

Alcentra Capital Corp
Form 4
March 25, 2015

FORM 4

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

OMB APPROVAL

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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)
ONE WALL STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/23/2015

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

NEW YORK, NY 10286

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

(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)
Common Stock	03/23/2015		P(1)	8,213 A \$ 14.247	1,459,212	I	See footnote (1)
Common Stock	03/24/2015		P(2)	8,213 A \$ 14.0047	1,467,425	I	See footnote (2)

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

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SEC 1474 (9-02)

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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)
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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/ David Forbes-Nixon, Chairman and CEO, BNY Alcentra Group Holdings, Inc.	03/25/2015
**Signature of Reporting Person	Date
/s/ Steven Levinson, Attorney-In-Fact for The Bank of New York Mellon Corporation	03/25/2015
**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).
- 1,733 of these shares were acquired by Alcentra NY LLC and 6,480 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) 1,733 of these shares were acquired by Alcentra NY LLC and 6,480 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.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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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