

Main Street Capital CORP
Form 8-K
May 03, 2017

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 1, 2017

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, 8th Floor
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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 1, 2017, Main Street Capital Corporation (Main Street) held its 2017 annual meeting of stockholders (the Annual Meeting) at Pearl Studio, Full Goods Building, 200 East Grayson, Suite 115, San Antonio, Texas 78215. The issued and outstanding shares of stock of Main Street entitled to vote at the Annual Meeting consisted of the 55,274,757 shares of common stock outstanding on the record date, March 3, 2017. The common stockholders of Main Street voted on four matters at the Annual Meeting. The final voting results from the Annual Meeting are as follows:

- (1) A proposal to elect each of the eight members of Main Street's Board of Directors for a term of one year:

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|------------|---------------|-------------|------------------|
| Michael Appling, Jr. | 16,606,660 | 2,781,168 | 250,250 | 28,381,244 |
| Joseph E. Canon | 16,468,950 | 2,910,586 | 258,540 | 28,381,246 |
| Arthur L. French | 19,126,548 | 251,292 | 260,230 | 28,381,252 |
| J. Kevin Griffin | 16,623,869 | 2,760,661 | 253,546 | 28,381,246 |
| John E. Jackson | 19,206,564 | 173,239 | 258,269 | 28,381,250 |
| Brian E. Lane | 16,612,544 | 2,767,388 | 258,145 | 28,381,245 |
| Stephen B. Solcher | 19,214,152 | 166,676 | 257,246 | 28,381,248 |
| Vincent D. Foster | 18,744,101 | 639,198 | 254,772 | 28,381,251 |

- (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, 2017:

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 47,151,098 | 467,323 | 400,901 |

- (3) A proposal to approve, on an advisory basis, the compensation of our named executive officers:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 17,846,512 | 1,147,267 | 644,286 | 28,381,257 |

Edgar Filing: Main Street Capital CORP - Form 8-K

(4) A proposal to determine, on an advisory basis, the preferred frequency (every one year, two years or three years) of our stockholders to conduct an advisory vote regarding the compensation of our named executive officers:

| Three Years | Two Years | One Year | Abstentions |
|-------------|-----------|------------|-------------|
| 7,941,490 | 851,972 | 10,370,017 | 474,577 |

In accordance with the results of this vote, our Board of Directors determined to implement an advisory vote on executive compensation each year until the next required advisory vote on the frequency of stockholder votes on the compensation of executives, which is scheduled to occur at the 2023 Annual Meeting of Stockholders.

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 3, 2017

By:

Name:

Title:

/s/ Jason B. Beauvais

Jason B. Beauvais

General Counsel