

GLADSTONE CAPITAL CORP
Form 8-K
December 20, 2002

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**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): December 19, 2002

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.)

1616 Anderson Road, Suite 208
McLean, Virginia
(Address of Principal Executive Offices)

22102
(Zip Code)

Registrant's Telephone Number, including Area Code: **(703) 286-7000**

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT

On December 19, 2002, Gladstone Capital Corporation (the "Company"), dismissed Ernst & Young LLP ("Ernst & Young") as its independent auditor and on December 19, 2002 engaged PricewaterhouseCoopers LLP ("PwC") as its new independent auditor for the fiscal year ending September 30, 2003. The Company's decision to change auditors was made by the Company's Audit Committee.

Ernst & Young's reports on the Company's consolidated financial statements for the fiscal year ended September 30, 2002 and the period from May 30, 2001 (inception) through September 30, 2001 did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

In connection with the audits of the Company's financial statements for the fiscal year ended September 30, 2002 and the period from May 30, 2001 (inception) through September 30, 2001, and in the subsequent interim period, there were no disagreements with Ernst & Young

QuickLinks

[Item 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT](#)

[Item 7. Financial Statements, Pro-Forma Financial Information and Exhibits](#)

[SIGNATURES](#)

[EXHIBIT INDEX](#)