

BRANTLEY CAPITAL CORP

Form 8-K

March 20, 2003

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

**FORM 8-K**

Current Report Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

March 19, 2003

**BRANTLEY CAPITAL CORPORATION**  
(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other  
jurisdiction  
of incorporation)

**000-21251**  
(Commission File  
Number)

**34-1838462**  
(I.R.S. Employer  
Identification No.)

**3201 Enterprise Parkway  
Suite 350  
Cleveland, OH 44122**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(216) 464-8400**

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**Item 5. Other Events**

On March 19, 2003, Brantley Capital Corporation (the Company), Robert P. Pinkas, Benjamin F. Bryan, James P. Oliver and Phillip Goldstein entered into the attached Memorandum of Understanding with respect to *Goldstein v. Brantley Capital Corp. et al.*, a civil action pending in the United States District Court for the Northern District of Ohio (1: 02CV1903). The Memorandum of Understanding will be implemented subject to applicable provisions of the Investment Company Act of 1940.

**Item 7. Financial Statements and Exhibits**

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits.

99.1 Memorandum of Understanding dated March 19, 2003 by and between Brantley Capital Corporation, Robert P. Pinkas, James P. Oliver, Benjamin F. Bryan and Phillip Goldstein.

99.2 Press Release dated March 20, 2003.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 20, 2003

BRANTLEY CAPITAL CORPORATION

By: /s/ Tab A. Keplinger

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Tab A. Keplinger  
Vice President and  
Chief Financial Officer

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