

HERCULES TECHNOLOGY GROWTH CAPITAL INC  
Form 8-K  
April 17, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 17, 2012

**Hercules Technology Growth Capital, Inc.**

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction

of incorporation)

**814-00702**  
(Commission

File No.)

**74-3113410**  
(I.R.S. Employer

Identification No.)

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**400 Hamilton Ave., Suite 310 Palo Alto, CA**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (650) 289-3060**

**94301**

**(Zip Code)**

**Not Applicable**

**(Former name or address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing**

On April 17, 2012, Hercules Technology Growth Capital, Inc. (the Company) notified the Nasdaq Global Select Market (NASDAQ) of its intention to voluntarily cease trading on NASDAQ and to transfer its listing of common stock to the New York Stock Exchange (NYSE) effective April 30, 2012. The Company's Board of Directors (the Board) has approved the transfer of the listing of the Company's common stock from the NASDAQ to NYSE. The Board also approved the listing of the Company's 7.00% Senior Notes due 2019 (the Notes) on NYSE. The Company has completed the NYSE application process and has been authorized to transfer the listing of its common stock to the NYSE and to list the Notes on NYSE. The Company anticipates that its common stock will begin trading on NYSE under its current ticker symbol HTGC on or around April 30, 2012. Until that time, the Company expects its common stock to continue trading on NASDAQ. In addition, the Company expects that the Notes will begin trading on NYSE under the ticker symbol HTGZ on or around April 30, 2012.

**Item 8.01 Other Events**

On April 17, 2012, the Company issued a press release. A copy of such press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information disclosed under Item 3.01 and Item 8.01, including Exhibit 99.1 hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

The following Exhibit 99.1 is being furnished herewith to this Current Report on Form 8-K:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated April 17, 2012 of the Company

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

April 17, 2012

By: /s/ **Scott Harvey**  
Scott Harvey  
Chief Legal Officer

**EXHIBIT INDEX**

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