SEC Form 4

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

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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

| 1. Name and Address of Reporting Person [*] Ogens David | | | | | | 2. Issuer Name and Ticker or Trading Symbol New Mountain Finance Corp [NMFC] | | | | | | | | (Checł | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
|--|---|---|--|------|--|--|--|--|---|-----------------|---|--|--------------------|---|---|-------------------------------|--|--|---|
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/13/2020 | | | | | | | | | Director Officer (g below) | ive title | | 10% Ov Other (s below) | | |
| C/O NEW MOUNTAIN FINANCE CORPORATION 787 7TH AVENUE, 48TH FLOOR | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indiv X | ividual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (Street) NEW YORK NY 10019 (City) (State) (Zip) | | | | | | | | | | | | | | | Form file | d by More | than C | One Reportin | ig Person |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| Date | | | | | onth/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | | ties Acquired (A) or I Of (D) (Instr. 3, 4 ar | | | Securities Beneficiall Following | curities eneficially Owned | | vnership :: Direct (D) direct (I) :. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | (Instr. 3 and 4) | | | | |
| Common Stock 05/1 | | | | | | 5/13/2020 | | | Р | 20,00 | | 0 | A | \$8.08 | 91,8 | 09(1) | | D | |
| 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 | rcise (Month/Day/Year) if any f tive (Month/Day/Year) | | ate, | 4. Transaction Code (Instr. 8) Code V | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date I Expiration (Month/I Date Exercisa | on Da Day/Yo | Expiration Derivative Secur (Instr. 3 and 4) | | derlying curity | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Explanation of Responses:

1. Includes shares acquired under the New Mountain Finance Corporation dividend reinvestment plan since the filing of Mr. Ogen's previous beneficial ownership report on Form 4 on August 14, 2019.

(D)

(A)

Code V

Remarks:

/s/ David Ogens

** Signature of Reporting Person

05/13/2020

Date

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

 * 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.

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 Number.