

Resource Capital Corp.  
Form NT 10-Q  
November 10, 2016

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

**FORM 12b-25**

**NOTIFICATION OF LATE FILING**

(Check one):      Form 10-K      Form 20-F      Form 11-K      Form 10-Q  
                         Form 10-D      Form N-SAR      Form N-CSR

For Period Ended: September 30, 2016

Transition Report on Form 10-K  
Transition Report on Form 20-F  
Transition Report on Form 11-K  
Transition Report on Form 10-Q  
Transition Report on Form N-SAR

For the Transition Period Ended: Not applicable

*Read Instruction (on back page) Before Preparing Form. Please Print or Type:*

**Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.**  
If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:  
Not applicable

**PART I - REGISTRANT INFORMATION**

**Resource Capital Corp.**

**Full Name of Registrant**

**N/A**

**Former Name if Applicable**

**712 Fifth Avenue, 12<sup>th</sup> Floor**

**Address of Principal Executive Office (*Street and Number*)**

**New York, NY 10019**

**City, State and Zip Code.**

**PART II - RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense:
  
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
  
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

**PART III - NARRATIVE**

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Registrant is unable to file its Quarterly Report on Form 10-Q for the quarter ended September 30, 2016 within the prescribed time period without unreasonable effort or expense because it requires additional time for the completion of its financial statements. The Registrant anticipates filing its Form 10-Q no later than five calendar days following the prescribed due date, in accordance with Rule 12b-25 of the Securities Exchange Act of 1934.

**PART IV - OTHER INFORMATION**

- (1) Name and telephone number of person to contact in regard to this notification:

**David J. Bryant**  
(Name)

**(215)**  
(Area Code)

**832-4142**  
(Telephone Number)

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(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).      Yes      No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?  
Yes      No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Registrant anticipates that there will be significant changes in results of operations from the corresponding period for the last fiscal year due to credit impairments on several of its investments in the current period to be reflected in the consolidated statement of operations and consolidated statements of comprehensive income (loss) to be included in the Form 10-Q. The Registrant is in the process of completing its financial statements for the quarter ended September 30, 2016. Until it completes this process, the Registrant is not in a position to quantify those changes.

**Resource Capital Corp.**

**(Name of Registrant as Specified in Charter)**

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date November 10, 2016

By: /s/ David J. Bryant  
David J. Bryant  
Chief Financial Officer