

Main Street Capital CORP  
Form 8-K  
May 29, 2014

**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): **May 29, 2014**

**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.**

The Annual Meeting of Stockholders of Main Street Capital Corporation ( Main Street ) was held on May 29, 2014. There were present at the Annual Meeting in person or by proxy stockholders holding an aggregate of 34,628,724 shares of Main Street s common stock, out of a total number of 39,913,794 shares of Main Street s common stock issued and outstanding and entitled to vote at the Annual Meeting. Stockholders were asked to consider and act upon:

- Proposal No. 1 The election of each member of Main Street s Board of Directors for a term of one year;
  
- Proposal No. 2 A proposal to ratify the appointment of Grant Thornton LLP as Main Street s independent registered public accounting firm for the year ending December 31, 2014; and
  
- Proposal No. 3 A proposal to provide an advisory vote on executive compensation.

**Proposal 1 Election of Directors**

All nominees for a one-year term as listed in our 2014 proxy statement were elected. The following votes were taken in connection with this proposal:

Director Nominee	Votes For	Votes Against	Abstentions	Broker Non-Votes
Michael Appling, Jr.	14,133,863	135,355	151,839	20,207,667
Joseph E. Canon	14,110,123	157,280	153,652	20,207,669
Arthur L. French	13,991,345	277,307	152,405	20,207,667
J. Kevin Griffin	14,116,726	152,328	152,004	20,207,666
John E. Jackson	14,129,942	139,044	152,070	20,207,668
Vincent D. Foster	13,929,902	250,048	241,106	20,207,668

**Proposal 2 Ratification of Appointment of Independent Registered Public Accounting Firm**

The proposal to ratify the appointment of Grant Thornton LLP as Main Street s independent registered public accounting firm for the year ending December 31, 2014 was approved. The following votes were taken in connection with this proposal:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>
34,089,435	211,039	328,250

**Proposal 3 Advisory Vote on Executive Compensation**

The proposal to approve, on an advisory basis, the compensation of our named executive officers was approved. The following votes were taken in connection with this proposal:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
13,156,389	948,909	315,753	20,207,673

**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: May 29, 2014

By:

Name:

Title:

*/s/ Jason B. Beauvais*

Jason B. Beauvais

General Counsel