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MVC CAPITAL, INC.
Form 8-K
April 29, 2010

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)

April 23, 2010

814-00201
(Commission File Number)

MVC CAPITAL, INC.
(THE "FUND")
(Exact name of registrant as specified in its charter)

DELAWARE, 943346760
(Jurisdiction of Incorporation) (IRS Employer Identification Number)

287 BOWMAN AVENUE
2ND FLOOR
PURCHASE, NY 10577
(Address of registrant's principal executive office)

914-701-0310
(Registrant's telephone number)

(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

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))

ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

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On April 27, 2010, MVC Capital, Inc. (the "Fund") held its Annual Meeting of Stockholders. During this meeting, our stockholders were asked to consider and vote upon two proposals: (1) to elect six nominees to serve as members of the Board of Directors of the Fund to serve for a term of one year until the next annual meeting of stockholders, and (2) to ratify the selection of Ernst & Young LLP as the Fund's independent registered public accounting firm for the fiscal year ending October 31, 2010.

For each proposal, the final shareholder voting results were as follows:

Proposal 1: Election of six directors.

NAME -----	VOTES FOR -----	VOTES WITHHELD -----	BROKER NON-VOTES -----
Emilio Dominianni	19,053,384.39	1,177,572.04	1
Gerald Hellerman	18,967,528.39	1,263,428.04	1
Warren Holtsberg	19,034,153.74	1,196,802.69	1
Robert Knapp	19,063,192.74	1,167,763.69	1
William Taylor	19,069,696.39	1,161,260.04	1
Michael Tokarz	18,680,567.12	1,550,389.31	1

Proposal 2: Ratification of the selection of Ernst & Young LLP as the Fund's independent registered public accounting firm.

VOTES FOR -----	VOTES AGAINST -----	ABSTENTIONS -----	BROKER NON-VOTES -----
19,997,997.67	217,294.53	15,665.23	0

ITEM 8.01. OTHER EVENTS.

On April 27, 2010, the Fund issued a press release announcing that the Board of Directors of the Fund approved a share repurchase program authorizing up to \$5 million in share repurchases. A copy of that press release is included as Exhibit 99.1 of this report.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit 99.1. Press release of MVC Capital, Inc. dated April 27, 2010.

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.

MVC CAPITAL, INC.

By: /s/ Michael Tokarz

Michael Tokarz
Chairman

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Dated: April 29, 2010