

Goldman Sachs BDC, Inc.

Form 4

March 01, 2016

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GOLDMAN SACHS GROUP INC**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Goldman Sachs BDC, Inc. [GSBD]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
  
**200 WEST STREET**  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/26-05:00/2016**

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

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

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

**NEW YORK, NY 10282**

(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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	02/26-05:00/2016		P		8,750 <u>(1)</u>	A	\$ 18.4559 <u>(2)</u>	617,040 <u>(4)</u>	I	See footnotes <u>(1)</u> <u>(2)</u> <u>(4)</u>
Common Stock, par value \$0.001 per share	02/29-05:00/2016		P		7,400 <u>(1)</u>	A	\$ 18.4627 <u>(3)</u>	624,440 <u>(4)</u>	I	See footnotes <u>(1)</u> <u>(3)</u> <u>(4)</u>
Common Stock, par								5,831,299.49 <u>(4)</u>	D	

value  
\$0.001  
per share

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

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SEC 1474  
(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 Repor 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

GOLDMAN SACHS GROUP INC  
200 WEST STREET  
NEW YORK, NY 10282

## Signatures

/s/ Kevin P. Treanor,  
Attorney-in-fact

03/01-05:00/2016

                    \*\*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 purchases of common stock, par value \$0.001 per share (the "Common Stock"), of Goldman Sachs BDC, Inc. effected by Goldman, Sachs & Co. ("Goldman Sachs") pursuant to a Rule 10b5-1 trading plan previously adopted by Goldman Sachs. Goldman Sachs is a wholly-owned subsidiary of The Goldman Sachs Group, Inc. ("GS Group"). GS Group disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein, if any.

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- (2) Reflects a weighted average purchase price of \$18.4559 per share, at prices ranging from \$18.40 to \$18.49 per share. GS Group will provide, upon request by the staff of the Securities and Exchange Commission, the Company, or a security holder of the Company, full information regarding the number of shares purchased at each separate price.
- (3) Reflects a weighted average purchase price of \$18.4627 per share, at prices ranging from \$18.40 to \$18.55 per share. GS Group will provide, upon request by the staff of the Securities and Exchange Commission, the Company, or a security holder of the Company, full information regarding the number of shares purchased at each separate price.
- (4) GS Group beneficially owns directly 5,831,299.49 shares of Common Stock, and may be deemed to beneficially own indirectly 624,440 shares of Common Stock beneficially owned directly by Goldman Sachs.

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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