01 par value
(Title of Class of Securities)

83416M105
(CUSIP Number)

December 31, 2014
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
Rule 13d-1(c)
Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 83416M105

NAMES OF REPORTING PERSONS

1

The John W. Jordan II Revocable Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Illinois

SOLE VOTING POWER

⁵ 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

⁶ 462,122

SOLE DISPOSITIVE POWER

⁷ 0

SHARED DISPOSITIVE POWER

⁸ 462,122

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

462,122

CHECK IF THE AGGREGATE AMOUNT IN ROW

10

(9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

4.01%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

OO

CUSIP NO. 83416M105

NAMES OF REPORTING
PERSONS

1

The Gretchen S. Jordan 1998 Trust

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP
(SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

Illinois

SOLE VOTING POWER

⁵
0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

⁶ 117,500

SOLE DISPOSITIVE POWER

⁷
0

SHARED DISPOSITIVE POWER

⁸ 117,500

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

9

117,500

CHECK IF THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

10

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

11

1.02%

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

OO

CUSIP NO. 83416M105

NAMES OF REPORTING
PERSONS

1

The GSJ 2003 Trust

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP
(SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

Illinois

SOLE VOTING POWER

⁵
0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

⁶
170,701

SOLE DISPOSITIVE POWER

⁷
0

SHARED DISPOSITIVE POWER

⁸
170,701

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

9

170,701

CHECK IF THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

10

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

11

1.48%

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

OO

CUSIP NO. 83416M105

NAMES OF REPORTING
PERSONS

1

Jordan Consulting, Inc.

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP
(SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

Illinois

SOLE VOTING POWER

⁵
0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

⁶
54,000

SOLE DISPOSITIVE POWER

⁷
0

SHARED DISPOSITIVE POWER

⁸
54,000

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

9

54,000

CHECK IF THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

10

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

11

0.47%

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

CO

CUSIP NO. 83416M105

NAMES OF REPORTING PERSONS

1

Jordan-Resolute, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

⁵0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

⁶52,650

SOLE DISPOSITIVE POWER

⁷0

SHARED DISPOSITIVE POWER

⁸52,650

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

52,650

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0.46%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

OO

CUSIP NO. 83416M105

NAMES OF REPORTING
PERSONS

1

John W. Jordan II

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP
(SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

United States

SOLE VOTING POWER

⁵
0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

⁶
856,973

SOLE DISPOSITIVE POWER

⁷
0

SHARED DISPOSITIVE POWER

⁸
856,973

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

9

856,973

CHECK IF THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

10

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

11

7.43%

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

IN

CUSIP NO. 83416M105

Item 1. (a) Name of Issuer:

Solar Senior Capital Ltd. (the "Issuer")

(b) Address of Issuer's Principal Executive Offices:

500 Park Avenue, #3
New York, New York 10022

Item 2. (a) Name of Person Filing:

The names of the persons filing this statement on Schedule 13G are (collectively, the "Reporting Persons"):

- The John W. Jordan II Revocable Trust, a trust formed under the laws of Illinois (the "JWJ Trust");
- The Gretchen S. Jordan 1998 Trust, a trust formed under the laws of Illinois (the "1998 Trust");
- The GSJ 2003 Trust, a trust formed under the laws of Illinois (the "2003 Trust");
- Jordan Consulting, Inc., an Illinois corporation ("Jordan Consulting");
- Jordan-Resolute, LLC, a Delaware limited liability company ("Jordan-Resolute"); and
- John W. Jordan II, a United States citizen ("Mr. Jordan").

Mr. Jordan is the trustee of the JWJ Trust, the 1998 Trust and the 2003 Trust (collectively, the "Trusts") and may be deemed to have voting and dispositive power with respect to the shares of Common Stock (as defined below) of the Trusts.

Mr. Jordan is both the owner and President of each of Jordan Consulting and Jordan-Resolute and may be deemed to have voting and dispositive power with respect to the shares of Common Stock of each of Jordan Consulting and Jordan-Resolute.

(b). Address of Principal Office or, if none, Residence:

The business address of each of the JWJ Trust, Jordan Consulting and Mr. Jordan is 875 North Michigan Avenue, Suite 4020, Chicago, Illinois 60611.

The business address of the 1998 Trust and the 2003 Trust is 3 West Burton Place, Chicago, Illinois 60610.

The business address of Jordan-Resolute is 767 Fifth Avenue, 48th Floor, New York, New York 10153.

(c) Citizenship:

Mr. Jordan is a citizen of the United States.

The JWJ Trust, 1998 Trust and 2003 Trust are trusts formed under the laws of the State of Illinois.

Jordan Consulting is a corporation formed under the laws of the State of Illinois.

Jordan-Resolute is a limited liability company formed under the laws of the State of Delaware.

(d) Title of Class of Securities:

Common Stock, \$0.01 par value (the "Common Stock")

(e) CUSIP Number:

83416M105

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Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is a:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) Investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
- (f) Employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g) Parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);
- (h) Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j) A non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Section 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J), please specify the type of institution:_____.

Item 4. Ownership:

(a) Amount beneficially owned:

- (i) The JWJ Trust individually beneficially owns 462,122 shares of Common Stock.
- (ii) The 1998 Trust individually beneficially owns 117,500 shares of Common Stock.
- (iii) The 2003 Trust individually beneficially owns 170,701 shares of Common Stock.
- (iv) Jordan Consulting individually beneficially owns 54,000 shares of Common Stock.
- (v) Jordan-Resolute individually beneficially owns 52,650 shares of Common Stock.
- (vi) Mr. Jordan may be deemed to be the beneficial owner of the shares of Common Stock held by the Trusts, Jordan Consulting and Jordan-Resolute. Please note that Mr. Jordan may be deemed to be the custodian with respect to the 8,000 shares of Common Stock held by each of John W. Jordan III, Jennifer Jordan Gorman and Colby E. Jordan (collectively, the "Individuals"). However, Mr. Jordan disclaims beneficial ownership with respect to any of these shares. In addition, none of the Individuals has any intent or agreement to act together with any of the Reporting Persons for the purpose of acquiring, holding, voting or disposing of the Common Stock of the Issuer.

(vii) Collectively, the Reporting Persons beneficially own 856,973 shares of Common Stock.

(b) Percent of class:

(i) The JWJ Trust's individual beneficial ownership of 462,122 shares of Common Stock represents 4.01% of all of the outstanding shares of Common Stock based on 11,533,315 shares of Common Stock outstanding as of February 24, 2015 as set forth in Form 10-K filed by the Issuer on February 25, 2015.

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(ii) The 1998 Trust's individual beneficial ownership of 117,500 shares of Common Stock represents 1.02% of all of the outstanding shares of Common Stock.

(iii) The 2003 Trust's individual beneficial ownership of 170,701 shares of Common Stock represents 1.48% of all of the outstanding shares of Common Stock.

(iv) Jordan Consulting's individual beneficial ownership of 54,000 shares of Common Stock represents 0.47% of all of the outstanding shares of Common Stock.

(v) Jordan-Resolute's individual beneficial ownership of 52,650 shares of Common Stock represents 0.46% of all of the outstanding shares of Common Stock.

(vi) Mr. Jordan's beneficial ownership of 856,973 shares of Common Stock represents 7.43% of all of the outstanding shares of Common Stock.

(vii) Collectively, the Reporting Persons' beneficial ownership of 856,973 shares of Common Stock represents 7.43% of all of the outstanding shares of Common Stock.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Not applicable

(ii) Shared power to vote or to direct the vote:

The JWJ Trust and Mr. Jordan have shared power to vote or direct the vote of the 462,122 shares of Common Stock individually beneficially owned by the JWJ Trust.

The 1998 Trust and Mr. Jordan have shared power to vote or direct the vote of the 117,500 shares of Common Stock individually beneficially owned by the 1998 Trust.

The 2003 Trust and Mr. Jordan have shared power to vote or direct the vote of the 170,701 shares of Common Stock individually beneficially owned by the 2003 Trust.

Jordan Consulting and Mr. Jordan have shared power to vote or direct the vote of the 54,000 shares of Common Stock individually beneficially owned by Jordan Consulting.

Jordan-Resolute and Mr. Jordan have shared power to vote or direct the vote of the 52,650 shares of Common Stock individually beneficially owned by the Jordan-Resolute.

(iii) Sole power to dispose or to direct the disposition of:

Not applicable

(iv) Shared power to dispose or to direct the disposition of:

The JWJ Trust and Mr. Jordan have shared power to dispose or direct the disposition of the 462,122 shares of Common Stock individually beneficially owned by the JWJ Trust.

The 1998 Trust and Mr. Jordan have shared power to dispose or direct the disposition of the 117,500 shares of Common Stock individually beneficially owned by the 1998 Trust.

The 2003 Trust and Mr. Jordan have shared power to dispose or direct the disposition of the 170,701 shares of Common Stock individually beneficially owned by the 2003 Trust.

Jordan Consulting and Mr. Jordan have shared power to dispose or direct the disposition of the 54,000 shares of Common Stock individually beneficially owned by Jordan Consulting.

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Jordan-Resolute and Mr. Jordan have shared power to dispose or direct the disposition of the 52,650 shares of Common Stock individually beneficially owned by the Jordan-Resolute.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Exhibit B.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Section 240.14a-11.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 4, 2015
THE JOHN W. JORDAN II
REVOCABLE TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

THE GRETCHEN S.
JORDAN 1998 TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

THE GSJ 2003 TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

JORDAN CONSULTING
INC.

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: President

JORDAN-RESOLUTE, LLC

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: President

By: /s/ John W. Jordan II
John W. Jordan II

EXHIBIT A
JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G with respect to the Common Stock of Solar Senior Capital Ltd., dated as of March 4, 2015, and any amendments thereto signed by each of the undersigned, shall be filed on behalf of each of the undersigned pursuant to and in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Dated: March 4, 2015
THE JOHN W. JORDAN II
REVOCABLE TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

THE GRETCHEN S.
JORDAN 1998 TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

THE GSJ 2003 TRUST

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: Trustee

JORDAN CONSULTING
INC.

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: President

JORDAN-RESOLUTE, LLC

By: /s/ John W. Jordan II
Name: John W. Jordan II
Title: President

By: /s/ John W. Jordan II
John W. Jordan II

EXHIBIT B

The John W. Jordan II Revocable Trust

The Gretchen S. Jordan 1998 Trust

The GSJ 2003 Trust

Jordan Consulting, Inc.

Jordan-Resolute, LLC

John W. Jordan II

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