

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Amster Howard</u>			2. Date of Event Requiring Statement (Month/Day/Year) <u>08/19/2020</u>		3. Issuer Name and Ticker or Trading Symbol <u>Medley Capital Corp [ MCC ]</u>	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)
<u>C/O MEDLEY CAPITAL CORPORATION</u> <u>280 PARK AVENUE, 6TH FLOOR EAST</u>			<input checked="" type="checkbox"/> Director 10% Owner			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street)	(City)	(State)	(Zip)	Other (specify below)		
<u>NEW YORK</u>	<u>NY</u>	<u>10017</u>				

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.001 per share	76,387	D	
Common Stock, par value \$0.001 per share	74,844	I	By Pleasant Lake Apts LP <sup>(1)</sup>
Common Stock, par value \$0.001 per share	44,282	I	By Howard Amster 2019 Charitable Remainder Unitrust 1 <sup>(2)</sup>
Common Stock, par value \$0.001 per share	2,525	I	By Howard Amster 2019 Charitable Remainder Unitrust 2 <sup>(3)</sup>
Common Stock, par value \$0.001 per share	2,410	I	By Howard Amster 2019 Charitable Remainder Unitrust 3 <sup>(4)</sup>
Common Stock, par value \$0.001 per share	2,270	I	By Howard Amster 2019 Charitable Remainder Unitrust 4 <sup>(5)</sup>
Common Stock, par value \$0.001 per share	1,350	I	By Howard Amster 2019 Charitable Remainder Unitrust 5 <sup>(6)</sup>
Common Stock, par value \$0.001 per share	445	I	By Howard Amster 2019 Charitable Remainder Unitrust 7 <sup>(7)</sup>
Common Stock, par value \$0.001 per share	422	I	By Howard Amster and Tamara Gould Charitable Remainder Unitrust U/A DTD 03/18/1993 <sup>(8)</sup>
Common Stock, par value \$0.001 per share	1,710	I	By Howard Amster Charitable Remainder Unitrust U/A DTD 04/22/1998 <sup>(9)</sup>
Common Stock, par value \$0.001 per share	455	I	By Howard Amster Charitable Remainder Unitrust U/A DTD 01/11/2005 <sup>(10)</sup>
Common Stock, par value \$0.001 per share	1,415	I	By Pleasant Lake Skoien Investments LLC <sup>(11)</sup>
Common Stock, par value \$0.001 per share	12,749	I	By Laughlin Holdings LP <sup>(12)</sup>
Common Stock, par value \$0.001 per share	4,500	I	By Ramat Securities Ltd <sup>(13)</sup>
Common Stock, par value \$0.001 per share	6,489	I	By Amster Trading Company Charitable Remainder Unitrust U/A 03/10/2003 <sup>(14)</sup>
Common Stock, par value \$0.001 per share	200	I	By Samuel J. Heller Trust U/A 08/07/2002 <sup>(15)</sup>
Common Stock, par value \$0.001 per share	557	I	By Pleasant Lake Corp <sup>(16)</sup>
Common Stock, par value \$0.001 per share	61	I	By Amster Trading Company <sup>(17)</sup>
Common Stock, par value \$0.001 per share	1,731	I	By Amster Limited Partnership <sup>(18)</sup>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

Explanation of Responses:

- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as the President of Pleasant Lakes Apts Corp, which is the General Partner of Pleasant Lake Apts LP.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 1.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 2.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 3.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 4.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 5.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster 2019 Charitable Remainder Unitrust 7.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster and Tamara Gould Charitable Remainder Unitrust U/A DTD 03/18/1993.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster Charitable Remainder Unitrust U/A DTD 04/22/1998.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of Howard Amster Charitable Remainder Unitrust U/A DTD 01/11/2005.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as the President of Pleasant Lake Apts Corp, which is the General Partner of Pleasant Lakes Apts LP of which is the manager of Pleasant Lake Skoien Investments LLC.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as the President of Pleasant Lake Apts Corp, which is the General Partner of Pleasant Lakes Apts LP of which is the manager of Laughlin Holdings LP.
- These shares are deemed to be beneficially owned by Howard Amster as a result of being the majority member of Ramat Securities Ltd.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of the Amster Trading Company Charitable Remainder Unitrust U/A 03/10/2003
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as trustee of the Samuel Heller Trust U/A 08/07/2002.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as President of Pleasant Lake Corp.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as general partner of Amster Trading Company.
- These shares are deemed to be beneficially owned by Howard Amster as a result of his capacity as general partner of Amster Limited Partnership

Remarks:

Howard Amster

08/24/2020

\*\* Signature of Reporting Person

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 5 (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.**

**POWER OF ATTORNEY**

I, Howard Amster, a director of Medley Capital Corporation (the "Company"), hereby authorize and designate Richard T. Allorto, Jr. as my agent and attorney-in-fact, with full power of substitution to:

(1) prepare and sign on my behalf any Form 3, Form 4 or Form 5 under Section 16 of the Securities Exchange Act of 1934, as amended;

(2) prepare and sign on my behalf any Form 144 Notice under the Securities Act of 1933, as amended, and file the same with the Securities and Exchange Commission; and

(3) 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 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 attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, or Section 5 of the Securities Act of 1933, as amended, or Rule 144 promulgated under such Act.

This Power of Attorney shall remain in effect until the undersigned is no longer required to file Forms 3, 4, 5 and 144 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 attorney-in-fact.

DATED: August 24, 2020

SIGNED: /s/ Howard Amster  
Howard Amster

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