

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Armes Joseph B</u> (Last) (First) (Middle) 12900 PRESTON ROAD SUITE 700 (Street) DALLAS TX 75230 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CAPITAL SOUTHWEST CORP [CSWC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 07/15/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/15/2013		A		3,375	A	\$148.08	3,375	D	
Common Stock	07/15/2013		A		4,125	A	\$148.08	7,500	D	
Common Stock	07/15/2013		A		1,250	A	\$148.08	8,750	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Incentive Stock Options ⁽¹⁾	\$148.08	07/15/2013		A		3,375		07/15/2014	07/15/2023	Common Stock	3,375	\$148.08	3,375	D	
Non-Qualified Stock Options ⁽²⁾	\$148.08	07/15/2013		A		4,125		07/15/2014	07/15/2023	Common Stock	4,125	\$148.08	7,500	D	
Non-Qualified Stock Options ⁽³⁾	\$148.08	07/15/2013		A		1,250		07/15/2014	07/15/2023	Common Stock	1,250	\$148.08	8,750	D	

Explanation of Responses:

- Incentive Stock Option vests annually in five equal installments of 675 shares each beginning 7/15/14.
- Non-Qualified Stock Option vests annually in five equal installments of 825 shares each beginning 7/15/14.
- Restricted Stock Grant dated 7/15/2013 with shares awarded in five equal portions of 250 shares each beginning 7/15/14 and on each of the four subsequent anniversaries.

/s/ Joseph B. Armes 07/17/2013
 ** 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.