

First California Financial Group, Inc.  
Form 8-K  
May 07, 2010

---

---

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) May 3, 2010

FS Investment Corporation  
(Exact name of Registrant as specified in its charter)

Maryland 0-53424 26-1630040  
(State or other jurisdiction of (Commission File Number) (I.R.S. Employer  
incorporation) Identification No.)

Cira Centre  
2929 Arch Street, Suite 675  
Philadelphia, Pennsylvania  
(Address of principal executive 19104-2867  
offices) (Zip Code)

Registrant's telephone number, including area code (215) 495-1150

None  
(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 2.02. Results of Operations and Financial Condition.

On May 7, 2010, FS Investment Corporation (“FSIC”) issued public guidance concerning its anticipated May 17, 2010 public offering price and announced a May 3, 2010 public offering price of \$10.40 per share. The text of this press release is included as an exhibit to this Form 8-K.

Item 9.01. Financial Statements and Exhibits

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.
- (d) Exhibits.

EXHIBIT NUMBER	DESCRIPTION
<u>99.1</u>	<u>Press release dated May 7, 2010.</u>

---

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.

FS Investment Corporation

Date: May 7, 2010

By: /s/ Michael C. Forman  
Michael C. Forman  
President and Chief Executive Officer