

GLADSTONE INVESTMENT CORPORATION\DE  
Form 8-K  
March 24, 2008  
**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): March 24, 2008

**Gladstone Investment Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**                      **814-00704**      **83-0423116**  
(State or other jurisdiction)   (Commission   (IRS Employer

of incorporation)              File Number)   Identification No.)

**1521 Westbranch Drive, Suite 200**

**McLean, Virginia**                      **22102**

(Address of Principal Executive Offices)   (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))

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**Item 8.01 Other Events.**

On March 24, 2008, Gladstone Investment Corporation (the "Company") announced that its Board of Directors had approved and set a record date of March 31, 2008 for a transferable rights offering to purchase additional common stock of the Company. The text of the press release is included as an exhibit to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits.

99.1 Press Release dated March 24, 2008

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**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 Investment Corporation  
(Registrant)

Date: March 24, 2008 By: /s/ Mark Perrigo  
Mark Perrigo  
Chief Financial Officer