

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

SCHEDULE 14A

Proxy Statement

Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant x
Filed by a Party other than the Registrant o

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

StoneCastle Financial Corp.

(Name of Registrant as Specified In Its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14(a)-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies: _____

(2) Aggregate number of securities to which transaction applies: _____

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): _____

(4) Proposed maximum aggregate value of transaction: _____

(5) Total fee paid: _____

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid: _____

(2) Form, Schedule or Registration Statement No.: _____

(3) Filing Party: _____

(4) Date Filed: _____

January 31, 2020

Shareholder Name
Address 1
Address 2
Address 3

IMPORTANT NOTICE

Re: StoneCastle Financial Corp.

Dear Stockholder:

You may have already recently received these communications and responded. If so please disregard and accept our apologies for the additional communications.

My colleagues and I have tried unsuccessfully to contact you regarding an important matter concerning your investment in StoneCastle Financial Corp. This matter pertains to the recently announced transaction for StoneCastle Financial which requires your response.

It is important that we speak to you promptly regarding this matter. The call will only take a few moments of your time and there is no confidential information required.

Please contact my colleagues toll-free at **1-866-828-6931** between 9:00 a.m. and 10:00 p.m. Eastern time Monday through Friday. At the time of the call please reference the number listed below so that we can best serve you efficiently. Please contact us as soon as possible.

Thank you.

Sincerely,



Joshua S. Siegel
Chairman of the Board and Chief Executive Officer

REFERENCE NUMBER: 123456789