FORM 4

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20040

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Occident 10.1 onn 4 of 1 onn 5	

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * $MARTIN\ GARY\ L$					2. Issuer Name and Ticker or Trading Symbol CAPITAL SOUTHWEST CORP [CSWC]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
MARI	IN GARY	<u>L</u>						001		<u> </u>	<u> </u>	[00	0]		X	Direc	ctor		10% C	wner	
(Last)	(Fii	rst) (Middle)		3. [Date of Earliest Transaction (Month/Day/Year)										Office belov	er (give title v)		Other (specify below)		
12900 PRESTON RD					02/27/2006										Vice President						
STE 700																					
-					4. If	Ame	endment,	Date o	f Original	Filed	(Month/Da	ay/Ye	ar)		6. Individual or Joint/Group Filing (Check Applicable						
(Street)						Line)															
DALLAS	DALLAS TX 75230														Form filed by More than One Reporting						
(0)	(0)		- · \													Pers			опо глор	orag	
(City)	(St	ate) (.	Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D					ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Transaction Disp Code (Instr. 5)		urities Acquired (A) sed Of (D) (Instr. 3,			4 and Sec Ber Ow		ount of ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
										v	Amount		(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	Stock			02/27	7/200	6			S		178		D	\$9	98	8	6,245	D			
		Та	ble II - C								sed of, onvertib				y Oı	vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3		vative urity ir. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	vnership rm: rect (D) Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A) (D)		Date Exercisal		Expiration Date	Title	or Nun of	ount nber res							

Explanation of Responses:

/s/ Gary L. Martin

03/01/2006

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.