

CAPITAL SOUTHWEST CORP
Form 4
January 06, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Moab Capital Partners LLC

2. Issuer Name and Ticker or Trading Symbol
CAPITAL SOUTHWEST CORP [CSWC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
15 EAST 62ND STREET
(Street)
NEW YORK, NY 10065
(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
01/04/2017
4. If Amendment, Date Original Filed(Month/Day/Year)

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)
6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------------|---|--------------------------|
| | | | | (A) or (D) | Price | | | | | |
| Common Stock | 01/04/2017 | | S | V | 18,972 | D | \$ 16.7462 | 1,641,141 (1) | I | Performance related fees |
| Common Stock | 01/04/2017 | | S | V | 4,746 | D | \$ 16.74 | 1,636,395 (1) | I | Performance related fees |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Edgar Filing: CAPITAL SOUTHWEST CORP - Form 4

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 Owned Following Reporting Transaction (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 |
| Moab Capital Partners LLC 15 EAST 62ND STREET NEW YORK, NY 10065 | | X | | |
| Moab Partners LP 15 EAST 62ND STREET NEW YORK, NY 10065 | | X | | |
| Moab GP LLC 15 EAST 62ND STREET NEW YORK, NY 10065 | | X | | |
| Rothenberg Michael 15 EAST 62ND STREET NEW YORK, NY 10065 | | X | | |

Signatures

Moab Partners, L.P., By: Moab GP, LLC, its general partner, By: Moab Capital Partners, LLC, its manager, By: /s/ Michael Rothenberg 01/04/2017
__Signature of Reporting Person Date

Moab Capital Partners, LLC, By: /s/ Michael Rothenberg 01/04/2017
__Signature of Reporting Person Date

Moab GP, LLC, By: Moab Capital Partners, LLC, its manager, By: /s/ Michael Rothenberg 01/04/2017
__Signature of Reporting Person Date

/s/ Michael Rothenberg

01/04/2017

__Signature of Reporting Person

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).

The securities are owned directly by Moab Partners, L.P. (the "Fund") and a certain separately managed account (the "Managed Account"). Moab GP, LLC ("Moab GP"), the general partner of the Fund, and Moab Capital Partners, LLC ("Moab LLC"), the investment adviser to the Fund and the Managed Account, each may be deemed to beneficially own a portion or all of the securities under

- (1) Section 13(d) of the Securities Exchange Act of 1934 (the "Exchange Act"). Michael M. Rothenberg is the Managing Member of Moab GP and Moab LLC and may also be deemed to beneficially own the securities under Section 13(d) of the Exchange Act. Moab LLC, Moab GP and Mr. Rothenberg disclaim beneficial ownership of the securities for purposes of Section 16 of the Exchange Act, except the extent of their pecuniary interest in the securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.