

Baron Jessica T
Form 3
June 10, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

| | | | |
|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Baron Jessica T</p> <p>(Last) (First) (Middle)</p> <p>C/O HERCULES TECHNOLOGY GROWTH CAPITAL,Â 400 HAMILTON AVE., SUITE 310</p> <p>(Street)</p> <p>PALO ALTO,,Â CAÂ 94301</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year)</p> <p>06/01/2011</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Interim Chief Financial Office</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock par value \$0.001 | 27,072 | D | Â |

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

SEC 1473 (7-02)

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.

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. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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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) | (Instr. 5) |
|----------------------------------|---------------------------|-----------------|-------------------------|----------------------------|------------------------------|--|------------|
| Options to Purchase Common Stock | 10/02/2006 ⁽¹⁾ | 10/02/2013 | Common Stock \$0.001 | 20,000 | \$ 12.84 | D | Â |
| Options to Purchase Common Stock | 01/25/2007 ⁽¹⁾ | 01/25/2014 | Common Stock \$0.001 | 3,000 | \$ 14.02 | D | Â |
| Options to Purchase Common Stock | 02/25/2008 ⁽¹⁾ | 02/25/2015 | Common Stock \$0.001 | 15,759 | \$ 12.2 | D | Â |
| Options to Purchase Common Stock | 03/17/2009 ⁽¹⁾ | 03/17/2016 | Common Stock \$0.001 | 10,445 | \$ 4.21 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Baron Jessica T C/O HERCULES TECHNOLOGY GROWTH CAPITAL 400 HAMILTON AVE., SUITE 310 PALO ALTO, CA 94301 | Â | Â | Â Interim Chief Financial Office | Â |

Signatures

Jessica T. Baron 06/10/2011
 **Signature of Date
 Reporting Person

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) One-third of the options vest after one year followed by two-thirds of the options vesting prorata over the following twenty four months.
 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
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