

---

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 5, 2008

Main Street Capital Corporation

(Exact name of registrant as specified in its charter)

Maryland

1-33723

41-2230745

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1300 Post Oak Boulevard, Suite 800,  
Houston, Texas

77056

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

713 350 6000

Not Applicable

Former name or former address, if changed since last report

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))
-

[Top of the Form](#)

**Item 8.01 Other Events.**

On June 5, 2008, the Registrant issued a press release. A copy of such press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit 99.1 Press release dated June 5, 2008

---

**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.

*June 5, 2008*

Main Street Capital Corporation

By: */s/ Rodger A. Stout*

---

*Name: Rodger A. Stout*

*Title: Chief Compliance Officer and Secretary*

---

Exhibit Index

Exhibit No.	Description
99.1	Press release dated June 5, 2008

# ***NEWS RELEASE***

Contacts:

Main Street Capital Corporation

Todd A. Reppert, President and CFO

treppert@mainstreetcapital.com

713-350-6000

Dennard Rupp Gray and Easterly, LLC

Ken Dennard

ksdennard@drge.com / 713-529-6600

Augustine Okwu

gokwu@drge.com / 404-532-0086

## **Main Street Capital Receives Exemptive Order from the SEC Relating to Co-Investments with Affiliates**

**HOUSTON, TX, June 5, 2008** – Main Street Capital Corporation (NASDAQ – GS: MAIN) (“Main Street”) today announced that it has received an exemptive order (the “Order”) from the Securities and Exchange Commission (“SEC”) to permit co-investments in portfolio companies among Main Street and certain of its affiliates pursuant to the terms and conditions of the Order. The conditions of the Order generally provide that Main Street may co-invest with its affiliates as long as, among other things: the co-investments are made at the same time; are based upon identical financial terms; and are consistent with relative allocation percentages approved by the independent members of Main Street’s Board of Directors. Pursuant to the Order, Main Street and its wholly owned subsidiaries will generally co-invest in new portfolio investments with Main Street Capital II, LP, a Small Business Investment Company fund managed by Main Street and its management team. The SEC’s issuance of the Order provides Main Street with expanded capacity and flexibility relating to its investment and operational objectives.

### **ABOUT MAIN STREET CAPITAL CORPORATION**

Main Street ([www.mainstreetcapital.com](http://www.mainstreetcapital.com)) is a principal investment firm that provides long-term debt and equity capital to lower middle market companies. Main Street’s investments are generally made to support management buyouts, recapitalizations, growth financings and acquisitions of companies that operate in diverse industry sectors and generally have annual revenues ranging from \$10 to \$100 million. Main Street seeks to partner with entrepreneurs, business owners and management teams and generally provides “one-stop” financing alternatives to its portfolio companies.

### **FORWARD-LOOKING STATEMENTS**

This press release may contain certain forward-looking statements. Any such statements, other than statements of historical fact, are likely to be affected by other unknowable future events and conditions, including elements of the future that are or are not under Main Street’s control, and that Main Street may or may not have considered; accordingly, such statements cannot be guarantees or assurances of any aspect of future performance. Actual developments and results are highly likely to vary materially from these estimates and projections of the future. Such statements speak only as of the time when made, and Main Street undertakes no obligation to update any such statement now or in the future.

###