

Tansey Joseph Bertrand
Form 4
November 21, 2017

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tansey Joseph Bertrand

(Last) (First) (Middle)

1290 AVENUE OF THE
AMERICAS, SUITE 914

(Street)

NEW YORK, NY 10104

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Garrison Capital Inc. [GARS]

3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2017

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 Executive 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.001 per share	11/20/2017		P	100 A	\$ 8.25 103,796	D	
Common Stock, par value \$0.001 per share	11/21/2017		P	7,802 A	\$ 8.2664 (1) 111,598	D	
Common Stock, par					266,931	I	See footnote

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value \$0.001 per share								(2)
Common Stock, par value \$0.001 per share					455,777	I		See footnote (3)
Common Stock, par value \$0.001 per share					67,202	I		See footnote (4)

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

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(9-02)

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tansey Joseph Bertrand 1290 AVENUE OF THE AMERICAS, SUITE 914 NEW YORK, NY 10104	X Chief Executive Officer

Signatures

/s/ Joseph
Tansey

11/21/2017

__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) The price reported in column 4 is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$8.26 to \$8.27, inclusive. Upon request by the Securities and Exchange Commission, the Issuer, or any security holder of the Issuer, the reporting person undertakes to provide full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

(2) Mr. Tansey is a control person of Garrison Investment Group LP and its affiliates. Garrison Investment Group LP or one of its affiliates serves as investment adviser to Garrison Capital Fairchild I, Ltd. Garrison Capital Fairchild I, Ltd. directly owns 266,931 shares of Common Stock of the Issuer. Due to his control and ownership interest in Garrison Investment Group LP, Mr. Tansey may be viewed as having investment power over all of the shares owned by Garrison Capital Fairchild I, Ltd. although voting rights to the Common Stock have been passed through to the limited partners of Garrison Capital Fairchild I, Ltd. Mr. Tansey disclaims beneficial ownership of such shares of Common Stock, except to the extent of his pecuniary interest therein.

(3) Mr. Tansey is a control person of Garrison Investment Group LP and its affiliates. Garrison Investment Group LP or one of its affiliates serves as investment adviser to Garrison Capital Fairchild II, Ltd. Garrison Capital Fairchild II, Ltd. directly owns 455,777 shares of Common Stock of the Issuer. Due to his control and ownership interest in Garrison Investment Group LP, Mr. Tansey may be viewed as having investment power over all of the shares owned by Garrison Capital Fairchild II, Ltd. although voting rights to the Common Stock have been passed through to the limited partners of Garrison Capital Fairchild II, Ltd. Mr. Tansey disclaims beneficial ownership of such shares of Common Stock, except to the extent of his pecuniary interest therein.

(4) Due to his control and ownership interest in Garrison Capital Advisers Holdings MM LLC, Mr. Tansey may be viewed as having investment power over all of the shares owned by such entity. Mr. Tansey disclaims beneficial ownership of such shares of Common Stock held by Garrison Capital Advisers Holdings MM LLC, except to the extent of his pecuniary interest therein.

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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