

LONG ROBERT D  
Form 3  
June 03, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

LONG ROBERT D

(Last) (First) (Middle)

1919 PENNSYLVANIA AVENUE, NW

(Street)

WASHINGTON, DC 20006

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/26/2009

3. Issuer Name and Ticker or Trading Symbol  
ALLIED CAPITAL CORP [ALD]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

5. 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

**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                    | 103,926   | D  | ^   |
| Common Stock                    | 37,000  | I  | by IRA  |
| Common Stock                    | 4,000   | I  | by Trust for children                                 |
| Common Stock                    | 12,935  | I  | by 401(k)   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares                                   |  |  |
| Incentive Stock Option<br>(right to buy)      | Â (1)  | 05/01/2012         | Common<br>Stock  | 11,409   | \$ 26.29   | D Â  |
| Incentive Stock Option<br>(right to buy)      | Â (2)  | 03/11/2014         | Common<br>Stock  | 6,900  | \$ 28.98   | D Â  |
| Non-Qualified Stock<br>Option (right to buy)  | Â (2)  | 03/11/2014         | Common<br>Stock  | 293,100  | \$ 28.98   | D Â  |
| Incentive Stock Option<br>(right to buy)      | Â (3)  | 08/03/2015         | Common<br>Stock  | 3,635  | \$ 27.51   | D Â  |
| Non-Qualified Stock<br>Option (right to buy)  | Â (3)  | 08/03/2015         | Common<br>Stock  | 146,365  | \$ 27.51   | D Â  |
| Incentive Stock Option<br>(right to buy)      | Â (4)  | 05/15/2014         | Common<br>Stock  | 3,380  | \$ 29.58   | D Â  |
| Non-Qualified Stock<br>Option (right to buy)  | Â (4)  | 05/15/2014         | Common<br>Stock  | 142,120  | \$ 29.58   | D Â  |
| Incentive Stock Option<br>(right to buy)      | Â (5)  | 02/01/2015         | Common<br>Stock  | 8,710  | \$ 22.96   | D Â  |
| Non-Qualified Stock<br>Option (right to buy)  | Â (5)  | 02/01/2015         | Common<br>Stock  | 241,290  | \$ 22.96   | D Â  |
| Incentive Stock Option<br>(right to buy)      | Â (6)  | 03/03/2016         | Common<br>Stock  | 50   | \$ 0.73  | D Â  |
| Non-Qualified Stock<br>Option (right to buy)  | Â (6)  | 03/03/2016         | Common<br>Stock  | 799,950  | \$ 0.73  | D Â  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                     |       |
|---|---------------|-----------|---------------------|-------|
|   | Director      | 10% Owner | Officer             | Other |
| LONG ROBERT D<br>1919 PENNSYLVANIA AVENUE, NW<br>WASHINGTON, Â DC Â 20006 | Â             | Â         | Â Managing Director | Â     |

## Signatures

s/s Robert D.  
Long

06/02/2009

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) The May 1, 2002 option grant vested in three annual installments commencing one year from date of grant.
- (2) The March 11, 2004 option grant vested evenly over a four-year period commencing on June 30, 2004.
- (3) The August 3, 2005 option grant vested in three equal installments on 6/30/06, 6/30/07 and 6/30/08
- (4) The May 15, 2007 option grant vests in three equal installments on 06/30/07, 06/30/08 and 06/30/09.
- (5) The February 1, 2008 option grant vests in three equal installments on 06/30/09, 06/30/10 and 06/30/11.
- (6) The March 3, 2009 option grant vests in three equal installments on 06/30/09, 06/30/10 and 06/30/11.

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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