NewStar Financial, Inc. Form 4

February 17, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

SECURITIES

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

Number:

January 31, Expires: 2005 Estimated average

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

(Finit of Type	Responses)									
1. Name and Address of Reporting Person * du Four Mark R.			nbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)			Date of Earli	est Tr	ansaction					
		onth/Day/Ye	ear)		Director		6 Owner			
C/O NEWS	L, 02	/12/2016			_X_ Officer (giv below)	below)	er (specify			
INC., 500 E	EET,				· · · · · · · · · · · · · · · · · · ·	Leveraged Fina	nce			
SUITE 125	0					Troud	zeveragea i ma			
	4. I	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
	File	ed(Month/Day	y/Year)	Applicable Line)					
			•			_X_ Form filed by	One Reporting Pe	erson		
BOSTON, MA 02116						Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - N	Non-D	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	lly Owne		
1.Title of	2. Transaction Dat	e 2A. Deemed	3.		4. Securities Acquired	5. Amount of	6. Ownership	7. Natur		
Security	(Month/Day/Year)	Execution Da	ite, if Tran	nsactio	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Cod	le	(Instr. 3, 4 and 5)	Beneficially	(D) or	Benefic		
		(Month/Day/	Year) (Inst	tr. 8)		Owned	Indirect (I)	Owners		

(City)	(State) (Zip) Table	e I - Non-D	erivative S	Securit	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Stock, par value \$0.01 per share	02/12/2016		A	35,885 (1)	A	\$0	126,811	D	
Common Stock, par value \$0.01 per share	02/13/2016		F	2,816	D	\$ 6.27	123,995	D	
Common Stock, par value \$0.01	02/14/2016		F	722	D	\$ 6.27	123,273	D	

per share

Common

Stock, par 970 122,303 F 02/15/2016 D value \$0.01

per share

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities		ate	7. Title Amoun Underly Securit	t of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Security				Acquired	•		(IIIstr. 3	and 4)		Owne Follo
	Security				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						,
					4, and 5)						
								,	Amount		
						ъ.		(or		
						Date	Expiration		Number		
						Exercisable	Date	(of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

du Four Mark R. C/O NEWSTAR FINANCIAL, INC. 500 BOYLSTON STREET, SUITE 1250 **BOSTON, MA 02116**

Head - Leveraged Finance

Signatures

/s/ John K. Bray as 02/17/2016 attorney-in-fact

**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).

Reporting Owners 2

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(1) The securities reported are shares of restricted stock which will vest in three substantially equal installments on each of the next three anniversaries of the grant date (February 12, 2016).

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.