
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):

April 19, 2012

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

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

1521 Westbrach Drive, Suite 200, McLean, Virginia

(Address of principal executive offices)

22102

(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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On April 19, 2012, Gladstone Capital Corporation (the "Company") provided written notice to the New York Stock Exchange (the "NYSE") of its intention to voluntarily withdraw its 7.125% Series 2016 Term Preferred Stock, par value \$0.001 per share (the "Preferred Stock"), from listing and trading on the NYSE, which is anticipated to be effective after the close of trading on or about April 30, 2012, and to transfer its listing to the NASDAQ Global Select Market ("NASDAQ") and commence trading thereon on or about May 1, 2012. The Preferred Stock has been approved for listing on NASDAQ and will trade under the stock symbol "GLADP."

Also on April 19, 2012, the Company issued a press release announcing the voluntary withdrawal of the Preferred Stock from the NYSE and its transfer to NASDAQ. The press release issued in connection with the announcement is being filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein in its entirety.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press Release of Gladstone Capital Corporation, dated April 19, 2012.

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

April 19, 2012

By: /s/ David Watson

Name: David Watson

Title: Chief Financial Officer and Treasurer

Exhibit Index

Exhibit No.	Description
99.1	Press Release of Gladstone Capital Corporation, dated April 19, 2012.

Gladstone Capital Corporation to Transfer Preferred Stock Listing to NASDAQ

McLean, VA, April 19, 2012: Gladstone Capital Corporation (NASDAQ common stock ticker: GLAD) (the “Company”) announced today that it will transfer the listing of the Company’s 7.125% Series 2016 Term Preferred Stock, par value \$0.001 per share (the “Preferred Stock”) to the NASDAQ Global Select Market (“NASDAQ”). The Preferred Stock, which previously traded on the New York Stock Exchange under the ticker symbol “GLADPRA,” will begin trading on NASDAQ on or about May 1, 2012, under the ticker symbol “GLADP.”

The Company feels that the voluntary transfer to NASDAQ will be more cost effective because all of the other publicly traded Gladstone funds and the Company’s common stock are currently traded on NASDAQ.

Gladstone Capital Corporation is a publicly traded business development company that invests in debt securities consisting primarily of senior term loans, second term lien loans, and senior subordinate term loans in small and medium sized U.S. businesses. The Company has paid 102 consecutive monthly cash distributions on its common stock. Before paying monthly distributions on the common stock, the Company paid eight consecutive quarterly cash distributions. 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 Capital Corporation, +1-703-287-5893

The statements in this press release regarding the Company’s expected transfer of listing and any other statements that are not historical fact are “forward-looking statements.” These forward-looking statements inherently involve certain risks and uncertainties, although they are based on the Company’s current plans that it believes to be reasonable as of the date of this press release. Future events and actual results could differ materially from those set forth in, contemplated by, or underlying these forward-looking statements. Factors that may cause such difference include, among others, the duration and effects of current economic instability, the Company’s ability to access debt and equity capital and those other factors listed under the caption “Risk Factors” of post-effective amendment no. 6 to the registration statement on Form N-2 (file No. 333-162592), filed with the SEC on March 6, 2012 (the “Form N-2”). The risk factors set forth in the Form N-2 under the caption “Risk Factors” are specifically incorporated by reference into this press release. 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.