
**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**

February 28, 2017

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)

10022
(Zip Code)

212-905-1000
(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))
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Item 5.07 Submission of Matters to a Vote of Security Holders

On February 28, 2017, 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 proxy statement filed with the Securities and Exchange Commission on December 8, 2016. As of November 30, 2016, the record date, 71,060,836 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 two Class I directors of the Company, who will each serve until the 2020 Annual Meeting and until his successor is duly elected and qualifies.

The voting results as of February 28, 2017, as certified by the inspector of election, are set forth below:

| <u>Name</u> | <u>For</u> | <u>Withheld</u> | <u>Broker Non Vote</u> |
|-------------------|------------|-----------------|----------------------------|
| Marshall Brozost | 36,055,544 | 3,605,359 | 31,399,933 |
| % of Shares Voted | 90.91% | 9.09% | N/A |
| Samuel L. Katz | 37,775,111 | 1,885,792 | 31,399,933 |
| % of Shares Voted | 95.25% | 4.75% | 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.

PennantPark Investment Corporation

Date: March 3, 2017

/s/ Aviv Efrat

Aviv Efrat
Chief Financial Officer & Treasurer