

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

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**FORM N-54A**

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**NOTIFICATION OF ELECTION TO BE SUBJECT TO SECTIONS 55  
THROUGH 65 OF THE INVESTMENT COMPANY ACT OF 1940  
FILED PURSUANT TO SECTION 54(a) OF THE ACT**

The undersigned business development company hereby notifies the Securities and Exchange Commission that it elects, pursuant to the provisions of section 54(a) of the Investment Company Act of 1940 (the "Act"), to be subject to the provisions of sections 55 through 65 of the Act and, in connection with such notification of election, submits the following information:

<b>Name:</b>	Carlyle GMS Finance, Inc.
<b>Address of Principal Place of Business:</b>	520 Madison Ave., 38 <sup>th</sup> Floor New York, NY 10022
<b>Telephone Number:</b>	(212) 813-4900
<b>Name and Address of Agent For Service of Process:</b>	Ian J. Sandler 520 Madison Ave., 38 <sup>th</sup> Floor New York, NY 10022

Check one of the following:

- The company has filed a registration statement for a class of equity securities pursuant to section 12 of the Securities Exchange Act of 1934. Give the file number of the registration statement, or if the file number is unknown or has not yet been assigned, give the date on which the registration statement was filed: 000-54899
- The company is relying on rule 12g-2 under the Securities Exchange Act of 1934 in lieu of filing a registration statement for a class of equity securities under that Act.

The file number of the registration as an investment company pursuant to section 8(a) of the Act, if any, of the company: \_\_\_\_\_

The file number of the registration as an investment company pursuant to section 8(a) of the Act, if any, of any subsidiary of the company: \_\_\_\_\_

The undersigned company certifies that it is a closed-end company organized under the laws of the State of Maryland and with its principal place of business in the State of New York; that it will be operated for the purpose of making investments in securities described in section 55(a)(1) through (3) of the Investment Company Act of 1940; and that it will make available significant managerial assistance with respect to issuers of such securities to the extent required by the Act.

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**SIGNATURE:**

Pursuant to the requirements of the Act, the undersigned company has caused this notification of election to be subject to sections 55 through 65 of the Investment Company Act of 1940 to be duly signed on its behalf in the city of New York and State of New York, on the 2nd day of May, 2013.

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