# FORM 4

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

OMB APPROVAL
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hours per response... 0.5

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

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

pe Response	s)														
1. Name and Address of Reporting Person * DULLUM DAVID A R			2. Issuer Name <b>and</b> Ticker or Trading Symbol GLADSTONE INVESTMENT CORPORATION\DE [GAIN]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director					
(Last) (First) (Middle) 1521 WESTBRANCH DRIVE, SUITE 100		3. Date of Earliest Transaction (Month/Day/Year) 03/14/2014									President				
N, VA 221	(Street)		4. If A	mendmen	t, Date	e Origi	nal File	ed(Month	n/Day/Year)		_X_ Form fil	ed by One Repo	orting Person		le Line)
y)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	any		if Co	f Code (Instr. 8)		1		f (D) Beneficia Reported		ally Owned Following I Transaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership
			Ì		(	Code	V	Amoun	(A) or (D)	Price	Ì	, 		(I)	(Instr. 4)
Stock		03/14/2014				P		15,000			58,865			D	
						Acquire	conta the fo	ined ir orm dis	n this form splays a coof, or Bene	m are curre	not requesting ntly valid	uired to res	spond unle	ss	1474 (9-02)
	Date	3A. Deemed Execution Date, Year) any	te, if T	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownershi Form of Derivative Security: Direct (D) or Indirect	Beneficia Ownershi (Instr. 4)
	nd Address of M DAVID  t) ESTBRAN  N, VA 221  Y) Security  2. Conversion or Exercise Price of Derivative	M DAVID A R  (First) ESTBRANCH DRIVE. (Street)  N, VA 22102  (State)  Security  1 Stock  Report on a separate line for Exercise Price of Derivative  (Month/Day/)	mid Address of Reporting Person*  M DAVID A R  (First) (Middle)  ESTBRANCH DRIVE, SUITE 100  (Street)  N, VA 22102  (State) (Zip)  Security 2. Transaction Date (Month/Day/Year)  Table II - 1  (Conversion of Exercise Price of Derivative Price of Derivative (Month/Day/Year)	Address of Reporting Person 2. Is M DAVID A R  Stock  Core (First) (Middle) 3. Date (Month/Day/Year)  Security  Conversion of Exercise Price of Derivative  Core (First) (Middle) 3. Date (Month/Day/Year)  (Street) 4. If A COR  (Middle) 3. Date (Middle) 4. If A COR  (Authorite (Middle) 3. Date (Middle) (Zip)  (Zip) 2. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Authorite (Authorite (Middle) 3. Date (Month/Day/Year) (Middle) 4. If A COR  (Authorite (Middle) 3. Date (Middle) 4. If A COR  (Authorite (Middle) 3. Date (Middle) (Zip) (Middle) (Authorite (Middle)	2. Issuer Name GLADSTON CORPORAT  t) (First) (Middle) ESTBRANCH DRIVE, SUITE 100  (Street) 4. If Amendmen  N, VA 22102  (State) 2. Transaction Date (Month/Day/Year)  1 Stock 03/14/2014  Report on a separate line for each class of securities beneficially of the company of the	And Address of Reporting Person*  M DAVID A R  2. Issuer Name and GLADSTONE IN CORPORATION  (Street)  (Street)  (Street)  (State)  (State)  (Zip)  (State)  (Zip)  (And Address of Reporting Person*  (And CORPORATION)  3. Date of Earliest Tra 03/14/2014  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  (In Stock)  (In Stock)  (And Address of Reporting Person*  (Street)  (Street)  (Street)  (And Hamman And GLADSTONE IN CORPORATION)  3. Date of Earliest Tra 03/14/2014  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  (In Stock)  (In Stock)  (In Stock)  (In Stock)  (In Stock)  (In Street)  (In Stree	and Address of Reporting Person **  M DAVID A R  2. Issuer Name and Ticker of GLADSTONE INVEST CORPORATION\DE [0]  (Strest)  (Street)  (Street)  (Street)  (State)  (State)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (A)  (A)  (A)  (A)  (A)  (A)  (B)  (B	And Address of Reporting Person—  M DAVID A R  Organization (Pirst)  (Street)  (A) Deemed Execution Date, if Code (Instr. 8)  (Ronth/Day/Year)  (Ronth/Day/Year)  (Ronth/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	And Address of Reporting Person **  M DAVID A R    Code   V	2. Issuer Name and Ticker or Trading Symbol GLADSTONE INVESTMENT CORPORATION\DE [GAIN]  (Street)	And Address of Reporting Person —  M DAVID A R  Corporation (First) (Middle)  ESTBRANCH DRIVE, SUITE 100  (Street)  A. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  A. Scourities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Disposed of or or Exercise (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Code (Instr. 8)  Persons who respond to contained in this form are the form displays a curre the form displays a curre (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Code (Instr. 8)  Persons who respond to contained in this form are the form displays a curre (Month/Day/Year)  Amendment, Date or Execution Date, if any (Month/Day/Year)  A. Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Code of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, dequired (A) or Disposed of (D) (D) (Instr. 3, dequired (A) or Disposed of (D) (D) (Instr. 3, dequired (A) or Disposed of (D)	2. Issuer Name and Ticker or Trading Symbol GLADSTONE INVESTMENT CORPORATION/DE [GAIN]   5. Relation GLADSTONE INVESTMENT CORPORATION/DE [GAIN]   7. Title and Execution Date (Month/Day/Year)   1. Stock   03/14/2014   2. Transaction Date (Month/Day/Year)   3. Transaction Code (Instr. 8)   4. Securities Acquired (Instr. 3 a deported of the form displays a currently valid   4. Securities Acquired (Instr. 3 a deported of the form displays a currently valid   5. Amount (A) or Disposed of (D) Price of Date (Month/Day/Year)   6. Date Exercisable (Month/Day/Year)   7. Title and Amount of Date (Month/Day/Year)   7. Title and Amount of Disposed of (D) (Instr. 3 and Amount of Disposed of (D) (Ins	Address of Reporting Person Address of Reporting Person Back (Chemothy Day (Pear) (Chemothy Day (Pear) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (A) (A) or Disposed of, or Beneficially Owned Gregority (Chemothy Day (Pear) (A) or Disposed of (D) (Instr. 3, and 4) (Chemothy Day (Pear) (Chemothy	Address of Reporting Person*  Conversion Date  A If Amendment, Date Original Filed(Month/Day/Year)  (State)  A If Amendment, Date Original Filed(Month/Day/Year)  A Security  A If Amendment, Date Original Filed(Month/Day/Year)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 8)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 8)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 8)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 8)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 8)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Instr. 3)  A Date of Earliest Transaction (Month/Day/Year)  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  A State I - Non-Derivative Securities Ac	Address of Reporting Person.*  M DAVID A R  GLADSTONE INVESTMENT CORPORATION\DE [GAIN]  3. Date of Earliest Transaction (Month/Day/Year) 03/14/2014  4. If Amendment, Date Original Filed\(Month/Day/Year) 03/14/2014  4. If Amendment, Date Original Filed\(Month/Day/Year) 03/14/2014  5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Comber (specify be president)  Security  Cistue)  Cap  Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Form:  (A) or Disposed of (D) (Instr. 3)  Report on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Conversion Form:  Conversion Exercise (Month/Day/Year)  A Stock  D Security  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Conversion Form:  Conversion Exercise (Month/Day/Year)  A Stock  Conversion Form:  Conversion Form:  Conversion Form:  Conversion Person  Conversion Charles  A Scourities Acquired (A) or Disposed of (D) (Instr. 3)  Conversion Form:  Conversion Form:  Conversion Person  Conversion Charles  A Scourities Acquired (A) or Disposed of (D) (Instr. 3)  Conversion Conversio

### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
DULLUM DAVID A R 1521 WESTBRANCH DRIVE SUITE 100 MCLEAN, VA 22102	X		President			

## **Signatures**

Micl	nael LiCalsi, Attorney-in-fact	03/18/2014
	**Signature of Reporting Person	Date

# **Explanation of Responses:**

- \* 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.