

HERCULES TECHNOLOGY GROWTH CAPITAL INC  
Form 8-K  
October 22, 2008

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

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**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): **October 21, 2008**

**Hercules Technology Growth Capital, Inc.**

(Exact name of registrant as specified in its charter)

**Maryland**                      **814-00702**                      **74-3113410**  
(State or other jurisdiction    (Commission File No.)    (I.R.S. Employer

of incorporation)    Identification No.)

400 Hamilton Ave., Suite 310

Palo Alto, CA    94301  
(Name and Address of principal executive offices)    (Zip Code)

Registrant's telephone number, including area code: **(650) 289-3060**

Not Applicable

(Former name or 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 2.02 Results of Operations and Financial Condition**

**On October 21, 2008, Hercules Technology Growth Capital, Inc., issued a press release announcing preliminary earnings for the quarter ended September 30, 2008 and that it had declared a dividend. The text of this press release is included as an exhibit to this Form 8-K.**

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

99.1 Press Release dated October 21, 2008.

**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.

October 21, 2008

/s/ Scott Harvey  
Scott Harvey  
Chief Legal Officer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description of Exhibits</b>       |
|--------------------|--------------------------------------|
| 99.1               | Press Release dated October 21, 2008 |