Bray John Kirby Form 4 December 22, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

Expires:

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OMB APPROVAL

January 31, 2005

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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)

1. Name and Address of Reporting Person * Bray John Kirby			uer Name and l Star Financi			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	fiddle) 3. Date	of Earliest Tr	ansaction		(Check all applicable)				
C/O NEWS	TAR FINANCIA OYLSTON STRI	(Month L, 12/22	n/Day/Year) /2017	unsuction		Director 10% Owner _X_ Officer (give title Other (specify below) Chief Financial Officer			
	(Street)		mendment, Da Month/Day/Year			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BOSTON, N	MA 02116					Form filed by M Person	More than One Re	porting	
(City)	(State)	(Zip) Ta	able I - Non-E	Perivative Se	ecurities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securitie on(A) or Disp (Instr. 3, 4)	osed of (D)	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Benefic Owned Indirect (I) Owner Following (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)			
Common Stock, par value \$0.01 per share	12/22/2017		Code V D	620,404	D (1)	0	D		

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date	Title Number of			
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Bray John Kirby C/O NEWSTAR FINANCIAL, INC. 500 BOYLSTON STREET, SUITE 1250 BOSTON, MA 02116

Chief Financial Officer

Signatures

/s/ John K. Bray 12/22/2017 **Signature of Date Reporting Person

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).

Pursuant to the Agreement and Plan of Merger among the Issuer, First Eagle Holdings, Inc., FE Holdco, LLC, and FE Merger Sub, Inc., each share is being cancelled in exchange for (1) \$11.44 in cash payment and (ii) one contingent value right. Includes 3,770 shares of common stock owned by the reporting person's spouse.

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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