
Section 1: 497AD (NEW MOUNTAIN FINANCE CORPORATION 497AD)

Filed Pursuant to Rule 497(a)
File No. 333-230326
Rule 482 AD

Upsized: \$75MM New Mountain Finance Corp (NMFC) Registered Convertible Notes Re-Opening - Morgan Stanley and Wells Fargo Joint Bookrunners

ISSUER: NEW MOUNTAIN FINANCE CORPORATION (THE “COMPANY”)

- **TICKER: NMFC / NYSE**

STRUCTURE: EXISTING CONVERTIBLE NOTES DUE AUGUST 15, 2023

SIZE: \$75,000,000 CONVERTIBLE NOTES (PLUS \$11,250,000 OVER-ALLOTMENT OPTION)

EXPECTED INITIAL PUBLIC OFFERING PRICE: 100.50% OF PAR, PLUS ACCRUED

CUSIP: 647551AC4

LOCK-UP: 15 DAYS

Investors are advised to carefully consider the investment objectives, risks, charges and expenses of the Company before investing. The preliminary prospectus supplement, dated June 3, 2019, and accompanying base prospectus, dated April 29, 2019, each of which has been filed with the Securities and Exchange Commission, contain a description of these matters and other important information about the Company and should be read carefully before investing.

The information in such preliminary prospectus supplement and such accompanying base prospectus, and in this announcement, is not complete and may be changed. The preliminary prospectus supplement, the accompanying base prospectus and this announcement are not offers to sell any securities of the Company and are not soliciting an offer to buy such securities in any jurisdiction where such offer and sale is not permitted.

A shelf registration statement relating to these securities is on file with and has been declared effective by the Securities and Exchange Commission. The offering may be made only by means of a prospectus supplement and an accompanying base prospectus, copies of which may be obtained, when available, from Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014, or by calling (800) 584-6837; or Wells Fargo Securities, LLC, Attention: Equity Syndicate Department, 375 Park Avenue, New York, NY 10152-4077, or by calling (800) 326-5897, or by email: cmclientsupport@wellsfargo.com.

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