

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

Check this box to indicate that a
transaction was made pursuant to a
contract, instruction or written plan
for the purchase or sale of equity
securities of the issuer that is
intended to satisfy the affirmative
defense conditions of Rule 10b5-
1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Klein Mark D</u> (Last) (First) (Middle) <u>C/O NEOSTELLAR CAPITAL CORP.</u> <u>640 FIFTH AVENUE, 12TH FLOOR</u> (Street) <u>NEW YORK NY 10019</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Neostellar Capital Corp.</u> [NSLR] Foreign Trading Symbol 3. Date of Earliest Transaction (Month/Day/Year) <u>09/21/2026</u> 4. If Amendment, Date of 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) <u>Chairman, CEO and President</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	09/21/2026		P		5,000	A	\$7.91 ⁽¹⁾	1,763,796 ⁽²⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. The price reported in Column 4 is a weighted-average price, rounded to the nearest hundredth. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, Neostellar Capital Corp. (the "Company"), or a security holder of the Company, full information regarding the number of shares purchased at each separate price.

2. This total includes (i) 837,686 shares of the Company's common stock owned by Mr. Klein's spouse, which may be deemed to be beneficially owned by Mr. Klein; (ii) restricted shares granted under the SuRo Capital Corp. Amended and Restated 2019 Equity Incentive Plan on December 15, 2023, December 10, 2024 and May 16, 2025; and (iii) restricted shares granted under the SuRo Capital Corp. Second Amended and Restated 2019 Equity Incentive Plan on November 21, 2025 and June 12, 2026. On June 15, 2026, in connection with the stockholders' approval of the Company's externalization and the Board's approval of the acceleration of vesting of all unvested restricted shares, such plans were terminated and the Reporting Person entered into a lock-up agreement. Such shares are fully vested but remain subject to transfer restrictions under the lock-up agreement that expire on the dates such shares otherwise would have vested.

/s/ Mark D. Klein 09/22/2026
** Signature of Reporting Person Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.