

CAPITAL SOUTHWEST CORP

Form 5

February 14, 2017

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Moab Partners LP2. 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)

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2016☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

15 EAST 62ND STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

NEW YORK, NY 10065

(City) (State) (Zip)

☐ 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) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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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 2270
(9-02)**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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Put Option (Right to Sell)	\$ 12.5	06/17/2016	Â	J ⁽¹⁾	Â	939	01/15/2016	06/17/2016		Common Stock	93,900 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moab Partners LP 15 EAST 62ND STREET NEW YORK, NY 10065	Â	Â X	Â	Â
Moab Capital Partners LLC 15 EAST 62ND STREET NEW YORK, NY 10065	Â	Â X	Â	Â
Moab GP LLC 15 EAST 62ND STREET NEW YORK, NY 10065	Â	Â X	Â	Â
Rothenberg Michael 15 EAST 62ND STREET NEW YORK, NY 10065	Â	Â X	Â	Â

Signatures

Moab Partners, L.P., By: Moab GP, LLC, its general partner, By: Moab Capital Partners, LLC, its manager, By: /s/ Michael Rothenberg	02/09/2017
_____ **Signature of Reporting Person	Date
Moab Capital Partners, LLC, By: /s/ Michael Rothenberg	02/09/2017
_____ **Signature of Reporting Person	Date
Moab GP, LLC, By: Moab Capital Partners, LLC, its manager, By: /s/ Michael Rothenberg	02/09/2017
_____ **Signature of Reporting Person	Date
/s/ Michael Rothenberg	02/09/2017
_____ **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).

- (1) Filed only to report the expiration, unexercised, of derivative securities (put options) previously reported. The actual number of shares of Common Stock subject to the derivative put option was 93,900.

The securities were 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

- (2) 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 provided 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.