

Kohlberg Capital CORP  
 Form 4  
 May 12, 2008

**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 \*  
 Wirth Michael I

(Last) (First) (Middle)

C/O KOHLBERG CAPITAL CORPORATION, 295 MADISON AVENUE, 6TH FLOOR

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Kohlberg Capital CORP [KCAP]

3. Date of Earliest Transaction (Month/Day/Year)  
 05/08/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Financial Officer

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

**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	(A) or (D)	Price
Common Stock	05/08/2008		X		1,021	A	\$ 9.2666
							7,392.06 <sup>(1)</sup>
Common Stock <sup>(2)</sup>	05/08/2008		X		511	A	\$ 9.2666
							7,903.06
Common Stock	05/08/2008		X		221	A	\$ 9.2666
							875.95
Common Stock	05/08/2008		X		27	A	\$ 9.2666
							139.92
	05/08/2008		X		27	A	139.92

By Linda Wirth <sup>(3)</sup>

By Harrison Wirth <sup>(4)</sup>

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Common Stock \$ 9.2666 By Sabrina Wirth <sup>(5)</sup>

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)	Amount or Number of Shares
Subscription Rights <sup>(6)</sup>	\$ 9.2666	05/08/2008		X	1,021	03/31/2008 04/28/2008	Common Stock	1,021
Subscription Rights <sup>(6)</sup>	\$ 9.2666	05/08/2008		X	147	03/31/2008 04/28/2008	Common Stock	147
Subscription Rights <sup>(6)</sup>	\$ 9.2666	05/08/2008		X	18	03/31/2008 04/28/2008	Common Stock	18
Subscription Rights <sup>(6)</sup>	\$ 9.2666	05/08/2008		X	18	03/31/2008 04/28/2008	Common Stock	18

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

Wirth Michael I  
C/O KOHLBERG CAPITAL CORPORATION  
295 MADISON AVENUE, 6TH FLOOR  
NEW YORK, NY 10017

Chief Financial Officer

## Signatures

/s/ Michael I.

Wirth

05/12/2008

    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) Includes 79.87 shares acquired on October 26, 2007, 192 shares acquired on January 25, 2008 and 249.80 shares acquired on April 29, 2008 under the Kohlberg Capital Corporation dividend reinvestment plan.

(2) Shares acquired pursuant to the over-subscription privilege offered in connection with Kohlberg Capital Corporation's rights offering that expired on April 28, 2008. Shares acquired in the offering were received by the Reporting Person on May 8, 2008.

Shares owned by Linda Wirth, Mr. Wirth's wife. Mr. Wirth disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that Mr. Wirth is the beneficial owner of these shares for purposes of Section 16 or for any other purposes. Includes 16.62 shares acquired on October 26, 2007, 20 shares acquired on January 25, 2008 and 25.42 shares acquired on April 29, 2008 under the Kohlberg Capital Corporation dividend reinvestment plan. Also includes 74 shares acquired pursuant to the over-subscription privilege offered in connection with Kohlberg Capital Corporation's rights offering that expired on April 28, 2008. Shares acquired in the offering were received by the Linda Wirth on May 8, 2008.

(3) Shares owned by Harrison Wirth, Mr. Wirth's son. Mr. Wirth disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that Mr. Wirth is the beneficial owner of these shares for purposes of Section 16 or for any other purposes. Includes 2.87 shares acquired on October 26, 2007, 3.25 shares acquired on January 25, 2008 and 4.58 shares acquired on April 29, 2008 under the Kohlberg Capital Corporation dividend reinvestment plan. Also includes 9 shares acquired pursuant to the over-subscription privilege offered in connection with Kohlberg Capital Corporation's rights offering that expired on April 28, 2008. Shares acquired in the offering were received by Harrison Wirth on May 8, 2008.

Shares owned by Sabrina Wirth, Mr. Wirth's daughter. Mr. Wirth disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that Mr. Wirth is the beneficial owner of these shares for purposes of Section 16 or for any other purposes.

(4) Includes 2.87 shares acquired on October 26, 2007, 3.25 shares acquired on January 25, 2008 and 4.58 shares acquired on April 29, 2008 under the Kohlberg Capital Corporation dividend reinvestment plan. Also includes 9 shares acquired pursuant to the over-subscription privilege offered in connection with Kohlberg Capital Corporation's rights offering that expired on April 28, 2008. Shares acquired in the offering were received by Sabrina Wirth on May 8, 2008.

(6) Rights received as part of a pro-rata distribution to stockholders.

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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