Jaquez-Fissori Todd Form 3 October 13, 2011

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

0.5

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response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

SECURITIES

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement HERCULES TECHNOLOGY GROWTH CAPITAL INC À Jaquez-Fissori Todd (Month/Day/Year) [HTGC] 10/10/2011 (Last) (Middle) 4. Relationship of Reporting (First) 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O HERCULES (Check all applicable) **TECHNOLOGY GROWTH**

Director 10% Owner X_ Officer Other (give title below) (specify below) Tech & Clean Tech Group Head

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

PALO ALTO. CAÂ 94301

CAPITAL, Â 400 HAMILTON

(Street)

AVE., SUITE 310

(State) (City)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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Direct (D) or Indirect (I)

(Instr. 5)

Common Stock par value \$0.001 $10,000^{(1)}$

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

D

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

4. 5. Conversion Ownership 6. Nature of Indirect Beneficial Ownership

(Instr. 5) or Exercise Form of

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Options to Purchase Common Stock	(2)	12/09/2016	Common Stock \$0.001 par value	21,000	\$ 9.85	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
coporting o water time, reduced		10% Owner	Officer	Other		
Jaquez-Fissori Todd C/O HERCULES TECHNOLOGY GROWTH CAPITAL 400 HAMILTON AVE., SUITE 310 PALO ALTO, CA 94301	Â	Â	Tech & Clean Tech Group Head	Â		
Signatures						
/Scott Harvey/Attorney-in-Fact for Todd Jaquez-Fissori	10/13	3/2011				
**Signature of Reporting Person	D	ate				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 2004 Equity Incentive Plan and subject to forfeiture restrictions of one-fourth lapsing on 3/30/2012 followed by prorata monthly lapsing over the following 36 months.
- (2) 4,667 shares are fully vested and exercisable. The remaining shares vest prorata monthly through 12/09/12.

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.

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