

Main Street Capital CORP
Form 8-K
November 24, 2015

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): **November 20, 2015**

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

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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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

On November 20, 2015, Main Street Capital Corporation (Main Street) entered into that certain Fifth Amendment (the Amendment) to Second Amended and Restated Credit Agreement (the Credit Agreement) and First Amendment to Security Agreement among Main Street, as borrower, Main Street Capital Partners, LLC and Main Street Equity Interests, Inc., as guarantors, Branch Banking and Trust Company (BB&T), Royal Bank of Canada, Frost Bank, Whitney Bank, Amegy Bank N.A., Capital One, N.A., Texas Capital Bank, N.A., Cadence Bank, N.A., Goldman Sachs Bank USA, Comerica Bank, Trustmark National Bank, Raymond James Bank, N.A., First Financial Bank, N.A., and BOKF, NA dba Bank of Texas, collectively as lenders, and BB&T as administrative agent to, among other things, (i) reduce the interest rate on borrowings to the applicable LIBOR rate plus 1.875% (or the applicable base rate plus 0.875%) so long as Main Street maintains an investment grade rating and satisfies certain agreed upon excess collateral and leverage requirements, (ii) extend the final maturity by one year to September 2020, with the facility available on a fully revolving basis for the entire term, and (iii) significantly increase the amount of unsecured debt Main Street is permitted to incur. The amended Credit Facility includes the participation of fourteen banks with total commitments of \$555.0 million and an accordion feature that allows for an increase in total commitments of up to \$750.0 million from new and existing lenders on the same terms and conditions as the existing commitments. In addition to the extended maturity, Main Street continues to maintain two, one-year extension options under the amended Credit Agreement which could extend the final maturity of the facility for up to two additional years.

BB&T, Royal Bank of Canada, Goldman Sachs Bank USA and Raymond James Bank, N.A. and the other lenders under the Credit Agreement, and their respective affiliates, may from time to time receive customary fees and expenses in the performance of investment banking, financial advisory or other services for Main Street.

The above summary is not complete and is qualified in its entirety to the full text of the Credit Agreement as amended by the Amendment and related documents.

Item 8.01 Other Events.

On November 24, 2015, 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

10.1 Fifth Amendment to Second Amended and Restated Credit Agreement and First Amendment to Security Agreement dated November 20, 2015

99.1 Press release dated November 24, 2015

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: November 24, 2015

By:

Name:

Title:

/s/ Jason B. Beauvais

Jason B. Beauvais

General Counsel

Exhibit Index

| Exhibit No. | Description |
|--------------------|---|
| 10.1 | Fifth Amendment to Second Amended and Restated Credit Agreement and First Amendment to Security Agreement dated November 20, 2015 |
| 99.1 | Press release dated November 24, 2015 |