

Main Street Capital CORP
Form S-8 POS
May 05, 2015

As filed with the Securities and Exchange Commission on May 5, 2015

Registration No. 333-151799

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

to

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

Main Street Capital Corporation

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation or organization)

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

1300 Post Oak Boulevard, 8th Floor

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Houston, TX
(Address of principal executive offices)

77056
(Zip code)

Main Street Capital Corporation 2008 Equity Incentive Plan

Main Street Capital Corporation 2008 Non-Employee Director Restricted Stock Plan
(Full title of the plan)

Vincent D. Foster
President and Chief Executive Officer
Main Street Capital Corporation
1300 Post Oak Boulevard, Suite 800
Houston, TX 77056

(Name, address and telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer x

Accelerated filer o

Non-accelerated filer o
(Do not check if a smaller reporting company)

Smaller reporting company o

Explanatory Statement

This Post-Effective Amendment No. 1 to Registration on Form S-8, Registration No. 333-151799 (the Registration Statement), is being filed to deregister certain shares of common stock, par value \$0.01 per share (Common Stock), of Main Street Capital Corporation (the Registrant) that were registered for issuance pursuant to the 2008 Equity Incentive Plan and the 2008 Non-Employee Director Restricted Stock Plan. The Registration Statement registered 2,200,000 shares of Common Stock for issuance pursuant to the 2008 Equity Incentive Plan and the 2008 Non-Employee Director Restricted Stock Plan. The Registration Statement is hereby amended to deregister the remaining unissued shares of the Common Stock registered under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on May 5, 2015.

MAIN STREET CAPITAL CORPORATION

By: /s/ Vincent D. Foster
Vincent D. Foster
Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities indicated on May 5, 2015.

| Signature | Title |
|--|--|
| /s/ Vincent D. Foster Vincent D. Foster | Chairman, President and Chief Executive Officer (principal executive officer) |
| /s/ Brent D. Smith Brent D. Smith | Chief Financial Officer and Treasurer (principal financial officer) |
| /s/ Shannon D. Martin Shannon D. Martin | Vice President and Chief Accounting Officer (principal accounting officer) |
| /s/ Michael Appling Jr. Michael Appling Jr. | Director |
| /s/ Joseph E. Canon Joseph E. Canon | Director |
| /s/ Arthur L. French Arthur L. French | Director |
| /s/ J. Kevin Griffin J. Kevin Griffin | Director |
| /s/ John E. Jackson John E. Jackson | Director |