

Harvest Capital Credit Corp  
 Form 4  
 October 31, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**JMP GROUP LLC**

2. Issuer Name and Ticker or Trading Symbol  
**Harvest Capital Credit Corp [HCAP]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**600 MONTGOMERY STREET,  
 SUITE 1100**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**10/27/2016**

\_\_\_\_ Director  10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

(Street)  
**SAN FRANCISCO, CA 94111**

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

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

(City) (State) (Zip)

**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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock <sup>(1)</sup>     | 10/27/2016                           |  | P                              | 1,369 A \$ 12.05  | 724,269   | I  | See Footnote <sup>(2)</sup>       |
| Common Stock <sup>(1)</sup>     | 10/27/2016                           |  | P                              | 427 A \$ 12.05  | 724,696   | I  | See Footnote <sup>(2)</sup>       |
| Common Stock <sup>(1)</sup>     | 10/31/2016                           |  | P                              | 109 A \$ 12.05  | 724,805   | I  | See Footnote <sup>(2)</sup>       |

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

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 control number.

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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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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 |
| JMP GROUP LLC<br>600 MONTGOMERY STREET, SUITE 1100<br>SAN FRANCISCO, CA 94111               |               | X         |         |       |
| JMP Group Inc.<br>600 MONTGOMERY STREET, SUITE 1100<br>SAN FRANCISCO, CA 94111              |               | X         |         |       |
| JMP SECURITIES LLC<br>600 MONTGOMERY STREET, SUITE 1100<br>SAN FRANCISCO, CA 94111          |               | X         |         |       |
| JMP Holding LLC<br>600 MONTGOMERY STREET, SUITE 1100<br>SAN FRANCISCO, CA 94111             |               | X         |         |       |
| JMP Investment Holdings LLC<br>600 MONTGOMERY STREET, SUITE 1100<br>SAN FRANCISCO, CA 94111 |               | X         |         |       |

## Signatures

/s/ Walter Conroy, Authorized Person of JMP Group LLC

10/31/2016

\*\*Signature of Reporting Person

Date

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|   |            |
|---|------------|
| /s/ Walter Conroy, Authorized Person of JMP Group Inc.              | 10/31/2016 |
| **Signature of Reporting Person                                     | Date       |
| /s/ Walter Conroy, Authorized Person of JMP Holding LLC             | 10/31/2016 |
| **Signature of Reporting Person                                     | Date       |
| /s/ Walter Conroy, Authorized Person of JMP Investment Holdings LLC | 10/31/2016 |
| **Signature of Reporting Person                                     | Date       |
| /s/ Walter Conroy, Authorized Person of JMP Securities LLC          | 10/31/2016 |
| **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) Reflects the acquisition of common stock pursuant to a Rule 10b5-1 Purchase Plan of JMP Investment Holdings LLC.  
719,147 of these securities are owned by JMP Investment Holdings LLC, which is a wholly owned subsidiary of JMP Group LLC. JMP Group LLC is the indirect beneficial owner of the reported securities. 5,658 of these securities are owned by JMP Securities LLC
- (2) pursuant to the Issuer's Dividend Reinvestment Plan. JMP Securities LLC is a wholly owned subsidiary of JMP Holding LLC, which is a wholly owned subsidiary of JMP Group Inc., which is a wholly owned subsidiary of JMP Group LLC. JMP Group LLC is the indirect beneficial owner of the reported securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.