

PENNANTPARK INVESTMENT CORP  
Form 8-K  
March 31, 2015

**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**

**March 30, 2015**

**Date of Report (Date of earliest event reported)**

**PennantPark Investment Corporation**

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

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

**814-00736**  
**(Commission**  
  
**File Number)**

**20-8250744**  
**(IRS Employer**  
  
**Identification No.)**

**590 Madison Avenue, 15th Floor, New York, NY**  
**(Address of principal executive offices)**  
**212-905-1000**

**10022**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**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))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

On March 30, 2015, PennantPark Investment Corporation (the Company) held a reconvened annual meeting of stockholders (the Annual Meeting) and submitted one matter to the vote of stockholders. The proposal is described in detail in the Company's definitive joint proxy statement filed with the Securities and Exchange Commission on November 26, 2014. As of December 1, 2014, the record date, 75,092,911 shares of common stock were eligible to vote. A summary of the matter voted upon by the stockholders is set forth below.

**Proposal 1.** The Company's stockholders elected Mr. Adam Bernstein and Mr. Jeffrey Flug each as a Class II director of the Company, each of whom will serve until the 2018 Annual Meeting, or until his successor is duly elected and qualifies.

The voting results are set forth below:

<b>Name</b>	<b>For</b>	<b>Withheld</b>	<b>Non Voted</b>
<i>Class II</i>			
Adam Bernstein	37,653,790	3,018,356	34,420,765
% of Shares Voted	92.58%	7.42%	N/A
Jeffrey Flug	39,026,729	1,645,417	34,420,765
% of Shares Voted	95.95%	4.05%	N/A

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 31, 2015

**PennantPark Investment Corporation**

/s/ AVIV EFRAT  
Aviv Efrat  
Chief Financial Officer & Treasurer