

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549**

**FORM N-6F**

**NOTICE OF INTENT TO BE SUBJECT TO SECTION 55 THROUGH 65  
OF THE INVESTMENT COMPANY ACT OF 1940**

The undersigned hereby notifies the Securities and Exchange Commission that it intends to file a notification of election to be subject to sections 55 through 65 of the Investment Company Act of 1940 (the "Act") and in connection with such notice submits the following information:

Name: Kohlberg Capital, LLC

Address of Principal Business Office (No. & Street, City, State, Zip Code):

295 Madison Avenue, 6th Floor  
New York, NY 10017

Telephone Number (including area code): 212-455-8300

Name and address of agent for service of process:

Dayl Pearson  
Chief Executive Officer  
Kohlberg Capital, LLC  
295 Madison Avenue, 6th Floor  
New York, NY 10017

The undersigned company hereby notifies the Securities and Exchange Commission that it intends to file a notification of election to be subject to sections 55 through 65 of the Act within ninety days of the date of this filing. The company would be excluded from the definition of an investment company by section 3(c)(1) of the Act, except that it presently proposes to make a public offering of its securities as a business development company.

SIGNATURE

Pursuant to the requirements of section 6(f) of the Act, the undersigned company has caused this notice of intent to elect to be subject to sections 55 through 65 of the Act pursuant to section 54(a) of the Act to be duly executed on its behalf in the City of New York and the State of New York on the 18<sup>th</sup> day of August 2006.

[SEAL]

Kohlberg Capital, LLC

/s/ Dayl Pearson

By: Dayl Pearson  
Title: Chief Executive Officer

Attest: /s/ Christopher Lacovara

By: Christopher Lacovara  
Title: Manager