

May 7, 2021

**VIA EDGAR**

Ms. Samantha Brutlag  
Division of Investment Management  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549

Re: Fidus Investment Corporation  
Preliminary Proxy Statement on Schedule 14A filed April 16, 2021  
File No. 814-00861

Dear Ms. Brutlag:

On behalf of Fidus Investment Corporation (the “**Company**”), set forth below is the Company’s response to the comment provided by the staff of the Division of Investment Management (the “**Staff**”) of the Securities and Exchange Commission (the “**SEC**”) to the Company on April 21, 2021, with respect to the Company’s preliminary proxy statement on Schedule 14A (File No. 814-00861), filed with the SEC on April 16, 2021 (the “**Preliminary Proxy Statement**”). The Staff’s comment is set forth below and is followed by the Company’s response.

1. **Comment:** Please confirm that all applicable information required by Item 22(b) of Schedule 14A is included in the Preliminary Proxy Statement.  
**Response:** The Company respectfully confirms that all applicable information required by Item 22(b) of Schedule 14A is included in the Preliminary Proxy Statement.

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If you have any questions or additional comments concerning the foregoing, please contact me at (202) 383-0278.

Sincerely,

/s/ Payam Siadatpour  
Payam Siadatpour

cc: Edward H. Ross, Chief Executive Officer, Fidus Investment Corporation  
Shelby E. Sherard, Chief Financial Officer, Fidus Investment Corporation  
Steve B. Boehm, Eversheds Sutherland (US) LLP