
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 13, 2015

Gladstone Investment Corporation

(Exact name of registrant as specified in its charter)

Delaware

001-34007

83-0423116

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

1521 Westbranch Drive, Suite 100, McLean, Virginia

22102

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

703-287-5800

Not Applicable

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))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 9, 2015, David Watson resigned as the Chief Financial Officer and Treasurer of Gladstone Investment Corporation (the "Company"). On January 13, 2015 the board of directors accepted Mr. Watson's resignation and appointed Melissa Morrison, the Company's current Vice President of Banking, as Chief Financial Officer and Treasurer.

Ms. Morrison, age 41, is the current Chief Financial Officer and Treasurer of Gladstone Capital Corporation ("Gladstone Capital"), an affiliate of the Company, serving as Chief Financial Officer since April 2013, Treasurer starting in January 2015, and Assistant Treasurer from July 2014 to December 2014. Prior to that time, Ms. Morrison served as Chief Accounting Officer of Gladstone Capital from November 2011 to April 2013. She has also served as Vice President of Banking of the Company since January 2012. From September 2007 to September 2011, Ms. Morrison provided accounting and finance services in various positions, including U.S. Controller, at Tandberg, Inc., which was acquired by Cisco Systems, Inc. in April 2010.

The Company does not pay cash compensation or provide other benefits directly to Ms. Morrison or to any of its other executive officers. Ms. Morrison is an employee of Gladstone Administration, LLC (the "Administrator"), which is compensated for the services it provides to the Company pursuant to the terms of an administration agreement between the Company and the Administrator (the "Administration Agreement"). Pursuant to the Administration Agreement, the Company makes payments equal to its allocable portion of the Administrator's overhead expenses in performing its obligations under the Administration Agreement including, but not limited to, the Company's allocable portion of the salary and bonus of Ms. Morrison

Item 7.01 Regulation FD Disclosure.

On January 13, 2015, the Company issued a press release, filed herewith as Exhibit 99.1, announcing that its board of directors declared monthly cash distributions for the Company's common stock, 7.125% Series A Cumulative Term Preferred Stock and 6.75% Series B Cumulative Term Preferred Stock for each of January, February and March 2015.

The information disclosed under this Item 7.01, including Exhibit 99.1 hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, and shall not be deemed incorporated by reference into any filings made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit
No. Description

99.1 Press Release issued by Gladstone Investment Corporation on January 13, 2015.

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.

January 13, 2015

Gladstone Investment Corporation

By: /s/ David Gladstone

Name: David Gladstone

Title: Chairman and Chief Executive Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Gladstone Investment Corporation on January 13, 2015.


GLADSTONE INVESTMENT
**Gladstone Investment Announces Monthly Cash Distributions for January, February and March,
2015 and Third Fiscal Quarter Earnings Release and Conference Call Dates**

MCLEAN, VA, January 13, 2015 – Gladstone Investment Corporation (NASDAQ: GAIN) (the “Company”) announced today that its board of directors declared the following monthly cash distributions and also announced its plan to report earnings for the third fiscal quarter ended December 31, 2014:

Regular Monthly Cash Distributions:

Common Stock: \$0.06 per share of common stock for each of January, February and March, 2015, payable per Table 1 below. The Company has paid 114 consecutive monthly cash distributions on its common stock.

Table 1: Summary Table for Common Stock cash distributions:

<u>Ex-Dividend Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Cash Distribution</u>
January 21	January 23	February 3	\$ 0.06
February 13	February 18	February 27	\$ 0.06
March 18	March 20	March 31	\$ 0.06
Total for the Quarter:			<u>\$ 0.18</u>

Series A Term Preferred Stock: \$0.1484375 per share of the Company’s 7.125% Series A Cumulative Term Preferred Stock (“Series A Term Preferred Stock”) for each of January, February and March, 2015, payable per Table 2 below. The Term Preferred Stock trades on the NASDAQ under the symbol “GAINP.”

Table 2: Summary Table for Series A Term Preferred Stock cash distributions:

<u>Ex-Dividend Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Cash Distribution</u>
January 21	January 23	February 3	\$ 0.1484375
February 13	February 18	February 27	\$ 0.1484375
March 18	March 20	March 31	\$ 0.1484375
Total for the Quarter:			<u>\$ 0.4453125</u>

Series B Term Preferred Stock: \$0.140625 per share of the Company’s 6.75% Series B Cumulative Term Preferred Stock (“Series B Term Preferred Stock”) for each of January, February and March, 2015, payable per Table 3 below. The Series B Term Preferred Stock trades on the NASDAQ under the symbol “GAINO.”

Table 3: Summary Table for Series B Term Preferred Stock cash distributions:

<u>Ex-Dividend Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Cash Distribution</u>
January 21	January 23	February 3	\$ 0.140625
February 13	February 18	February 27	\$ 0.140625
March 18	March 20	March 31	\$ 0.140625
Total for the Quarter:			<u>\$ 0.421875</u>

The Company offers a dividend reinvestment plan (the “DRIP”) to its common stockholders. For more information regarding the DRIP, please visit www.gladstoneinvestment.com.

Earnings Announcement:

The Company also announced today that it plans to report earnings after the stock market closes on Wednesday, February 4, 2015, for the third quarter ended December 31, 2014. The Company will hold a conference call on Thursday, February 5, 2015, at 8:30 a.m. EST to discuss its earnings results. Please call (855) 376-7516 to enter the conference call. An operator will monitor the call and set a queue for questions.

A conference call replay will be available beginning one hour after the call and will be accessible through March 5, 2015. To hear the replay, please dial (855) 859-2056 and use playback conference number 17240982.

The live audio broadcast of the Company’s conference call will be available online at www.gladstoneinvestment.com. The event will be archived and available for replay on the Company’s website through April 5, 2015.

If you have questions prior to or following the earnings release you may e-mail them to info@gladstonecompanies.com.

Gladstone Investment Corporation is a publicly traded business development company that seeks to make debt and equity investments in small

and mid-sized businesses in the United States in connection with acquisitions, changes in control and recapitalizations. Information on the business activities of all the Gladstone funds can be found at www.gladstonecompanies.com.

For Investor Relations inquiries related to any of the monthly dividend paying Gladstone funds, please visit www.gladstone.com.

Source: Gladstone Investment Corporation

For further information: Gladstone Investment Corporation, +1-703-287-5893