

Edgar Filing: HERCULES TECHNOLOGY GROWTH CAPITAL INC - Form 8-K

HERCULES TECHNOLOGY GROWTH CAPITAL INC

Form 8-K

September 29, 2005

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) September 29, 2005

Hercules Technology Growth Capital, Inc.

(Exact Name of Registrant as Specified in its Charter)

Maryland	000-51174	74-3113410
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)

525 University Avenue, Suite 700, Palo Alto, CA	94301
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(Address of principal executive offices)	zip code

Registrant's telephone number, including area code 650/289-3060

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 8.01 OTHER EVENTS

On September 29, 2005, Hercules Technology Growth Capital, Inc. announced they will be Added to Russell Microcap(TM) Index

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

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(c) Exhibits

99.1 Press release dated September 29, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

September 29, 2005

/s/ SCOTT HARVEY

 Scott Harvey
 Chief Legal Officer

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION OF EXHIBITS
99.1	Press Release dated September 29, 2005.

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 01/14/2019 A 22,711 ⁽¹⁾ A \$ 0 100,365 D Restricted Stock
 Units 01/14/2019 A 30,494 ⁽²⁾ A \$ 0 130,859 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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,	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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tessler Herve 201 MERRITT 7 NORWALK, CT 06851			Executive Vice President	

Signatures

/s/ Douglas H. Marshall 01/16/2019

 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) On April 6, 2018, the Compensation Committee of the Board of Directors (the "Committee") granted 2018 performance share awards under the Issuer's E-LTIP program. Because of the then-pending Fujifilm transaction and other factors, the Committee determined to establish performance goals for 2018 for one-third of the awarded target shares but to defer establishing vesting conditions for the balance of the awards until a later date. The Committee has determined that, effective January 14, 2019, the balance of the awards will be subject to service-based vesting conditions and will pay out at target. The serviced-based portion of the awards are being reported on this Form 4. These awards will vest in full on April 6, 2021.
- (2) This award of restricted stock units vests in three installments of 25%, 25% and 50% on the first, second and third anniversaries of the date of grant, January 14, 2019.

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.