

Alcentra Capital Corp
 Form 3
 January 07, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Bank of New York Mellon Corp | | | (Month/Day/Year) | Alcentra Capital Corp [ABDC] | |
| (Last) | (First) | (Middle) | 05/08/2014 | | |
| ONE WALL STREET | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| NEW YORK, NY 10286 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 1,450,999 | I | See footnotes (1) (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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|---------------------|--------------------|----------------------------------|----------------------------------|
| Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

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 | ^ | ^ |
| Alcentra Investments Ltd 10 GRESHAM STREET LONDON, X0 EC2V 7JD | ^ | ^ X | ^ | ^ |

Signatures

/s/ Mitchell E. Harris 01/07/2015

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) On May 8, 2014, 6,100,000 shares of Alcentra Capital Corporation's common stock were held directly by BNY Mellon-Alcentra Mezzanine III, L.P. ("Fund III"), including the 1,450,999 shares hereby reported. On December 31, 2014, Fund III distributed the 6,100,000 shares to its limited partners, including Alcentra Investments Limited, on a pro-rata basis. Alcentra Investments Limited has a 23.79% limited partnership interest in Fund III, and after the pro-rata distribution, became the direct holder of the 1,450,999 shares hereby reported. Entities controlled by BNY Alcentra Group Holdings, Inc. and The Bank of New York Mellon Corporation are the direct and indirect parent companies of Alcentra Investments Limited and act as the general partner and investment manager to Fund III.
- (2) At May 8, 2014, Alcentra Investments Limited, BNY Alcentra Group Holdings, Inc. and The Bank of New York Mellon Corporations are indirect beneficial owners of the reported securities. As of December 31, 2014, Alcentra Investments Limited is the direct holder of the reported securities, and BNY Alcentra Group Holdings, Inc. and The Bank of New York Mellon Corporation are indirect beneficial owners of the reported securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.