

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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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Wolfgruber Kurt**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**NEW YORK, NY 10019**

(City) (State) (Zip)

**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)			
				(A) or (D)	Price					
				Code	V	Amount				
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				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	\$ 14,46	800		I	By Child - Christian K. Wolfgruber
						<u>(1)</u>				
Common Stock	11/20/2013		P	700	A	\$ 14,43	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
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.

**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                      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.