

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) August 10, 2005

GLADSTONE INVESTMENT CORPORATION
(Exact name of registrant as specified in its chapter)

DELAWARE
(State or other jurisdiction
of incorporation)

000-51233
(Commission
File Number)

83-0423116
(IRS Employer
Identification No.)

1521 WESTBRANCH DRIVE, SUITE 200
MCLEAN, VIRGINIA
(Address of principal executive offices)

22102
(Zip Code)

Registrant's telephone number, including area code: (703) 287-5800

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 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On August 10, 2005, Gladstone Investment Corporation issued a press release announcing its financial results for period June 22, 2005 (commencement of operations) to June 30, 2005. The text of the press release is included as an exhibit to this Form 8-K. Pursuant to the rules and regulations of the Securities and Exchange Commission, such exhibit and the information set forth therein and herein are deemed to be furnished and shall not be deemed to be filed.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits.

Exhibit No.	Description
99.1	Press release dated August 10, 2005

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.

Gladstone Capital Corporation
(Registrant)

August 10, 2005

By: /s/ Harry Brill

(Harry Brill, Chief Financial Officer)

EXHIBIT INDEX

EXHIBIT NO. DESCRIPTION

99.1

Press release dated August 10, 2005

GLADSTONE INVESTMENT CORPORATION REPORTS JUNE 30, 2005 FINANCIAL RESULTS

MCLEAN, Va., Aug. 10 /PRNewswire-FirstCall/ -- Gladstone Investment Corp. (Nasdaq: GAIN) (the "Company") today announced earnings for the period June 22, 2005 (commencement of operations) to June 30, 2005. On June 22, 2005, the Company priced its initial public offering and the stock began trading June 23, 2005 on NASDAQ under the trading symbol "GAIN."

On June 28, 2005, the Company closed the sale of 14,400,000 shares in connection with the initial public offering at an aggregate public offering price of \$216.0 million, reflecting a public offering price of \$15.00 per share. On July 14, 2005, the underwriters exercised in full their option to purchase an additional 2,160,000 shares of common stock. The exercise of the over-allotment option brought the total number of shares sold in the initial public offering to 16,560,000 and provided the Company with an additional \$30.1 million in net proceeds. Total net proceeds received by the Company from the offering were approximately \$230.2 million after underwriting discounts and estimated offering expenses.

Total assets were \$200,628,803 at June 30, 2005. Net asset value was \$200,137,980 or \$13.90 per actual common share outstanding at June 30, 2005. The Company realized a net increase in stockholders' equity resulting from operations of \$19,800 for the period June 22, 2005 (commencement of operations) to June 30, 2005. The net increase in stockholders' equity from operations per basic and diluted common share for the period June 22, 2005 (commencement of operations) to June 30, 2005 was \$0.00.

The Company made no investments during the period June 22, 2005 (commencement of operations) to June 30, 2005. Subsequent to June 30, 2005, the Company invested in three loans for an aggregate investment of \$8.5 million.

Results reported today for investment income and operating expenses are not expected to be indicative of future operating performance. In particular, the Company expects investment income to increase in future quarters, as compared to the period June 22, 2005 (commencement of operations) to June 30, 2005, as a result of the investment of the net proceeds from the initial public offering and as investments are made in portfolio company securities that the Company expects will yield a greater return than the cash and cash equivalents in which the vast majority of the net proceeds of our initial public offering are currently invested.

"We have been pleased with the inflow of opportunities since the fund was launched in June and anticipate that the investment income will grow as the funds are deployed," said Chip Stelljes, President and Chief Investment Officer.

On July 7, 2005, the Company announced that the Board of Directors declared its initial monthly cash dividends of \$0.02 per common share for each of the months of July, August and September of 2005. The dividend declaration in July was the first for Gladstone Investment since it began trading.

Gladstone Investment will host a conference call at 9:30 am EDT, August 11, 2005. To enter the call please dial 888-413-5357 and use the confirmation code 745631. An operator will monitor the call and set a queue for questions. To hear the replay of the call please dial 888-266-2081 and use the confirmation code 745631.

The live audio broadcast of Gladstone Investment's earnings conference call will be available online at <http://www.GladstoneInvestment.com> and <http://www.vcall.com/vcall/index.asp>, with an online replay to follow shortly after the call.

Gladstone Investment Corporation is an investment company that seeks to make debt and equity investments in small and mid-sized private businesses in the U.S. in connection with acquisitions, changes in control and recapitalizations. For more information please visit our website at <http://www.GladstoneInvestment.com>.

For further information contact our Investor Relations Manager, Kelly Sargent at 703-287-5835.

This press release may include statements that may constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, including statements with regard to the future performance of the Company. Words such as "believes," "expects," "anticipates," "estimated," "approximately" "projects" and "future" or similar expressions are intended to identify forward-looking statements. These forward-looking statements inherently involve certain risks and uncertainties, although they are based on the Company's current plans that are believed to be reasonable as of the date of this press release. Factors that may cause the Company's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or

implied by such forward-looking statements include, among others, those factors listed under the caption "Risk factors" of the Company's prospectus dated June 22, 2005, as filed with the Securities and Exchange Commission on June 23, 2005. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

GLADSTONE INVESTMENT CORPORATION
STATEMENT OF ASSETS AND LIABILITIES
(UNAUDITED)

	June 30, 2005

ASSETS	
Cash and cash equivalents	\$ 200,611,011
Prepaid assets	17,792
Deferred offering costs	-
TOTAL ASSETS	\$ 200,628,803
LIABILITIES	
Accounts payable	\$ 128,029
Administration fee payable to Gladstone Administration	27,083
Loan payable to affiliate	-
Accrued offering costs and expenses	335,711
Total Liabilities	490,823
NET ASSETS	\$ 200,137,980
ANALYSIS OF NET ASSETS:	
Common stock, \$0.001 par value, 100,000,000 shares authorized and 14,400,100 shares issued and outstanding	\$ 14,400
Capital in excess of par value	200,103,780
Undistributed net investment income	19,800
Total Net Assets	\$ 200,137,980

GLADSTONE INVESTMENT CORPORATION
STATEMENT OF OPERATIONS

For the Period June 22, 2005 (Commencement of Operations) to June 30, 2005

(UNAUDITED)

INVESTMENT INCOME	
Interest income - cash and cash equivalents	\$ 48,198
EXPENSES	
Administration fee to Gladstone Administration	27,083
Interest	378
Stockholder related costs	635
General and administrative Expenses	302 28,398
NET INVESTMENT INCOME	19,800
NET INCREASE IN STOCKHOLDERS' EQUITY RESULTING FROM OPERATIONS	\$ 19,800
NET INCREASE IN STOCKHOLDERS' EQUITY RESULTING FROM OPERATIONS PER COMMON SHARE:	
Basic and Diluted	\$ -
SHARES OF COMMON STOCK OUTSTANDING:	
Basic and Diluted	14,400,100

GLADSTONE INVESTMENT CORPORATION
FINANCIAL HIGHLIGHTS

For the Period June 22, 2005 (Commencement of Operations) to June 30, 2005

(UNAUDITED)

Per Share Data (1)	
Net proceeds from initial public offering (2)	\$ 13.95
Offering costs	(0.05)
Income from investment operations:	
Net investment income	-
Total from investment operations	-
Distributions	-
Net asset value at end of period	\$ 13.90
Per share market value at beginning of period	\$ 15.00
Per share market value at end of period	15.05
Total Return (3) (4)	0.33%
Shares outstanding at end of period	14,400,100

Ratios/Supplemental Data

Net assets at end of period	\$ 200,137,980
Average net assets (5)	\$ 200,137,980
Ratio of expenses to average net assets-annualized	0.06%
Ratio of net investment income to average net assets-annualized	0.04%

- (1) Based on actual shares outstanding.
- (2) Net of initial underwriting discount of \$1.05 per share.
- (3) Total return equals the increase of the ending market value over the beginning market value divided by the monthly beginning market value.
- (4) Amounts were not annualized.
- (5) Average net assets calculated from June 22, 2005 (commencement of operations) to June 30, 2005.

CONTACT: Kelly Sargent, Investor Relations Manager of Gladstone Investment Corporation, +1-703-287-5835/
Web site: <http://www.gladstoneinvestment.com> /