

New Mountain Finance Corp
 Form 4/A
 October 07, 2014

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 *
KLINSKY STEVEN B

(Last) (First) (Middle)

C/O NEW MOUNTAIN CAPITAL,
 L.L.C., 787 7TH AVENUE, 49TH
 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)
 08/14/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
 08/18/2014

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	08/14/2014		P		89,208	A	\$ 15.1833 (1)
					2,204,824	(2)	D
Common Stock	08/15/2014		P		28,732	A	\$ 15.2075 (1)
					2,233,556	(2)	D
Common Stock					114,874		I
					654,127		I
							See Note (3)
							See Note

Stock

(4)

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

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SEC 1474 (9-02)

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

Table with 10 columns: 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 (Instr. 5), 10. Reporting Person's Title.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for KLINSKY STEVEN B, C/O NEW MOUNTAIN CAPITAL, L.L.C., 787 7TH AVENUE, 49TH FLOOR, NEW YORK, NY 10019 with an 'X' in the Director column.

Signatures

/s/ Steven B. Klinsky 10/07/2014
**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 weighted price. The shares were purchased in multiple transactions. The reporting person undertakes to provide to 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.
(1)
(2)

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This amendment to the Form 4 filed on August 18, 2014 is being filed to correct a mathematical error in Column 5 of Table I, which previously inadvertently double counted 77,582 shares that were acquired by the reporting person on August 12, 2014. No other changes are being made hereby.

- (3) The Steven B. Klinsky Trust directly owns these shares. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) The Steven B. Klinsky Non-GST Exempt Trust directly owns these shares. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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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