

RAND CAPITAL CORP  
Form 8-K  
April 21, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report (date of earliest event reported): April 21, 2016

RAND CAPITAL  
CORPORATION  
(Exact name of  
registrant as  
specified in its  
charter)

New York 814-00235 16-0961359  
(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

2200 Rand  
Building,  
Buffalo, NY  
14203  
(Address of  
principal  
executive  
offices)

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(716)  
853-0802  
(Registrant's  
telephone  
number,  
including  
area code)

Not  
Applicable  
(Former  
name or  
former  
address, if  
changed  
since last  
report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

The 2016 Annual Meeting of Shareholders of Rand Capital Corporation (the “Company”) will be held at 10:30 a.m. ET on April 21, 2016. A copy of the presentation slides to be used in connection with the Annual Meeting is included as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 7.01 Regulation FD Disclosure.**

The information set forth under Item 2.02 of this report is incorporated into this Item by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>EXHIBIT NUMBER</b>	<b>DESCRIPTION</b>
99.1	Presentation slides to be used by Registrant in connection with its 2016 Annual Meeting of Shareholders.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**RAND CAPITAL CORPORATION**

Date: April 21, 2016 By: /s/ Daniel P. Penberthy  
Daniel P. Penberthy  
Executive Vice President / Chief Financial Officer