## FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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hours per response... 0.5

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)															
1. Name and Address of Reporting Person * Lake Robert C				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)				
(Last) (First) (Middle) C/O HERCULES TECHNOLOGY, 400 HAMILTON AVENUE, SUITE 310				3. Date of Earliest Transaction (Month/Day/Year) 05/29/2015									<u>Cn</u>	iei Credit Oi	ncer	
(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 tired, Disposed of, or Beneficially Owned				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acqui							quire					
Security		2. Transaction Date (Month/Day/Year)	Execution I any	Date, if	Cod (Ins	e tr. 8)	v	(A) or I (Instr. 3	Oisposed B, 4 and 3 (A) or	l of (D 5)	D) B R (1	Beneficia Reported	eficially Owned Following orted Transaction(s)		Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock 05/29/20		05/29/2015			1	A		19,750 (1)	) A	\$ 12.8	33 1	19,750			D	
Report on a s	reparate line is	Table II - 1	Derivative S	ecurit	ties Ac	equire	Pers cont the f	ons whained in orm dis	no responding this formula of the second sec	orm a a curr enefici	are n rent ially	not requ ly valid	ired to res	spond unle	ss	1474 (9-02)
	Date	3A. Deemed Execution Da any	te, if Transa Code	action	5. Numb of Deriv Secur Acqu (A) o Dispo of (D (Instr	per rative rities ired rosed ) . 3,	6. Da and 1 (Mon	ate Exer Expirationth/Day/	cisable on Date 'Year)	7. Ai Ui Se (Ir 4)	Title mounder nder ecuri nstr.	nt of llying ties 3 and Amount or		Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivati Security Direct ( or Indirects)	Beneficial Ownership (Instr. 4)
	and Address of bert C  RCULES TON AVE  LTO, CA  Security  Security  2.  Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative	Address of Reporting Person bert C  (First) (Middle) RCULES TECHNOLOGY, 400 FON AVENUE, SUITE 310 (Street)  LTO, CA 94301 (State) (Zip)  Gecurity 2. Transaction Date (Month/Day/Year)  Table II - 1  Conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	and Address of Reporting Person Detert C  Detert C  CAPITA  3. Date of H  05/29/20  3. Date of H  05/29/20  3. Date of H  05/29/20  4. If Amend  LTO, CA 94301  (State)  2. Transaction Date (Month/Day/Year)  A Stock  05/29/2015  Conversion or Exercise Price of Derivative Price of Derivative  Detert C  CAPITA  2. Issuer M  HERCUIC  CAPITA  3. Date of H  05/29/20  4. If Amend  Execution I any (Month/Day/Year)  3. Date of H  05/29/20  4. If Amend  Execution I any (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	2. Issuer Name: HERCULES TO CAPITAL INC.  (First) (Middle) RCULES TECHNOLOGY, 400 FON AVENUE, SUITE 310  (Street) 4. If Amendment,  (Street) 2. Transaction Date (Month/Day/Year)  Price of Derivative  2. Issuer Name: HERCULES TO CAPITAL INC.  (Middle) 3. Date of Earlies 05/29/2015  4. If Amendment, (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities beneficially of Code (Instr. 8)	2. Issuer Name and The HERCULES TECHNOLOGY, 400  (Street)  (Street)  (Street)  (State)  (State)  (State)  (State)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A)  (Ce.g., puts, calls, warranter and The HERCULES TECHNOLOGY, 400  (Street)  (Street)  (State)  (State)  (State)  (State)  (State)  (State)  (State)  (A)  (Code (e.g., puts, calls, warranter and The HERCULES TECHNOLOGY, 400  (Instruction Date of Earliest Transection Date (e.g., puts, calls, warranter and The HERCULES TECHNOLOGY, 400  (Street)  (Street)  (Month/Day/Year)  (Month/Day/Year)  (A)  (Code of Derivative Securities Deneficially Owned of Code (Instruction Date, if an any (Month/Day/Year))  (Month/Day/Year)  (Month/Day/Year)	2. Issuer Name and Ticker of HERCULES TECHNOLOGY, 400 CAPITAL INC [HTGC] CAPITAL INC [HTGC] CAPITAL INC [HTGC] 3. Date of Earliest Transaction 05/29/2015  3. Date of Earliest Transaction 05/29/2015  4. If Amendment, Date Origin 15 (Street)  4. If Amendment, Date Origin 16 (Month/Day/Year)  4. If Amendment, Date Origin 17 (State)  5. Transaction Date (Month/Day/Year)  6. Stock  6. Stock  6. Stock  7. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 17 (Code (Instr. 8))  7. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  8. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  8. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  8. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  9. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  19. (Month/Day/Year)  10. Stock  10. Stock  10. Stock  11. Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  11. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  12. Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  13. Transaction Date (e.g., puts, calls, warrants, op 18 (Month/Day/Year)  14. If Amendment, Date Origin (Instr. 8)	2. Issuer Name and Ticker or Tra HERCULES TECHNOLOGY CAPITAL INC [HTGC]  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Fi  LTO, CA 94301  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. 8)  Code V  Code V  Table II - Derivative Securities Acquired, Diate (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Diate (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Diate (Month/Day/Year)  (Month/Day/Year)  A Security  Code (Instr. 8)  Date (Instr. 3, 4, and 5)	Date (Month/Day/Year)  1. Issuer Name and Ticker or Trading Sy HERCULES TECHNOLOGY GROCAPITAL INC [HTGC]  3. Date of Earliest Transaction (Month/Day 05/29/2015  4. If Amendment, Date Original Filed(Month 1/2)  5. Transaction (Month/Day/Year)  6. Date (A) or I (Instr. 3)  7. Table II - Derivative Securities Acquired, Disposed of CD (Instr. 3)  8. Transaction Or Exercise (Month/Day/Year)  9. Table II - Derivative Securities Acquired, Disposed of CD (Instr. 3)  1. Transaction Or Exercise (Month/Day/Year)  1. Stock (Month/Day/Year)  1. Stock (Month/Day/Year)  1. Stock (Month/Day/Year)  1. Stock (Month/Day/Year)  2. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  8. A. Deemed Execution Date, if Transaction Code (Instr. 8)  1. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  1. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  2. Date II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month 1/2)  4. If Amendment, Date Original Filed(Month 1/2)  5. Transaction Code (Instr. 8)  8. Date Month 1/2 (Instr. 3)  9. Code V Amound 1/2 (Instr. 3)  1. Transaction Code (Instr. 8)  2. Transaction Code (Instr. 8)  3. Transaction Code (Instr. 8)  4. If Amendment, Date Original Filed(Month 1/2)  5. Code V Amound 1/2  6. Date Exercise (Month 1/2)  8. Date Original Filed(Month 1/2)  9. Date Original Filed(Month 1/2)  1. Table II - Non-Derivative Securities Acquired (A) or Disposed of (	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  3. Date of Earliest Transaction (Month/Day/Year) 05/29/2015  3. Date of Earliest Transaction (Month/Day/Year) 05/29/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 05/29/2015  4. Security 05/29/2015  4. Securities If Code (Instr. 8) (Instr. 8) (Instr. 8) (Instr. 8) (Instr. 8) (Instr. 8) 05/29/2015  4. Securities Acquired (A) or Disposed of Ore Instruction Date (e.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Instr. 3, 4, and 5)	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]     Color	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]   3. Date of Earliest Transaction (Month/Day/Year)   05/29/2015   05/	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]   Street   Street Noted (Month/Day/Year)   Street Noted (Month/Day	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]   3. Date of Earliest Transaction (Month/Day/Year)   5. Relationship of Reported Chercular Capital Filed, Month/Day/Year)   6. Individual or Joint/X. Form filed by More than Capital Filed, Month/Day/Year)   6. Individual or Joint/X. Form filed by More than Capital Filed, Month/Day/Year)   7. Transaction   7. Transaction	Security   2. Transaction   Date (Month/Day/Year)   Date (Security)   Date (Securi	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. Officer (give site below)   7. Officer

#### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Lake Robert C C/O HERCULES TECHNOLOGY 400 HAMILTON AVENUE, SUITE 310 PALO ALTO, CA 94301			Chief Credit Officer					

### **Signatures**

/s/Ben Bang, Attorney-in-Fact for Robert C. Lake	_	06/02/2015
-*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) Restricted stock issued as a grant pursuant to the Amended and Restated Equity Incentive Plan vesting as to one-third of the shares on the one year anniversary of the grant date and vests as to the remaining shares in equal amounts on a quarterly basis over the two years following the initial vesting date.

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.