

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) June 8, 2011

**Gladstone Capital Corporation**  
(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**814-00237**  
(Commission  
File Number)

**54-2040781**  
(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))
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**Item 5.03. Amendments to Articles of Incorporation or Bylaws.**

Effective June 8, 2011, the board of directors of Gladstone Capital Corporation (the “Corporation”) amended the Corporation’s Bylaws by unanimous written consent. The amendment exempted the acquisition of the Corporation’s capital stock by current or future stockholders from the provisions of the Maryland Control Share Acquisition Act.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Third Amendment to Bylaws of Gladstone Capital Corporation.

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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 Capital Corporation  
(Registrant)

June 10, 2011

By: /s/ David Watson  
(David Watson, Chief Financial Officer)

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**THIRD AMENDMENT TO BYLAWS**  
**OF**  
**GLADSTONE CAPITAL CORPORATION**

The following Amendment is hereby made to the Bylaws (the "Bylaws") of Gladstone Capital Corporation, (the "Corporation"), as of June 8, 2011:

Article XI, Section 64. of the Bylaws shall be added as follows:

**Section 64. Maryland Control Share Acquisition Act.** The acquisition of the capital stock of the Corporation by current or future stockholders of the Corporation, or their affiliates or associates, shall not be subject to the provisions of the Maryland Control Share Acquisition Act (Md. Code Ann., Corps. & Ass'ns §§ 3-701 et seq.).

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