

Alcentra Capital Corp  
 Form 4  
 April 30, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Bank of New York Mellon Corp

2. Issuer Name and Ticker or Trading Symbol  
 Alcentra Capital Corp [ABDC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/28/2015

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

ONE WALL STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

NEW YORK, NY 10286

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock	04/28/2015		P(1)		5,500	A	\$ 13.841	1,654,985	I	See footnote (1) (3)
Common Stock	04/29/2015		P(2)		5,100	A	\$ 13.7216	1,660,085	I	See footnote (2) (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bank of New York Mellon Corp ONE WALL STREET NEW YORK, NY 10286		X		
BNY Alcentra Group Holdings, Inc. 10 GRESHAM STREET LONDON, X0 EC2V 7JD		X		

## Signatures

/s/ Steven Levinson, Attorney-In-Fact for BNY Alcentra Group Holdings, Inc. 04/30/2015

\_\_Signature of Reporting Person Date

/s/ Marc Frimet, Attorney-In-Fact for The Bank of New York Mellon Corporation 04/30/2015

\_\_Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- 1,161 of these shares were acquired by Alcentra NY LLC and 4,339 of these shares were acquired by Alcentra Ltd. pursuant to a Rule 10b5-1 trading plan adopted by them on March 23, 2015. Entities controlled by The Bank of New York Mellon Corporation and BNY
- (1) Alcentra Group Holdings, Inc. are the direct and indirect parent companies of Alcentra NY LLC and Alcentra Ltd. As a result, The Bank of New York Mellon Corporation and BNY Alcentra Group Holdings, Inc. are each deemed to have an indirect pecuniary interest in the reported shares.
  - (2) 1,076 of these shares were acquired by Alcentra NY LLC and 4,024 of these shares were acquired by Alcentra Ltd. pursuant to a Rule 10b5-1 trading plan adopted by them on March 23, 2015. Entities controlled by The Bank of New York Mellon Corporation and BNY Alcentra Group Holdings, Inc. are the direct and indirect parent companies of Alcentra NY LLC and Alcentra Ltd. As a result, The Bank of New York Mellon Corporation and BNY Alcentra Group Holdings, Inc. are each deemed to have an indirect pecuniary interest in the

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reported shares.

- (3) Includes 24,621 shares received by Alcentra Investments Limited through participation in a dividend reinvestment plan of the Issuer. The Bank of New York Mellon Corporation and BNY Alcentra Group Holdings, Inc. are the direct and indirect parent companies of Alcentra Investments Limited. As a result, The Bank of New York Mellon Corporation and BNY Alcentra Group Holdings, Inc. are each deemed to have an indirect pecuniary interest in such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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