



**FS INVESTMENT CORPORATION**

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Supplement dated February 16, 2011  
to  
Prospectus dated February 8, 2011

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This supplement contains information which amends, supplements or modifies certain information contained in the Prospectus of FS Investment Corporation dated February 8, 2011, as supplemented and amended (as so supplemented and amended, the "Prospectus").

*You should carefully consider the "Risk Factors" beginning on page 33 of the Prospectus before you decide to invest in shares of our common stock.*

**Increase in Public Offering Price**

On February 14, 2011, our board of directors approved an increase in our public offering price from \$10.70 to \$10.75 per share. This increase in our public offering price to \$10.75 per share was effective as of our February 16, 2011 semi-monthly closing and first applied to subscriptions received from February 1, 2011 through February 15, 2011. The purpose of this action was to ensure that our net asset value per share did not exceed our net offering price per share, as required by the Investment Company Act of 1940, as amended.