

Main Street Capital CORP  
Form 8-K  
June 15, 2010

**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): **June 10, 2010**

**Main Street Capital Corporation**

(Exact name of registrant as specified in its charter)

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

**001-33723**  
(Commission File Number)

**41-2230745**  
(I.R.S. Employer Identification No.)

**1300 Post Oak Boulevard, Suite 800,**  
**Houston, Texas**  
(Address of principal executive offices)

**77056**  
(Zip Code)

Registrant's telephone number, including area code: **(713) 350-6000**

**Not Applicable**

Former name or former address, if changed since last report

## Edgar Filing: Main Street Capital CORP - Form 8-K

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

Our Annual Meeting of Stockholders was held on June 10, 2010. As of April 1, 2010, the record date, 15,082,681 shares of common stock were eligible to be voted, and 13,960,682 of those shares were voted in person or by proxy at the Annual Meeting. Stockholders were asked to consider and act upon:

- Proposal No. 1 Election of directors for a term of one year;
  
- Proposal No. 2 A proposal to authorize us, with the approval of our Board of Directors, to sell shares of our common stock during the next twelve months at a price below our then current net asset value per share; and
  
- Proposal No. 3 A proposal to ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for the year ending December 31, 2010.

All director nominees for a one-year term as listed in our 2010 proxy statement were elected. The votes for, votes withheld, and broker non-votes for each director nominee are set out below:

| Director Nominee     | Votes For  | Votes Withheld | Broker Non-Votes |
|----------------------|------------|----------------|------------------|
| Michael Appling, Jr. | 10,027,750 | 98,045         | 3,834,893        |
| Joseph E. Canon      | 9,910,466  | 215,328        | 3,834,893        |
| Arthur L. French     | 10,024,804 | 100,990        | 3,834,893        |
| William D. Gutermuth | 10,024,237 | 101,557        | 3,834,893        |
| Vincent D. Foster    | 9,946,159  | 179,635        | 3,834,893        |
| Todd A. Reppert      | 10,002,856 | 122,939        | 3,834,893        |

The proposal to authorize us, with the approval of our independent directors, to sell shares of our common stock during the next twelve months at a price below our then current net asset value per share was approved. The votes for, votes against, abstentions, and broker non-votes for this proposal are set out below:

|                  | Votes For | Votes Against | Abstentions | Broker Non-Votes* |
|------------------|-----------|---------------|-------------|-------------------|
| All Stockholders | 9,124,670 | 728,666       | 272,452     | 3,834,893         |

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|                      |           |         |         |           |
|----------------------|-----------|---------|---------|-----------|
| Excluding Affiliates | 6,313,282 | 728,666 | 272,452 | 3,834,893 |
|----------------------|-----------|---------|---------|-----------|

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\* Broker non-votes have the effect of voting against this proposal.

The recommendation to ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for the year ending December 31, 2010 was approved. The votes for, votes against, abstentions, and broker non-votes for this proposal are set out below:

|                  |            |
|------------------|------------|
| Votes For        | 13,897,204 |
| Votes Against    | 28,493     |
| Abstentions      | 34,985     |
| Broker Non-Votes | 0          |

**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.

**Main Street Capital Corporation**

Date: June 14, 2010

By: */s/ Rodger A. Stout*  
Name: Rodger A. Stout  
Title: Chief Compliance Officer