

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

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**FORM N-6F**

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**NOTICE OF INTENT TO ELECT TO BE SUBJECT TO SECTIONS 55  
THROUGH 65 OF THE INVESTMENT COMPANY ACT OF 1940**

The undersigned hereby notifies the Securities and Exchange Commission that it intends to file a notification of election to be subject to sections 55 through 65 of the Investment Company Act of 1940 (the "Act") and in connection with such notice submits the following information:

**Name:** Carlyle GMS Finance, Inc.

**Address of Principal Place of Business:** 520 Madison Ave., 38<sup>th</sup> Floor  
New York, NY 10022

**Telephone Number:** (212) 813-4900

**Name and Address of Agent  
For Service of Process:** Ian J. Sandler  
520 Madison Ave., 38<sup>th</sup> Floor  
New York, NY 10022

The undersigned company hereby notifies the Securities and Exchange Commission that it intends to file a notification of election to be subject to sections 55 through 65 of the Act within ninety days of this filing. The company would be excluded from the definition of an investment company by section 3(c)(1) of the Act, except that it presently proposes to make a public offering of its securities as a business development company.

**SIGNATURE:**

Pursuant to the requirements of section 6(f) of the Act, the undersigned company has caused this notice of intent to elect to be subject to sections 55 through 65 of the Act pursuant to section 54(a) of the Act to be duly executed on its behalf in the city of New York and the State of New York on the 11<sup>th</sup> day of February.

CARLYLE GMS FINANCE, INC.

By: /s/ Ian J. Sandler  
Name: Ian J. Sandler  
Title: Chief Operating Officer and General Counsel

Attest: /s/ Karen Vejseli  
Name: Karen Vejseli  
Title: Chief Financial Officer and Treasurer