

# 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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Grace Melanie</b>	2. Issuer Name and Ticker or Trading Symbol <b>Hercules Capital, Inc. [HTGC]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>General Counsel &amp; CCO</b>
(Last) (First) (Middle) <b>C/O HERCULES CAPITAL INC., 400 HAMILTON AVENUE SUITE 310</b>	3. Date of Earliest Transaction (Month/Day/Year) <b>08/17/2020</b>	
(Street) <b>PALO ALTO, CA 94301</b>	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>	

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			
Restricted Stock Units	08/17/2020		A		1,329 (1)	A	\$ 11.48	55,590	D	
Restricted Stock Units	08/17/2020		F		25 (2)	D	\$ 11.48	55,565	D	
Restricted Stock Units	08/17/2020		D		112 (3)	D	\$ 11.48	55,453	D	
Common Stock	08/17/2020		A		112 (4)	A	\$ 11.48	35,034	D	
Common Stock	08/17/2020		F		43 (5)	D	\$ 11.48	34,991	D	

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

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**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

## Reporting Owners

Reporting Owner Name / Address	<b>Relationships</b>			
	Director	10% Owner	Officer	Other

Grace Melanie C/O HERCULES CAPITAL INC. 400 HAMILTON AVENUE SUITE 310 PALO ALTO, CA 94301			General Counsel & CCO	
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## Signatures

/s/ /Melanie Grace		08/19/2020
**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 vested dividend equivalent shares issued on August 17, 2020.
- (2) Represents dividend equivalent shares withheld to pay taxes applicable to the vesting of deferred dividend equivalent shares on August 17, 2020.
- (3) Represents released dividend equivalent shares converted to Hercules Capital, Inc. common stock on August 17, 2020.
- (4) Represents Hercules Capital, Inc. common stock received from released vested dividend equivalent shares on August 17, 2020.
- (5) Represents Hercules, Inc. common stock withheld to pay taxes applicable to the vesting of released dividend equivalent shares on August 17, 2020.

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

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