

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

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Hercules Capital, Inc.**

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
    - (1) Title of each class of securities to which transaction applies:
    - (2) Aggregate number of securities to which transaction applies:
    - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
    - (4) Proposed maximum aggregate value of transaction:
    - (5) Total fee paid:
  - Fee paid previously with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
    - (1) Amount previously paid:
    - (2) Form, schedule or registration statement no.:
    - (3) Filing party:
    - (4) Date filed:
-

Hercules Capital Stockholder: Your vote is still needed for the upcoming Special Meeting!



As an investor in this security, you have the right to vote on important issues.

**Make your voice heard now!**

**Vote Common Shares by:**

June 11, 2020

**Control Number:**

0123456789012345

## Ways to Vote

 [Go to ProxyVote.com](https://www.ProxyVote.com)

 [Call 1-800-690-6903](tel:1-800-690-6903)

This email represents the following share(s):

HERCULES CAPITAL INC - RESTRICTED	123,456,789,012.00000
HERCULES CAPITAL INC	123,456,789,012.00000
HERCULES CAPITAL INC	123,456,789,012.00000
HERCULES CAPITAL INC	123,456,789,012.00000
HERCULES CAPITAL INC	123,456,789,012.00000
HERCULES CAPITAL INC	123,456,789,012.00000
HERCULES CAPITAL INC - COMMON	123,456,789,012.00000

Important Materials: [Proxy Statement](#) [Shareholder Letter](#)

For holders as of April 20, 2020



## Why Should I Vote?

Make your voice heard on critical issues like board elections and executive compensation. The outcome of the vote can affect the value of your shares.



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P.O. Box 1310, Brentwood, NY 11717

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Your vote is important. Vote for the Hercules Capital Special Meeting today!



As an investor in this security, you have the right to vote on important issues.

**Make your voice heard now!**

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