

**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) January 31, 2013

Capital Southwest Corporation

(Exact name of registrant as specified in its charter)

Texas

811-1056

75-1072796

(State or other jurisdiction of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

12900 Preston Road, Suite 700, Dallas, Texas

75230

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code 972-233-8242

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))
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Item 2.02 Results of Operations and Financial Condition.

On January 31, 2013, Capital Southwest Corporation (the “Company”) issued a press release reporting the net asset value of the Company at December 31, 2012. A copy of the press release is attached hereto as Exhibit 99.1. Pursuant to the rules and regulations of the Securities and Exchange Commission, such exhibit and the information set forth therein and herein shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

- (a) None.
- (b) None.
- (c) None.
- (d) Exhibits

Exhibit Number	Description
<u>99.1</u>	Press Release dated January 31, 2013.

SIGNATURES

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

Dated: January 31, 2013

By: /s/ Gary L. Martin

Name: Gary L. Martin

Title: Chairman and President



Strategic partners for long-term growth

12900 Preston Road, Suite 700
 Dallas, Texas 75230
 T 972.233.8242
 F 972.233.7362

CAPITAL SOUTHWEST CORPORATION ANNOUNCES 12/31/2012 NET ASSET VALUE

DALLAS – January 31, 2013 – Capital Southwest Corporation (NASDAQ: CSWC) today reported total net assets at December 31, 2012 of \$628,089,815 equivalent to \$165.36 per share. Comparative annual data is summarized below:

	<u>December 31, 2012</u>	<u>March 31, 2012</u>	<u>December 31, 2011</u>
Net assets	\$ 628,089,815	\$ 628,707,006	\$ 551,750,266
Shares outstanding	3,798,393	3,754,538	3,754,538
Net assets per share	\$ 165.36	\$ 167.45	\$ 146.95

During the nine months ended December 31, 2012, net assets decreased \$617,191. This decrease is primarily related to a \$5,903,931 decrease in unrealized appreciation of investments resulting from the sale of 2,774,250 shares of common stock of Encore Wire, Inc. and offset by improved earnings in our restricted holdings. The total unrealized gains included in earnings that relate to assets still held at December 31, 2012 are \$78,199,034.

Assuming reinvestment of all dividends and tax credits on retained long-term capital gains, the December 31, 2012 net asset value was 18.4% greater than the March 31, 2012 net asset value of \$167.45 per share and 34.9% above the December 31, 2011 net asset value of \$146.95 per share. It is important to note that during the nine months ended December 31, 2012, we distributed \$66,825,782 or \$17.59 per share of capital gains dividends and \$3,025,032 or \$0.80 per share in ordinary dividends to our shareholders. The assumed reinvestment of the capital gains distribution has positively impacted the rate of return.

About Capital Southwest Corporation

Since Capital Southwest was formed in 1961, we have always sought to invest in companies with strong management teams and sound financial performance. As a public company, we are fortunate to have the flexibility to hold investments indefinitely. It is our dedication to this patient investment strategy that enables our portfolio companies to achieve their full potential. Visit our website www.capitalsouthwest.com to learn about our investment criteria and how our capital can accelerate your company's growth.

This press release may contain historical information and forward-looking statements within the meaning of The Private Securities Litigation Reform Act of 1995 with respect to the business, financial condition and results of operations of the Company. The words "believe," "expect," "intend," "plan," "should" and similar expressions are intended to identify forward-looking statements. Such statements reflect the current views, assumptions and expectations of the Company with respect to future events and are subject to risks and uncertainties. Many factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements, including, among others, changes in the markets in which the Company operates and in general economic and business conditions, competitive pressures, changes in business strategy and various other factors, both referenced and not referenced in this press release. Certain factors that may affect the Company and its results of operations, are included in the "Risk Factors" section of the Company's Annual Report on Form 10-K for the fiscal year ended March 31, 2012 and the Company's subsequent periodic filings with the Securities and Exchange Commission. The Company does not assume any obligation to update these forward-looking statements. This release may also contain non-GAAP financial measures. These measures are included to facilitate meaningful comparisons of our results to those in prior periods and future periods and to allow a better evaluation of our operating performance, in management's opinion. Our reference to any non-GAAP measures should not be considered as a substitute for results that are presented in a manner consistent with GAAP. These non-GAAP measures are provided only to enhance investors overall understanding of our financial performance.

**Contact: Gary L. Martin or Tracy L. Morris
972-233-8242**

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