## Edgar Filing: Pearson Dayl W - Form 4

Pearson Dayl Form 4											
December 19	, 2006										
<b>FORM</b>	4		GEGUD							PPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no longe	ər								Expires:	January 31, 2005	
subject to Section 16. Form 4 or				NGES IN BENEFICIAL OWNERSI SECURITIES					Estimated burden hou response	average Jrs per	
Form 5 obligation may conti <i>See</i> Instru- 1(b).	$\frac{1}{1}$ Section $17(a)$	a) of the l	Public Ut		ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40			
(Print or Type R	esponses)										
Pearson Dayl W Symbol				Name and Ticker or Trading g Capital CORP [KCAP]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	fiddle)		Earliest Tra	_		-	(Check all applicable)			
C/O KOHLBERG CAPITAL CORPORATION, 295 MADISON AVENUE, 6TH FLOOR				ay/Year)				Director 10% Owner   X Officer (give title Other (specify below)   below) President and CEO			
	(Street)			ndment, Dat th/Day/Year)	e Original			6. Individual or J Applicable Line)			
NEW YORK	K, NY 10017							_X_ Form filed by Form filed by Person	One Reporting P More than One R		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)						5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/15/2006			$P^{(1)}$	1,000	(D) A		1,000	D		
Common Stock	12/15/2006			P <u>(1)</u>	100	A	\$ 15	100	Ι	As UGMA custodian for Erica Pearson $(2)$	
Common Stock	12/15/2006			P <u>(1)</u>	100	А	\$ 15	100	I	By Scott Pearson (3)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu: Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Pearson Dayl W C/O KOHLBERG CAPITAL CORPORATION 295 MADISON AVENUE, 6TH FLOOR NEW YORK, NY 10017			President and CEO				
Signatures							

/s/ Dayl W. 12/19/2006 Pearson Date

\*\*Signature of Reporting Person

## **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).
- Shares were acquired under the reserved share program established in connection with Kohlberg Capital Corporation's initial public (1) offering.
- Shares held by Mr. Pearson, as custodian, for daughter Erica Pearson under Uniform Gifts to Minors Act. Mr. Pearson disclaims (2) beneficial ownership of these shares, and this report shall not be deemed an admission that Mr. Pearson is the beneficial owner of these shares for purposes of Section 16 or for any other purposes.
- Shares owned by Scott Pearson, Mr. Pearson's son. Mr. Pearson disclaims beneficial ownership of these shares, and this report shall not (3) be deemed an admission that Mr. Pearson is the beneficial owner of these shares for purposes of Section 16 or for any other purposes.

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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