

FOSTER VINCENT D  
Form 4  
February 21, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FOSTER VINCENT D

2. Issuer Name and Ticker or Trading Symbol  
Main Street Capital CORP [MAIN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1300 POST OAK BLVD., STE. 800  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/16/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

HOUSTON, TX 77056

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount or Price	6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
Common Stock	01/16/2012		P <sup>(1)</sup>	V	2,608.049 A \$ 21.41	1,217,449.9713 D	
Common Stock	01/16/2012		P <sup>(1)</sup>	V	650 A \$ 21.41	1,218,099.9713 D	
Common Stock	01/16/2012		P <sup>(1)</sup>	V	456.199 A \$ 21.41	1,218,556.1703 D	
Common Stock	01/16/2012		P <sup>(1)</sup>	V	62.572 A \$ 21.41	9,986.0061 I	Foster Irrevocable Trust <sup>(2)</sup>
Common Stock	01/16/2012		P <sup>(1)</sup>	V	18.0548 A \$ 21.5444	2,899.4093 I	Amy Foster Custodial

								Account <sup>(3)</sup>		
Common Stock	01/16/2012		P <sup>(1)</sup>	V	17.6672	A	\$ 21.5444	2,837.1144	I	Brittany Foster Custodial Account <sup>(3)</sup>
Common Stock	02/17/2012		A <sup>(4)</sup>		62,010	A	\$ <u>23.24</u> <sup>(5)</sup>	1,280,566.1703	D	

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOSTER VINCENT D 1300 POST OAK BLVD. STE. 800 HOUSTON, TX 77056		X	Chief Executive Officer	

## Signatures

/s/ Rodger A. Stout as Attorney-in-Fact for Vincent D. Foster  
 \*\*Signature of Reporting Person  
 02/21/2012  
 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 these shares under a dividend reinvestment plan, pursuant to a dividend reinvestment transaction exempt from Section 16 under Rule 16a-11.

(2) Shares purchased by irrevocable trust for the benefit of children.

(3) Shares purchased by custodial account of daughter.

(4) The reporting person acquired these shares from the Company in exchange for interests in Main Street Capital II, LP through a transaction approved by the Securities and Exchange Commission pursuant to an exemptive order issued on February 14, 2012 (Release No. 29946).

(5) The reporting person estimates that the fair market value of the Main Street Capital II, LP interests delivered to the Company is \$1,441,112.

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

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