
**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 7, 2019**

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
(IRS 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)

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))

Securities registered pursuant to Section 12(b) of the Act:

| <u>Title of each class</u> | <u>Trading Symbol</u> | <u>Name of each exchange on which registered</u> |
|--|-----------------------|--|
| Common Stock, par value \$0.01 per share | MAIN | New York Stock Exchange |

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 2.02. Results of Operations and Financial Condition.

On November 7, 2019, 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 this Item 2.02, including Exhibit 99.1 hereto, is being furnished and 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.

[Exhibit 99.1](#) [Press release dated November 7, 2019](#)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Main Street Capital Corporation

(Registrant)

November 7, 2019

(Date)

/s/ Jason B. Beauvais

Jason B. Beauvais
General Counsel

Main Street Announces Third Quarter 2019 Results

Third Quarter 2019 Net Investment Income of \$0.62 Per Share

Third Quarter 2019 Distributable Net Investment Income of \$0.66 Per Share

Net Asset Value Increased to \$24.20 Per Share

HOUSTON, Nov. 7, 2019 /PRNewswire/ -- Main Street Capital Corporation (NYSE: MAIN) ("Main Street") is pleased to announce its financial results for the third quarter of 2019.

Third Quarter 2019 Highlights

- Net investment income of \$39.0 million (or \$0.62 per share), a 2% increase, compared to \$38.1 million (or \$0.63 per share) in the third quarter of 2018
- Distributable net investment income⁽¹⁾ of \$41.6 million (or \$0.66 per share), a 3% increase, compared to \$40.2 million (or \$0.66 per share) in the third quarter of 2018
- Total investment income of \$60.1 million, a 3% increase, compared to \$58.3 million in the third quarter of 2018
- Industry leading ratio of total non-interest operating expenses as a percentage of quarterly average total assets ("Operating Expenses to Assets Ratio") of 1.2% on an annualized basis for the quarter and 1.3% for the trailing twelve month ("TTM") period ended September 30, 2019
- Net increase in net assets resulting from operations of \$33.9 million (or \$0.54 per share)
- Net asset value of \$24.20 per share at September 30, 2019, representing an increase of \$0.11 per share, or 0.5%, compared to \$24.09 per share at December 31, 2018, or an increase of \$0.36 per share, or 1.5%, after excluding the effect of the semi-annual supplemental cash dividend paid in June 2019
- Declared regular monthly dividends totaling \$0.615 per share for the fourth quarter of 2019, or \$0.205 per share for each of October, November and December 2019, representing a 5.1% increase from the regular monthly dividends paid for the fourth quarter of 2018
- Completed \$25.5 million in total lower middle market ("LMM") portfolio investments, including an investment of \$8.8 million in one new LMM portfolio company, which after aggregate repayments of debt principal and return of invested equity capital from several LMM portfolio investments resulted in a net decrease of \$9.8 million in total LMM portfolio investments
- Net increase of \$26.3 million in middle market portfolio investments
- Net increase of \$31.6 million in private loan portfolio investments
- Fully exited portfolio company equity investment in Lamb Ventures, LLC, realizing a gain of \$6.0 million and on a cumulative basis including debt and equity investments, resulting in a total internal rate of return of 11.0% and 2.2 times money invested
- Fully exited portfolio company equity investment in Condit Exhibits, LLC, realizing a gain of \$2.6 million and on a cumulative basis including debt and equity investments, resulting in a total internal rate of return of 22.2% and 2.8 times money invested

In commenting on Main Street's results, Dwayne L. Hyzak, Main Street's Chief Executive Officer, stated, "We are pleased with our operating results for the third quarter, a quarter during which the performance, quality and diversity of our investment portfolio and the leverage of our efficient, low cost operating structure facilitated favorable operating performance and financial results. Despite the current market conditions, we've continued to focus our efforts on sourcing transactions that are consistent with our historical investment profile and on the aspects of our business where we have more control and influence. As a result of our performance, we again generated distributable net investment income per share in excess of our regular monthly dividends, exceeding the regular monthly dividends paid during the quarter by approximately 7%. We believe that the advantages of our differentiated investment strategy and efficient operating structure, and our conservative capital structure and significant liquidity position, have us very well positioned for continued future success."

Third Quarter 2019 Operating Results

The following table provides a summary of our operating results for the third quarter of 2019:

| | Three Months Ended September 30, | | | |
|--|----------------------------------|------------------|-----------------|------------|
| | 2019 | 2018 | Change (\$) | Change (%) |
| Interest income | \$ 46,192 | \$ 46,351 | \$ (159) | (0%) |
| Dividend income | 12,492 | 8,510 | 3,982 | 47% |
| Fee income | 1,384 | 3,402 | (2,018) | (59%) |
| Total investment income | \$ 60,068 | \$ 58,263 | \$ 1,805 | 3% |
| Net investment income | \$ 39,012 | \$ 38,075 | \$ 937 | 2% |
| Net investment income per share | \$ 0.62 | \$ 0.63 | \$ (0.01) | (2%) |
| Distributable net investment income ⁽¹⁾ | \$ 41,584 | \$ 40,222 | \$ 1,362 | 3% |
| Distributable net investment income per share ⁽¹⁾ | \$ 0.66 | \$ 0.66 | \$ - | 0% |
| Net increase in net assets resulting from operations | \$ 33,902 | \$ 68,740 | \$ (34,838) | (51%) |
| Net increase in net assets resulting from operations per share | \$ 0.54 | \$ 1.13 | \$ (0.59) | (52%) |

The \$1.8 million increase in total investment income in the third quarter of 2019 from the comparable period of the prior year was principally attributable to a \$4.0 million increase in dividend income from investment portfolio equity investments, partially offset by (i) a \$2.0 million decrease in fee income and (ii) a \$0.2 million decrease in interest income. The \$1.8 million increase in total investment income in the third quarter of 2019 is net of the negative impact of a decrease of \$1.9 million related to lower accelerated prepayment, repricing and other activity for certain investment portfolio debt investments.

Cash operating expenses (total operating expenses excluding non-cash, share-based compensation expense) increased to \$18.5 million in the third quarter of 2019 from \$18.0 million for the corresponding period of 2018. This increase in cash operating expenses was principally attributable to a \$2.0 million increase in interest expense, partially offset by a \$1.5 million decrease in compensation expense primarily due to a decrease in incentive compensation accruals. The \$2.0 million increase in interest expense was primarily due to our 5.20% Notes, partially offset by decreased interest expense related to our revolving credit facility ("Credit Facility"). Our Operating Expenses to Assets Ratio for the third quarter of 2019 was 1.2% on an annualized basis, compared to 1.5% for the third quarter of prior year and 1.4% for the year ended December 31, 2018.

The \$0.9 million increase in net investment income in the third quarter of 2019 was principally attributable to the increase in total investment income, partially offset by higher operating expenses both as discussed above.

The \$1.4 million increase in distributable net investment income, which is net investment income before non-cash, share-based compensation expense, in the third quarter of 2019 was primarily due to the higher level of total investment income, partially offset by higher operating expenses both as discussed above. Distributable net investment income on a per share basis for the third quarter of 2019 includes the impacts of (i) a decrease of approximately \$0.03 per share from the comparable period in 2018 attributable to the decrease in the comparable levels of accelerated prepayment, repricing and other activity for certain investment portfolio debt investments as discussed above and (ii) a greater number of average shares outstanding compared to the corresponding period in 2018 primarily due to shares issued through our at-the-market, or ATM, program, shares issued pursuant to our equity incentive plans and shares issued pursuant to our dividend reinvestment plan.

The \$34.8 million decrease in the net increase in net assets resulting from operations in the third quarter of 2019 was primarily the result of (i) a \$28.2 million decrease in net unrealized appreciation (depreciation) from portfolio investments, including the impact of accounting reversals relating to realized gains/income (losses), and (ii) a \$15.1 million decrease in the net realized gain (loss) from investments, with these decreases partially offset by (i) a \$7.8 million benefit from the change in the income tax benefit (provision) and (ii) a \$0.9 million increase in net investment income as discussed above. The net realized loss from investments of \$5.9 million for the third quarter of 2019 was primarily the result of (i) the realized loss of \$7.0 million from the restructure of a middle market investment and (ii) the realized loss of \$6.9 million resulting from the exit of a middle market investment, with these realized losses partially offset by the realized gain of \$7.7 million resulting from the exit of two LMM investments.

The following table provides a summary of the total net unrealized depreciation of \$3.2 million for the third quarter of 2019:

| | Three Months Ended September 30, 2019 | | | | |
|--|---------------------------------------|---------------|--------------|---------|----------|
| | LMM (a) | Middle Market | Private Loan | Other | Total |
| | (dollars in millions) | | | | |
| Accounting reversals of net unrealized (appreciation) depreciation recognized in prior periods | | | | | |
| due to net realized (gains / income) losses recognized during the current period | \$ (8.2) | \$ 13.9 | \$ (0.9) | \$ - | \$ 4.8 |
| Net unrealized appreciation (depreciation) relating to portfolio investments | 2.7 | (12.2) | 1.5 | 0.3 (b) | (7.7) |
| Total net unrealized appreciation (depreciation) relating to portfolio investments | \$ (5.5) | \$ 1.7 | \$ 0.6 | \$ 0.3 | \$ (2.9) |
| Unrealized depreciation relating to SBIC debentures (c) | | | | | (0.3) |
| Total net unrealized depreciation | | | | | \$ (3.2) |

(a) LMM includes unrealized appreciation on 27 LMM portfolio investments and unrealized depreciation on 17 LMM portfolio investments.

(b) Other includes (i) \$0.8 million of unrealized appreciation relating to the External Investment Manager, as defined below, partially offset by \$0.5 million of net unrealized depreciation relating to the other portfolio.

(c) Relates to unrealized appreciation on the Small Business Investment Company ("SBIC") debentures previously issued by Main Street Capital II, LP which are accounted for on a fair value basis.

Liquidity and Capital Resources

As of September 30, 2019, we had \$52.3 million in cash and cash equivalents, \$555.0 million of unused capacity under our Credit Facility, which we maintain to support our investment and operating activities, and \$35.2 million of remaining SBIC debenture capacity.

Several details regarding our capital structure as of September 30, 2019 are as follows:

- Our Credit Facility included \$705.0 million in total commitments from a diversified group of seventeen participating lenders, plus an accordion feature which allows us to increase the total commitments under the facility to up to \$800.0 million.
- \$150.0 million in outstanding borrowings under our Credit Facility, with an interest rate of 3.9% based on LIBOR as of September 30, 2019 and effective as of the contractual reset date on October 1, 2019.
- \$311.8 million of outstanding SBIC debentures through our three wholly owned SBIC subsidiaries. These debentures, which are guaranteed by the U.S. Small Business Administration, had a weighted-average annual fixed interest rate of approximately 3.6% and mature ten years from original issuance. The first maturity related to our SBIC debentures occurs in 2020, and the weighted-average remaining duration was approximately 5.4 years.
- \$250.0 million of notes outstanding that bear interest at a rate of 5.20% per year. The 5.20% Notes mature on May 1, 2024 and may be redeemed in whole or in part at any time at our option subject to certain make-whole provisions.
- \$185.0 million of notes outstanding that bear interest at a rate of 4.50% per year (the "4.50% Notes due 2022"). The 4.50% Notes due 2022 mature on December 1, 2022 and may be redeemed in whole or in part at any time at our option subject to certain make-whole provisions.
- \$175.0 million of notes outstanding that bear interest at a rate of 4.50% per year (the "4.50% Notes due 2019"). The 4.50% Notes due 2019 mature on December 1, 2019 and may be redeemed in whole or in part at any time at our option subject to certain make-whole provisions.
- Our net asset value totaled \$1,532.1 million, or \$24.20 per share.

Investment Portfolio Information as of September 30, 2019 (2)

The following table provides a summary of the investments in our LMM portfolio, middle market portfolio and private loan portfolio as of September 30, 2019:

| | As of September 30, 2019 | | |
|--|--------------------------|---------------|--------------|
| | LMM (a) | Middle Market | Private Loan |
| | (dollars in millions) | | |
| Number of portfolio companies | 68 | 52 | 62 |
| Fair value | \$ 1,199.6 | \$ 548.7 | \$ 627.9 |
| Cost | \$ 987.7 | \$ 589.4 | \$ 662.3 |
| % of portfolio at cost - debt | 66.3% | 95.0% | 93.7% |
| % of portfolio at cost - equity | 33.7% | 5.0% | 6.3% |
| % of debt investments at cost secured by first priority lien | 98.1% | 89.8% | 94.4% |
| Weighted-average annual effective yield (b) | 12.0% | 8.9% | 9.8% |
| Average EBITDA (c) | \$ 4.9 | \$ 93.5 | \$ 56.3 |

(a) We had equity ownership in 99% of our LMM portfolio companies, and the average fully diluted equity ownership in those portfolio companies was approximately 41%.

(b) The weighted-average annual effective yields were computed using the effective interest rates for all debt investments at cost, including amortization of deferred debt origination fees and accretion of original issue discount but excluding fees payable upon repayment of the debt instruments and any debt investments on non-accrual status.

- (c) The average EBITDA is calculated using a simple average for the LMM portfolio and a weighted-average for the middle market and private loan portfolios. These calculations exclude certain portfolio companies, including two LMM portfolio companies, two middle market portfolio companies and three private loan portfolio companies, as EBITDA is not a meaningful valuation metric for our investments in these portfolio companies, and those portfolio companies whose primary purpose is to own real estate.

The fair value of our LMM portfolio company equity investments was approximately 175% of the cost of such equity investments and our LMM portfolio companies had a median net senior debt (senior interest-bearing debt through our debt position less cash and cash equivalents) to EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) ratio of 3.1 to 1.0 and a median total EBITDA to senior interest expense ratio of 2.9 to 1.0. Including all debt that is junior in priority to our debt position, these median ratios were 3.2 to 1.0 and 2.7 to 1.0, respectively.^{(2) (3)}

As of September 30, 2019, we had other portfolio investments in eleven companies, collectively totaling \$110.6 million in fair value and \$119.4 million in cost basis, which comprised approximately 4.3% of our investment portfolio at fair value.

As of September 30, 2019, there was no cost basis in our investment in the External Investment Manager and this investment had a fair value of \$70.3 million, which comprised approximately 2.8% of our investment portfolio at fair value.

As of September 30, 2019, we had seven investments on non-accrual status, which comprised approximately 1.6% of the total investment portfolio at fair value and approximately 4.4% at cost. Our total portfolio investments at fair value were approximately 108% of the related cost basis as of September 30, 2019.

External Investment Manager

The External Investment Manager is a wholly owned portfolio company and registered investment advisor that provides investment management services to third parties. The External Investment Manager maintains an investment sub-advisory relationship with HMS Income Fund, Inc., a non-listed business development company ("HMS Income"), and earns management fees for the services provided to HMS Income. During the third quarter of 2019, the External Investment Manager generated \$2.9 million of fee income from this relationship, which consisted of \$2.7 million of base management fees and \$0.2 million in incentive fees, and HMS Income ended the third quarter of 2019 with total assets of approximately \$1.1 billion. The relationship with HMS Income benefited our net investment income by \$2.6 million in the third quarter of 2019 through a \$1.7 million reduction of our operating expenses for expenses we allocated to the External Investment Manager for services we provided to it and \$1.0 million of dividend income we received from the External Investment Manager.

Third Quarter 2019 Financial Results Conference Call / Webcast

Main Street has scheduled a conference call for Friday, November 8, 2019 at 10:00 a.m. Eastern Time to discuss the third quarter of 2019 financial results.

You may access the conference call by dialing 412-902-0030 at least 10 minutes prior to the start time. The conference call can also be accessed via a simultaneous webcast by logging into the investor relations section of the Main Street web site at <http://www.mainstcapital.com>.

A telephonic replay of the conference call will be available through Friday, November 15, 2019 and may be accessed by dialing 201-612-7415 and using the passcode 13695028#. An audio archive of the conference call will also be available on the investor relations section of the company's website at <http://www.mainstcapital.com> shortly after the call and will be accessible for approximately 90 days.

For a more detailed discussion of the financial and other information included in this press release, please refer to the Main Street Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2019 to be filed with the Securities and Exchange Commission (www.sec.gov) and Main Street's Third Quarter 2019 Investor Presentation to be posted on the investor relations section of the Main Street website at <http://www.mainstcapital.com>.

ABOUT MAIN STREET CAPITAL CORPORATION

Main Street (www.mainstcapital.com) is a principal investment firm that primarily provides long-term debt and equity capital to lower middle market companies and debt capital to middle market companies. Main Street's portfolio investments are typically made to support management buyouts, recapitalizations, growth financings, refinancings and acquisitions of companies that operate in diverse industry sectors. Main Street seeks to partner with entrepreneurs, business owners and management teams and generally provides "one stop" financing alternatives within its lower middle market portfolio. Main Street's lower middle market companies generally have annual revenues between \$10 million and \$150 million. Main Street's middle market debt investments are made in businesses that are generally larger in size than its lower middle market portfolio companies.

FORWARD-LOOKING STATEMENTS

Main Street cautions that statements in this press release which are forward-looking and provide other than historical information involve risks and uncertainties that may impact its future results of operations. The forward-looking statements in this press release are based on current conditions and include statements regarding Main Street's goals, beliefs, strategies and future operating results and cash flows. Although its management believes that the expectations reflected in those forward-looking statements are reasonable, Main Street can give no assurance that those expectations will prove to have been correct. Those statements are made based on various underlying assumptions and are subject to numerous uncertainties and risks, including, without limitation: Main Street's continued effectiveness in raising, investing and managing capital; adverse changes in the economy generally or in the industries in which its portfolio companies operate; changes in laws and regulations that may adversely impact its operations or the operations of one or more of its portfolio companies; the operating and financial performance of its portfolio companies; retention of key investment personnel; competitive factors; and such other factors described under the captions "Cautionary Statement Concerning Forward-Looking Statements" and "Risk Factors" included in its filings with the Securities and Exchange Commission (www.sec.gov). Main Street undertakes no obligation to update the information contained herein to reflect subsequently occurring events or circumstances, except as required by applicable securities laws and regulations.

MAIN STREET CAPITAL CORPORATION
Consolidated Statements of Operations
(dollars in thousands, except shares and per share amounts)
(Unaudited)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|--|----------------------------------|------|---------------------------------|------|
| | 2019 | 2018 | 2019 | 2018 |

INVESTMENT INCOME:

Interest, fee and dividend income:

| | | | | |
|---------------------------------------|-----------|-----------|-----------|-----------|
| Control investments | \$ 23,173 | \$ 18,926 | \$ 70,480 | \$ 64,756 |
| Affiliate investments | 8,009 | 9,643 | 25,426 | 27,230 |
| Non-Control/Non-Affiliate investments | 28,886 | 29,694 | 86,818 | 82,089 |
| Total investment income | 60,068 | 58,263 | 182,724 | 174,075 |

EXPENSES:

| | | | | |
|---|-----------------|-----------------|-----------------|-----------------|
| Interest | (12,893) | (10,884) | (37,138) | (31,982) |
| Compensation | (4,322) | (5,798) | (15,907) | (16,962) |
| General and administrative | (2,920) | (2,951) | (9,282) | (9,023) |
| Share-based compensation | (2,572) | (2,147) | (7,279) | (6,883) |
| Expenses allocated to the External Investment Manager | 1,651 | 1,592 | 5,001 | 5,336 |
| Total expenses | <u>(21,056)</u> | <u>(20,188)</u> | <u>(64,605)</u> | <u>(59,514)</u> |
| NET INVESTMENT INCOME | 39,012 | 38,075 | 118,119 | 114,561 |

NET REALIZED GAIN (LOSS):

| | | | | |
|---|----------------|--------------|-----------------|--------------|
| Control investments | 5,869 | - | 4,926 | 4,681 |
| Affiliate investments | 1,850 | 1,898 | (602) | 1,898 |
| Non-Control/Non-Affiliate investments | (13,595) | 7,340 | (18,487) | (3,825) |
| Realized loss on extinguishment of debt | - | - | (5,689) | (2,896) |
| Total net realized gain (loss) | <u>(5,876)</u> | <u>9,238</u> | <u>(19,852)</u> | <u>(142)</u> |

NET UNREALIZED APPRECIATION (DEPRECIATION):

| | | | | |
|--|----------------|---------------|---------------|---------------|
| Control investments | (8,797) | 30,285 | 6,286 | 33,357 |
| Affiliate investments | 1,323 | 3,135 | 3,131 | 16,997 |
| Non-Control/Non-Affiliate investments | 4,547 | (8,159) | 3,737 | (3,264) |
| SBIC debentures | (319) | (53) | 4,625 | 1,296 |
| Total net unrealized appreciation (depreciation) | <u>(3,246)</u> | <u>25,208</u> | <u>17,779</u> | <u>48,386</u> |

INCOME TAXES:

| | | | | |
|--|--------------|----------------|----------------|----------------|
| Federal and state income, excise and other taxes | (1,079) | (759) | (2,745) | (793) |
| Deferred taxes | 5,091 | (3,022) | 254 | (3,304) |
| Income tax benefit (provision) | <u>4,012</u> | <u>(3,781)</u> | <u>(2,491)</u> | <u>(4,097)</u> |

NET INCREASE IN NET ASSETS

| | | | | |
|----------------------------------|------------------|------------------|-------------------|-------------------|
| RESULTING FROM OPERATIONS | <u>\$ 33,902</u> | <u>\$ 68,740</u> | <u>\$ 113,555</u> | <u>\$ 158,708</u> |
|----------------------------------|------------------|------------------|-------------------|-------------------|

NET INVESTMENT INCOME PER SHARE -

| | | | | |
|--------------------------|----------------|----------------|----------------|----------------|
| BASIC AND DILUTED | <u>\$ 0.62</u> | <u>\$ 0.63</u> | <u>\$ 1.88</u> | <u>\$ 1.91</u> |
|--------------------------|----------------|----------------|----------------|----------------|

NET INCREASE IN NET ASSETS RESULTING FROM

| | | | | |
|---|----------------|----------------|----------------|----------------|
| OPERATIONS PER SHARE - BASIC AND DILUTED | <u>\$ 0.54</u> | <u>\$ 1.13</u> | <u>\$ 1.81</u> | <u>\$ 2.65</u> |
|---|----------------|----------------|----------------|----------------|

WEIGHTED AVERAGE SHARES OUTSTANDING -

| | | | | |
|--------------------------|------------|------------|------------|------------|
| BASIC AND DILUTED | 63,297,943 | 60,807,096 | 62,686,139 | 59,836,527 |
|--------------------------|------------|------------|------------|------------|

MAIN STREET CAPITAL CORPORATION
Consolidated Balance Sheets
(dollars in thousands, except per share amounts)

| | September 30, 2019 | December 31, 2018 |
|---------------------------------------|---------------------|---------------------|
| | (Unaudited) | |
| ASSETS | | |
| Investments at fair value: | | |
| Control investments | \$ 1,024,566 | \$ 1,004,993 |
| Affiliate investments | 338,747 | 359,890 |
| Non-Control/Non-Affiliate investments | <u>1,193,883</u> | <u>1,089,026</u> |
| Total investments | 2,557,196 | 2,453,909 |
| Cash and cash equivalents | 52,281 | 54,181 |
| Interest receivable and other assets | 52,145 | 39,674 |
| Receivable for securities sold | - | 1,201 |
| Deferred financing costs, net | <u>3,756</u> | <u>4,461</u> |
| Total assets | <u>\$ 2,665,378</u> | <u>\$ 2,553,426</u> |
| LIABILITIES | | |
| Credit facility | \$ 150,000 | \$ 301,000 |

| | | |
|--|--------------|--------------|
| SBIC debentures (par: \$311,800 (\$37,000 due within one year) and \$345,800 as of September 30, 2019 and December 31, 2018, respectively) | 305,768 | 338,186 |
| 5.20% Notes due 2024 (par: \$250,000 as of September 30, 2019) | 246,257 | - |
| 4.50% Notes due 2022 (par: \$185,000 as of both September 30, 2019 and December 31, 2018) | 183,078 | 182,622 |
| 4.50% Notes due 2019 (par: \$175,000 as of both September 30, 2019 and December 31, 2018) | 174,880 | 174,338 |
| Accounts payable and other liabilities | 23,072 | 17,962 |
| Payable for securities purchased | 6,875 | 28,254 |
| Interest payable | 12,540 | 6,041 |
| Dividend payable | 12,975 | 11,948 |
| Deferred tax liability, net | 17,878 | 17,026 |
| | <hr/> | <hr/> |
| Total liabilities | 1,133,323 | 1,077,377 |
| NET ASSETS | | |
| Common stock | 633 | 613 |
| Additional paid-in capital | 1,481,702 | 1,409,945 |
| Total undistributed earnings | 49,720 | 65,491 |
| | <hr/> | <hr/> |
| Total net assets | 1,532,055 | 1,476,049 |
| | <hr/> | <hr/> |
| Total liabilities and net assets | \$ 2,665,378 | \$ 2,553,426 |
| | <hr/> | <hr/> |
| NET ASSET VALUE PER SHARE | \$ 24.20 | \$ 24.09 |

MAIN STREET CAPITAL CORPORATION
Reconciliation of Distributable Net Investment Income
(dollars in thousands, except per share amounts)
(Unaudited)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|-----------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Net investment income | \$ 39,012 | \$ 38,075 | \$ 118,119 | \$ 114,561 |
| Share-based compensation expense | 2,572 | 2,147 | 7,279 | 6,883 |
| Distributable net investment income (1) | \$ 41,584 | \$ 40,222 | \$ 125,398 | \$ 121,444 |
| Per share amounts: | | | | |
| Net investment income per share - | | | | |
| Basic and diluted | \$ 0.62 | \$ 0.63 | \$ 1.88 | \$ 1.91 |
| Distributable net investment income per share - | | | | |
| Basic and diluted (1) | \$ 0.66 | \$ 0.66 | \$ 2.00 | \$ 2.03 |

MAIN STREET CAPITAL CORPORATION

Endnotes

(1) Distributable net investment income is net investment income as determined in accordance with U.S. Generally Accepted Accounting Principles, or U.S. GAAP, excluding the impact of share-based compensation expense which is non-cash in nature. Main Street believes presenting distributable net investment income and the related per share amount is useful and appropriate supplemental disclosure for analyzing its financial performance since share-based compensation does not require settlement in cash. However, distributable net investment income is a non-U.S. GAAP measure and should not be considered as a replacement for net investment income and other earnings measures presented in accordance with U.S. GAAP. Instead, distributable net investment income should be reviewed only in connection with such U.S. GAAP measures in analyzing Main Street's financial performance. A reconciliation of net investment income in accordance with U.S. GAAP to distributable net investment income is detailed in the financial tables included with this press release.

(2) Portfolio company financial information has not been independently verified by Main Street.

(3) These credit statistics exclude certain portfolio companies for which EBITDA is not a meaningful metric for the statistic.

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