FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

pe Response	s)													
Name and Address of Reporting Person * Shah Parag				2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director To Other (give title below) Other (specify below)				
(Last) (First) (Middle) C/O HERCULES TECHNOLOGY GROWTH CAPITAL,, 31 ST. JAMES AVE., SUITE 790				3. Date of Earliest Transaction (Month/Day/Year) 11/16/2013							Senio	r Managing 1	Director	
(Street) BOSTON, MA 02116				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
Security		2. Transaction Date (Month/Day/Year)	any	e, if C	ode	v	(A) or I (Instr. 3	Oisposed , 4 and 5 (A) or	of (D)	Beneficia Reported	neficially Owned Following ported Transaction(s)		Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock 11/16/2013				\$ 16.85	345,543	5,543								
Report on a s	separate fine i	Table II -	Derivative Sec	urities	Acquir	Persont the f	ons wh tained in form dis	o responding this formal splays and the form	orm ar a curre meficia	e not requently valid	uired to res	spond unle	ss	1474 (9-02)
2. Conversion or Exercise Price of Derivative Security	Date	on 3A. Deemed Execution Da /Year) any	4. Transacti Code	5. Nu of De See Ac (A Disof (In	erivative curities equired) or sposed (D) sstr. 3,	6. D and (Mo	ate Exerc Expirationth/Day/	cisable on Date Year)	7. T Am Und Sec (Ins 4)	Amount or	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivat: Security Direct (or Indirects)	Beneficia Ownershi (Instr. 4)
	ad Address of ag RCULES TL., 31 ST. N, MA 021 Cecurity Stock Report on a second or Exercise Price of Derivative	(First) RCULES TECHNOLO L., 31 ST. JAMES A (Street) N, MA 02116 (State) Gecurity 2. Conversion or Exercise Price of Derivative 3. Transactic (Month/Day)	ad Address of Reporting Person ag (Middle) RCULES TECHNOLOGY GROWTH L,, 31 ST. JAMES AVE., SUITE 790 (Street) N, MA 02116 (State) 2. Transaction Date (Month/Day/Year) 2. Table II - Conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	2. Issuer Name HERCULE CAPITAL IN Address of Reporting Person** 2. Issuer Name HERCULE CAPITAL IN ADDRESS AVE., SUITE 790 (Street) 3. Date of Ear 11/16/2013 4. If Amendm N, MA 02116 (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Deemed Execution Date any (Month/Day/Year) Table II - Derivative Section (e.g., puts, calls of Exercise Price of Derivative Price of D	ag	2. Issuer Name and Ticker HERCULES TECHNOCAPITAL INC [HTGO CAPITAL	2. Issuer Name and Ticker or Transaction (Middle) RCULES TECHNOLOGY GROWTH L., 31 ST. JAMES AVE., SUITE 790 (Street) A. If Amendment, Date Original File (Month/Day/Year) (Street) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative Securities Acquired, Date (Month/Day/Year) 2. Table II - Derivative Securities Acquired, Date (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V 2. Table II - Derivative Securities Acquired, Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V (Instr. 8) Date (Month/Day/Year) A. Deemed Execution Date, if Code (Instr. 8) Code (Instr. 8) Price of Derivative Securities Acquired, Date (Month/Day/Year) (Month/Day/Year) Date (Month/Day/Year) A. Deemed Execution Date, if Code (Instr. 8) Date (Instr. 8) Date (Instr. 8) Date Date (Instr. 8)	2. Issuer Name and Ticker or Trading Synther CULES TECHNOLOGY GROWTH Ly, 31 ST. JAMES AVE., SUITE 790	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC] 3. Date of Earliest Transaction (Month/Day/Year) 11/16/2013 3. Date of Earliest Transaction (Month/Day/Year) 11/16/2013 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 4. Securities Acquired (Instr. 8) (A) or Disposed of (Instr. 8) (A) or Or Ore Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible see (Month/Day/Year) 2. Transaction Or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Instr. 8) (A) or Disposed of (Instr. 8) Persons who respectively (Instr. 8) A. Deemed Execution Date, if Order (Instr. 8) (A) or Disposed of (Instr. 8) (B) Or Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year)	Address of Reporting Person ag 2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Transaction Date (Month/Day/Year) 6. Code (A) or Disposed of (D) (Instr. 3, 4 and 5) 7. Table II - Derivative Securities Acquired (A) or Securities Securities Acquired (A) or Bate (Instr. 8) 8. Transaction Date (A) or Bate (B) or Original Filed(Month/Day/Year) 9. Table II - Derivative Securities Acquired (B) or Original Filed(Month/Day/Year) 1. Stock 11/16/2013 F 954 (II) D \$ 16.85 1. Transaction Conversion Conversion Date (B) or Original Filed(Month/Day/Year) 1. Table II - Derivative Securities Acquired (B) or Original Filed(Month/Day/Year) 1. Stock 11/16/2013 F 954 (II) D \$ 16.85 1. Stock 11/16/2013 F 954 (II) D \$ 16.85 1. Transaction Conversion Conversion Date (B) or Original Filed(Month/Day/Year) 1. Stock 11/16/2013 F 954 (II) D \$ 16.85 1.	Address of Reporting Person age	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC] 3. Date of Earliest Transaction (Month/Day/Year) 11/16/2013 11/16/2013 11/16/2013 11/16/2013 5. Relationship of Reporting Person Senior Managing E Senior Managi	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGG] 5. Relationship of Reporting Person(s) to Issue Director (Check all applicable) 7. CAPITAL INC [HTGG] 7. TITLE INC [HTGG] 7. CAPITAL INC [HTGG] 7. CAPITAL INC [HTGG] 7. TITLE

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Shah Parag C/O HERCULES TECHNOLOGY GROWTH CAPITAL, 31 ST. JAMES AVE., SUITE 790 BOSTON, MA 02116			Senior Managing Director				

Signatures

/s/ Michael Penney, Attorney-in-Fact for Parag Shah	11/19/2013
Signature of Reporting Person	Date

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).
- (1) Represents shares of common stock withheld to pay taxes applicable to the vesting of restricted stock on November 16, 2013.

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.