SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> Burgess Brent P W				2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Triangle Capital CORP</u> [ TCAP ]										5. Relationship of Reporting Person(s) to Is (Check all applicable) X Director 10				vner	
(Last) (Fi 3700 GLENWOOD /	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/03/2016								X	Officer (g below) Chi		Other (specify below)		specify	
SUITE 530					4. If Amendment, Date of Original Filed (Month/Day/Year)									<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> </ul>					
(Street) RALEIGH NC 27612													Form filed by More than One Reporting Person						
(City) (St	ate) (Z	lip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
				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			() or 4 and 5)	5. Amount of Securities Beneficially Ov Following Repo Transaction(s)				7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount		(A) or (D)	Price	(Instr. 3 an				(1150.4)	
Common Stock 06				06/02/2015				G	v	7,500		D	\$0.00	214,088			D		
Common Stock 1				12/29/2015				G	V	3,000		D	\$0.00	211,088			D		
Common Stock 0				02/03/2016				А		37,000		Α	\$17.53	248,088			D		
Common Stock 02				2/04/2016				F	F 18,5		67	D	\$1 <mark>8</mark> .11	229,521			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)																			
Security (Instr. 3) or Exerc Price of Derivati	vative Conversion Date Execution		ate, Transacti Code (Ins					6. Date Exercis. Expiration Date (Month/Day/Yea		te	Securities Underl		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti	e s Illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Explanation of Responses:				Code V		(A)	(D)	Date Exercis	able	Expiration Date	Title	•	Amount or Number of Shares		(Instr. 4)				

Remarks:

Exhibit 24 - Power of Attorney

## Harry S. Pangas, attorney-infact for Brent P.W. Burgess

\*\* Signature of Reporting Person

02/05/2016

Date

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

 $^{*}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Exhibit 24

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Steven C. Lilly, C. Robert Knox, Jr., Steven B. Boehm, Harry S. Pangas and Payam Siadatpour, or any one of them, signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Triangle Capital Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of the Company;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, any amendment or amendments thereto, or any other form or report, and timely file such form or report with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of February, 2016.

/s/ Brent P.W. Burgess Brent P.W. Burgess