Edgar Filing: BRUBAKER TERRY LEE - Form 4/A

BRUBAKER TERRY LEE				
Form 4/A				
January 12, 2009				
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION	OMB APPROVAL			
UNITED STATES SECURITIES AND EACHANGE COMMISSION	3235-0287			
Check this box Washington, D.C. 20549	Number: January 31,			
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF	Expires.			
subject to Section 16. SECURITIES	Estimated average			
Form 4 or	burden hours per response 0.5			
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,	•			
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section	on			
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940				
1(b).				
(Print or Type Responses)				
1. Name and Address of Reporting Person * BRUBAKER TERRY LEE2. Issuer Name and Ticker or Trading Symbol5. Relationship of Issuer	5. Relationship of Reporting Person(s) to Issuer			
GLADSTONE INVESTMENT				
CORPORATION\DE [GAIN] (Che	eck all applicable)			
(Last) (First) (Middle) 3. Date of Earliest TransactionX_ Director	10% Owner			
(Month/Day/Year)	ve title Other (specify below)			
1521 WESTBRANCH 11/28/2008	COO			
DRIVE, SUITE 200				
	Joint/Group Filing(Check			
Filed(Month/Day/Year) Applicable Line)	One Reporting Person			
	More than One Reporting			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed	of, or Beneficially Owned			
1.Title of2. Transaction Date2A. Deemed3.4. Securities Acquired5. Amount of	6. Ownership 7. Nature of			
Security(Month/Day/Year)Execution Date, if anyTransaction(A) or Disposed of CodeSecurities(Instr. 3)anyCode(D)Beneficially	Form: Direct Indirect (D) or Beneficial			
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned	Indirect (I) Ownership			
Following Reported	(Instr. 4) (Instr. 4)			
(A) Transaction(s)				
Code V Amount (D) Price (Instr. 3 and 4)				
Common Stock 11/28/2008 P $500 \frac{(2)}{2}$ A \$ 4.69 16,050 $\frac{(1)}{2}$	I By Spouse			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. iorNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BRUBAKER TERRY LEE 1521 WESTBRANCH DRIVE SUITE 200 MCLEAN, VA 22102	Х		COO			
Signatures						
Paula Novara, Attorney-in-fact	01/12	2/2009				

Signature of Reporting Person Date **Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Includes 3,347 shares of common stock which are held in the name of Mr. Brubaker's spouse. Mr. Brubaker disclaims beneficial (1) ownership of those 3,347 shares and this report shall not be deemed an admission that Mr. Brubaker is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (2) Shares Purchased by Mr. Brubaker's spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.