FORM 4

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

OMB APPROVAL
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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

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, 400 HA	ECHNOLO MILTON A	GY GROWTH		of Earli		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 X Officer (give title below) Other (specify below) Senior Managing Director				
ГО, СА 9	(Street)		3. Date of Earliest Transaction (Month/Day/Year) 12/17/2010									Senior	· Managing L	pirector			
	(Street) PALO ALTO, CA 94301				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 Acqui							quir	ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye		Date	(Month/Day/Year)		8)	(A) or Dispos (Instr. 3, 4 an		Disposed , 4 and 5 (A) or	of (I	S(D) Beneficially Owne Reported Transacti (Instr. 3 and 4)		ly Owned F Transaction	ollowing (s)	Form: Direct (D) or Indirect (I)	Beneficial Ownership		
Common Stock \$0.001 par value 12/17/2010					F		230 (1) D \$ 10.1		1 1	153,218			D				
port on a si	eparate fine to	Table II -	Derivativ	ve Secu	rities	s Acqı	P c tl	Persor contain he for l, Disp	ns wh ned ir m dis	o respo this fo plays a of, or Be	rm a	are i rent	not requ	ired to res	pond unles	ss	1474 (9-02)
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Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Bhaumik Sam C/O HERCULES TECHNOLOGY GROWTH CAPITAL 400 HAMILTON AVENUE PALO ALTO, CA 94301			Senior Managing Director			

Signatures

/s/Scott Harvey, Attorney-in-Fact for Sam Bhaumik	12/21/2010
-**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 December 17, 2010.

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.