RIVERNORTH®

6.30.2019

Annual Report

RIVERNORTH MARKETPLACE LENDING CORPORATION

RSF

Investment Adviser:
RiverNorth Capital Management, LLC
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Chicago, IL 60654
www.rivernorth.com

Beginning on January 1, 2021, as permitted by regulations adopted by the U.S. Securities and Exchange Commission, paper copies of the Fund's annual and semi-annual shareholder reports will no longer be sent by mail, unless you specifically request paper copies of the reports. Instead, the reports will be made available on the Fund's website at https://www.rivernorth.com/closed-end-funds/opp, and you will be notified by mail each time a report is posted and provided with a website link to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change and you need not take any action. You may elect to receive shareholder reports and other communications from the Fund electronically anytime by contacting your financial intermediary (such as a broker-dealer or bank).

You may elect to receive all future reports in paper free of charge. If you invest through a financial intermediary, you can contact your financial intermediary to request that you continue to receive paper copies of your shareholder reports. Your election to receive reports in paper will apply to all funds held in your account.

What is the Fund's investment strategy?

The investment objective of The RiverNorth Marketplace Lending Corporation ("the Fund") is to seek a high level of current income by investing in loans and securities related to the Marketplace Lending industry. RiverNorth Capital Management, LLC ("RiverNorth" or the "Adviser") believes that the recent growth of the online and mobile marketplace lending industry has created a relatively untapped and attractive investment opportunity. The Adviser seeks to capitalize on this opportunity by purchasing loans created by these online lenders into the Fund. The Fund only buys loans in the United States and, in the consumer loan segment, with a minimum FICO score of 640 at the origination of the loan.

How did RiverNorth Marketplace Lending Corporation perform relative to its benchmark during the reporting period?

From June 30, 2018 through June 30, 2019, the Fund delivered a total return to investors of 0.66% based on net asset value. The Bloomberg Barclays U.S. Aggregate Bond Index (Agg) posted a return of 7.87%.

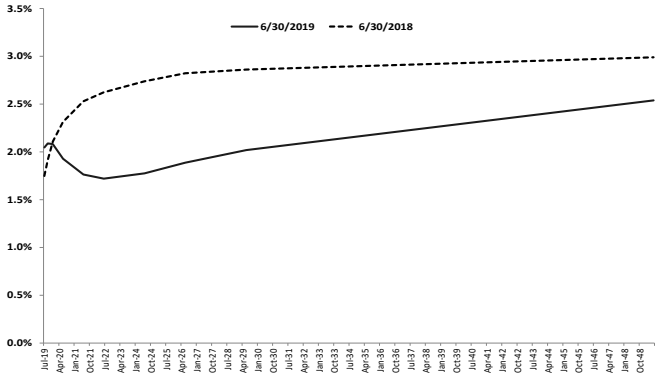
Performance for the Period Ended June 30, 2019

	Calendar Year-To-Date	1 Year	Since Inception
RiverNorth Marketplace Lending Corporation (RSF)	0.76%	0.66%	3.23%
The Bloomberg Barclays Capital U.S. Aggregate Bond Index	6.11%	7.87%	2.39%

What contributing factors were responsible for the Fund's relative performance during that period?

Over the previous year, declining rates (especially during calendar year 2019) resulted in significant increases in the value of liquid fixed income assets. Given the Barclays Aggregate Bond Index (the "index" or the "Agg") consists of US investment grade, fixed-rate assets with a weighted average duration of 5.7 years, the Index benefited significantly from lower rates – the yield on the 7 year US Treasury (similar duration/maturity profile versus the Agg), for example, was 1.89% as of June 30, 2019, which was 94 basis points (bps) lower year over year. Pricing adjustments for loans held within the Fund's portfolio are primarily driven by where loans of a similar risk and term are clearing in the primary market. While loan platforms typically consider market factors when determining where to set coupon levels, this is only one factor in the decision process – in fact, multiple platforms elected to tighten credit standards and increase coupon levels over the past 12 months, which resulted in a temporary markdown across our loan portfolio and was a headwind for Fund returns over the previous year. We note that this adjustment is temporary in nature and not a permanent loss of capital (i.e. to the extent a loan which is marked lower remains current, each principal cash flow payment is returned at par).

U.S. Treasury Yield Curve: June 30, 2019 Versus June 30, 2018

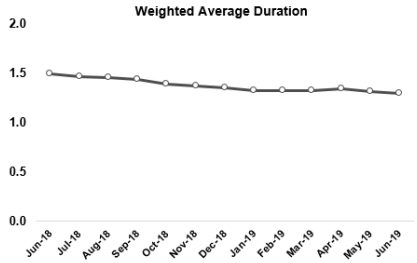


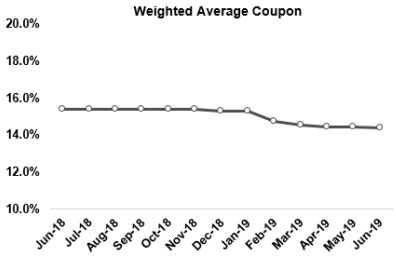
Source: Bloomberg
Past performance is no guarantee of future results.

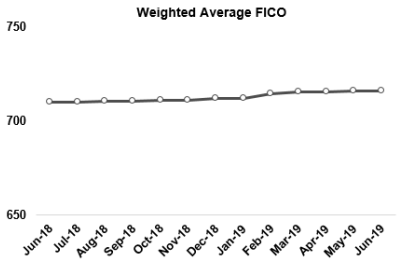
How was RiverNorth Marketplace Lending Corporation positioned at the end of June 2019?
As of June 30, 2019, the Fund was allocated in 83% consumer loans, 9% small business loans, and 8% cash with a duration of 1.2 years. The weighted average FICO score for the Fund's consumer borrowers was 716 as of June 30th.

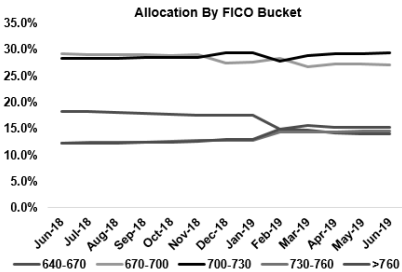
Over the past year, the Fund's duration has trended modestly lower while the credit quality within the consumer portfolio has marginally increased. This was primarily driven by the seasoning of loans purchased in the second half of 2017, as well as a reflection that multiple platforms have been originating higher credit quality assets on a weighted average basis compared to 1-2 years ago. The weighted average coupon rate on the portfolio declined modestly year over year, which was primarily due to the Fund selling some higher yielding, lower credit quality collateral and redeploying proceeds into new originations with a higher credit quality profile. From our perspective, while the portfolio's profile has remained largely consistent since inception, the incremental reduction in duration and higher credit quality mix are positives from a risk-management perspective, which we believe the Fund's investors should view favorably.

RSF Portfolio Detail









Source: RiverNorth

As of June 30, 2019, the Fund's 30-Day SEC Yield was 11.36% (net), and 11.33% (unsubsidized). 30-Day SEC Yield reflects the dividends and interest earned during the period, after the deduction of the Fund's expenses. Unsubsidized 30-Day SEC Yield excludes contractual expense reimbursements, resulting in a lower yield.

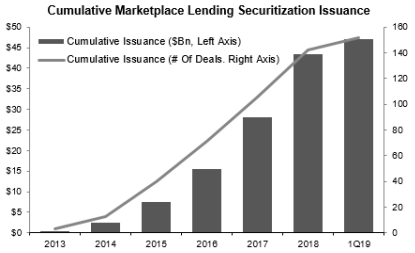
Both weighted average duration and weighted average coupon excludes the effect of cash. Allocations are estimates made by the Adviser and subject to change. Small business loans do not have associated FICO scores.

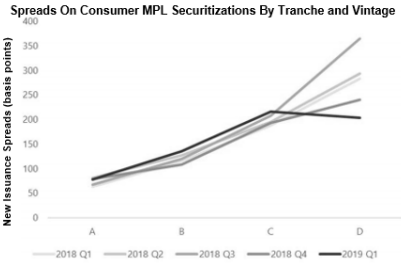
Performance data quoted represents past performance, which is not a guarantee of future results. Current performance may be lower or higher than the performance quoted. The principal value and investment return of an investment will fluctuate so that your shares, when redeemed, may be worth more or less than their original cost. You can obtain performance data current to the most recent month end by visiting www.rmplx.com. Total return measures net investment income and capital gain or loss from portfolio investments. All performance shown assumes reinvestment of dividends and capital gains distributions. Other fees and expenses are applicable to an investment in this fund. Graphs presented are only representative of whole loans.

Marketplace Lending Overview and Outlook:

We view the Fund as an attractive diversifier within an investor's fixed income portfolio, especially within their allocation to domestic credit assets.

The Marketplace Lending asset class ("MPL") has continued to grow and standardize, while the investor base has continued to shift to what is now a predominately institutional mix of buyers. To a large extent, this has been driven by the growth of the securitization market for MPL assets – total issuance now stands at roughly $47 billion across 152 deals per PeerIQ's 1Q19 Marketplace Lending Securitization Tracker.

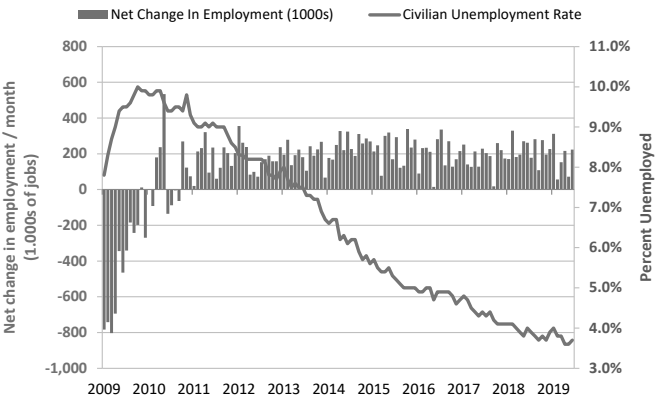




Source: Peer IQ Q1 2019 Marketplace Lending Securitization Tracker
Past performance is no guarantee of future results.

As institutional appetite for the asset class has continued to increase, this has resulted in a growing number of sophisticated investors monitoring loan performance and conducting platform diligence, which we view as a significant positive for the space. From our perspective, the demand for sound underwriting as well as sound operational and servicing capabilities from the platforms continues to increase given growing institutional participation, which we view favorably from an investor's perspective.

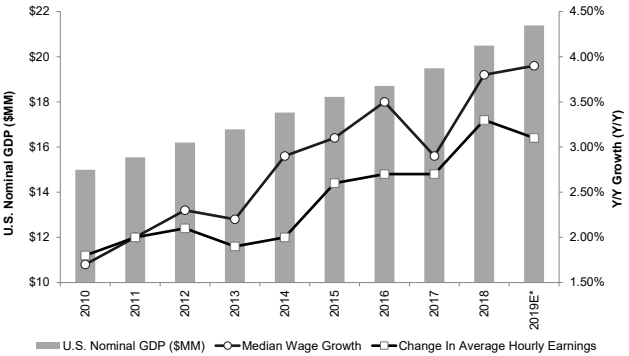
As we have previously stated, we strongly believe the macroeconomic fundamentals of the United States economy will be a large driver of performance of the loans we hold in the Fund. With that in mind, we continue to witness strength in consumer and small business fundamentals. We see a very healthy employment backdrop— the unemployment rate stands at 3.7%, down from 4.0% a year ago and near historical lows, and we have now witnessed 105 straight months of net job gains in the U.S.



Source: Bloomberg
Past performance is no guarantee of future results.

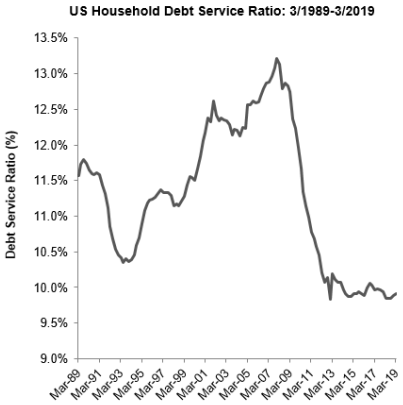
Average hourly earnings are currently running at an annual growth rate of 3.1% for U.S. employees, up slightly from 2.9% a year ago, and we have now witnessed 11 straight monthly readings with year-over-year wage growth at or above 3%. Median wage growth, based on the Atlanta Fed Wage Growth Tracker (which calculates a three month moving average of median wage growth in the U.S.), is now running at roughly 3.9% year over year, up from 3.2% a year ago.

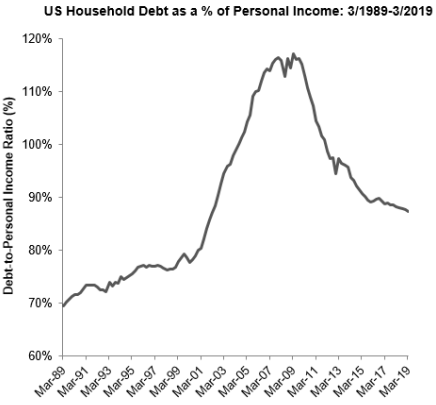
U.S. Nominal GDP and Wage Growth



Source: Bloomberg, Federal Reserve Bank of Atlanta
*Note: 2019 Nominal GDP Estimates Calculated as Forecasted Real GDP * Forecasted CPI; 2019 Median Wage Growth Through March 31, 2019 provided by the Federal Reserve Bank of Atlanta and calculated based on a three month moving average; *Estimate based on Bloomberg Contributor Composite. Past performance is no guarantee of future results.*

Furthermore, the balance sheets of U.S. consumers have remained modestly levered relative to cash flow. The household debt service ratio, which is currently at 9.9%, compares favorably to the long-term average of roughly 11.3% and is significantly lower compared to the peak of 13.2% at the end of 2007. U.S. household debt as a percentage of personal income is currently roughly 87%, also significantly lower compared to roughly 116% at the end of 2007. Both metrics suggest consumer balance sheets continue to be positioned considerably more conservatively relative to pre-crisis levels and, despite being roughly a full decade into an economic expansion, neither has trended significantly higher (which would indicate a more financially stretched consumer) in recent periods.





Source: Bloomberg
Past performance is no guarantee of future performance.

We believe the strong macroeconomic environment bodes well for consumer credit performance in the U.S. Given that the majority of the Fund consists of loans to prime and superprime domestic consumer borrowers, we remain optimistic regarding the current overall fundamental health of the portfolio, which consists of fully amortizing loans with a duration profile of only 1.2 years. Furthermore, against a backdrop of historically low rates and tight spreads across liquid credit assets, we believe the Fund continues to offer investors a compelling value proposition in an environment where adequate yield is difficult to source.

Definitions:

Household Debt Service Ratio – represents the ratio of total required household debt payments to total disposable income.

Financial Crisis of 2007/2008 – also known as the global financial crisis and the 2008 financial crisis, is considered by many economists to have been the worst financial crisis since the Great Depression of the 1930s.

Yield – the income return on an investment. This refers to the interest or dividends received from a security and is usually expressed annually as a percentage based on the investment's cost, its current market value or its face value.

Basis Points (BPS or Bips) – a common unit of measure for interest rates and other percentages in finance. One basis point is equal to 1/100th of 1%, or 0.01% (0.0001), and is used to denote the percentage change in a financial instrument.

Credit Spread – the difference in yield between two bonds of similar maturity but different credit quality. Widening credit spreads indicate growing concern about the ability of corporate (and other private) borrowers to service their debt. Narrowing credit spreads indicate improving private creditworthiness.

Yield Curve – a line that plots the interest rates, at a set point in time, of bonds having equal credit quality, but differing maturity dates. The shape of the yield curve is closely scrutinized because it helps to give an idea of future interest rate change and economic activity. There are three main types of yield curve shapes: normal (steep), inverted (negative), and flat. A normal yield curve is one in which longer maturity bonds have a higher yield compared to shorter-term bonds due to the risks associated with time. An inverted yield curve is one in which the shorter-term yields are higher than the longer-term yields. A flat yield curve is one in which the shorter- and longer-term yields are very close to each other. The slope of the yield curve is also seen as important: the greater the slope, the greater the gap between short- and long-term rates.

Duration – a measure of the sensitivity of the price of a fixed income investment to a change in interest rates. Duration is expressed as a number of years.

Amortization – the paying off of debt with a fixed repayment schedule in regular installments over a period of time.

Prime – a classification of borrowers, rates or holdings in the lending market that are considered to be of high quality.

Super-Prime – a classification of borrowers, rates or holdings in the lending market that are considered to be of the highest quality.

FICO – a type of credit score created by the Fair Isaac Corporation. Lenders use borrowers' FICO scores along with other details on borrowers' credit reports to assess and determine whether to extend credit. Small business loans do not have FICO scores. Weighted average FICO is calculated by weighting the FICO score of each loan by its outstanding balance. The measure gives investors an idea of how creditworthy the Fund's underlying loans are overall. The lower the weighted average FICO score, the less creditworthy, and riskier the portfolio.

Bloomberg Barclays U.S. Aggregate Bond Index – an unmanaged index of investment-grade fixed-rate debt issues with maturities of at least one year. The index cannot be invested in directly and does not reflect fees and expenses.

Coupon – the annual interest paid on a bond/loan.

Past performance does not guarantee future results. Opinions expressed are subject to change at any time, are not guaranteed and should not be considered investment advice. Fund holdings and allocations are subject to change at any time and should not be considered a recommendation to buy or sell any security. Please see the schedule of investments for a complete list of fund holdings.

See the prospectus for a more detailed description of Fund risks. Investing involves risk. Principal loss is possible. The Fund is classified as non-diversified, which means the Fund may invest a larger percentage of its assets in the securities of a smaller number of issuers than a diversified fund. Investment in securities of a limited number of issuers exposes the Fund to greater market risk and potential losses than if its assets were diversified among the securities of a greater number of issuers. If a borrower is unable to make its payments on a loan, the Fund may be greatly limited in its ability to recover any outstanding principal and interest under such loan, as (among other reasons) the Fund may not have direct recourse against the borrower or may otherwise be limited in its ability to directly enforce its rights under the loan, whether through the borrower or the platform

through which such loan was originated, the loan may be unsecured or under-collateralized, and/or it may be impracticable to commence a legal proceeding against the defaulting borrower. The Marketplace Lending Instruments in which the Fund may invest will not typically be guaranteed or insured by any third-party and will not typically be backed by any governmental authority. Prospective borrowers supply a variety of information regarding the purpose of the loan, income, occupation and employment status (as applicable) to the lending platforms. As a general matter, platforms do not verify the majority of this information, which may be incomplete, inaccurate, false or misleading. Prospective borrowers may misrepresent any of the information they provide to the platforms, including their intentions for the use of the loan proceeds. Marketplace Lending Instruments are generally not rated by the nationally recognized statistical rating organizations ("NRSROs"). Such unrated instruments may be comparable in quality to securities falling into any of the ratings categories used by such NRSROs. Accordingly, certain of the Fund's unrated investments could constitute a highly risky and speculative investment, similar to an investment in "junk" bonds. The Marketplace Lending Instruments in which the Fund may invest may have varying degrees of credit risk and the Fund will not be restricted by any borrower credit criteria or credit risk limitation. There can be no assurance that payments due on underlying Marketplace Loans will be made. At any given time, the Fund's portfolio may be substantially illiquid and subject to increased credit and default risk. The Shares therefore should be purchased only by investors who could afford the loss of the entire amount of their investment. The Fund's fees and expenses may be considered high and, as a result, such fees and expenses may offset the Fund's profits. A portion of the investments executed for the Fund may take place in foreign markets. As a result of the foregoing and other risks described in the Prospectus, an investment in the Fund is considered to be highly speculative. The default history for marketplace lending is limited and future defaults may be higher than historical defaults.

This material is not an offer to sell these securities and is not soliciting an offer to buy these securities in any jurisdiction where the offer or sale is not permitted. These materials are not advice, a recommendation or an offer to enter into any transaction with the Fund or any of its affiliates. There is no guarantee that any of the goals, targets or objectives described in these materials will be achieved.

June 30, 2019 (Unaudited)

Expense Example

As a shareholder of the RiverNorth Marketplace Lending Corporation (the "Fund"), you incur two types of costs: (1) transaction costs; and (2) ongoing costs, including management fees, service fees on marketplace loans and other Fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other mutual funds. The Example is based on an investment of $1,000 invested at the beginning of the period, January 1, 2019 and held through the period ended June 30, 2019.

Actual Expenses

The first line of the table below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by $1,000 (for example, an $8,600 account value divided by $1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The second line of the table below provides information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare these 5% hypothetical examples with the 5% hypothetical examples that appear in the shareholder reports of other funds.

	Beginning Account Value January 1, 2019	Ending Account Value June 30, 2019	Expense Ratio[(a)]	Expenses Paid During Period[(b)]
RiverNorth Marketplace Lending Corporation				
Actual	$1,000.00	$1,007.60	6.01%	$29.92
Hypothetical (5% return before expenses)	$1,000.00	$ 994.99	6.01%	$29.73

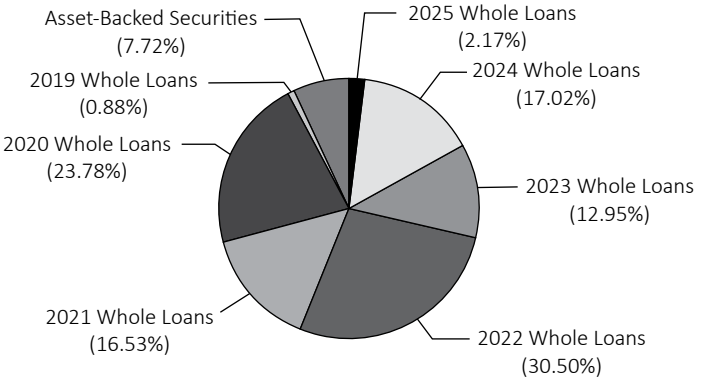
(a) *Annualized, based on the Fund's most recent six-month fiscal period expenses.*

(b) *Expenses are equal to the Fund's annualized ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal period (181), then divided by 365.*

June 30, 2019 (Unaudited)

ASSET ALLOCATION BY YEAR OF SCHEDULED MATURITY

as of June 30, 2019



Percentages are based on total net assets of the Fund.

Summary Schedule of Investments

June 30, 2019

Loan Term/Loan Status	Principal Amount	Cost	Fair Value
WHOLE LOANS - 103.83%[a]			
Consumer Loans - 93.33%			
Lending Club - 37.75%			
36-Month, 12.37%, 1/10/2020 - 2/4/2022[b][c]	$ 33,843,744	$ 33,751,678	$ 29,693,291
60-Month, 21.96%, 1/10/2022 - 2/4/2024[b][c]	44,947,741	43,598,395	37,600,810
		77,350,073	67,294,101
Prosper - 33.80%			
36-Month, 13.60%, 7/1/2019 - 4/25/2022[b][c]	35,614,067	34,737,484	32,545,615
60-Month, 16.01%, 9/24/2019 - 11/28/2023[b][c]	30,681,545	29,772,884	27,717,001
		64,510,368	60,262,616
SoFi - 21.78%			
36-Month, 8.61%, 2/1/2019 - 6/2/2021[b][c]	2,727,825	2,725,332	2,645,367
48-Month			
571146, 9.5%, 03/05/2022	72,675	72,486	72,383
Remaining 48-Month, 9.29%, 1/1/2022 - 6/6/2022[c]	1,163,780	1,160,754	1,159,446
Total 48-Month		1,233,240	1,231,829
60-Month			
592893, 9.99%, 04/05/2023	72,818	72,628	72,459
Remaining 60-Month, 9.78%, 11/1/2020 - 7/1/2023[b][c]	14,670,841	14,662,693	14,229,675
Total 60-Month		14,735,321	14,302,134
72-Month, 10.35%, 2/8/2024 - 5/8/2024[c]	797,141	795,067	795,023
84-Month			
283125, 10.88%, 02/01/2024	74,698	74,698	75,309
283160, 8.32%, 02/01/2024	72,859	72,859	73,021
298675, 8.32%, 03/01/2024	73,999	73,999	74,141
301250, 8.32%, 03/01/2024	73,902	73,902	74,044
303810, 9.99%, 03/01/2024	75,051	75,051	75,408
304534, 10.88%, 03/01/2024	75,626	75,626	76,181
317206, 10.88%, 03/01/2024	75,190	75,190	75,742
392849, 8.07%, 07/01/2024	77,722	77,722	77,773
404017, 10.62%, 08/01/2024	80,636	80,636	80,872
405368, 10.74%, 08/01/2024	80,590	80,590	80,825
409071, 10.62%, 08/01/2024	80,565	80,565	80,801
409709, 10.49%, 08/01/2024	80,373	80,373	80,503
410452, 9.99%, 08/01/2024	80,055	80,055	80,188
422337, 8.2%, 08/01/2024	78,684	78,684	78,708
424562, 8.2%, 08/01/2024	78,655	78,655	78,679

See Notes to Financial Statements.

Loan Term/Loan Status	Principal Amount	Cost	Fair Value
429023, 10.49%, 09/01/2024	$ 81,463	$ 81,463	$ 81,542
430196, 9.99%, 11/01/2024	84,489	84,489	84,574
430273, 8.2%, 09/01/2024	80,079	80,079	80,076
430571, 8.2%, 09/01/2024	80,079	80,079	80,076
462751, 8.2%, 10/01/2024	80,071	80,071	80,042
466432, 9.49%, 11/01/2024	80,637	80,637	81,019
558707, 10.74%, 02/16/2025	73,237	73,047	73,220
560557, 9.99%, 02/18/2025	85,893	85,669	85,896
574251, 10.24%, 03/07/2025	73,768	73,576	73,642
575242, 8.07%, 03/08/2025	85,929	85,706	85,818
578506, 8.2%, 03/13/2025	85,968	85,744	85,892
589847, 7.7%, 04/05/2025	86,868	86,641	86,718
590790, 9.99%, 04/05/2025	87,837	87,608	87,629
607560, 8.07%, 04/24/2025	86,904	86,677	86,883
610298, 8.07%, 05/05/2025	87,810	87,581	87,638
625973, 11.62%, 05/17/2025	88,275	88,045	88,119
Remaining 84-Month, 11.23%, 10/1/2022 - 6/8/2025[(b)(c)]	18,162,667	18,153,935	17,373,250
Total 84-Month		20,639,652	19,864,229
		40,128,612	38,838,582
Total Consumer Loans		181,989,053	166,395,299
Small Business Loans - 10.50%			
Funding Circle - 0.18%			
36-Month, 13.16%, 12/14/2019 - 12/16/2019[(b)(c)]	123,945	123,945	28,440
48-Month, 9.79%, 12/22/2020	10,533	10,533	10,519
60-Month			
f75477b1-9d52-40aa-a75f-9e60234d8de3, 10.49%, 12/16/2021	116,953	116,953	117,050
Remaining 60-Month, 15.77%, 12/14/2021 - 12/23/2021[(b)(c)]	471,311	471,311	163,254
Total 60-Month		588,264	280,304
		722,742	319,263
Lending Club - 1.03%			
12-Month, 13.82%, 7/12/2019 - 8/26/2019[(b)(c)]	30,639	30,639	30,653
24-Month			
132772145, 19.99%, 05/22/2020	101,532	101,532	100,564
133756483, 21.99%, 07/11/2020	83,332	83,332	82,188

See Notes to Financial Statements.

Loan Term/Loan Status	Principal Amount	Cost	Fair Value
Remaining 24-Month, 15.59%, 7/10/2019 - 8/26/2020[(b)(c)]	$ 194,896	$ 194,897	$ 181,780
Total 24-Month		379,761	364,532
36-Month			
132771635, 18.99%, 05/22/2021	108,319	108,319	106,971
132771709, 9.99%, 05/22/2021	127,829	127,829	127,104
133756509, 14.99%, 07/11/2021	92,909	92,909	91,776
133756626, 8.99%, 08/26/2021	108,363	108,363	107,891
133756628, 15.99%, 08/26/2021	86,886	86,886	85,998
133756729, 8.99%, 08/25/2021	72,242	72,242	71,924
135355937, 8.99%, 07/12/2021	72,892	72,892	72,521
135883920, 10.99%, 07/24/2021	72,846	72,846	72,360
136334454, 12.99%, 07/18/2021	73,443	73,443	72,769
Remaining 36-Month, 19.67%, 5/22/2021 - 8/26/2021[(b)(c)]	891,155	891,154	634,650
Total 36-Month		1,706,883	1,443,964
		2,117,283	1,839,149
Square - 9.29%[(c)]			
18-Month[(d)]			
1897045, 19.04%, 12/07/2020	108,456	98,931	97,603
Remaining 18-Month, 13.41%, 7/1/2019 - 12/24/2020[(b)(c)]	21,362,390	20,561,257	16,462,865
Total 18-Month		20,660,188	16,560,468
Total Small Business Loans		23,500,213	18,718,880
TOTAL WHOLE LOANS		205,489,266	185,114,179
ASSET-BACKED SECURITIES - 7.72%[(a)(e)]			
Consumer Loans			
PMIT 2017-2A CERT 9/15/2023, 11.00%	5,500,098	3,915,158	2,949,648
PMIT 2017-3A CERT 11/15/2023, 13.50%	5,500,000	3,453,020	3,220,965
PMIT 2018-2A CERT 10/15/2024, 13.00%	7,700,000	3,663,735	4,331,635
PMIT 2019-1A CERT 4/15/2025, 13.00%	22,190	3,263,305	3,253,967
TOTAL ASSET-BACKED SECURITIES		14,295,218	13,756,215

See Notes to Financial Statements.

Summary Schedule of Investments

June 30, 2019

Loan Term/Loan Status	Principal Amount	Cost	Fair Value
SHORT-TERM INVESTMENTS - 10.20%			
Money Market Fund			
Fidelity Institutional Government Portfolio (7 Day Yield 2.25%)	$ 18,190,022	$ 18,190,022	$ 18,190,022
TOTAL SHORT-TERM INVESTMENTS		18,190,022	18,190,022
TOTAL INVESTMENTS - 121.75%[f]		$237,974,506	$217,060,416
LIABILITIES IN EXCESS OF OTHER ASSETS - (21.75%)			(38,774,449)
TOTAL NET ASSETS - 100.00%			$178,285,967

The Summary Schedule of Investments provides information regarding the 50 largest investments and summarized information regarding other investments at June 30, 2019. For individual investments disclosed, the description includes the unique loan identification number.

[a] *Fair valued by a third party pricing service using unobservable inputs and subject to review by the Adviser pursuant to policies approved by the Board of Directors.*

[b] *Category may include one or more past-due loans. A loan is deemed past-due at June 30, 2019, if the loan borrower has not made its required payment as of the most recent due date. Refer to the Past-Due Loans Table for a summary of past-due loans as of June 30, 2019.*

[c] *Rate presented is a weighted average interest rate for loans in this category.*

[d] *Loans are issued at discounts and do not have a stated interest rate. Rate indicated is based on projected future cash flows and an implied 18-month final maturity. Actual yield and maturity is dependent on timing of future payments.*

[e] *Security is the unrated subordinated (residual) class of asset-backed securities. Interest rate presented represents estimated yield based on projected future cash flows.*

[f] *Substantially all investments held by the Fund are subject to be pledged as collateral in connection with the credit facility described in Note 9 to the Financial Statements.*

See Notes to Financial Statements.

Past-Due Loans Table	
	Fair Value
Whole Loans - 2.90%(*)	
Consumer Loans - 2.44%(*)	
Lending Club - 1.31%(*)	
36-Month	$ 716,332
60-Month	1,626,304
Total Lending Club	2,342,636
Prosper - 0.80%(*)	
36-Month	559,071
60-Month	873,084
Total Prosper	1,432,155
SoFi - 0.33%(*)	
36-Month	62,568
60-Month	156,683
84-Month	361,167
Total SoFi	580,418
Total Consumer Loans	4,355,209
Small Business Loans - 0.46%(*)	
Funding Circle - 0.11%(*)	
36-Month	18,878
60-Month	178,063
Total Funding Circle	196,941
Lending Club - 0.01%(*)	
24-Month	756
36-Month	22,448
Total Lending Club	23,204
Square - 0.34%(*)	
18-Month	593,120
Total Square	593,120
Total Small Business Loans	813,265
Total Whole Loans	**$ 5,168,474**

(*) *Calculated as a percentage of net assets.*

See Notes to Financial Statements.

RiverNorth Marketplace Lending Corporation

Statement of Assets and Liabilities

June 30, 2019

ASSETS:	
Investments:	
At cost	$ 237,974,506
At value	$ 217,060,416
Interest income receivable	1,733,564
Receivable for principal repayments	815,292
Prepaid expenses and other assets	161,562
Total Assets	219,770,834
LIABILITIES:	
Series A Term Preferred Stock, net of deferred offering costs (Liquidation Preference $41,400,000)	40,227,886
Dividend payable - redeemable preferred stock	301,544
Payable for professional fees	283,197
Accrued loan service fees	249,955
Payable to Investment Adviser, net of waiver	220,969
Payable for custodian fees	71,226
Payable for administration and fund accounting fees	59,250
Interest payable for credit facility	13,125
Payable to directors	6,434
Other accrued expenses	51,281
Total Liabilities	41,484,867
Net Assets	$ 178,285,967
NET ASSETS CONSIST OF:	
Paid-in capital	206,761,290
Distributable earnings (loss)	(28,475,323)
Net Assets	$ 178,285,967
PRICING OF SHARES:	
Shares of beneficial interest outstanding (40,000,000 shares authorized, $0.0001 par value)	8,310,977
Net Asset Value Per Share	$ 21.45

See Notes to Financial Statements.

Statement of Operations

For the year ended June 30, 2019

INVESTMENT INCOME:	
Interest income	$ 37,958,449
Total Investment Income	37,958,449
OPERATING EXPENSES:	
Loan service fees	3,638,882
Investment Adviser fee	3,305,863
Valuation expenses	393,551
Professional fees	317,539
Accounting and administration fee	254,356
Transfer agency expenses	166,893
Custodian expenses	135,896
Director expenses	117,783
Printing expenses	117,094
Registration expenses	95,287
Compliance expenses	46,086
Other expenses	101,080
Total operating expenses	8,690,310
LEVERAGE EXPENSES:	
Dividends to redeemable preferred stock	2,432,334
Interest expense on credit facility	508,429
Amortization of preferred stock and credit facility issuance costs	412,424
Total leverage expenses	3,353,187
Total expenses before Investment Adviser waiver	12,043,497
Investment Adviser fees waived by Investment Adviser	(131,883)
Net expenses before Investment Adviser recoupment	11,911,614
Net Expenses recouped by Investment Adviser (see Note 4)	245,336
Net Expenses	12,156,950
Net Investment Income	25,801,499
REALIZED AND UNREALIZED GAIN/(LOSS):	
Net realized loss on investments	(21,983,911)
Net change in unrealized depreciation on investments	(2,594,540)
Net realized and unrealized loss on investments	$ (24,578,451)
Net Increase in Net Assets Resulting from Operations	$ 1,223,048

See Notes to Financial Statements.

Statements of Changes in Net Assets

	For the Year Ended June 30, 2019	For the Year Ended June 30, 2018
NET INCREASE/(DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income	$ 25,801,499	$ 25,385,325
Net realized loss on investments	(21,983,911)	(4,134,190)
Net change in unrealized depreciation on investments	(2,594,540)	(16,627,229)
Net increase in net assets resulting from operations	1,223,048	4,623,906
DISTRIBUTIONS TO SHAREHOLDERS:		
Dividends from distributable earnings[2]	(11,701,341)	(22,239,671)
From tax return of capital	(7,396,057)	—
Net decrease in net assets from distributions to shareholders	(19,097,398)	(22,239,671)
CAPITAL SHARE TRANSACTIONS:		
Proceeds from issuance of common shares	45,902,427	200,370,112
Reinvestment of distributions	5,899,471	7,340,337
Shares redeemed	(115,961,875)	(27,885,589)
Net increase (decrease) in net assets from capital stock transactions	(64,159,977)	179,824,860
Net Increase (Decrease) in Net Assets	(82,034,327)	162,209,095
NET ASSETS:		
Beginning of year	260,320,294	98,111,199
End of year	$ 178,285,967	$ 260,320,294[1]

[1] *Includes undistributed net investment income of $322,520.*

[2] *Distributions for the fiscal year ended June 30, 2018 were paid from net investment income.*

See Notes to Financial Statements.

Statement of Cash Flows

For the year ended June 30, 2019

CASH FLOWS PROVIDED BY OPERATING ACTIVITIES:	
Net increase in net assets resulting from operations	$ 1,223,048
Adjustments to reconcile the change in net assets from operations to net cash used in operating activities:	
Purchases of long term investments	(114,340,081)
Sales of long term investments	42,527,401
Proceeds from principal paydowns	170,442,510
Purchases of short-term investments	(7,849,739)
Amortization of preferred share and credit facility deferred costs	412,424
Net amortization of premiums/discounts	36,281
Net realized loss on investments	21,983,911
Net change in unrealized depreciation on investments	2,594,540
(Increase) decrease in:	
Interest and other income receivable	1,343,384
Prepaid expenses and other assets	(106,443)
Receivable for principal paydowns	(138,988)
Increase (decrease) in:	
Payable to Investment Adviser	(127,910)
Dividend payable for preferred stock	1
Accrued loan services fees	80,041
Other accrued expenses	(81,457)
Administration, fund accounting and custodian fees payable	28,505
Payable for professional fees	121,402
Net cash provided by operating activities	118,148,830
CASH FLOWS USED IN FINANCING ACTIVITIES:	
Advances from credit facility	124,000,000
Repayments on credit facility	(159,000,000)
Issuance of common stock	46,010,972
Shares redeemed	(115,961,875)
Cash dividends paid to common stockholders	(13,197,927)
Net cash used in financing activities	(118,148,830)
NET CHANGE IN CASH:	—
Cash at beginning of year	—
Cash at end of year	$ —
SUPPLEMENTAL DISCLOSURE OF CASH FLOW AND NON-CASH INFORMATION	
Non-cash financing activities -- distributions reinvested	$ 5,899,471
Non-cash sale -- Asset Backed Securities	4,992,750
Cash paid for leverage expense	3,022,772

See Notes to Financial Statements.

Financial Highlights

	For the Year Ended June 30, 2019	For the Year Ended June 30, 2018	Period from September 22, 2016[a] through June 30, 2017
Net asset value - beginning of period	$ 23.29	$ 25.15	$ 25.00
Income from investment operations:			
Net investment income[b]	2.69	3.12	2.32
Net unrealized loss on investments	(2.54)	(2.46)	(0.93)
Total income from investment operations	0.15	0.66	1.39
Less distributions:			
From net investment income	(1.22)	(2.52)	(1.24)
From tax return of capital	(0.77)	—	—
Total distributions	(1.99)	(2.52)	(1.24)
Net increase (decrease) in net asset value	(1.84)	(1.86)	0.15
Net asset value - end of period	$ 21.45	$ 23.29	$ 25.15
Per common share market value - end of period	$ 20.40	$ —	$ —
Total Return based on net asset value[c]	0.66%	2.72%	5.67%[d]
Total Return based on market value[c]	(4.26)%	2.72%[i]	5.67%[i]
Ratios/Supplemental Data:			
Net assets, end of period (in thousands)	$ 178,286	$ 260,320	$ 98,111
Ratio of expenses to average net assets excluding fee waivers, reimbursements and recoupments	5.60%	5.06%	6.98%[e]
Ratio of expenses to average net assets including fee waivers, reimbursements, and recoupments[f]	5.65%	4.96%	2.97%[e]
Ratio of net investment income to average net assets excluding fee waivers and reimbursements	11.93%	12.34%	7.86%[e]
Ratio of net investment income to average net assets including fee waivers and reimbursements	11.99%	12.85%	11.87%[e]
Portfolio turnover rate	46.8%	61.5%	62.8%[d]
Preferred stock, end of period (in thousands)	$ 41,400	$ 41,400	$ —
Average daily market price of outstanding preferred stock	$ 25.21	$ 25.23	$ —
Facility loan payable (in thousands)	$ —	$ 35,000	$ —
Asset coverage per $1,000 of preferred stock[g]	$ 5,306	$ 4,407	$ N/A
Asset coverage per $1,000 of facility loan[h]	$ N/A	$ 9,621	$ N/A

See Notes to Financial Statements.

[a] *Commencement of operations.*

[b] *Based on average shares outstanding during the period.*

[c] *Total return in the above table represents the rate that the investor would have earned or lost on an investment in the Fund, assuming reinvestment of dividends. Total return is calculated assuming a purchase of shares at the beginning of the period and a sale at the closing price on the last day of the period reported (exluding brokerage commissions). The calculation also assumes reinvestment of distributions at actual prices pursuant to the Fund's dividend reinvestment plan. The Fund began trading on the New York Stock Exchange on June 12, 2019 under the ticker symbol RSF. Formerly the Fund was known as RMPLX and was purchased directly. Market price returns are a blend of the NAV return until June 11th, 2019 combined with the market price return thereafter. The net asset value and market price returns will differ depending upon the level of any discount from or premium to net asset value at which the Fund's shares traded during the period.*

[d] *Not annualized.*

[e] *Annualized.*

[f] *Ratio includes leverage expenses and loan service fees of 3.26%, 2.65% and 1.02%, respectively, that are outside the expense limit.*

[g] *Represents value of total assets less all liabilities and indebtedness not represented by credit facility borrowings and preferred stock at the end of the period divided by credit facility borrowings and preferred stock outstanding at the end of the period.*

[h] *Represents value of total assets less all liabilities and indebtedness not represented by credit facility borrowings and preferred stock at the end of the period divided by credit facility borrowings outstanding at the end of the period.*

[i] *For periods prior to the Fund's listing on the New York Stock Exchange, NAV returns are disclosed.*

See Notes to Financial Statements.

1. ORGANIZATION

RiverNorth Marketplace Lending Corporation (the "Fund") was organized as a Maryland corporation on June 9, 2015, and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as a non-diversified closed-end management investment company. The investment adviser to the Fund is RiverNorth Capital Management, LLC (the "Adviser").

The Fund is operated as an interval fund under Rule 23c-3 of the 1940 Act. As an interval fund, the Fund has adopted a fundamental policy to conduct quarterly repurchase offers for at least 5% and up to 25% of the outstanding shares at NAV, subject to certain conditions. The Fund will not otherwise be required to repurchase or redeem shares at the option of a shareholder. It is possible that a repurchase offer may be oversubscribed, in which case shareholders may only have a portion of their shares repurchased.

Effective as of June 12, 2019, the Fund listed its common shares on the New York Stock Exchange (the "NYSE") under the ticker symbol "RSF" and has ceased continuously offering shares of its common stock through Quasar Distributors, LLC or the Fund.

The investment objective of the Fund is to seek a high level of current income. The Fund will seek to achieve its investment objective by investing, directly or indirectly, at least 80% of its Managed Assets (the total assets of the Fund, including assets attributable to leverage, minus liabilities (other than debt representing leverage and any preferred stock that may be outstanding)) in marketplace lending investments.

2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies followed by the Fund in preparation of its financial statements. The policies are in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). The Fund is an investment company and, accordingly, follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board Accounting Standards Codification Topic 946.

Use of Estimates: The preparation of the financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. The Fund believes that these estimates utilized in preparing the financial statements are reasonable and prudent; however, actual results could differ from these estimates. In the normal course of business, the Fund enters into contracts that contain a variety of representations which provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. However, the Fund expects the risk of loss to be remote.

Federal Income Taxes: The Fund intends to elect to be treated as, and to qualify each year for special tax treatment afforded to, a regulated investment company ("RIC") under Subchapter M of the Internal Revenue Code ("IRC"). In order to qualify as a RIC, the Fund must, among other things, satisfy income, asset diversification and distribution requirements. As long as it so qualifies, the Fund will not be subject to U.S. federal income tax to the extent that it distributes annually its investment company taxable income (which includes ordinary income and the excess of net short-term capital gain over net long-term capital loss) and its "net capital gain" (i.e., the excess of net long-term capital

gain over net short-term capital loss). The Fund intends to distribute at least annually substantially all of such income and gain. If the Fund retains any investment company taxable income or net capital gain, it will be subject to U.S. federal income tax on the retained amount at regular corporate tax rates. In addition, if the Fund fails to qualify as a RIC for any taxable year, it will be subject to U.S. federal income tax on all of its income and gains at regular corporate tax rates.

Distributions to Shareholders: Distributions to shareholders, which are determined in accordance with income tax regulations, are recorded on the ex-dividend date. The treatment for financial reporting purposes of distributions made to shareholders during the year from net investment income or net realized capital gains may differ from their ultimate treatment for federal income tax purposes. These differences are caused primarily by differences in the timing or character of recognition of certain components of income, expense or realized capital gain (loss) for federal income tax purposes.

Marketplace Lending: Marketplace lending is a method of financing in which a marketplace lending platform facilitates the borrowing and lending of money while generally not relying on deposits for capital to fund loans. It is considered an alternative to more traditional debt financing done through a bank. There are several different models of marketplace lending but, very generally, a platform typically matches consumers, small or medium-sized businesses or other types of borrowers with investors that are interested in gaining investment exposure to the loans made to such borrowers. Prospective borrowers must disclose or otherwise make available to the platform operator certain financial and other information including, for example, the borrower's credit score (as determined by a credit reporting agency), income, debt-to-income ratio, credit utilization, employment status, homeownership status, number of existing credit lines, intended use of funds and the number and/or amount of recent payment defaults and delinquencies, certain of which information is then made available to prospective lenders. Often, platforms charge fees to borrowers to cover these screening and administrative costs. The platform uses the information provided by the borrower (along with other relevant data such as the characteristics of the loan) to assign its own credit rating (in the case of most consumer platforms) and the interest rate for the requested loan. In some cases, a platform partners with a bank to originate a loan to a borrower, after which the bank sells the loan to the platform; alternatively, some platforms may originate loans themselves.

Platforms may set minimum eligibility standards for borrowers to participate in marketplace lending arrangements and may limit the maximum permitted borrowings. Depending on the purpose and nature of the loan, its term may, for example, be as short as six months or shorter, or as long as five years. Set forth below is additional information about some of the Fund's marketplace lending-related investments.

Whole Loans: When the Fund invests directly or indirectly in whole loans, it will typically purchase all rights, title and interest in the loans pursuant to a loan purchase agreement directly from the platform or its affiliate. The platform or a third-party servicer typically continues to service the loans, collecting payments and distributing them to the Fund, less any servicing fees assessed against the Fund, and the servicing entity typically will make all decisions regarding acceleration or enforcement of the loans following any default by a borrower. The Fund has backup servicers in case any platform or affiliate of the platform ceases or fails to perform these servicing functions. The Fund, as an investor in a whole loan, is entitled to receive payment only from the borrower and/or

any guarantor, and is not able to recover any deficiency from the platform, except under very narrow circumstances, which may include fraud by the borrower in some cases. As described above, the whole loans in which the Fund may invest may be secured or unsecured.

Asset-Backed Securities: Pursuant to the Fund's policies and procedures, the Fund also may invest in Marketplace Loans through special purpose vehicles ("SPVs") established solely for the purpose of holding assets (e.g., consumer loans) and issuing securities ("asset-backed securities") secured only by such underlying assets (which practice is known as securitization). The Fund may invest, for example, in an SPV that holds a pool of loans originated by a particular platform. The SPV may enter into a service agreement with the operator or a related entity to ensure continued collection of payments, pursuit of delinquent borrowers and general interaction with borrowers in much the same manner as if the securitization had not occurred.

Investment Income: Interest income is recognized on an accrual basis to the extent that such amounts are expected to be collected and include amortization/ accretion of premiums or discounts. Interest income from investments in asset-backed securities is recognized on the basis of the estimated effective yield utilizing assumed cash flows. The Adviser monitors the expected cash flows from its asset-backed securities and the effective yield is determined and updated periodically.

Investment Transactions: Investment transactions are recorded on the trade date.

Offering Cost: Capital shares' offering costs are amortized to expense over a 12 month period on a straight-line basis.

3. SECURITIES VALUATION AND FAIR VALUE MEASUREMENTS

Fair value is defined as the price that a Fund might reasonably expect to receive upon selling an investment in a timely transaction to an independent buyer in the principal or most advantageous market for the investment. US GAAP establishes a three-tier hierarchy to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes.

Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, for example, the risk inherent in a particular valuation technique used to measure fair value including using such a pricing model and/or the risk inherent in the inputs to the valuation technique. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

Various inputs are used in determining the value of the Fund's investments. These inputs are summarized in the three broad levels listed below.

- Level 1 – Unadjusted quoted prices in active markets for identical, unrestricted assets or liabilities that the Fund has the ability to access at the measurement date;

- Level 2 – Quoted prices which are not active, quoted prices for similar assets or liabilities in active markets or inputs other than quoted prices that are observable (either directly or indirectly) for substantially the full term of the asset or liability; and

- Level 3 – Significant unobservable prices or inputs (including the Fund's own assumptions in determining the fair value of investments) where there is little or no market activity for the asset or liability at the measurement date.

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Marketplace loans, as an asset class, are not presently traded on a developed secondary market. Therefore, market quotations are not available. Accordingly, all marketplace loans are fair valued as determined in good faith by the Adviser pursuant to policies and procedures approved by the Board of Directors (the "Board") and subject to the Board's oversight. The Fund utilizes a third party valuation specialist to provide marketplace loan valuations. The third party valuation specialist provides daily valuations on all marketplace loans. A discounted cash flow model is used by the third party valuation specialist to arrive at a value for each marketplace loan held in the Fund's portfolio. Discounted cash flow is a valuation technique that provides an estimation of the fair value of an asset based on expectations about cash flows that a marketplace loan would generate over time. In general, the primary inputs of fair value in the marketplace loan valuation model are expected future default rates, prepayment rates, and the discount rate applied. An increase (decrease) to the default rate or discount rate would result in a decrease (increase) of fair values and an increase to prepayment rates would result in an increase of fair values. A discounted cash flow model begins with an estimation of periodic cash flows expected to be generated over a discrete period of time (generally the time remaining until maturity of the loan). The estimated cash flows for each interval period (generally monthly) are then converted to their present value equivalent using a rate of return appropriate for the risk of achieving projected cash flows. Although not exhaustive, discounted cash flow models factor in borrower level data. Loans made to small businesses may incorporate different factors.

The Board will initially and periodically review the methodology used in determining the values of marketplace loans. The Board will further consider how changes in the markets may affect the factors utilized in the models and the frequency of reevaluation.

The value of asset-backed securities are determined by the forecasted performance of the underlying loans in the pool; this forecasted performance takes into account the realized historical loss and prepayment performance of the pool to date. The priority of the securitization class and the claim on cash flow in the transaction is also taken into account. The classes of asset-backed securities the Fund holds are residual classes, which would be adversely effected by deterioration in credit performance of the loan pool.

The following is a summary of the inputs used at June 30, 2019 to value the Fund's assets and liabilities:

	Valuation Inputs			
Investments in Securities at Value	**Level 1**	**Level 2**	**Level 3**	**Total**
Whole Loans				
Consumer Loans	$ —	$ —	$ 166,395,299	$ 166,395,299
Small Business Loans	—	—	18,718,880	18,718,880
Asset-Backed Securities				
Consumer Loans	—	—	13,756,215	13,756,215
Short-Term Investments				
Money Market Fund	18,190,022	—	—	18,190,022
Total	$ 18,190,022	$ —	$ 198,870,394	$ 217,060,416

The changes of the fair value of investments for which the Fund has used Level 3 inputs to determine the fair value are as follows:

	Balance as of June 30, 2018	Purchases	Sales	Principal Paydowns	Amortization/ Accretion of Loan Discount	Net Realized Gain (Loss)	Change in Unrealized Appreciation/ (Depreciation)	Balance as of June 30, 2019	Change in Unrealized Depreciation Attributable to Level 3 Investments Held at June 30, 2019
Whole Loans									
Consumer Loans	$288,838,883	$ 65,077,697	$ (47,442,254)	$(117,943,564)	$ 51,911	$ (21,789,489)	$ (397,885)	$166,395,299	$ (11,129,142)
Small Business Loans	23,149,239	43,543,363	(77,897)	(45,954,079)	31,400	(194,422)	(1,778,724)	$ 18,718,880	(2,320,774)
Total Whole Loans	311,988,122	108,621,060	(47,520,151)	(163,897,643)	83,311	(21,983,911)	(2,176,609)	185,114,179	(13,449,916)
Asset-Backed Securities									
Consumer Loans	$ 10,007,242	$ 10,711,771	$ —	$ (6,544,867)	$ —	$ —	$ (417,931)	$ 13,756,215	$ (417,931)
Total	$321,995,364	$119,332,831	$ (47,520,151)	$(170,442,510)	$ 83,311	$ (21,983,911)	$ (2,594,540)	$198,870,394	$ (13,867,847)

The table below provides additional information about the Level 3 Fair Value Measurements as of June 30, 2019:

Quantitative Information about Level 3 Fair Value Measurements

Type of Security	Industry	Fair Value at June 30, 2019	Valuation Techniques	Unobservable Inputs	Range	Weighted Average
Whole Loans						
Consumer Loans	Financial Services	$ 166,395,299	Discounted Cash Flow	Loss-Adjusted Discount Rate;	0.93%-21.39%;	7.58%;
				Projected Loss Rate	0.00%-100.00%	13.20%
Small Business Loans	Financial Services	$ 18,718,880	Discounted Cash Flow	Loss-Adjusted Discount Rate;	1.78%-26.74%;	12.83%;
				Projected Loss Rate	0.00%-100.00%	14.40%
Asset-Backed Securities						
Consumer Loans	Financial Services	$ 13,756,215	Discounted Cash Flow	Discount Rate;	8.00%-12.00%;	9.40%
				Prepay Rate;	24.38%-42.66%;	33.75%
				Default Rate	6.31%-15.18%	9.12%
Total		$ 198,870,394				

It is the Fund's policy to recognize transfers into and out of all levels at the end of the reporting period.

There were no transfers into and out of Levels 1, 2, and 3 during the current period presented.

4. RECENT ACCOUNTING PRONOUNCEMENTS

In August 2018, the Financial Accounting Standards Board issued Accounting Standards Update 2018-13 "Changes to the Disclosure Requirements for Fair Value Measurement" which modifies disclosure requirements for fair value measurements. The guidance is effective for fiscal years beginning after December 15, 2019 and for interim periods within those fiscal years. Management is currently evaluating the impact of this guidance to the Fund.

In addition, in August 2018, the Securities and Exchange Commission ("Commission") issued Final Rule Release No. 33-10532, Disclosure Update and Simplification, which in part amends certain financial statement disclosure requirements of Regulation S-X that have become redundant, duplicative, overlapping, outdated, or superseded, in light of other Commission disclosure requirements, GAAP, or changes in the information environment. The amendments are intended to facilitate the disclosure of information to investors and simplify compliance without significantly altering the total mix of information provided to investors. The amendments to Rule 6-04.17 of Regulation S-X (balance sheet) were amended to require presentation of the total, rather than the components of net assets, of distributable earnings on the balance sheet. Consistent with GAAP, funds are required

to disclose total distributable earnings. The amendments to Rule 6-09 of Regulation S-X (Statement of Changes in Net Assets) omit the requirement to separately state the sources of distributions paid as well as omit the requirement to parenthetically state the book basis amount of undistributed net investment income. Instead, consistent with GAAP, funds are required to disclose the total amount of distributions paid, except that any tax return of capital must be separately disclosed.

5. INVESTMENT ADVISORY FEE AND OTHER TRANSACTIONS WITH AFFILIATES

The Adviser serves as the investment adviser to the Fund. For its services under the Investment Advisory Agreement, the Fund pays the Adviser a monthly management fee computed at the annual rate of 1.25% of the average monthly Managed Assets. The Adviser agreed to waive a portion of such management fee for the first two years of the Investment Advisory Agreement and, therefore, the Fund paid a monthly management fee computed at an annual rate of 0.95% of the average monthly Managed Assets for such two year period, which expired in August 2018. "Managed Assets" means the total assets of the Fund, including assets attributable to leverage, minus liabilities (other than debt representing leverage and any preferred stock that may be outstanding). In addition to the monthly advisory fee, the Fund pays all other costs and expenses of its operations, including, but not limited to, compensation of its directors (other than those affiliated with the Adviser), custodial expenses, transfer agency and dividend disbursing expenses, legal fees, expenses of independent auditors, expenses of repurchasing shares, expenses of any leverage, expenses of preparing, printing and distributing prospectuses, shareholder reports, notices, proxy statements and reports to governmental agencies, and taxes, if any. In addition, the Adviser has agreed to waive or reimburse expenses of the Fund (other than brokerage fees and commissions; loan servicing fees; borrowing costs such as (i) interest and (ii) dividends on securities sold short; taxes; indirect expenses incurred by the underlying funds in which the Fund may invest; the cost of leverage; and extraordinary expenses) to the extent necessary to limit the Fund's total annual operating expenses at 1.95% of the average daily Managed Assets for that period through October 28, 2019. The Adviser may recover from the Fund expenses reimbursed for three years after the date of the payment or waiver if the Fund's operating expenses, including the recovered expenses, falls below the expense cap. For the year ended June 30, 2019, the Adviser recouped $245,336 net of any reimbursed expenses, this amount represents expenses waived due to the expense cap, and is not inclusive of the advisory fee waiver. In future periods, the Adviser may recoup fees as follows:

Remaining Amount to be Recouped[1] (Expiring by June 30, 2020)	Remaining Amount to be Recouped[1] (Expiring by June 30, 2021)	Remaining Amount to be Recouped[1] (Expiring by June 30, 2022)	Total
$419,266	$1,020,075	$201,416	$1,640,757

[1] *Amounts to be recouped are in accordance with the expense limitation agreement, and will not cause the Fund's total operating expense ratio (excluding loan service fees and leverage costs set forth in the agreement) to exceed 1.95% during the year.*

U.S. Bancorp Fund Services, LLC, d/b/a U.S. Bank Global Fund Services ("USBFS") provides the Fund with fund administration and fund accounting services.

DST Systems, Inc. serves as transfer, dividend paying and shareholder servicing agent for the Fund ("Transfer Agent").

Officers of the Fund and Directors who are "interested persons" of the Fund or the Adviser received no salary or fees from the Fund, except for the Chief Compliance Officer. Each Director who is not an "interested person" received a fee of $16,500 per year plus $1,500 per meeting attended. In addition, the lead Independent Director receives $250 annually, the Chair of the Audit Committee receives $500 annually, and the Chair of the Nominating and Corporate Governance Committee receives $250 annually. The Fund reimburses each Director and Officer for his or her travel and other expenses relating to the attendance at such meetings.

The Adviser provides a Chief Compliance Officer to the Fund. For the year ended June 30, 2019, the Fund incurred expenses of $46,086 for these services. In addition, the Fund owed the Adviser $1,145 for such expenses as of June 30, 2019.

6. FEDERAL INCOME TAXES

It is the Fund's policy to meet the requirements of the IRC applicable to regulated investment companies, and to distribute all of their taxable net income to their shareholders. In addition, the Fund intends to pay distributions as required to avoid imposition of excise tax. Therefore, no federal income tax provision is required.

Tax Basis of Distributions to Shareholders
The character of distributions made during the year from net investment income or net realized gains may differ from its ultimate characterization for federal income tax purposes. Also, due to the timing of dividend distributions, the fiscal year in which amounts are distributed may differ from the fiscal year in which the income or realized gain were recorded by the Fund.

The tax character of distributions paid by the Fund during the fiscal year ended June 30, 2019, was as follows:

Ordinary Income	Net Long Term Capital Gains	Return of Capital	Total
$11,701,341	$—	$7,396,057	$19,097,398

Components of Distributable Earnings on a Tax Basis: The tax components of distributable earnings are determined in accordance with income tax regulations which may differ from the composition of net assets reported under GAAP. For the year ended June 30, 2019, the primary book to tax difference was the treatment of capital losses on defaulted loans as ordinary income for tax purposes.

At June 30, 2019, there were no undistributed earnings for tax purposes.

Under current tax law, capital and currency losses realized after October 31 of the Fund's fiscal year may be deferred and treated as occurring on the first business day of the following fiscal year for tax purposes. The Fund has deferred post-October losses of $7,656,237.

Unrealized Appreciation and Depreciation on Investments:

As of June 30, 2019, net unrealized appreciation (depreciation) of investments based on federal tax costs was as follows:

Gross Appreciation (excess of value over tax)	Gross Depreciation (excess of tax cost over value)	Net Unrealized Appreciation/ (Depreciation)	Cost of Investments for Income Tax Purposes
$2,117,750	$(22,936,836)	$(20,819,086)	$237,879,502

The Fund recognizes the tax benefits of uncertain tax positions only where the position is "more likely than not" to be sustained assuming examination by tax authorities. Management has analyzed the Fund's tax positions, and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions taken on U.S. tax returns and state tax returns filed since inception of the Fund. No income tax returns are currently under examination. All tax years since commencement of operations remain subject to examination by the tax authorities in the United States. The Fund is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next 12 months.

7. INVESTMENT TRANSACTIONS

Investment transactions for the year ended June 30, 2019, excluding U.S. Government Obligations and short-term investments, were as follows:

Purchases	Proceeds from sales and Principal Paydowns
$119,332,831	$217,962,661

8. REDEEMABLE PREFERRED STOCK

At June 30, 2019, the Fund had issued and outstanding 1,656,000 shares of Series A Preferred Stock, listed under trading symbol RMPL on the NYSE, with a par value of $0.0001 per share and a liquidation preference of $25.00 per share plus accrued and unpaid dividends (whether or not declared). The Fund issued 1,440,000 and 216,000 shares of Series A Preferred Stock on October 25, 2017 and October 30, 2017, respectively. The Series A Preferred Stock is entitled to a dividend at a rate of 5.875% per year based on the $25.00 liquidation preference before the common stock is entitled to receive any dividends. The Series A Preferred Stock is redeemable at $25.00 per share plus accrued and unpaid dividends (whether or not declared) exclusively at the Fund's option commencing on October 31, 2020. Issuance costs related to Series A Preferred Stock of $1,558,000 are deferred and amortized over the period the Series A Preferred Stock is outstanding.

Series	Mandatory Redemption Date	Fixed Rate	Shares Outstanding	Aggregate Liquidation Preference	Estimated Fair Value
Series A	October 31, 2024	5.875%	1,656,000	$41,400,000	$42,294,240

The Series A Preferred Stock ranks senior to the common stock of the Fund.

9. REVOLVING CREDIT FACILITY

On September 5, 2017, the Fund entered into a $20,000,000 revolving credit facility with Huntington National Bank. The credit facility has an initial two-year term. The Fund incurred a $50,000 administrative fee upon entering into the credit facility. On April 4, 2018, the Fund amended its existing credit agreement and entered into a $70,000,000 revolving credit facility with Huntington National Bank. The Fund incurred a $293,000 administrative fee upon entering into the amended credit agreement. The credit facility has a variable annual interest rate equal to one-month LIBOR plus 2.00 percent. The credit facility will accrue a commitment fee equal to an annual rate of 0.25 percent on the daily unused amount of $70,000,000.

The average principal balance and interest rate for the period during which the credit facility was utilized for the year ended June 30, 2019 was approximately $7,800,000 and 4.34 percent, respectively. At June 30, 2019, the principal balance outstanding was $0. The maximum amount outstanding for the year ended June 30, 2019 was $45,000,000.

Debt issuance costs related to the credit facility of $384,000 are deferred and amortized over the period of the credit agreement.

10. INDEMNIFICATIONS

Under the Fund's organizational documents, its officers and Directors are indemnified against certain liability arising out of the performance of their duties to the Fund. Additionally, in the normal course of business, the Fund enters into contracts with service providers that may contain general indemnification clauses. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred.

11. REPURCHASE OFFERS

Shares repurchased were as follows:

Repurchase Offer Date	Cash Payment Date	NAV on Repurchase Pricing Date	Percentage of Outstanding Shares the Fund Offered to Repurchase
Fiscal Year Ended 2018			
June 12, 2017	July 12, 2017	$ 25.15	5%[(a)]
September 11, 2017	October 11, 2017	$ 25.01	5%[(a)]
December 11, 2017	January 10, 2018	$ 24.29	5%[(a)]
March 12, 2018	April 11, 2018	$ 23.96	5%[(a)]

Repurchase Offer Date	Cash Payment Date	NAV on Repurchase Pricing Date	Percentage of Outstanding Shares the Fund Offered to Repurchase
Fiscal Year Ended 2019			
June 11, 2018	July 11, 2018	$ 23.27	5%[a]
September 10, 2018	October 10, 2018	$ 22.70	25%[b]
December 10, 2018	January 9, 2019	$ 22.17	25%[b]
March 11, 2019	April 10, 2019	$ 21.87	5%[a]

Repurchase Offer Date	Amount of Shares the Fund Offered to Repurchase	Percentage of Shares Tendered to Outstanding Shares	Number of Shares Tendered
Fiscal Year Ended 2018			
June 12, 2017	202,979	1.37%	55,480
September 11, 2017	302,389	1.26%	76,475
December 11, 2017	469,450	3.05%	286,528
March 12, 2018	782,976	6.57%	735,303
Fiscal Year Ended 2019			
June 11, 2018	569,016	7.00%	796,716
September 10, 2018	2,827,442	14.57%	1,647,491
December 10, 2018	2,643,308	19.59%	2,099,313
March 11, 2019	439,421	7.00%	615,168

[a] *If shareholders tender for repurchase more than five percent (5%) of the outstanding shares of the Fund, the Fund may, but is not required to, repurchase up to an additional two percent (2%).*

[b] *If shareholders tender for repurchase more than twenty-five percent (25%) of the outstanding shares of the Fund, the Fund may, but is not required to, repurchase up to an additional two percent (2%).*

For information regarding the repurchase offer with a repurchase offer date of June 13, 2019, see Note 13.

12. CAPITAL SHARE TRANSACTIONS

	Year Ended June 30, 2019	Year Ended June 30, 2018
Shares sold	2,025,260	8,125,232
Shares issued to holders in reinvestment of dividends	267,050	305,471
Shares redeemed	(5,160,030)	(1,153,786)
Net increase (decrease) in shares	(2,867,720)	7,276,917
Shares outstanding:		
Beginning of year	11,178,697	3,901,780
End of year	8,310,977	11,178,697

13. SUBSEQUENT EVENTS

On June 13, 2019, the Fund issued a repurchase offer. On July 11, 2019, 1,246,661 shares were repurchased based on a NAV per share of $21.09 at July 10, 2019.

Through August 28, 2019, pursuant to the Fund's share buy back plan, the Fund repurchased 73,021 of its common shares (0.88% of its common shares outstanding at June 30, 2019) for a total cost of $1,377,434 at a weighted average discount of 10.5% of net asset value.

On July 22, 2019, the Board declared a Series A Preferred Stock cash dividend in the amount of $0.3672 per share, payable on August 15, 2019 to preferred shareholders of record on August 1, 2019 with an ex date of July 31, 2019.

During July 2019, the Fund became in technical default of one of the covenant provisions of its credit facility. Specifically, one of the covenants requires total principal outstanding on third-party loans to be at least three times the committed amount available under the credit facility and this ratio was not met subsequent to the fiscal year end of the Fund. As of June 30, 2019, the principal balance outstanding on the credit facility was $0. On August 28, 2019, the Fund obtained a waiver letter related to the condition of default with the understanding that the Fund and Huntington National Bank would negotiate an amended credit facility to become effective no later than September 30, 2019. In the interim, the credit facility remains available for use by the Fund. At August 29, 2019, the principal amount outstanding on the credit facility was $0 and the entire amount available under the credit facility is unused.

The Fund has performed an evaluation of subsequent events through the date the financial statements were issued and has determined that no additional items require recognition or disclosure.

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors
RiverNorth Marketplace Lending Corporation:

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities of RiverNorth Marketplace Lending Corporation (the Fund), including the summary schedule of investments, as of June 30, 2019, the related statements of operations and cash flows for the year then ended, the statements of changes in net assets for each of the years in the two-year period then ended, and the related notes (collectively, the financial statements) and the financial highlights for each of the years in the two-year period then ended and the period from September 22, 2016 (commencement of operations) through June 30, 2017. In our opinion, the financial statements and financial highlights present fairly, in all material respects, the financial position of the Fund as of June 30, 2019, the results of its operations and its cash flows for the year then ended, the changes in its net assets for each of the years in the two-year period then ended, and the financial highlights for each of the years in the two-year period then ended and the period from September 22, 2016 through June 30, 2017, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements and financial highlights, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements and financial highlights. Such procedures also included confirmation of securities owned as of June 30, 2019, by correspondence with the custodians and other appropriate auditing procedures. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements and financial highlights. We believe that our audits provide a reasonable basis for our opinion.

KPMG LLP

We have served as the auditor of the Fund since 2015.

Chicago, Illinois
August 29, 2019

PROXY VOTING POLICY

A description of the Fund's proxy voting policies and procedures is available (1) without charge, upon request, by calling 1-855-830-1222, (2) on the Fund's website located at http://www.rivernorth.com/interval-closed-end-funds/rmplx, or (3) on the SEC's website at http://www.sec.gov. Information regarding how the Fund voted proxies relating to portfolio securities during the year ended June 30th is available on the SEC's website at http://www.sec.gov.

PORTFOLIO HOLDINGS DISCLOSURE POLICY

The Fund files a complete schedule of investments with the SEC for the first and third quarter of each fiscal year on Part F of Form N-PORT. The Fund's first and third quarters end on March 31 and September 30. The Form N-PORT filing must be made within 60 days of the end of the quarter, and the Fund's first Form N-PORT-EX was filed with the SEC on May 30, 2019. The Fund's Forms N-PORT (and its predecessor Form, Form N-Q) are available on the SEC's website at www.sec.gov. You may also obtain copies by calling the Fund at 1-888-848-7569.

TAX INFORMATION

The Fund designated 18.00% of its taxable ordinary income distributions as interest related dividends under IRC §871(k)(1)(C).

PRIVACY POLICY

The Fund is committed to ensuring your financial privacy. This notice is being sent to comply with privacy regulations of the Securities and Exchange Commission. The Fund has in effect the following policy with respect to nonpublic personal information about its customers:

- Only such information received from you, through application forms or otherwise, and information about your Fund transactions will be collected.
- None of such information about you (or former customers) will be disclosed to anyone, except as permitted by law (which includes disclosure to employees necessary to service your account).
- Policies and procedures (including physical, electronic and procedural safeguards) are in place that are designed to protect the confidentiality of such information.
- The Fund does not currently obtain consumer information. If the Fund were to obtain consumer information at any time in the future, it would employ appropriate procedural safeguards that comply with federal standards to protect against unauthorized access to and properly dispose of consumer information. For more information about the Fund's privacy policies call (855) 830 1222 (toll free).

DIVIDEND REINVESTMENT PLAN

The Fund has a dividend reinvestment plan (the "Plan") commonly referred to as an "opt out" plan. Each Common Shareholder who participates in the Plan will have all distributions of dividends and capital gains automatically reinvested in additional Common Shares. The automatic reinvestment of dividends and distributions in Common Shares will not relieve participants of any federal, state or local income tax that may be payable (or required to be withheld) on such dividends and distributions, even though such participants have not received any cash with which to pay the resulting tax. Common Shareholders who elect not to participate in the Plan will receive all distributions in cash. All correspondence or questions concerning the Plan, including how a Common Shareholder may opt out of the Plan, should be directed to DST Systems, Inc., 330 W 9th Street, Kansas City, MO 64105 (the "Plan Administrator"). Beneficial owners of Common Shares who hold their Common Shares in the name of a broker or nominee should contact the broker or nominee to determine whether and how they may participate in, or opt out of, the Plan.

The following table provides information regarding each Director who is not an "interested person" of the Company, as defined in the 1940 Act.

Name, Address[1] and Year of Birth	Position(s) Held with Fund	Term of Office/Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Director[2]	Other Directorships Held by Director During Past 5 Years
John K. Carter (1961)	Director	Initial term expires in 2021. Has served since 2019.	Partner, Law Office of John K. Carter, P.A. dba Carter Reymann Law, P.A. (a general practice and corporate law firm)(2015 to present); Managing Partner, Global Recruiters of St. Petersburg (a financial services consulting and recruiting firm) (2012 to 2015).	8	Carillon Mutual Funds (12 funds) (2019 to present); (1 fund) (2016 to present); RiverNorth/DoubleLine Strategic Opportunity Fund, Inc. (1 fund) (2016 to present); RiverNorth Funds (3 funds) (2013 to present); RiverNorth Opportunities Fund, Inc. (1 fund)(2013 to present); RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present).
John S. Oakes (1943)	Director	Initial term expires in 2021. Has served since 2019.	Principal, Financial Search and Consulting (a recruiting and consulting firm) (2013 to 2017).	8	(1 fund) (2016 to present); RiverNorth/ DoubleLine Strategic Opportunity Fund, Inc. (1 fund) (2016 to present); RiverNorth Funds (3 funds) (2010 to present); RiverNorth Opportunities Fund, Inc. (1 fund)(2013 to present); RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present).

Independent Directors

June 30, 2019

Name, Address[1] and Year of Birth	Position(s) Held with Fund	Term of Office/Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Director[2]	Other Directorships Held by Director During Past 5 Years
J. Wayne Hutchens (1944)	Director	Initial term expires in 2022. Has served since 2019.	Mr. Hutchens is currently retired. Mr. Hutchens is Trustee of the Denver Museum of Nature and Science (2000 to present), Director of AMG National Trust Bank (June 2012 to present)and Trustee of Children's Hospital Colorado (May 2012 to present). Prior to these positions, Mr. Hutchens spent 29 years in the banking industry, retiring as Chariman of Chase Bank Colorado.	3	ALPS Series Trust (9 funds) (2012 to present); RiverNorth Opportunities Fund, Inc. (1 fund)(2013 to present); RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present).
David M. Swanson (1957)	Director	Initial term expires in 2022. Has served since 2019.	Founder & Managing Partner of SwanDog Strategic Marketing since 2006.	3	Managed Portfolio Series (37 funds) (2011 to present); Trustee, ALPS Variable Investment Trust (7 funds) (2006 to present); RiverNorth Opportunities Fund, Inc. (1 fund)(2013 to present); RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present).

[1] *The mailing address of each Director is 325 N. LaSalle Street, Suite 645, Chicago, IL 60654.*

[2] *The "Fund Complex" consists of the RiverNorth Core Opportunity Fund, the RiverNorth/DoubleLine Strategic Income Fund and the RiverNorth/Oaktree High Income Fund, each a series of RiverNorth Funds Trust, RiverNorth Opportunities Fund, Inc., RiverNorth/DoubleLine Strategic Opportunity Fund, Inc., RiverNorth Marketplace Lending Corporation and RiverNorth Opportunistic Income Fund, Inc.*

Interested Directors and Officers

June 30, 2019

The following table provides information regarding each Director who is an "interested person" of the Company, as defined in the 1940 Act, and each officer of the Company.

Name, Address[1] and Year of Birth	Position(s) Held with Fund	Term of Office/Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Director[2]	Other Directorships Held by Director During Past 5 Years
Patrick W. Galley[(3)] (1975)	Director, Chairman and President	Initial term expires in 2020. Has served since 2019.	Chief Investment Officer, RiverNorth Capital Management, LLC. (2004 to present).	7	(1 fund) (2016 to present); RiverNorth/ DoubleLine Strategic Opportunity Fund, Inc. (1 fund) (2016 to present); RiverNorth Funds (3 funds) (2006 to present); RiverNorth Opportunities Fund, Inc. (1 fund)(2013 to present); RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present).
Jerry Raio[(4)] (1965)	Director	Initial term expires in 2020. Has served since 2019.	Managing Director - Head of Retail Origination, Wells Fargo (2005 to 2018).	4	RiverNorth Opportunistic Municipal Income Fund, Inc. (1 fund) (2018 to present); RiverNorth/ DoubleLine Strategic Opportunity Fund, Inc. (1 fund) (2018 to present); (2018 to present)(1 fund).

Name, Address[1] and Year of Birth	Position(s) Held with Fund	Term of Office/Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Director[2]	Other Directorships Held by Director During Past 5 Years
Officers					
Jonathan M. Mohrhardt (1974)	Chief Financial Officer and Treasurer	Has served since 2019.	Chief Compliance Officer, RiverNorth Capital Management, LLC (2009 to 2012); Chief Operating Officer, RiverNorth Capital Management LLC (2011 to present).	N/A	Board of Managers RiverNorth Capital Management, LLC (2010 to present); Board of Directors RiverNorth Holdings, Co. (2010 to present).
Marcus L. Collins (1968)	Chief Compliance Officer and Secretary	Has served since 2019.	General Counsel, RiverNorth Capital Management, LLC (2012 to present), Chief Compliance Officer, RiverNorth Capital Management, LLC (2012 to present).	N/A	N/A

[1] *The mailing address of each Director and officer, unless otherwise noted, is 325 N. LaSalle Street, Suite 645, Chicago, IL 60654.*

[2] *The "Fund Complex" consists of the RiverNorth Core Opportunity Fund, the RiverNorth/DoubleLine Strategic Income Fund and the RiverNorth/Oaktree High Income Fund, each a series of RiverNorth Funds Trust, RiverNorth Opportunities Fund, Inc., RiverNorth/DoubleLine Strategic Opportunity Fund, Inc. and RiverNorth Marketplace Lending Corporation, and the RiverNorth Opportunistic Municipal Income Fund, Inc.*

[3] *Patrick W. Galley is considered an "Interested" Director as defined in the 1940 Act, because he is an officer of the Company and Chief Investment Officer of the Fund's investment adviser.*

Investment Adviser
RiverNorth Capital Management, LLC

Fund Administrator
U.S. Bank Global Fund Services

Transfer Agent
DST Systems, Inc.

Independent Registered Public Accounting Firm
KPMG LLP

Custodians
Millennium Trust Company
U.S. Bank, N.A.

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