

GLADSTONE COMMERCIAL CORP  
Form 8-K  
August 02, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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) August 2, 2016 (August 2, 2016)**

**Gladstone Commercial Corporation**  
**(Exact Name of Registrant as Specified in Charter)**

**Maryland**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1521 Westbranch Drive, Suite 100**

**001-33097**  
**(Commission**  
**File Number)**

**02-0681276**  
**(IRS Employer**  
**Identification No.)**

**22102**

**McLean, Virginia**  
**(Address of Principal Executive Offices)** **(Zip Code)**  
**Registrant's telephone number, including area code: (703) 287-5800**

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 7.01. Regulation FD Disclosure.**

On August 2, 2016, Gladstone Commercial Corporation (the Company ) issued a press release (the Pricing Press Release ) announcing the pricing of a registered direct placement of 1,230,000 shares of its 7.0% Series D Cumulative Redeemable Preferred Stock (the Series D Preferred Stock ) to select institutional and retail investors pursuant to which the Company will receive net proceeds of approximately \$29.8 million. The Pricing Press Release also provided that the Company intends to use the net proceeds of the sale of the Series D Preferred Stock offering to pay down debt, invest in additional net leased real properties in accordance with the Company s investment objectives and to pay real estate acquisition expenses, to make or invest in mortgage loans in accordance the Company s investment objectives and for other general corporate purposes.

A copy of the Pricing Press Release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. Pursuant to the rules and regulations of the Securities and Exchange Commission, the information set forth in this Item 7.01 and in the attached exhibits is deemed to be furnished and shall not be deemed to be filed.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

<b>Exhibit No.</b>	<b>Description</b>
99.1	Pricing Press Release dated August 2, 2016.

**SIGNATURES**

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.

Gladstone Commercial Corporation

August 2, 2016

By: /s/ Danielle Jones  
Danielle Jones  
Chief Financial Officer

**INDEX TO EXHIBITS**

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