

GLADSTONE INVESTMENT CORPORATION\DE
Form DEFA14A
July 22, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

GLADSTONE INVESTMENT CORPORATION

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

On Friday, July 22, 2016, Gladstone Investment Corporation (the Company) mailed a letter to certain of its stockholders of record as of June 6, 2016 (Record Date Stockholders) in connection with its 2016 Annual Meeting, urging Record Date Stockholders to cast their votes on the proposals described in the Company's Definitive Proxy Statement on Schedule 14A, which was filed with the Securities and Exchange Commission on June 17, 2016.

The text of the letter is attached below.

July 22, 2016

Dear Fellow Stockholder:

We are writing to remind you that the 2016 Annual Meeting of Stockholders of Gladstone Investment Corporation (the Company) is scheduled for Thursday, August 4, 2016 at 11:00 a.m. Eastern Daylight Time (Eastern Time) at the corporate headquarters of The Gladstone Companies, located at 1521 Westbranch Drive, Suite 100, McLean, Virginia, 22102.

Our records indicate that as of June 6, 2016, the Record Date for the annual meeting, you held shares of the Company and, therefore, you are entitled to vote on the matters described in the Company's Definitive Proxy Statement (the Proxy Statement) and set forth on the proxy card attached thereto, which were mailed to you and filed with the Securities and Exchange Commission on June 17, 2016. Our records indicate that we have not yet received your vote.

For your convenience, a duplicate copy of the proxy card or voting instruction form containing your proxy control has been included with this mailing. Stockholders with questions on how to vote are strongly encouraged to contact the Company's proxy solicitor, Georgeson LLC (Georgeson), at 1-(800)-790-6795.

REMEMBER: Your vote is important, no matter how large or small your holdings may be. Please take a moment to vote your shares.

In particular, the Company's Board of Directors recommends you to vote your shares in favor of all of the proposals described in the Proxy Statement and set forth on the proxy card. Voting promptly will help reduce solicitation costs and will eliminate your receiving follow-up phone calls or mailings.

As the date of the annual meeting approaches, if we have not received your proxy you may receive a call from a representative of Georgeson reminding you to exercise your right to vote.

Thank you in advance for your participation and your consideration in this extremely important matter.

Sincerely,

David Gladstone

Chairman and Chief Executive Officer

Important Information

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On June 17, 2016, Gladstone Investment Corporation filed a Definitive Proxy Statement on Schedule 14A (the Proxy Statement) with the Securities and Exchange Commission (SEC) in connection with Gladstone Investment Corporation 's 2016 Annual Meeting of Stockholders. Stockholders are strongly advised to read the Proxy Statement carefully before making any voting or investment decision because the Proxy Statement contains important information. Gladstone Investment Corporation 's Proxy Statement and any other materials filed by Gladstone Investment Corporation with the SEC can be obtained free of charge at the SEC 's website at www.sec.gov or from Gladstone Investment Corporation at www.gladstoneinvestment.com.