| FORM 4 | 1 |
|--------|---|
|--------|---|

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

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| Symbol   |   |   |  | e   | Is   | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)<br>Director 10% Owner<br>_X Officer (give title Other (specify below)<br>below)<br>Senior Vice President  |  |   |  |
|--|---|---|--|---|--|---|--|---|--|
| 0 (Month/Da  | ay/Year)  | Frans   | saction  |   |  |   |  |   |  |
|  |   |   | Original   |   | Ap   | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person  |  |   |  |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acq   |   |   |  |   |  |   |  |   |  |
| Date   Execution Date, if<br>(Month/Day/Year)   Transaction<br>any   (A) or Disposed of<br>(Instr. 3, 4 and 5) |   | d of (D)  | Beneficially Form:   |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership    |   |  |   |  |
|  | Code  | v   | Amount   | (A)<br>or<br>(D)  | Price  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | or Indirect<br>(I)<br>(Instr. 4)   | (Instr. 4)  |  |
|  | J <u>(1)</u>  |   | 268.476  | А   | \$<br>10.4985  | 239,157.265   | D  |   |  |
|  | J <u>(2)</u>  |   | 40   | A   | \$<br>10.4988  | 239,197.265   | D  |   |  |
|  | Symbol<br>Main Str<br>3. Date of<br>(Month/Da<br>12/15/20<br>4. If Amer<br>Filed(Month<br>Table I<br>Deemed<br>ecution Date, if | Symbol<br>Main Street Capi<br>Main Street Capi<br>3. Date of Earliest T<br>(Month/Day/Year)<br>12/15/2008<br>4. If Amendment, E<br>Filed(Month/Day/Year)<br>Table I - Non-I<br>3.<br>Table I - Non-I<br>Code<br>(Instr. 8<br>Code<br>J(1) | Symbol<br>Main Street Capital (<br>3. Date of Earliest Trans<br>(Month/Day/Year)<br>12/15/2008<br>4. If Amendment, Date<br>Filed(Month/Day/Year)<br>Table I - Non-Deriv<br>Deemed<br>ecution Date, if<br>y<br>(Instr. 8)<br>Code V<br>J(1) | Symbol<br>Main Street Capital CORP [N<br>3. Date of Earliest Transaction<br>(Month/Day/Year)<br>12/15/2008<br>4. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>Table I - Non-Derivative Sect<br>A. Deemed<br>ecution Date, if<br>y<br>(Instr. 8)<br>Code V Amount<br>J(1) 268.476 | $\begin{array}{c c c c c c c c c c c c c c c c c c c $ | Symbol Is   Main Street Capital CORP [MAIN] Is   0 3. Date of Earliest Transaction<br>(Month/Day/Year) Is   12/15/2008 6.   4. If Amendment, Date Original<br>Filed(Month/Day/Year) 6.   Table I - Non-Derivative Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 8)   (A) or Disposed of (D)<br>(Instr. 8)   0 J(1) 268.476 A \$<br>10.4985 | Symbol<br>Main Street Capital CORP [MAIN] Issuer (Check all<br>Director<br>X_Officer (give title<br>below)   3. Date of Earliest Transaction<br>(Month/Day/Year)<br>12/15/2008 Senior Vic   4. If Amendment, Date Original<br>Filed(Month/Day/Year) 6. Individual or Joint/C<br>Applicable Line)<br>X_Form filed by One Repo<br>Form filed by One Repo<br>Form filed by More thar   Table I - Non-Derivative Securities Acquired<br>ecution Date, if<br>y<br>(Instr. 8) 3.<br>Transaction<br>Code 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)   J[1] 268.476 \$<br>10.4985 239,157.265 | Symbol<br>Main Street Capital CORP [MAIN] Issuer (Check all applicable)<br> |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (e.g., puts, calls, warrants, options, convertible securities) |             |                  |                    |             |          |            |              |                    |               |         |             |                |             |             |
|--|-------------|------------------|--------------------|-------------|----------|------------|--------------|--------------------|---------------|---------|-------------|----------------|-------------|-------------|
| 1. Title of  | 2.          | 3. Transaction   | 3A. Deemed         | 4.          | 5.       |            | 6. Date Exer | cisable            | 7. Tit        | le and  | 8. Price of | 9. Number of   | 10.         | 11. Nature  |
| Derivative   | Conversion  | Date             | Execution Date, if | Transaction | Numb     | ber        | and Expirati | on Date            | Amo           | unt of  | Derivative  | Derivative     | Ownership   | of Indirect |
| Security   | or Exercise | (Month/Day/Year) | any                | Code        | of       |            | (Month/Day   | /Year)             | Unde          | erlying | Security    | Securities     | Form of     | Beneficial  |
| (Instr. 3)   | Price of    |                  | (Month/Day/Year)   | (Instr. 8)  | Deriv    | ative      |              |                    | Secu          | rities  | (Instr. 5)  | Beneficially   | Derivative  | Ownership   |
|  | Derivative  |                  |                    |             | Secur    | ities      |              |                    | (Instr. 3 and |         |             | Owned          | Security:   | (Instr. 4)  |
|  | Security    |                  |                    |             | Acqui    | ired       |              |                    | 4)            |         |             | Following      | Direct (D)  |             |
|  |             |                  |                    |             | (A) or   |            |              |                    |               |         |             | Reported       | or Indirect |             |
|  |             |                  |                    |             | Disposed |            |              |                    |               |         |             | Transaction(s) | (I)         |             |
|  |             |                  |                    |             | of (D)   |            |              |                    |               |         |             | (Instr. 4)     | (Instr. 4)  |             |
|  |             |                  |                    |             | ·        | (Instr. 3, |              |                    |               |         |             |                |             |             |
|  |             |                  |                    |             | 4, and   | 15)        | )            |                    |               |         |             |                |             |             |
|  |             |                  |                    |             |          |            |              |                    |               | Amount  |             |                |             |             |
|  |             |                  |                    |             |          |            | Date         | Emination          |               | or      |             |                |             |             |
|  |             |                  |                    |             |          |            | Exercisable  | Expiration<br>Date | Title         | Number  |             |                |             |             |
|  |             |                  |                    |             |          |            | Exercisable  | Date               |               | of      |             |                |             |             |
|  |             |                  |                    | Code V      | (A)      | (D)        |              |                    |               | Shares  |             |                |             |             |

## **Reporting Owners**

| Bananting Owner Name / Address  | Relationships |           |                       |       |  |  |  |  |
|---|---------------|-----------|-----------------------|-------|--|--|--|--|
| Reporting Owner Name / Address  |               | 10% Owner | Officer               | Other |  |  |  |  |
| Hyzak Dwayne L.<br>1300 POST OAK BLVD.<br>STE. 800<br>HOUSTON, TX 77056 |               |           | Senior Vice President |       |  |  |  |  |

### Signatures

| /s/ Rodger A. Stout as Attorney-in-Fact for Dwayne L. Hyzak | 01/09/2009 |  |
|---|------------|--|
| <sup>™</sup> 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) The reporting person acquired 268.476 shares under the company's dividend reinvestment plan, pursuant to a dividend reinvestment transaction exempt from Section 16 under Rule 16a-11.
- (2) The reporting person acquired 40 shares under the company's dividend reinvestment plan, pursuant to a dividend reinvestment transaction exempt from Section 16 under Rule 16a-11.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.