

ENCORE WIRE CORP  
Form SC 13D/A  
March 07, 2014

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Amendment No. 4  
Under the Securities Exchange Act of 1934

Encore Wire Corporation

---

(Name of Issuer)

Common Stock

---

(Title of Class of Securities)

292562105

---

(CUSIP Number)

Joseph B. Armes  
Chairman of the Board  
President and Chief Executive Officer  
Capital Southwest Corporation  
12900 Preston Road, Suite 700  
Dallas, Texas 75230  
(972) 233-8242

---

(Name, Address and Telephone Number of Person Authorized to Receive Notice and Communications)

---

(Date of Event which Requires Filing of Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the Schedule, including all exhibits. See § 240.13d-7(b) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

---

CUSIP NO. 292562105 13D Page 2 of 5 Pages

NAMES OF  
REPORTING  
PERSONS I.R.S.  
IDENTIFICATION  
NOS. OF ABOVE  
1. PERSONS  
(ENTITIES ONLY)

Capital Southwest  
Corporation

CHECK THE  
APPROPRIATE  
BOX IF A  
2. MEMBER OF A  
GROUP

(see instructions)  
(a) ..  
(b) ..

3. SEC USE ONLY

SOURCE OF  
FUNDS (see  
4. instructions)

WC/AF  
CHECK BOX IF  
DISCLOSURE OF  
LEGAL  
PROCEEDINGS IS  
5. REQUIRED  
PURSUANT TO  
ITEMS 2(d) or  
2(e) ..

Not Applicable  
CITIZENSHIP OR  
PLACE OF  
6. ORGANIZATION

Texas

SOLE  
VOTING  
7. POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH  
8. 1,312,500  
SHARED  
VOTING

POWER

0

SOLE  
DISPOSITIVE

9. POWER

1,312,500

SHARED  
DISPOSITIVE

10. POWER

0

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY

11. EACH  
REPORTING  
PERSON

1,312,500  
CHECK BOX IF  
THE  
AGGREGATE  
AMOUNT IN

12. ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
(see  
instructions) ..  
PERCENT OF  
CLASS  
REPRESENTED

13. BY AMOUNT IN  
ROW (11)

6.34%

14. TYPE OF  
REPORTING  
PERSON (see  
instructions)

CO

---

Page 3 of 5 Pages

This Amendment No. 4 to Schedule 13D amends and restates the previously filed Schedule 13D in its entirety.

Item 1. Security and Issuer

This Schedule 13D relates to the Common Stock, \$0.01 par value, of Encore Wire Corporation, a Delaware corporation (the "Shares" and "Encore," respectively), which has its principal executive offices located at 1329 Millwood Road, McKinney, Texas 75069.

Item 2. Identity and Background

- (a) Capital Southwest Corporation ("CSC")
- (b) The business address of CSC is 12900 Preston Road, Suite 700, Dallas, Texas 75230
- (c) The principal business interests of CSC is the investment of venture capital.
- (d) Not Applicable.
- (e) Not Applicable.
- (f) CSC is a corporation organized under the laws of the State of Texas

Item 3. Source and Amount of Funds or Other Consideration

The purchases of the shares were made in both open market and privately negotiated transactions. The aggregate amount of funds used for such purchases was \$5.2 million. All of the funds required for such purchases came from CSC's working capital.

Item 4. Purpose of Transaction

The Shares owned by CSC were purchased as an investment. CSC has not formulated any plans or proposals which relate to or would result in: (a) the acquisition by any person of additional securities of Encore, or the disposition of securities of Encore; (b) an extraordinary corporate transaction, such as a merger, reorganization or sale of assets of Encore or any of its subsidiaries; (c) a sale or transfer of a material amount of assets of Encore; (d) any change in the present board of directors or management of Encore, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board; (e) any material change in the present capitalization or dividend policy of Encore; (f) any other material change in Encore's business or corporate structure; (g) changes in Encore's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of Encore by any person; (h) causing a class of securities of Encore to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association; (i) a class of equity securities of Encore becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Act; or (j) any action similar to any of those enumerated above.

Item 5. Interest in Securities of Issuer

- (a) CSC As of December 31, 2013, CSC owned of record and beneficially 1,312,500 shares.
- (b) CSC has the sole power to vote and dispose of all 1,312,500 Shares.
- (c) Not Applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Not Applicable

---

Page 4 of 5 Pages

Item 7. Material to be filed as Exhibits

Not Applicable.

---

Page 5 of 5 Pages

SIGNATURES

The undersigned hereby certifies after reasonable inquiry, that to the best of his/her knowledge and belief, the information set forth in this statement is true, complete and correct.

Dated: March 7, 2014

CAPITAL SOUTHWEST  
CORPORATION

By: /s/ Joseph B. Armes  
Joseph B. Armes  
Chairman of the Board  
President and Chief Executive Officer

---