

New Mountain Finance Corp
 Form 4
 November 21, 2013

FORM 4

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

OMB APPROVAL

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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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/19/2013		P		2,500	A	\$ 14.474 (1)
Common Stock	11/20/2013		P		2,500	A	\$ 14.4 (1)
Common Stock	11/19/2013		P		800	A	\$ 14.456
Common Stock	11/20/2013		P		700	A	\$ 1,500

By Child - Heidi C. Wolfgruber
 By Child -

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Stock						14,425				Heidi C. Wolfgruber
						<u>(1)</u>				
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	1,500		I	By Child - Hayley C. Wolfgruber
						<u>(1)</u>				
Common Stock	11/19/2013		P	800	A	\$ 14,466	800		I	By Child - Christian K. Wolfgruber
						<u>(1)</u>				
Common Stock	11/20/2013		P	700	A	\$ 14,431	1,500		I	By Child - Christian K. Wolfgruber
						<u>(1)</u>				
Common Stock	11/19/2013		P	1,000	A	\$ 14,456	1,000		I	Kurt J. Wolfgruber Trustee U/W of Paul J. Wolfgruber
						<u>(1)</u>				
Common Stock	11/20/2013		P	1,000	A	\$ 14,385	2,000		I	Kurt J. Wolfgruber Trustee U/W of Paul J. Wolfgruber
						<u>(1)</u>				

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

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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. 3)		
				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 Date
 Reporting Person

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