FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(h)                       |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Forman Michael C.                             |  |      |  |  |  | 2. Issuer Name and Ticker or Trading Symbol FS Investment CORP [ FSIC ]                           |   |                                     |        |  |                    |   | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner  Officer (give title Other (specify)) |   |   |   |                             |  |
|---|--|------|--|--|--|---|---|-------------------------------------|--------|--|--------------------|---|---|---|---|---|-----------------------------|--|
| (Last) (First) (Middle) C/O FS INVESTMENT CORP. CIRA CENTRE 2929 ARCH STREET, SUITE 675 |  |      |  |  |  | 3. Date of Earliest Transaction (Month/Day/Year) 08/15/2014                                       |   |                                     |        |  |                    |   | X Officer (give title Other (specify below) below)  Chief Executive Officer   |   |   |   |                             |  |
| CIRA CENTRE 2929 ARCH STREET, SUITE 6/5   |  |      |  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Che |   |                                     |        |  |                    |   |   |   |   | Filing (Check A   | Applicable                  |  |
| (Street) PHILADELPHIA PA 19104  |  |      |  |  | _  | Line) X   |   |                                     |        |  |                    |   |   |   | Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |                             |  |
| (City)  | (St  | ate) | (Zip)                                      |  |  |   |   |                                     |        |  |                    |   |   | Feis  | SOIT  |   |                             |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned        |  |      |  |  |  |   |   |                                     |        |  |                    |   |   |   |   |   |                             |  |
| 1. Title of Security (Instr. 3)   |  |      | 2. Transaction<br>Date<br>(Month/Day/Year) |  | Execution Date,  |   | 3.<br>Transaction<br>Code (Instr.<br>8) |                                     |        | Acquired (A) or<br>(D) (Instr. 3, 4 and 5) |                    |   | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)  |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                 | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                             |  |
|   |  |      |  |  |  |   | Code                                    | ٧                                   | Amount | (A) or<br>(D)                              | Price              |   | Transaction(s)<br>(Instr. 3 and 4)  |   |   |   |                             |  |
| Common Stock  |  |      | 08/15/2014                                 |  |  |   | <b>p</b> (1)                            |                                     | 96,170 | A  | \$10.              | 3003                                      | 332,396   |   | I   | By<br>Franklin<br>Square<br>Holdings,<br>L.P.                     |                             |  |
| Common Stock  |  |      | 08/15/2014                                 |  |  |   | <b>p</b> (2)                            |                                     | 17,090 | A  | \$10               | \$10.35                                   |   | 72,800  |   | By FSIC<br>Holdings,<br>LLC                                       |                             |  |
| Common Stock  |  |      | 08/18/2014                                 |  |  |   | p <sup>(3)</sup>                        |                                     | 300    | A  | \$10               | ).35                                      | 33  | 32,696  | I   | By<br>Franklin<br>Square<br>Holdings,<br>L.P.                     |                             |  |
| Common Stock  |  |      | 08/19/2014                                 |  |  |   | p(3)                                    |                                     | 100    | A  | \$10               | ).35                                      | 33  | 32,796  | I   | By<br>Franklin<br>Square<br>Holdings,<br>L.P.                     |                             |  |
| Common Stock  |  |      |  | 08/19/2  | 014  |   |   | P <sup>(4)</sup>                    |        | 100  | A                  | \$10                                      | ).35  | 7:  | 2,900   | I   | By FSIC<br>Holdings,<br>LLC |  |
| Common Stock  |  |      |  |  |  |   |   |                                     |        |  |                    |   |   | 5,60  | 06.551 <sup>(5)</sup>   | I   | By Trust                    |  |
| Common Stock  |  |      |  |  |  |   |   |                                     |        |  |                    |   | 9,22  | 26.559 <sup>(5)</sup>   | I   | By<br>Spouse  |                             |  |
| Common Stock  |  |      |  |  |  |   |   |                                     |        |  |                    |   | 2,31  | 9.324 <sup>(5)</sup>  | I   | By Trust<br>FBO<br>Minor<br>Children                              |                             |  |
| Common Stock  |  |      |  |  |  |   |   |                                     |        |  |                    |   | 8,18  | 35.604 <sup>(5)</sup>   | I   | In 401(k)<br>account  |                             |  |
| Common Stock  |  |      |  |  |  |   |   |                                     |        |  |                    |   |   | 124,4   | 196.659 <sup>(5)</sup>  | D   |                             |  |
|   |  | Ta   | able II                                    |  |  |   |   |                                     |        | posed of,<br>convertib                     |                    |   |   | wned  |   |   |                             |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                     | of 2. 3. Transaction 3A. Deemed Execution Date Execution Date, or Exercise (Month/Day/Year) if any |      | 4.   | 5. N of | lumber<br>ivative<br>curities<br>quired<br>or<br>posed<br>D) | 6. Date Ex.<br>Expiration<br>(Month/Dates   |   | rcisable and 7. Title and Amount of |        | and<br>t of<br>ies<br>/ing<br>ive          | 8. De<br>Se<br>(In | Price of<br>rivative<br>curity<br>str. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4)             | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4)                            |   |                             |  |

|   |   | Ta   | able II - Deriva<br>(e.g., p   |  |   |  |   | ired, Disp<br>options,  |  |  |  |  |  |                  |   |
|---|---|--|--|--|---|--|---|---|--|--|--|--|--|------------------|---|
| 1. Title of   | 2.<br>Conversion  | 3. Transaction   | 3A. Deemed Execution Date.   | <b>€</b> ode<br>Trans  |   | (5A)Nu   | ım(150e)r                                 | 6xDectesEblero  |  | 7itīētle   | a6siodares                                   | 8. Price of  | 9. Number of derivative  | 10.<br>Ownership | 11. Nature  |
| Instr. 3<br>(Instr. 3)<br>1. These purc<br>\$10.22 to \$10<br>therein, and the<br>person undert<br>2. These purc<br>\$10.35, inclusion of the | of Bespisas Price of Derivative Desivative Security He inclusion of takes to provide hases were effe sive. The price hese shares in t | etMonth/Day/Year) ected pursuant to a R The price reported in these shares in this r e, upon request, full i ceted pursuant to a R reported in Column his report shall not b |  | Code an adopt ated aver med an the num an adopt ge price on of ber | (Instr.<br>ted by F<br>rage price<br>admission<br>nber of se<br>ted by F<br>The rep<br>neficial | Secural Security Secural Secural Security Secural Secural Security Secural Security Secural Secural Security Secural Security Secural Security Security Secural Security Secur | ourchase<br>langs,<br>person<br>ship of a | (Month/Day/<br>Holdings, L.P.<br>ng person discl<br>l ownership of<br>ed at each sepa<br>LLC on June 1<br>disclaims bene<br>ll of the reporte | on June 12, 2<br>aims beneficia<br>all of the reporate price with<br>2, 2014 (the "<br>ficial ownershed shares for p | Securi<br>Under<br>O Deriva<br>Securi<br>ortand by<br>in the ra<br>FSIC Tr<br>tip of the<br>ourposes | ties Ving Ving Ving Ving Ving Ving Ving Ving | Security (Instr. 5) in resistance exceptoses of Section in this Footing in multiple tacept to the example. | Securities Beneficially Benefic | es ranging from  | Beneficial<br>Ownership<br>(Instr. 4)<br>the reporting<br>m \$10.21 to<br>rein, and the |
| 3. These pure pecuniary into purpose.   | chases were effe<br>erest therein, ar   | ected pursuant to the nd the inclusion of the  | FSH Trading Plan in less shares in this report. FSIC Trading Plan in less shares in this report. | multiple<br>ort shall  | e transac<br>not be c   | tions, o   | each at s<br>an adm                       | \$10.35. The replication of benef   | oorting person icial ownershi  | disclain<br>p of all o   | ns Amountal<br>of One report<br>Number       | ownership or<br>ed shares for  | f these shares exce<br>purposes of Section   | on 16 or for any | y other   |

 $5.\ Includes\ shares\ received\ through\ stock\ distributions\ and\ shares\ purchased\ through\ reinvested\ distributions.$ 

<u>/s/ Michael C. Forman</u> <u>08/19/2014</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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