Frishkopf John J Form 3 May 11, 2012

### FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement NewStar Financial, Inc. [NEWS] Frishkopf John J (Month/Day/Year) 05/09/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O NEWSTAR FINANCIAL, (Check all applicable) INC., Â 500 BOYLSTON STREET, SUITE 1250 10% Owner Director (Street) \_X\_\_ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Treasurer, Assistant Secretary \_X\_ Form filed by One Reporting Person BOSTON. MAÂ 02116 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 476,224 D Common Stock 1,000 Ι By Spouse

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

SEC 1473 (7-02)

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

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	<ol><li>Nature of Indirect</li></ol>
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)

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			(Instr. 4)		Price of	Derivative	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	(1)	02/12/2015	Common Stock	60,000	\$ 7.32	D	Â
Stock Option (Right to Buy)	(1)	02/04/2016	Common Stock	60,000	\$ 2.86	D	Â
Stock Option (Right to Buy)	(1)	03/18/2016	Common Stock	107,225	\$ 2.76	D	Â
Stock Option (Right to Buy)	(1)	03/18/2016	Common Stock	82,775	\$ 2.76	D	Â
Warrant	(2)	06/18/2014	Common Stock	5,810	\$ 10.9	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b>FG</b>	Director	10% Owner	Officer	Other	
Frishkopf John J C/O NEWSTAR FINANCIAL, INC. 500 BOYLSTON STREET, SUITE 1250 BOSTON. MA 02116	Â	Â	Treasurer, Assistant Secretary	Â	

# **Signatures**

John K. Bray as attorney-in-fact 05/11/2012

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Option is fully vested
- (2) Warrant is fully vested

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.

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