

New Mountain Finance Corp
Form 4
November 21, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wolfgruber Kurt

(Last) (First) (Middle)

C/O NEW MOUNTAIN FINANCE
CORPORATION, 787 7TH
AVENUE, 48TH FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
New Mountain Finance Corp
[NMFC]

3. Date of Earliest Transaction
(Month/Day/Year)
11/19/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	11/19/2013		P		2,500	A \$ 14.474 (1)	20,535	D	
Common Stock	11/20/2013		P		2,500	A \$ 14.4 (1)	23,035	D	
Common Stock	11/19/2013		P		800	A \$ 14.456	800	I	By Child - Heidi C. Wolfgruber
Common	11/20/2013		P		700	A \$	1,500	I	By Child -

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Stock					14,425 (1)				Heidi C. Wolfgruber
Common Stock	11/19/2013	P	800	A	\$ 14,466	800	I		By Child - Hayley C. Wolfgruber
Common Stock	11/20/2013	P	700	A	\$ 14,428 (1)	1,500	I		By Child - Hayley C. Wolfgruber
Common Stock	11/19/2013	P	800	A	\$ 14,46 (1)	800	I		By Child - Christian K. Wolfgruber
Common Stock	11/20/2013	P	700	A	\$ 14,43 (1)	1,500	I		By Child - Christian K. Wolfgruber
Common Stock	11/19/2013	P	1,000	A	\$ 14,456	1,000	I		Kurt J. Wolfgruber Trustee U/W of Paul J. Wolfgruber
Common Stock	11/20/2013	P	1,000	A	\$ 14,385 (1)	2,000	I		Kurt J. Wolfgruber Trustee U/W of Paul J. Wolfgruber

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or

Number
of
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Wolfgruber Kurt C/O NEW MOUNTAIN FINANCE CORPORATION 787 7TH AVENUE, 48TH FLOOR NEW YORK, NY 10019	X

Signatures

/s/ Kurt J.

Wolfgruber

11/21/2013

Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

The price reported is the average price. The shares were purchased in multiple transactions. The reporting person undertakes to provide to

- (1) the SEC, the issuer and any security holder, upon request, full information regarding the number of shares and the prices at which the shares were purchased.

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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