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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 9, 2009

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))
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**Item 8.01 Other Events.**

On June 9, 2009, 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.

The information disclosed under Item 8.01, including Exhibit 99.1 hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release dated June 9, 2009.

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**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

*June 9, 2009*

By: *Rodger A. Stout*

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*Name: Rodger A. Stout*  
*Title: Chief Compliance Officer*

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated June 9, 2009.



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 UNDERWRITERS EXERCISE OVER-ALLOTMENT OPTION**

### **Offering Proceeds Provide Access to Additional SBIC Leverage**

**HOUSTON, TEXAS, June 9, 2009** – Main Street Capital Corporation (NASDAQ-GS: MAIN) (“Main Street”) announced today that the underwriters of its recent follow-on public offering have exercised their over-allotment option and have purchased 187,500 additional shares of common stock at the offering price of \$12.10 per share. The underwriters of Main Street’s offering elected to exercise the full amount of the over-allotment option prior to the expiration of the 30-day option period. The net proceeds from the exercise of the over-allotment option are approximately \$2.2 million, after deducting the applicable underwriting discounts. Including the net proceeds from exercise of the over-allotment option, the total net proceeds from Main Street’s offering amounted to approximately \$16.3 million. The underwriters for the follow-on offering were BB&T Capital Markets, a division of Scott and Stringfellow, LLC, Morgan Keegan & Company, Inc., SMH Capital, Inc., Janney Montgomery Scott LLC, and Ladenburg Thalmann & Co. Inc.

A portion of the net proceeds from Main Street’s offering, including the net proceeds from exercise of the over-allotment option, will be utilized to access incremental leverage available through the Small Business Investment Company (“SBIC”) program pursuant to the relevant provisions of the American Recovery and Reinvestment Act of 2009 (the “Stimulus Bill”). Based upon the \$16.3 million in total net proceeds from the recent offering and existing cash and idle funds investments, Main Street estimates that it has the required capitalization to access over \$50 million of additional SBIC leverage available pursuant to the provisions of the Stimulus Bill.

#### **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 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 million 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 forward-looking statements. Words such as “estimates”, “expects”, “expected”, “believes”, and “future” or similar expressions are intended to identify forward-looking statements. Any such statements, other than statements of historical fact, may be affected by other unknowable future events and conditions, including elements of the future that are not under Main Street’s control, or factors that Main Street may not have considered; accordingly, such statements are not guarantees or assurances of any aspect of future performance. Actual developments and results may vary materially from these forward-looking statements. 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.

