

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>OCM Growth Holdings LLC</u> <hr/> (Last) (First) (Middle) <u>C/O OAKTREE CAPITAL MANAGEMENT</u> <u>333 S. GRAND AVE., 28TH FLOOR</u> <hr/> (Street) <u>LOS ANGELES CA 90017</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Runway Growth Finance Corp. [RWAY]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) <u>05/14/2024</u> <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	05/14/2024		s		4,312,500	D	\$11.5 ⁽¹⁾	11,179,668	D ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾	

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 Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
OCM Growth Holdings LLC

 (Last) (First) (Middle)
C/O OAKTREE CAPITAL MANAGEMENT
333 S. GRAND AVE., 28TH FLOOR

 (Street)
LOS ANGELES CA 90017

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Brookfield Oaktree Holdings, LLC

 (Last) (First) (Middle)
C/O OAKTREE CAPITAL MANAGEMENT
333 S. GRAND AVE., 28TH FLOOR

 (Street)
LOS ANGELES CA 90017

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Oaktree Capital Group Holdings GP, LLC

 (Last) (First) (Middle)

C/O OAKTREE CAPITAL MANAGEMENT
333 S. GRAND AVE., 28TH FLOOR

(Street)
LOS ANGELES CA 90017

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[BROOKFIELD Corp /ON/](#)

(Last) (First) (Middle)

BROOKFIELD PLACE, SUITE 100
181 BAY ST. PO BOX 762

(Street)
TORONTO, ONTARIO Z4 M5J 2T3

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[BAM Partners Trust](#)

(Last) (First) (Middle)

BROOKFIELD PLACE, SUITE 100
181 BAY ST. PO BOX 762

(Street)
TORONTO, ONTARIO Z4 M5J 2T3

(City) (State) (Zip)

Explanation of Responses:

1. On May 14, 2024, the Reporting Persons participated in a block trade in which they sold 4,312,500 shares of common stock (the "Common Stock") of Runway Growth Finance Corp. ("Issuer") for aggregate proceeds of \$49,593,750 (the "Block Sale"). The Common Stock reported as sold includes 562,500 shares of Common Stock sold pursuant to the underwriters' exercise of an overallotment right.
2. Following the Block Sale, OCM Growth Holdings, LLC, a Delaware limited liability company ("OCMGH") directly owns 11,179,668 shares of Common Stock of the Issuer.
3. This Form 4 is being filed by (i) OCMGH; (ii) Brookfield Oaktree Holdings, LLC, a Delaware LLC ("BOH"), in its capacity as the indirect manager of OCMGH; (iii) Oaktree Capital Group Holdings GP, LLC, a Delaware LLC ("OCGHGP"), in its capacity as the indirect owner of class B units of BOH; (iv) Brookfield Corporation, a Canadian corporation ("BN"), in its capacity as the indirect owner of the class A units of BOH and (v) BAM Partners Trust, a trust formed under the laws of Ontario, in its capacity as the sole owner of Class B Limited Voting Shares of BN.
4. Each Reporting Person disclaims beneficial ownership of all equity securities reported herein except to the extent of its respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of any equity securities covered by this Form 4.
5. OCGH GP is managed by an executive committee consisting of Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, John B. Frank, and Jay S. Wintrob (the "OCGH GP Members"). In such capacity, the OCGH GP Members may be deemed to have indirect beneficial ownership of the Common Stock. Each OCGH GP Member expressly disclaims beneficial ownership of the Common Stock, except to the extent of his respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such person is the beneficial owner of any equity securities covered by this Form 4.
6. The Reporting Persons may be deemed directors by deputization by virtue of their right to designate representatives to be nominated by the Issuer to serve on the Issuer's board of directors.

[OCM Growth Holdings, LLC,](#)
[By: Oaktree Fund GP, LLC](#)
[Its: Manager, By: Oaktree](#) [05/16/2024](#)
[Fund GP I, L.P. Its Managing](#)

[Member, /s/ Henry Orren,](#)
[Senior Vice President](#)

[Brookfield Oaktree Holdings,](#)
[LLC, By: Oaktree Capital](#) [05/16/2024](#)
[Group Holdings GP, LLC Its](#)
[Manager, /s/ Henry Orren,](#)

[Senior Vice President](#)

[Oaktree Capital Group](#)
[Holdings GP, LLC, By: /s/](#) [05/16/2024](#)
[Henry Orren, Senior Vice](#)
[President](#)

[BAM Partners Trust, /s/ Kathy](#) [05/16/2024](#)
[Sarpash, Secretary](#)

[Brookfield Corporation, /s/](#)
[Swati Mandava, Managing](#) [05/16/2024](#)
[Director, Legal & Regulatory](#)

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.