

HERCULES TECHNOLOGY GROWTH CAPITAL INC
Form 10-Q
August 01, 2013
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

(Mark One)

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

For The Quarterly Period Ended June 30, 2013

OR

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

Commission File Number: 814-00702

**HERCULES TECHNOLOGY GROWTH
CAPITAL, INC.**

(Exact Name of Registrant as Specified in its Charter)

Maryland (State or Jurisdiction of Incorporation or Organization)	743113410 (IRS Employer Identification No.)
400 Hamilton Ave., Suite 310 Palo Alto, California (Address of Principal Executive Offices)	94301 (Zip Code)
(650) 289-3060 (Registrant's Telephone Number, Including Area Code)	

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter periods that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this Chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer Accelerated Filer

Non-Accelerated Filer Smaller Reporting Company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

On July 30, 2013, there were 61,631,201 shares outstanding of the Registrant's common stock, \$0.001 par value.

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In this Quarterly Report, the Company, Hercules, we, us and our refer to Hercules Technology Growth Capital, Inc. and its wholly owned subsidiaries and its affiliated securitization trusts unless the context otherwise requires.

ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS
HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES**(unaudited)****(dollars in thousands, except per share data)**

	June 30, 2013	December 31, 2012
Assets		
Investments:		
Non-control/Non-affiliate investments (cost of \$1,032,780 and \$896,031, respectively)	\$ 1,027,555	\$ 894,428
Affiliate investments (cost of \$17,222 and \$18,307, respectively)	13,565	11,872
Total investments, at value (cost of \$1,050,002 and \$914,338, respectively)	1,041,120	906,300
Cash and cash equivalents	133,944	182,994
Restricted Cash	1,658	
Interest receivable	10,245	9,635
Other assets	23,886	24,714
Total assets	\$ 1,210,853	\$ 1,123,643
Liabilities		
Accounts payable and accrued liabilities	\$ 11,402	\$ 11,575
Long-term Liabilities (Convertible Senior Note)	71,977	71,436
Asset-Backed Notes	110,270	129,300
2019 Notes	170,364	170,364
Long-term SBA Debentures	225,000	225,000
Total liabilities	\$ 589,013	\$ 607,675
Commitments and Contingencies (Note 9)		
Net assets consist of:		
Common stock, par value	62	53
Capital in excess of par value	662,818	564,508
Unrealized depreciation on investments and other assets	(7,204)	(7,947)
Accumulated realized losses on investments	(32,732)	(36,916)
Distributions in excess of investment income	(1,104)	(3,730)
Total net assets	\$ 621,840	\$ 515,968
Total liabilities and net assets	\$ 1,210,853	\$ 1,123,643
Shares of common stock outstanding (\$0.001 par value, 100,000,000 authorized)	61,637	52,925

Net asset value per share

See notes to consolidated financial statements.

\$ 10.09

\$ 9.75

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The following table presents the assets and liabilities of our consolidated variable interest entity (VIE). The assets of the VIE can only be used to settle obligations of the consolidated VIE, and the creditors (or beneficial interest holders) do not have recourse to our general credit. These assets and liabilities are included in the Consolidated Statements of Assets and Liabilities above.

(Dollars in thousands)	June 30, 2013	December 31, 2012
ASSETS		
Restricted Cash	\$ 1,658	\$
Total investments, at value (cost of \$206,594 and \$0, respectively)	203,869	226,997
Total assets	\$ 205,527	\$ 226,997
LIABILITIES		
Asset-Backed Notes	\$ 110,270	\$ 129,300
Total liabilities	\$ 110,270	\$ 129,300

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED STATEMENTS OF OPERATIONS****(unaudited)****(in thousands, except per share data)**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2013	2012	2013	2012
Investment income:				
Interest Income				
Non-Control/Non-Affiliate investments	\$ 29,780	\$ 20,934	\$ 58,099	\$ 40,989
Affiliate investments	514	205	1,124	450
Total interest income	30,294	21,139	59,223	41,439
Fees				
Non-Control/Non-Affiliate investments	4,227	2,706	6,255	4,760
Affiliate investments	4		4	
Control investments		13		26
Total fees	4,231	2,719	6,259	4,786
Total investment income	34,525	23,858	65,482	46,225
Operating expenses:				
Interest	7,570	4,507	15,202	8,403
Loan fees	1,191	731	2,269	1,808
General and administrative	2,403	1,864	4,655	3,681
Employee Compensation:				
Compensation and benefits	4,164	3,251	7,962	6,647
Stock-based compensation	1,587	1,195	2,753	2,002
Total employee compensation	5,751	4,446	10,715	8,649
Total operating expenses	16,915	11,548	32,841	22,541
Net investment income	17,610	12,310	32,641	23,684
Net realized gain on investments				
Non-Control/Non-Affiliate investments	2,192	8,263	4,184	11,140
Total net realized gain on investments	2,192	8,263	4,184	11,140
Net unrealized appreciation (depreciation) on investments and other assets				
Non-Control/Non-Affiliate investments	1,987	(21,295)	2,087	(19,761)
Affiliate investments	(910)	1,083	(1,344)	2,377
Control investments		(313)		(287)
Total net unrealized appreciation (depreciation) on investments and other assets	1,077	(20,525)	743	(17,671)
Total net realized (unrealized) gain (loss)	3,269	(12,262)	4,927	(6,531)

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Net increase in net assets resulting from operations	\$ 20,879	\$ 48	\$ 37,568	17,153
Net investment income before investment gains and losses per common share:				
Basic	\$ 0.29	\$ 0.25	\$ 0.56	\$ 0.48
Change in net assets per common share:				
Basic	\$ 0.34	\$	\$ 0.65	\$ 0.35
Diluted	\$ 0.34	\$	\$ 0.64	\$ 0.35
Weighted average shares outstanding				
Basic	60,339	48,616	57,029	47,817
Diluted	61,145	48,687	57,802	47,948

See notes to consolidated financial statements.

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HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

(unaudited)

(dollars and shares in thousands)

	Common Stock			Unrealized Appreciation on Investments	Accumulated Realized Gains(Losses) on Investments	Distributions in Excess of Investment Income	Provision for Income Taxes on Investment Gains	Net Assets
	Shares	Par Value	Capital in excess of par value					
Balance at December 31, 2011	43,853	\$ 44	\$ 484,244	\$ (3,431)	\$ (43,042)	\$ (6,432)	\$ (342)	\$ 431,041
Net increase in net assets resulting from operations				(17,671)	11,140	23,684		17,153
Issuance of common stock	490		2,674					2,674
Issuance of common stock under restricted stock plan	575	1	(1)					
Issuance of common stock as stock dividend	117		1,230					1,230
Retired shares from net issuance	(292)		(3,670)					(3,670)
Public Offering	5,000	5	47,649					47,654
Dividends declared						(23,340)		(23,340)
Stock-based compensation			2,039					2,039
Balance at June 30, 2012	49,743	\$ 50	\$ 534,165	\$ (21,102)	\$ (31,902)	\$ (6,088)	\$ (342)	\$ 474,781
Balance at December 31, 2012	52,925	\$ 53	\$ 564,509	\$ (7,947)	\$ (36,916)	\$ (3,389)	\$ (342)	\$ 515,968
Net increase in net assets resulting from operations				743	4,184	32,641		37,568
Issuance of common stock	612	1	7,250					7,251
Issuance of common stock under restricted stock plan	501	1	(1)					
Issuance of common stock as stock dividend	93	0	1,189					1,189
Retired shares from net issuance	(544)	(1)	(8,390)					(8,391)
Public Offering	8,050	8	95,469					95,477
Dividends declared						(30,014)		(30,014)
Stock-based compensation			2,792					2,792
Balance at June 30, 2013	61,637	\$ 62	\$ 662,818	\$ (7,204)	\$ (32,732)	\$ (762)	\$ (342)	\$ 621,840

See notes to consolidated financial statements.

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	For the Six Months Ended June 30,	
	2013	2012
Cash flows from operating activities:		
Net increase in net assets resulting from operations	\$ 37,568	\$ 17,153
Adjustments to reconcile net increase in net assets resulting from operations to net cash used in operating activities:		
Purchase of investments	(341,678)	(177,725)
Principal payments received on investments	203,357	99,596
Proceeds from sale of investments	11,401	18,257
Net unrealized (appreciation) / depreciation on investments and other assets	(743)	17,671
Net realized gain on investments	(4,184)	(11,140)
Accretion of paid-in-kind principal	(1,420)	(584)
Accretion of loan discounts	(2,702)	(2,783)
Accretion of loan discount on Convertible Senior Notes	541	541
Accretion of loan exit fees	(4,465)	(2,111)
Change in deferred loan origination revenue	2,929	269
Unearned fees related to unfunded commitments	1,459	(1,280)
Amortization of debt fees and issuance costs	1,988	1,374
Depreciation	88	141
Stock-based compensation and amortization of restricted stock grants	2,792	2,040
Change in operating assets and liabilities:		
Interest receivable	(610)	(1,292)
Prepaid expenses and other assets	153	(1,420)
Accounts payable	655	41
Accrued liabilities	(721)	(1,429)
Net cash used in operating activities	(93,593)	(42,681)
Cash flows from investing activities:		
Purchases of capital equipment	(157)	(40)
Investment in restricted cash	(1,658)	
Other long-term assets	(30)	
Net cash used in investing activities	(1,845)	(40)
Cash flows from financing activities:		
Proceeds from issuance of common stock, net	94,250	46,658
Dividends paid	(28,825)	(22,110)
Issuance of 2019 Notes		43,000
Borrowings of credit facilities		15,000
Repayments of credit facilities	(19,036)	(46,307)
Cash paid for debt issuance costs		(1,854)
Net cash provided by financing activities	46,389	34,387
Net decrease in cash and cash equivalents	(49,049)	(8,334)

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Cash and cash equivalents at beginning of period	182,994	64,474
Cash and cash equivalents at end of period	\$ 133,944	\$ 56,140

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Maturity: Upon Liquidation					
Paratek Pharmaceuticals, Inc. ⁽⁹⁾	Drug Discovery & Development	Senior Debt Matures upon liquidation			
		Interest rate Fixed 10.00%	\$ 45	\$ 45	\$ 45
		Senior Debt Matures upon liquidation			
		Interest rate Fixed 10.00%	\$ 36	31	31
		Senior Debt Matures upon liquidation			
		No initial interest rate	\$ 28	28	28
Total Paratek Pharmaceuticals, Inc.				104	104
Maturity: Under 1 Year Maturity					
Chroma Therapeutics, Ltd. ⁽⁵⁾⁽¹⁰⁾	Drug Discovery & Development	Senior Debt Matures November 2013			
		Interest rate Prime + 7.75% or			
		Floor rate of 12.00%	\$ 2,290	3,003	3,003
Maturity: 1-5 Years Maturity					
ADMA Biologics, Inc.	Drug Discovery & Development	Senior Debt Matures April 2016			
		Interest rate Prime + 2.75% or			
		Floor rate of 8.50%	\$ 5,000	4,881	4,703
Anacor Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt Matures July 2017			
		Interest rate Prime + 6.40% or			
		Floor rate of 11.65%	\$ 30,000	28,890	28,890
Aveo Pharmaceuticals, Inc. ⁽³⁾⁽¹¹⁾	Drug Discovery & Development	Senior Debt Matures September 2015			
		Interest rate Prime + 7.15% or			
		Floor rate of 11.90%	\$ 24,206	24,206	24,448
Cell Therapeutics, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt ⁽¹¹⁾ Matures October 2016	\$ 10,000	9,780	9,780

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		Interest rate Prime + 9.00% or			
Cempra, Inc. ⁽³⁾	Drug Discovery & Development	Floor rate of 12.25% Senior Debt ⁽¹¹⁾ Matures June 2017			
		Interest rate Prime + 6.30% or			
Concert Pharmaceuticals, Inc.	Drug Discovery & Development	Floor rate of 9.55% Senior Debt ⁽⁴⁾ Matures October 2015	\$ 15,000	14,675	14,559
		Interest rate Prime + 3.25% or			
Coronado BioSciences, Inc. ⁽³⁾	Drug Discovery & Development	Floor rate of 8.50% Senior Debt ⁽¹¹⁾ Matures March 2016	\$ 18,799	18,542	17,942
		Interest rate Prime + 6.00% or			
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Floor rate of 9.25% Senior Debt Matures January 2015	\$ 15,000	14,916	14,389
		Interest rate Prime + 4.40% or			
Insmed, Inc.	Drug Discovery & Development	Floor rate of 10.15% Senior Debt ⁽¹¹⁾ Matures January 2016	\$ 7,148	7,051	6,922
		Interest rate Prime + 4.75% or			
Merrimack Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Floor rate of 9.25% Senior Debt Matures May 2016	\$ 20,000	19,584	19,426
		Interest rate Prime + 5.30% or			
Neuralstem, Inc. ⁽³⁾	Drug Discovery & Development	Floor rate of 10.55% Senior Debt Matures June 2016	\$ 40,000	40,013	38,974
		Interest rate Prime + 7.75% or			
NeurogesX, Inc.	Drug Discovery & Development	Floor rate of 11.00% Senior Debt Matures February 2015	\$ 8,000	7,726	7,726
		Interest rate Prime + 7.50% or			
		Floor rate of 10.75%	\$ 3,876	4,285	4,285
		See notes to consolidated financial statements.			

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****June 30, 2013****(unaudited)****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
UniQure Biopharma B.V. ⁽⁵⁾⁽¹⁰⁾	Drug Discovery & Development	Senior Debt Matures October 2016 Interest rate Prime + 8.60% or Floor rate of 11.85%	\$ 10,000	\$ 9,831	\$ 9,831
Total Debt Drug Discovery & Development (32.96%)*				207,487	204,982
Maturity: 1-5 Years Maturity					
Bridgewave Communications	Communications & Networking	Senior Debt Matures March 2016 Interest rate Prime + 8.00% or			
		PIK Interest 8.00%	\$ 7,500	7,451	3,911
OpenPeak, Inc.	Communications & Networking	Senior Debt ⁽¹¹⁾ Matures July 2015 Interest rate Prime + 8.75% or Floor rate of 12.00%	\$ 12,805	13,187	13,315
Spring Mobile Solutions, Inc.	Communications & Networking	Senior Debt Matures November 2016 Interest rate Prime + 8.00% or Floor rate of 11.25%			
		Deferred Interest 2.50%	\$ 20,000	19,381	19,381
UPH Holdings, Inc. ⁽⁸⁾	Communications & Networking	Senior Debt Matures April 2015 Interest rate Libor + 11.00% or Floor rate of 13.50%	\$ 5,971	5,859	5,500
		Senior Debt Matures September 2015 Interest rate Libor + 11.00% or Floor rate of 13.50%	\$ 338	334	
		Senior Debt			

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		Matures January 2017			
		Interest rate Libor + 11.00% or			
		Floor rate of 13.50%	\$	3,594	3,594
Total UPH Holdings, Inc.				9,787	5,500
Total Debt Communications & Networking (6.77%)*				49,806	42,107
Maturity: 1-5 Years Maturity					
Clustrix, Inc.	Electronics & Computer Hardware	Senior Debt Matures December 2015			
		Interest rate Prime + 6.50% or			
		Floor rate of 9.75%	\$	639	622
Identive Group, Inc. ⁽³⁾	Electronics & Computer Hardware	Senior Debt ⁽¹¹⁾ Matures November 2015			
		Interest rate Prime + 7.75% or			
		Floor rate 11.00%	\$	7,284	7,326
					7,134

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
OCZ Technology Group, Inc. ⁽³⁾	Electronics & Computer Hardware	Senior Debt Matures April 2016 Interest rate Prime + 8.75% or Floor rate of 12.50%, PIK Interest 3.00%	\$ 10,000	\$ 9,449	\$ 9,359
Plures Technologies, Inc. ⁽³⁾	Electronics & Computer Hardware	Senior Debt Matures October 2016 Interest rate Prime + 12.75% or Floor rate of 16.00%, PIK Interest 4.00%	\$ 2,000	1,895	1,895
Total Debt Electronics & Computer Hardware (3.06%)				19,292	19,010
Maturity: Upon Liquidation					
Tada Innovations, Inc. ⁽⁹⁾	Software	Senior Debt Matures upon liquidation Interest rate Fixed 8.00%	\$100	100	
Maturity: 1-5 Years Maturity					
Box, Inc.	Software	Senior Debt ⁽⁴⁾ Matures March 2016 Interest rate Prime + 3.75% or Floor rate of 7.50%	\$10,000	9,987	9,675
		Senior Debt ⁽⁴⁾ Matures July 2014 Interest rate Prime + 5.25% or Floor rate of 8.50%	\$712	781	781
		Senior Debt ⁽¹¹⁾ Matures July 2016 Interest rate Prime + 5.13% or Floor rate of 8.88%	\$20,000	20,285	19,884

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Total Box, Inc.				31,053	30,340
Clickfox, Inc.	Software	Senior Debt Matures November 2015			
		Interest rate Prime + 8.25% or			
		Floor rate of 11.50%	\$7,159	6,680	6,895
EndPlay, Inc.	Software	Senior Debt Matures August 2015			
		Interest rate Prime + 7.35% or			
		Floor rate 10.6%	\$1,935	1,894	1,886
Hillcrest Laboratories, Inc	Software	Senior Debt Matures July 2015			
		Interest rate Prime + 7.50% or			
		Floor rate of 10.75%	\$3,406	3,355	3,341
JackBe Corporation	Software	Senior Debt Matures January 2016			
		Interest rate Prime + 7.25% or			
		Floor rate of 10.50%	\$3,000	2,944	2,982
Kxen, Inc.	Software	Senior Debt ⁽⁴⁾ Matures January 2015			
		Interest rate Prime + 5.08% or			
		Floor rate of 8.33%	\$1,814	1,876	1,741
Mobile Posse, Inc.	Software	Senior Debt Matures December 2016			
		Interest rate Prime + 7.50% or			
		Floor rate of 10.75%	\$4,000	3,809	3,809

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Neos Geosolutions, Inc.	Software	Senior Debt Matures May 2016 Interest rate Prime + 5.75% or Floor rate of 9.50%	\$ 4,000	\$ 3,982	\$ 3,836
StartApp, Inc.	Software	Senior Debt Matures March 2017 Interest rate Prime + 7.75% or Floor rate of 11.00%	\$ 2,500	2,468	2,468
TouchCommerce, Inc.	Software	Senior Debt Matures June 2017 Interest rate Prime + 6.00% or Floor rate of 10.25%	\$ 5,000	4,683	4,684
Total TouchCommerce, Inc.	Software	Revolving Line of Credit Matures December 2014 Interest rate Prime + 2.25% or Floor rate of 6.50%	\$ 2,111	2,046	2,046
Total Debt Software (10.30%)*				64,890	64,028
Maturity: Under 1 Year Maturity					
Quatrx Pharmaceuticals Company ⁽⁹⁾	Specialty Pharmaceuticals	Senior Debt Matures March 2014 Interest rate Fixed 8.00%	\$ 1,888	1,888	3,074
Maturity: 1-5 Years Maturity					
Rockwell Medical, Inc.	Specialty Pharmaceuticals	Senior Debt Matures December 2016 Interest rate Prime + 9.25% or Floor rate of 12.50%	\$ 20,000	19,770	19,770
Total Debt Specialty Pharmaceuticals 3.67%)*				21,658	22,844
Maturity: 1-5 Years Maturity					

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Achronix Semiconductor Corporation	Semiconductors	Senior Debt Matures January 2015			
		Interest rate Prime + 10.60% or			
		Floor rate of 13.85%	\$ 1,453	1,427	1,398
Total Debt Semiconductors (0.22%)*				1,427	1,398
Maturity: Under 1 Year Maturity					
Alexza Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Senior Debt Matures October 2013			
		Interest rate Prime + 6.50% or			
		Floor rate of 10.75%	\$ 2,098	2,527	2,527
Maturity: 1-5 Years Maturity					
AcelRX Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Senior Debt ⁽¹¹⁾ Matures December 2014			
		Interest rate Prime + 3.25% or			
		Floor rate of 8.50%	\$ 12,525	12,540	12,323
BIND Biosciences, Inc.	Drug Delivery	Senior Debt Matures September 2016			
		Interest rate Prime + 7.00% or			
		Floor rate of 10.25%	\$ 4,500	4,372	4,372

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Intelliject, Inc.	Drug Delivery	Senior Debt ⁽¹¹⁾ Matures June 2016 Interest rate Prime + 5.75% or Floor rate of 11.00%	\$ 15,000	\$ 14,850	\$ 15,201
Nupathe, Inc. ⁽³⁾	Drug Delivery	Senior Debt Matures May 2016 Interest rate Prime - 3.25% or Floor rate of 9.85%	\$ 8,500	8,275	8,335
Revanche Therapeutics, Inc.	Drug Delivery	Senior Debt Matures March 2015 Interest rate Prime + 6.60% or Floor rate of 9.85%	\$ 14,705	14,787	14,470
Total Debt Drug Delivery (9.20%)*				57,351	57,228
Maturity: Under 1 Year Maturity					
Loku, Inc. ⁽⁹⁾	Internet Consumer & Business Services	Senior Debt Matures June 2013 Interest rate Fixed 6.00%	\$ 100	100	
Tectura Corporation	Internet Consumer & Business Services	Revolving Line of Credit Matures July 2013 Interest rate LIBOR + 10.75% or Floor rate of 14.00%			
		PIK Interest 4.50% Senior Debt Matures July 2013 Interest rate LIBOR + 10.00% or Floor rate of 13.00%	\$ 16,340	18,197	17,579
		Senior Debt Matures July 2013	\$ 4,000	4,000	4,000

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		Interest rate LIBOR + 10.00% or			
		Floor rate of 13.00%			
Total Tectura Corporation				22,760	22,142
Maturity: 1-5 Years Maturity					
Ahhha, Inc. ⁽⁸⁾	Internet Consumer & Business Services	Senior Debt Matures January 2015			
		Interest rate Fixed 12.00%	\$ 350	347	
Blurb, Inc.	Internet Consumer & Business Services	Senior Debt Matures December 2015			
		Interest rate Prime + 5.25% or			
		Floor rate 8.50%	\$ 7,770	7,561	7,433
CashStar, Inc.	Internet Consumer & Business Services	Senior Debt Matures June 2016			
		Interest rate Prime + 6.25% or Floor			
		rate 10.50%, PIK Interest 1.00%	\$ 4,000	3,899	3,899
Education Dynamics, LLC	Internet Consumer & Business Services	Senior Debt Matures March 2016			
		Interest rate Fixed 12.50%, PIK			
		Interest 1.50%	\$ 26,000	25,792	24,798
Just.Me, Inc.	Internet Consumer & Business Services	Senior Debt Matures June 2015			
		Interest rate Prime + 2.50% or			
		Floor rate 5.75%	\$ 722	714	
		Senior Debt Matures June 2015			
		Interest rate Prime + 5.00% or			
		Floor rate 8.25%	\$ 723	710	694
Total Just.Me, Inc.				1,423	694
NetPlenish, Inc.	Internet Consumer & Business Services	Senior Debt Matures April 2015			
		Interest rate Fixed 10.00%	\$ 496	488	250
Progress Financial Corporation	Internet Consumer & Business Services	Senior Debt Matures July 2014			
		Interest rate Prime + 6.75% or			
		Floor rate 12.00%	\$ 5,000	4,860	4,860
Reply! Inc.	Internet Consumer & Business Services	Senior Debt ⁽¹¹⁾ Matures September 2015			
		Interest rate Prime + 6.875% or			
		Floor rate of 10.125%			
		PIK Interest 2.00%	\$ 11,031	10,996	10,847

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
		Senior Debt ⁽¹¹⁾ Matures September 2015			
		Interest rate Prime + 7.25% or			
		Floor rate of 11.00%			
		PIK Interest 2.00%	\$ 2,000	\$ 1,980	\$ 1,999
		Senior Debt Matures February 2016			
		Interest rate Prime + 7.25% or			
		Floor rate of 10.50%			
		PIK Interest 2.00%	\$ 3,000	2,992	2,928
Total Reply! Inc. Second Rotation, Inc.	Internet Consumer & Business Services	Senior Debt Matures April 2016		15,968	15,774
		Interest rate Prime + 7.00% or			
		Floor rate of 10.25% , PIK			
		Interest 2.50%	\$ 12,142	12,096	12,096
		Revolving Line of Credit Matures October 2014			
		Interest rate Prime + 6.50% or			
		Floor rate of 9.75%	\$ 1,050	1,009	1,009
Total Second Rotation, Inc. ShareThis, Inc.	Internet Consumer & Business Services	Senior Debt Matures June 2016		13,105	13,105
		Interest rate Prime + 7.50% or			
		Floor rate of 10.75%	\$ 15,000	14,430	14,430
Tectura Corporation	Internet Consumer & Business Services	Senior Debt Matures December 2014	\$ 6,468	6,419	6,419

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Interest rate LIBOR + 10.00% or

Floor rate of 13.00%

Senior Debt⁽¹¹⁾

Matures September 2015

Interest rate Prime + 2.75% or

Floor rate of 6.00%

\$ 4,535 4,481 4,388

Senior Debt⁽¹¹⁾

Matures September 2015

Interest rate Prime + 5.50% or

Floor rate of 8.75%

\$ 4,550 4,495 4,277

Trulia, Inc. ⁽³⁾	Internet Consumer & Business Services	Floor rate of 13.00%	Senior Debt ⁽¹¹⁾	Matures September 2015	Interest rate Prime + 2.75% or	Floor rate of 6.00%	\$ 4,535	4,481	4,388
Total Trulia, Inc.							8,976	8,665	

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Vaultlogix, Inc.	Internet Consumer & Business Services	Senior Debt Matures September 2016 Interest rate LIBOR + 8.50% or Floor rate of 10.00%, PIK interest 2.50%	\$ 7,500	\$ 7,835	\$ 7,289
		Senior Debt Matures September 2015 Interest rate LIBOR + 7.00% or Floor rate of 8.50%	\$ 9,528	9,511	8,919
Total Vaultlogix, Inc.				17,346	16,208
Wavemarket, Inc.	Internet Consumer & Business Services	Senior Debt ⁽¹¹⁾ Matures September 2015 Interest rate Prime + 5.75% or Floor rate of 9.50%	\$ 10,000	9,877	9,602
Total Debt Internet Consumer & Business Services (23.85%)*				153,352	148,279
Maturity: Under 1 Year Maturity					
InXpo, Inc.	Information Services	Senior Debt Matures March 2014 Interest rate Prime + 7.50% or Floor rate of 10.75%	\$ 2,550	2,469	2,294
Maturity: 1-5 Years Maturity					
Cha Cha Search, Inc.	Information Services	Senior Debt Matures February 2015 Interest rate Prime + 6.25% or Floor rate of 9.50%	\$ 2,081	2,058	2,022
Eccentex Corporation	Information Services	Senior Debt ⁽¹¹⁾ Matures May 2015 Interest rate Prime + 7.00% or	\$ 866	856	370

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Jab Wireless, Inc.	Information Services	Floor rate of 10.25% Senior Debt Matures November 2017			
		Interest rate Prime + 6.75% or			
		Floor rate of 8.00%	\$ 30,000	29,803	29,844
		Senior Debt Matures November 2017			
		Interest rate Prime + 6.75% or			
		Floor rate of 8.00%	\$ 2,000	1,996	1,996
Total Jab Wireless, Inc.				31,799	31,840
Womensforum.com, Inc.	Information Services	Senior Debt ⁽¹¹⁾ Matures October 2016			
		Interest rate LIBOR + 6.50% or			
		Floor rate of 9.25%	\$ 7,800	7,667	7,128
		Senior Debt ⁽¹¹⁾ Matures October 2016			
		Interest rate LIBOR + 7.50% or			
		Floor rate of 10.25%			
		PIK Interest 2.00%	\$ 4,500	4,480	4,149
Total Womensforum.com, Inc.				12,147	11,277
Total Debt Information Services (7.69%)*				49,329	47,803
Maturity: Upon Liquidation					
Novasys Medical, Inc. ⁽⁹⁾	Medical Device & Equipment	Senior Debt Matures upon liquidation			
		Interest rate Fixed 8.00%	\$ 35	34	34
Maturity: Under 1 Year Maturity					
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Senior Debt Matures December 2013			
		Interest rate Prime + 8.20% or			
		Floor rate of 11.45%	\$ 8,260	9,380	9,544
Oraya Therapeutics, Inc. ⁽⁹⁾	Medical Device & Equipment	Senior Debt ⁽¹¹⁾ Matures December 2013			
		Interest rate Fixed 7.00%	\$ 500	500	500
Maturity: 1-5 Years Maturity					
Lanx, Inc.	Medical Device & Equipment	Senior Debt Matures October 2016			
		Interest rate Prime + 8.00% or			
		Floor rate of 11.75%			
		PIK Interest 2.00%	\$ 13,953	13,634	14,053
		Revolving Line of Credit Matures October 2015	\$ 5,500	5,229	5,055

Interest rate Prime + 5.25% or

Floor rate of 9.00%

Total Lanx, Inc.

18,863

19,108

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Medrobotics Corporation	Medical Device & Equipment	Senior Debt Matures March 2016 Interest rate Prime + 7.85% or Floor rate of 11.10%	\$ 5,000	\$ 4,823	\$ 4,823
MELA Sciences, Inc. ⁽³⁾	Medical Device & Equipment	Senior Debt Matures November 2016 Interest rate Prime + 7.20% or Floor rate of 10.45%	\$ 6,000	5,713	5,748
NinePoint Medical, Inc.	Medical Device & Equipment	Senior Debt Matures January 2016 Interest rate Prime + 5.85% or Floor rate of 9.10%	\$ 7,000	6,858	6,696
Oraya Therapeutics, Inc.	Medical Device & Equipment	Senior Debt Matures September 2015 Interest rate Prime + 5.50% or Floor rate of 10.25%	\$ 8,852	8,715	8,798
United Orthopedic Group, Inc.	Medical Device & Equipment	Senior Debt Matures July 2016 Interest rate Prime + 8.60% or Floor rate of 11.85%	\$ 25,000	24,437	24,437
SonaCare Medical, LLC	Medical Device & Equipment	Senior Debt ⁽¹¹⁾ Matures April 2016 Interest rate Prime + 7.75% or Floor rate of 11.00%	\$ 10,000	9,842	9,784
Total Debt Medical Device & Equipment (14.39%)*				89,165	89,472
Maturity: 1-5 Years Maturity					
Tethys Bioscience Inc.	Diagnostic	Senior Debt ⁽¹¹⁾ Matures December 2015	\$ 10,000	10,175	10,159

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Interest rate Prime + 8.40% or

Floor rate of 11.65%

Total Debt Diagnostic (1.63%)* 10,175 10,159

Maturity: 1-5 Years Maturity

Labcyte, Inc.	Biotechnology Tools	Senior Debt ⁽¹¹⁾ Matures June 2016			
		Interest rate Prime + 6.70% or			
		Floor rate of 9.95%	\$ 5,000	4,976	4,941

Total Debt Biotechnology Tools (0.79%)* 4,976 4,941

Maturity: 1-5 Years Maturity

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****June 30, 2013****(unaudited)****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
MDeverywhere, Inc.	Healthcare Services, Other	Senior Debt Matures June 2016 Interest rate LIBOR + 9.50% or Floor rate of 10.75%	\$ 2,000	\$ 1,866	\$ 1,866
MedCall, LLC	Healthcare Services, Other	Senior Debt Matures January 2016 Interest rate 7.79% or Floor rate of 9.50%	\$ 4,648	4,603	4,305
		Senior Debt Matures January 2016 Interest rate LIBOR +8.00% or Floor rate of 10.00%	\$ 3,825	3,774	3,603
Total MedCall, LLC				8,377	7,908
Orion HealthCorp, Inc.	Healthcare Services, Other	Senior Debt Matures June 2017 Interest rate LIBOR + 9.50% or Floor rate of 11.00%	\$ 9,000	8,807	8,807
	Healthcare Services, Other	Senior Debt Matures June 2017 Interest rate LIBOR + 10.50% or Floor rate of 12.00%			
	Healthcare Services, Other	PIK Interest 3.00% Revolving Line of Credit Matures June 2016 Interest rate LIBOR + 8.25% or Floor rate of 9.50%	\$ 6,500	6,361	6,361
			\$ 500	457	457
Total Orion HealthCorp, Inc.				15,625	15,625
Pacific Child & Family Associates, LLC	Healthcare Services, Other	Senior Debt			

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		Matures January 2015			
		Interest rate LIBOR + 9.00% or			
	Healthcare Services, Other	Floor rate of 11.50%	\$ 2,579	2,627	2,567
		Revolving Line of Credit			
		Matures January 2015			
		Interest rate LIBOR + 11.00% or			
		Floor rate of 14.00%,			
		PIK interest 3.75%	\$ 5,900	6,721	6,495
Total Pacific Child & Family Associates, LLC				9,348	9,062
ScriptSave (Medical Security Card Company, LLC)	Healthcare Services, Other	Senior Debt			
		Matures February 2016			
		Interest rate LIBOR + 8.75% or			
		Floor rate of 11.25%	\$ 13,427	13,280	13,038
Total Debt Health Services, Other (7.64%)*				48,496	47,499
Maturity: 1-5 Years Maturity					
Entrigue Surgical, Inc.	Surgical Devices	Senior Debt			
		Matures December 2014			
		Interest rate Prime + 5.90% or			
		Floor rate of 9.65%	\$ 1,898	1,899	1,899
Transmedics, Inc.	Surgical Devices	Senior Debt			
		Matures November 2015			
		Interest rate Fixed 12.95%	\$ 7,250	7,144	7,144
Total Debt Surgical Devices (1.46%)*				9,043	9,043

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Maturity: 1-5 Years Maturity					
Westwood One Communications	Media/Content/ Info	Senior Debt Matures October 2016 Interest rate LIBOR + 6.50% or Floor rate of 8.00%	\$ 18,157	\$ 16,930	\$ 16,910
Zoom Media Corporation	Media/Content/ Info	Senior Debt Matures December 2015 Interest rate Prime + 7.25% or Floor rate of 10.50%, PIK 3.75%	\$ 5,000	4,835	4,761
	Media/Content/ Info	Revolving Line of Credit Matures December 2014 Interest rate Prime + 5.25% or Floor rate of 8.50%	\$ 4,000	3,772	3,576
Total Zoom Media Corporation				8,607	8,337
Total Debt Media/Content/Info (4.06%)*				25,537	25,247
Maturity: Under 1 Year Maturity					
BrightSource Energy, Inc.	Clean Tech	Senior Debt Matures January 2014 Interest rate Prime + 8.25% or Floor rate of 11.50%	\$ 35,000	34,913	34,913
Maturity: 1-5 Years Maturity					
Agrivida, Inc.	Clean Tech	Senior Debt Matures December 2016 Interest rate Prime + 6.75% or Floor rate of 10.00%	\$ 6,000	5,780	5,780
Alphabet Energy, Inc.	Clean Tech	Senior Debt Matures February 2015 Interest rate Prime + 5.75% or	\$ 1,558	1,486	1,486

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American Superconductor Corporation ⁽³⁾	Clean Tech	Floor rate of 9.00% Senior Debt ⁽¹¹⁾ Matures December 2014			
		Interest rate Prime + 7.25% or			
Bioamber, Inc. ⁽⁵⁾⁽¹⁰⁾	Clean Tech	Floor rate of 11.00% Senior Debt Matures June 2016	\$ 6,923	7,102	7,102
		Interest rate Prime + 6.75% or			
Enphase Energy, Inc.	Clean Tech	Floor rate of 10.00% Senior Debt ⁽¹¹⁾ Matures June 2014	\$ 25,000	24,375	24,375
		Interest rate Prime + 5.75% or			
	Clean Tech	Floor rate of 9.00% Senior Debt Matures August 2016	\$ 2,564	2,583	2,550
		Interest rate Prime + 8.25% or			
		Floor rate of 11.50%	\$ 7,400	7,379	7,207
Total Enphase Energy, Inc.				9,962	9,757
Fulcrum Bioenergy, Inc.	Clean Tech	Senior Debt Matures March 2016			
		Interest rate Prime + 7.75% or			
Glori Energy, Inc.	Clean Tech	Floor rate of 11.00% Senior Debt ⁽¹¹⁾ Matures June 2015	\$ 10,000	9,882	9,882
		Interest rate Prime + 6.75% or			
		Floor rate of 10.00%	\$ 7,111	7,071	7,045

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Scifiniti (fka Integrated Photovoltaics, Inc.)	Clean Tech	Senior Debt Matures February 2015 Interest rate Prime + 7.38% or Floor rate of 10.63%	\$ 2,032	\$ 1,976	\$ 1,960
Polyera Corporation	Clean Tech	Senior Debt Matures June 2016 Interest rate Prime + 6.75% or Floor rate of 10.00%	\$ 3,000	2,990	2,883
Redwood Systems, Inc.	Clean Tech	Senior Debt Matures February 2016 Interest rate Prime + 6.50% or Floor rate of 9.75%	\$ 5,000	5,024	5,024
SClenergy, Inc.	Clean Tech	Senior Debt ⁽⁴⁾ Matures September 2015 Interest rate Prime + 8.75% or Floor rate 12.00%	\$ 4,979	4,954	5,038
Stion Corporation	Clean Tech	Senior Debt ⁽⁴⁾ Matures February 2015 Interest rate Prime + 6.75% or Floor rate of 10.00%	\$ 5,927	6,024	5,945
TAS Energy, Inc.	Clean Tech	Senior Debt Matures February 2015 Interest rate Prime + 7.75% or Floor rate of 11.00%	\$ 15,000	14,753	15,054
		Senior Debt Matures February 2015 Interest rate Prime + 6.25% or Floor rate of 9.50%	\$ 5,000	4,812	4,745

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Total TAS Energy, Inc.				19,565	19,799
TPI Composites, Inc.	Clean Tech	Senior Debt Matures June 2016			
		Interest rate Prime + 8.00% or			
		Floor rate of 11.25%	\$ 15,000	14,639	14,639
Total Debt Clean Tech (25.03%)*				155,743	155,628
Total Debt (152.72%)				\$ 967,727	\$ 949,668

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
ADMA Biologics, Inc.	Drug Discovery & Development	Common Stock Warrants		25,000	\$ 129	\$ 146
Accelaron Pharmaceuticals, Inc.	Drug Discovery & Development	Common Stock Warrants		46,446	39	52
		Preferred Stock Warrants	Series B	110,270	35	52
Total Warrants Accelaron Pharmaceuticals, Inc.				156,716	74	104
Anacor Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Preferred Stock Warrants	Series A		1,155	1,233
Anthera Pharmaceuticals Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		321,429	984	27
Cell Therapeutics, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		679,040	300	262
Cempra, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		39,038	458	356
Chroma Therapeutics, Ltd. ⁽⁵⁾⁽¹⁰⁾	Drug Discovery & Development	Preferred Stock Warrants	Series D	325,261	490	500
Concert Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock Warrants	Series C	400,000	367	207
Coronado Biosciences, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		73,009	142	235
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Common Stock Warrants		50,000	28	6
		Preferred Stock Warrants	Series A	525,000	236	66
		Preferred Stock Warrants	Series B	660,000	311	82
Total Warrants Dicerna Pharmaceuticals, Inc.				1,235,000	575	154
Horizon Pharma, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		22,408	231	
Merrimack Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		302,143	155	777
Neuralstem, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		608,695	295	445
Omthera Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Preferred Stock Warrants	Series A		212	492
Portola Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Preferred Stock Warrants	Series B	687,023	152	631
Total Warrants Drug Discovery & Development (0.90%)*					5,719	5,569
Bridgewave Communications	Communications & Networking	Preferred Stock Warrants	Series 5	2,942,618	753	
Intelepeer, Inc.	Communications & Networking	Preferred Stock Warrants	Series C	117,958	102	183
Neonova Holding Company	Communications & Networking	Preferred Stock Warrants	Series A	450,000	94	12
OpenPeak, Inc.	Communications & Networking	Preferred Stock Warrants	Series E	25,646	149	
PeerApp, Inc.	Communications & Networking	Preferred Stock Warrants	Series B	298,779	61	49
Peerless Network, Inc.	Communications & Networking	Preferred Stock Warrants	Series A	135,000	95	344
Ping Identity Corporation	Communications & Networking	Preferred Stock Warrants	Series B	1,136,277	52	79
UPH Holdings, Inc. ⁽⁸⁾	Communications & Networking	Common Stock Warrants		145,877	130	
Purcell Systems, Inc.	Communications & Networking	Preferred Stock Warrants	Series B	110,000	123	71
Spring Mobile Solutions, Inc.	Communications & Networking	Preferred Stock Warrants	Series A		418	507
Stoke, Inc.	Communications & Networking	Preferred Stock Warrants	Series C	158,536	53	182
		Preferred Stock Warrants	Series D	72,727	65	79
Total Stoke, Inc.				231,263	118	261
Total Warrants Communications & Networking (0.24%)*					2,095	1,506

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Atrenta, Inc.	Software	Preferred Stock Warrants	Series D	392,670	\$ 121	\$ 182
Box, Inc.	Software	Preferred Stock Warrants	Series C	271,070	117	2,485
		Preferred Stock Warrants	Series B	199,219	73	3,549
		Preferred Stock Warrants	Series D-1	62,255	194	382
Total Box, Inc.				532,544	384	6,416
Braxton Technologies, LLC.	Software	Preferred Stock Warrants	Series A	168,750	188	
Central Desktop, Inc.	Software	Preferred Stock Warrants	Series B	522,823	108	184
Clickfox, Inc.	Software	Preferred Stock Warrants	Series B	1,038,563	329	474
		Preferred Stock Warrants	Series C	592,019	730	296
Total Clickfox, Inc.				1,630,582	1,059	770
Daegis Inc. (pka Unify Corporation) ⁽³⁾	Software	Common Stock Warrants		718,860	1,434	36
Endplay, Inc.	Software	Preferred Stock Warrants	Series B	180,000	67	
Forescout Technologies, Inc.	Software	Preferred Stock Warrants	Series D	399,687	99	411
Hillcrest Laboratories, Inc.	Software	Preferred Stock Warrants	Series E	1,865,650	55	170
JackBe Corporation	Software	Preferred Stock Warrants	Series C	180,000	73	
Kxen, Inc.	Software	Preferred Stock Warrants	Series D	184,614	47	10
Mobile Posse, Inc.	Software	Preferred Stock Warrants	Series A		130	129
Neos Geosolutions, Inc.	Software	Preferred Stock Warrants	Series 3	221,150	21	29
Rockyou, Inc.	Software	Preferred Stock Warrants	Series B	41,266	117	
SugarSync Inc.	Software	Preferred Stock Warrants	Series CC	332,726	78	153
		Preferred Stock Warrants	Series DD	107,526	34	34
Total SugarSync Inc.				440,252	112	187
Tada Innovations, Inc.	Software	Preferred Stock Warrants	Series A	20,833	25	
TouchCommerce, Inc.	Software	Preferred Stock Warrants	Series A	992,595	252	250
White Sky, Inc.	Software	Preferred Stock Warrants	Series B-2	124,295	53	4
WildTangent, Inc.	Software	Preferred Stock Warrants	Series 3A	100,000	238	65
Total Warrants Software (1.42%)*					4,583	8,843
Clustrix, Inc.	Electronics & Computer Hardware	Preferred Stock Warrants	Series B	49,732	12	3
OCZ Technology Group, Inc. ⁽³⁾	Electronics & Computer Hardware	Common Stock Warrants		688,073	803	973
Plures Technologies, Inc. ⁽³⁾	Electronics & Computer Hardware	Preferred Stock Warrants	Series A	552,467	124	128
Total Warrant Electronics & Computer Hardware (0.18%)*					939	1,104
Quatrx Pharmaceuticals Company	Specialty Pharmaceuticals	Preferred Stock Warrants	Series E	340,534	307	
Total Warrants Specialty Pharmaceuticals (0.00%)*					307	

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
CashStar, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series A	454,545	\$ 102	\$ 101
IPA Holdings, LLC	Consumer & Business Products	Common Stock Warrants		650,000	275	350
Market Force Information, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series A	99,286	24	88
Progress Financial Corporation	Consumer & Business Products	Preferred Stock Warrants	Series A	130,175	40	40
Seven Networks, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series C	1,821,429	174	6
ShareThis, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series B	535,905	547	476
Wavemarket, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series E	1,083,333	106	52
Total Warrant Consumer & Business Products (0.18%)*					1,268	1,113
Achronix Semiconductor Corporation	Semiconductors	Preferred Stock Warrants	Series D	360,000	160	120
iWatt, Inc.	Semiconductors	Preferred Stock Warrants	Series C	558,748	46	460
		Preferred Stock Warrants	Series D	1,954,762	583	1,963
Total iWatt, Inc.				2,513,510	629	2,423
Kovio Inc.	Semiconductors	Preferred Stock Warrants	Series B	319,352	91	
Total Warrants Semiconductors (0.41%)*					880	2,543
AcelRX Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		274,508	178	665
Alexza Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		37,639	645	2
BIND Biosciences, Inc.	Drug Delivery	Preferred Stock Warrants	Series C-1	150,000	291	451
		Preferred Stock Warrants	Series D	1,954,762	76	85
Total BIND Biosciences, Inc.				2,104,762	367	536
Intelliject, Inc.	Drug Delivery	Preferred Stock Warrants	Series B	82,500	594	1,094
NuPathe, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		106,631	139	136
Revanche Therapeutics, Inc.	Drug Delivery	Preferred Stock Warrants	Series D	269,663	557	413
Transcept Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		61,452	87	17
Total Warrant Drug Delivery (0.46%)*					2,567	2,863
Blurb, Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	439,336	323	533
		Preferred Stock Warrants	Series C	234,280	636	357
Total Blurb, Inc.				673,616	959	890
Invoke Solutions, Inc.	Internet Consumer & Business Services	Common Stock Warrants		53,084	38	
Just.Me	Internet Consumer & Business Services	Preferred Stock Warrants	Series A	102,299	20	
Prism Education Group, Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	200,000	43	
Reply! Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	137,225	320	227
Second Rotation, Inc.		Preferred Stock Warrants	Series D	151,827	165	285

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	Internet Consumer & Business Services				
Tectura Corporation	Internet Consumer & Business Services	Preferred Stock Warrants	Series B-1	253,378	51
Total Warrants Internet Consumer & Business Services (0.23%)*				1,596	1,402

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****June 30, 2013****(unaudited)****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Buzznet, Inc.	Information Services	Preferred Stock Warrants	Series B	19,962	\$ 9	\$
Cha Cha Search, Inc.	Information Services	Preferred Stock Warrants	Series F	48,232	58	3
Eccentex Corporation	Information Services	Preferred Stock Warrants	Series A	408,719	31	
Intelligent Beauty, Inc.	Information Services	Preferred Stock Warrants	Series B	190,234	230	653
InXpo, Inc.	Information Services	Preferred Stock Warrants	Series C	648,400	98	33
		Preferred Stock Warrants	Series C-1	582,015	49	29
Total InXpo, Inc.				1,230,415	147	62
Jab Wireless, Inc.	Information Services	Preferred Stock Warrants	Series A	266,567	265	365
RichRelevance, Inc.	Information Services	Preferred Stock Warrants	Series D	112,749	98	30
Solutionary, Inc.	Information Services	Preferred Stock Warrants	Series A-2	111,311	96	496
Total Warrants Information Services (0.26%)*					934	1,609
Gelesis, Inc. ⁽⁶⁾	Medical Device & Equipment		LLC Interest	263,688	78	14
Lanx, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series C	1,203,369	441	975
Medrobotics Corporation	Medical Device & Equipment	Preferred Stock Warrants	Series D	424,008	343	406
MELA Sciences, Inc. ⁽³⁾	Medical Device & Equipment	Preferred Stock Warrants	Series A	693,202	401	254
NinePoint Medical, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series A	350,000	170	154
Novasys Medical, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series D	580,447	131	
		Common Stock Warrants		109,449	2	
Total Novasys Medical, Inc.				689,896	133	
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Preferred Stock Warrants	Series D	6,206,187	1,252	364
Oraya Therapeutics, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series C	716,948	676	274
		Common Stock Warrants		95,498	66	56
Total Oraya Therapeutics, Inc.				812,446	742	330
United Orthopedic Group, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series A	423,076	608	756
SonaCare Medical, LLC	Medical Device & Equipment	Preferred Stock Warrants	Series G	141,388	188	120
Total Warrants Medical Device & Equipment (0.54%)*					4,356	3,373
Navidea Biopharmaceuticals, Inc. (pka Neoprobe) ⁽³⁾	Diagnostic	Common Stock Warrants		333,333	244	286
Tethys Bioscience, Inc.	Diagnostic	Preferred Stock Warrants	Series E	617,683	148	97
Total Warrants Diagnostic (0.06%)*					392	383
Labcyte, Inc.	Biotechnology Tools	Preferred Stock Warrants	Series C	1,127,624	323	134
NuGEN Technologies, Inc.	Biotechnology Tools	Preferred Stock Warrants	Series B	204,545	45	215
		Preferred Stock Warrants	Series C	30,114	33	11
Total NuGEN Technologies, Inc.				234,659	78	226

Total Warrants Biotechnology Tools (0.06%)*

401

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See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Entrigue Surgical, Inc.	Surgical Devices	Preferred Stock Warrants	Series B	62,500	\$ 87	\$ 282
Transmedics, Inc.	Surgical Devices	Preferred Stock Warrants	Series B	40,436	225	5
		Preferred Stock Warrants	Series D	175,000	100	365
Total Transmedics, Inc.				215,436	325	370
Gynesonics, Inc.	Surgical Devices	Preferred Stock Warrants	Series C	1,756,444	394	316
Total Warrants Surgical Devices (0.16%)*					806	968
Everyday Health, Inc. (pka Waterfront Media, Inc.)	Media/Content/ Info	Preferred Stock Warrants	Series C	110,018	60	164
Glam Media, Inc.	Media/Content/ Info	Preferred Stock Warrants	Series D	407,457	482	
Zoom Media Group, Inc.	Media/Content/ Info	Preferred Stock Warrants	n/a	1,204	348	365
Total Warrants Media/Content/Info (0.08%)*					890	529
MDeverywhere, Inc.	Healthcare Services, Other	Preferred Stock Warrants	Series A	129	94	94
Total Warrants Healthcare Services (0.01%)*					94	94
Agrivida, Inc.	Clean Tech	Preferred Stock Warrants	Series A	77,447	120	119
Alphabet Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series A	86,328	83	180
American Superconductor Corporation ⁽³⁾	Clean Tech	Common Stock Warrants		139,275	244	94
BrightSource Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series D	174,999	675	52
		Preferred Stock Warrants	Series D	1,954,762	104	105
Total BrightSource Energy, Inc.				2,129,761	779	157
Calera, Inc.	Clean Tech	Preferred Stock Warrants	Series C	44,529	513	-
EcoMotors, Inc.	Clean Tech	Preferred Stock Warrants	Series B	437,500	308	625
Fulcrum Bioenergy, Inc.	Clean Tech	Preferred Stock Warrants	Series C-1	187,265	274	177
Glori Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series C	145,932	166	65
GreatPoint Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series D-1	393,212	548	
Scifiniti (fka Integrated Photovoltaics, Inc.)	Clean Tech	Preferred Stock Warrants	Series A-1	390,000	82	132
Polyera Corporation	Clean Tech	Preferred Stock Warrants	Series C	161,575	69	74
Propel Biofuels, Inc.	Clean Tech	Preferred Stock Warrants	Series C	3,200,000	211	143
SClenergy, Inc.	Clean Tech	Preferred Stock Warrants	Series D	1,061,168	361	30
Solexel, Inc.	Clean Tech	Preferred Stock Warrants	Series B	245,682	1,161	575
Stion Corporation	Clean Tech	Preferred Stock Warrants	Series E	110,226	317	197
TAS Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series A	37,406	299	212
TPI Composites, Inc.	Clean Tech	Preferred Stock Warrants	Series A	120	172	172
Trilliant, Inc.	Clean Tech	Preferred Stock Warrants	Series A	320,000	162	31
Total Warrants Clean Tech (0.48%)*					5,869	2,983

Total Warrants (5.67%)

\$ 33,696 \$ 35,242

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****June 30, 2013****(unaudited)****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Acceleron Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock	Series A	186,674	\$ 69	\$ 226
		Preferred Stock	Series B	600,601	243	215
		Preferred Stock	Series C	93,456	98	220
		Preferred Stock	Series E	43,488	60	65
		Preferred Stock	Series F	19,268	1,000	950
Total Acceleron Pharmaceuticals, Inc.				943,487	1,470	1,676
Aveo Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock		167,864	842	419
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock	Series B	502,684	502	235
Inotek Pharmaceuticals Corp.	Drug Discovery & Development	Preferred Stock	Series C	15,334	1,500	
Merrimack Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock		546,448	2,000	3,683
Paratek Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock	Series H	244,158	1,000	68
		Common Stock		47,471	5	
Total Paratek Pharmaceuticals, Inc.				291,629	1,005	68
Total Equity Drug Discovery & Development (0.98%)*					7,319	6,081
AcelRX Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock		89,243	178	670
Merrion Pharma, Plc. ⁽³⁾	Drug Delivery	Common Stock		20,000	9	
Nupathe, Inc. ⁽³⁾	Drug Delivery	Common Stock		50,000	146	153
Transcept Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock		41,570	500	125
Total Equity Drug Delivery (0.15%)*					833	948
Trulia, Inc. ⁽³⁾	Internet Consumer & Business Services	Common Stock		29,340	141	912
Philotic, Inc.	Internet Consumer & Business Services	Common Stock		8,121	93	
Total Equity Internet Consumers & Business Services (0.15%)*					234	912
Glowpoint, Inc. ⁽³⁾	Communications & Networking	Common Stock		114,192	102	78
Neonova Holding Company	Communications & Networking	Preferred Stock	Series A	500,000	250	263
Peerless Network, Inc.	Communications & Networking	Preferred Stock	Series A	1,000,000	1,000	3,203
Stoke, Inc.	Communications & Networking	Preferred Stock	Series E	152,905	500	532
Total Equity Communications & Networking (0.66%)*					1,852	4,076
Atrenta, Inc.	Software	Preferred Stock	Series C	1,196,845	508	1,194
		Preferred Stock	Series D	635,513	986	1,688
Total Atrenta, Inc.				1,832,358	1,494	2,882
Box, Inc.	Software	Preferred Stock	Series C	390,625	500	5,371

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		Preferred Stock	Series D	158,133	500	2,174
		Preferred Stock	Series D-1	124,511	1,000	1,712
		Preferred Stock	Series D-2	220,751	2,001	3,035
		Preferred Stock	Series E	38,183	500	525
Total Box, Inc.				932,203	4,501	12,817
Caplinked, Inc.	Software	Preferred Stock	Series A-3	53,614	52	72
Highroads, Inc.	Software	Preferred Stock	Series A-3	190,170	307	312
Total Equity Software (2.58%)*					6,354	16,083
Virident Systems	Electronics & Computer Hardware	Preferred Stock	Series D	6,546,217	5,000	5,000
Total Equity Electronics & Computer Hardware (0.80%)*					5,000	5,000

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****June 30, 2013****(unaudited)****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾	
Quatrx Pharmaceuticals Company	Specialty Pharmaceuticals	Preferred Stock	Series E	166,419	\$ 750	\$	
Total Equity Specialty Pharmaceuticals (0.00%)*						750	
Caivis Acquisition Corporation	Consumer & Business Products	Common Stock	Series A	295,861	819	598	
Facebook, Inc. ⁽³⁾	Consumer & Business Products	Common Stock	Series B	307,500	9,558	7,650	
IPA Holdings, LLC	Consumer & Business Products	Preferred Stock	LLC interest	500,000	500	553	
Market Force Information, Inc.	Consumer & Business Products	Preferred Stock	Series B	187,970	500	692	
Total Equity Consumer & Business Products (1.53%)*						11,377	9,493
iWatt, Inc.	Semiconductors	Preferred Stock	Series E	2,412,864	490	2,939	
Total Equity Semiconductors (0.47%)*						490	2,939
Buzznet, Inc.	Information Services	Preferred Stock	Series C	263,158	250		
Good Technologies, Inc. (pka Visto Corporation)	Information Services	Common Stock		500,000	603		
Solutionary, Inc.	Information Services	Preferred Stock	Series A-1	189,495	17	189	
		Preferred Stock	Series A-2	65,834	326	293	
Total Solutionary, Inc.				255,329	343	482	
Total Equity Information Services (0.08%)*						1,196	482
Gelesis, Inc. ⁽⁶⁾	Medical Device & Equipment		LLC Interest	674,208		178	
			LLC Interest	674,208	425	481	
			LLC Interest	675,676	500	337	
Total Gelesis, Inc.				2,024,092	925	996	
Lanx, Inc.	Medical Device & Equipment	Preferred Stock	Series C	1,203,369	1,000	2,527	
Novasys Medical, Inc.	Medical Device & Equipment	Preferred Stock	Series D-1	4,118,444	1,000		
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Preferred Stock	Series B	6,185,567	3,000	441	
		Preferred Stock	Series C	1,927,309	655	149	
		Preferred Stock	Series D	20,251,220	1,932	2,056	
Total Optiscan Biomedical, Corp.				28,364,096	5,587	2,646	
Total Equity Medical Device & Equipment (0.99%)*						8,512	6,169
NuGEN Technologies, Inc.	Biotechnology Tools	Preferred Stock	Series C	189,394	500	801	

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Total Equity Biotechnology Tools (0.13%)*					500	801
Transmedics, Inc.	Surgical Devices	Preferred Stock	Series B	88,961	1,100	86
		Preferred Stock	Series C	119,999	300	246
		Preferred Stock	Series D	260,000	650	867
Total Transmedics, Inc.				468,960	2,050	1,199
Gynesonics, Inc.	Surgical Devices	Preferred Stock	Series B	219,298	250	56
		Preferred Stock	Series C	656,538	282	104
		Preferred Stock	Series C	1,621,553	580	640
Total Gynesonics, Inc.				2,497,389	1,112	800
Total Equity Surgical Devices (0.32%)*					3,162	1,999
Everyday Health, Inc. (pka Waterfront Media, Inc.)	Media/Content/ Info	Preferred Stock	Series D	145,590	1,000	1,226
Total Equity Media/Content/Info (0.20%)*					1,000	1,226
Total Equity (9.04%)					\$ 48,579	\$ 56,210
Total Investments (167.43%)					\$ 1,050,002	\$ 1,041,120

* Value as a percent of net assets

- (1) Preferred and common stock, warrants, and equity interests are generally non-income producing.
- (2) Gross unrealized appreciation, gross unrealized depreciation, and net depreciation for federal income tax purposes totaled \$41.6 million, \$50.0 million and \$8.4 million respectively. The tax cost of investments is \$1,051 million
- (3) Except for warrants in twenty publicly traded companies and common stock in nine publicly traded companies, all investments are restricted at June 30, 2013 and were valued at fair value as determined in good faith by the Board of Directors. No unrestricted securities of the same issuer are outstanding. The Company uses the Standard Industrial Code for classifying the industry grouping of its portfolio companies.
- (4) Debt investments of this portfolio company have been pledged as collateral under the Wells Facility.
- (5) Non-U.S. company or the company's principal place of business is outside the United States.
- (6) Affiliate investment that is defined under the Investment Company Act of 1940 as a company in which HTGC owns at least 5% but not more than 25% of the voting securities of the Company.
- (7) Control investment that is defined under the Investment Company Act of 1940 as a company in which HTGC owns at least 25% but not more than 50% of the voting securities of the Company.
- (8) Debt is on non-accrual status at June 30, 2013, and is therefore considered non-income producing.
- (9) Convertible Senior Debt
- (10) Indicates assets that the Company deems not qualifying assets under section 55(a) of the Investment Company Act of 1940, as amended. Qualifying assets must represent at least 70% of the Company's total assets at the time of acquisition of any additional non-qualifying assets.
- (11) Denotes that all or a portion of the loan secures the notes offered in the Debt Securitization (as defined in Note 4).

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Anthera Pharmaceuticals Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt ⁽¹¹⁾ Matures December 2014 Interest rate Prime + 7.30% or Floor rate of 10.55%	\$ 20,532	\$ 20,745	\$ 21,007
Aveo Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt ⁽¹¹⁾ Matures September 2015 Interest rate Prime + 7.15% or Floor rate of 11.90%	\$ 26,500	26,500	27,030
Cempra, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt ⁽¹¹⁾ Matures December 2015 Interest rate Prime + 6.30% or Floor rate of 9.55%	\$ 10,000	9,862	9,902
Chroma Therapeutics, Ltd. ⁽⁵⁾⁽¹⁰⁾	Drug Discovery & Development	Senior Debt Matures November 2013 Interest rate Prime + 7.75% or Floor rate of 12.00%	\$ 4,111	4,718	4,759
Concert Pharmaceuticals, Inc. ⁽⁴⁾	Drug Discovery & Development	Senior Debt Matures October 2015 Interest rate Prime + 3.25% or Floor rate of 8.50%	\$ 20,000	19,633	18,983
Coronado BioSciences, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt ⁽¹¹⁾ Matures March 2016 Interest rate Prime + 6.00% or Floor rate of 9.25%	\$ 15,000	14,761	14,761
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Senior Debt Matures January 2015	\$ 9,166	8,996	8,929

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		Interest rate Prime + 4.40% or			
		Floor rate of 10.15%			
Insmed, Inc.	Drug Discovery & Development	Senior Debt ⁽¹¹⁾			
		Matures January 2016			
		Interest rate Prime + 4.75% or			
		Floor rate of 9.25%	\$ 20,000	19,305	19,674
Merrimack Pharmaceuticals, Inc.	Drug Discovery & Development	Senior Debt			
		Matures May 2016			
		Interest rate Prime + 5.30% or			
		Floor rate of 10.55%	\$ 40,000	39,670	39,670
NeurogesX, Inc. ⁽³⁾	Drug Discovery & Development	Senior Debt			
		Matures February 2015			
		Interest rate Prime + 7.50% or			
		Floor rate of 10.75%	\$ 13,662	13,645	13,884
Paratek Pharmaceuticals, Inc.	Drug Discovery & Development	Senior Debt ⁽⁹⁾			
		Matures upon liquidation			
		Interest rate Fixed 10.00%	\$ 45	45	45
		Senior Debt ⁽⁹⁾			
		Matures upon liquidation			
		Interest rate Fixed 10.00%	\$ 36	31	31
Total Paratek Pharmaceuticals, Inc.				76	76
Total Debt Drug Discovery & Development (34.63%)*				177,911	178,675

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Bridgewave Communications	Communications & Networking	Senior Debt Matures March 2016 Interest rate Prime + 8.75% or Floor rate of 12.00%	\$ 7,500	\$ 7,003	\$ 4,896
OpenPeak, Inc.	Communications & Networking	Senior Debt ⁽¹¹⁾ Matures July 2015 Interest rate Prime + 8.75% or Floor rate of 12.00%	\$ 15,000	15,008	15,158
PeerApp, Inc. ⁽⁴⁾	Communications & Networking	Senior Debt Matures April 2013 Interest rate Prime + 7.50% or Floor rate of 11.50%	\$ 501	588	588
UPH Holdings, Inc.	Communications & Networking	Senior Debt Matures April 2015 Interest rate Libor + 11.00% or Floor rate of 13.50%	\$ 7,000	6,880	6,772
		Senior Debt Matures September 2015 Interest rate Libor + 11.00% or Floor rate of 13.50%	\$ 347	343	333
		Senior Debt Matures December 2016 Interest rate Libor + 11.00% or Floor rate of 13.50%	\$ 3,594	3,594	3,400
Total UPH Holdings, Inc.				10,817	10,505
Total Debt Communications & Networking (6.04%)*				33,416	31,147

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Clustrix, Inc.	Electronics & Computer Hardware	Senior Debt				
		Matures December 2015				
		Interest rate Prime + 6.50% or				
		Floor rate of 9.75%	\$	235	227	227
Identive Group, Inc.	Electronics & Computer Hardware	Senior Debt				
		Matures November 2015				
		Interest rate Prime + 7.75% or				
		Floor rate 11.00%	\$	7,500	7,447	7,447
Total Debt Electronics & Computer Hardware (1.49%)				7,674	7,674	
Box, Inc. ⁽⁴⁾	Software	Senior Debt				
		Matures March 2016				
		Interest rate Prime + 3.75% or				
		Floor rate of 7.50%	\$	10,000	9,910	9,353
		Senior Debt				
		Matures July 2014				
		Interest rate Prime + 5.25% or				
		Floor rate of 8.50%	\$	1,018	1,075	1,060
		Senior Debt ⁽¹¹⁾				
		Matures July 2016				
		Interest rate Prime + 5.13% or				
		Floor rate of 8.88%	\$	20,000	20,138	19,274
Total Box, Inc.				31,123	29,687	

See notes to consolidated financial statements.

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HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)

December 31, 2012

(dollars in thousands)

Portfolio Company	Sub-Industry	Type of Investment ⁽¹⁾	Principal Amount	Cost ⁽²⁾	Value ⁽³⁾
Clickfox, Inc.	Software	Senior Debt Matures November 2015 Interest rate Prime + 8.25% or Floor rate of 11.50%	\$ 8,000	\$ 7,318	\$ 7,558
EndPlay, Inc.	Software	Senior Debt Matures August 2015 Interest rate Prime + 7.35% or Floor rate 10.6%	\$ 2,000	1,930	1,930
Hillcrest Laboratories, Inc	Software	Senior Debt Matures July 2015 Interest rate Prime + 7.50% or Floor rate of 10.75%	\$ 4,000	3,923	3,860
JackBe Corporation	Software	Senior Debt Matures January 2016 Interest rate Prime + 7.25% or Floor rate of 10.50%	\$ 3,000	2,900	2,900
Kxen, Inc. ⁽⁴⁾	Software	Senior Debt Matures January 2015 Interest rate Prime + 5.08% or Floor rate of 8.33%	\$ 2,337	2,371	2,192
Tada Innovations, Inc.	Software	Senior Debt ⁽⁹⁾ Matures November 2012 Interest rate Fixed 8.00%	\$ 100	100	
Total Debt Software (9.33%)*				49,665	48,127
Althea Technologies, Inc.	Specialty Pharmaceuticals	Senior Debt Matures October 2013 Interest rate Prime + 7.70% or Floor rate of 10.95%	\$ 7,659	7,927	7,927
Quatrx Pharmaceuticals Company	Specialty Pharmaceuticals	Senior Debt ⁽⁹⁾ Matures March 2014	\$ 1,888	1,888	2,394

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Interest rate Fixed 8.00%

Total Debt Specialty Pharmaceuticals (2.00%)* 9,815 10,321

Achronix Semiconductor Corporation	Semiconductors	Senior Debt Matures January 2015			
		Interest rate Prime + 10.60% or			
		Floor rate of 13.85%	\$ 1,847	1,803	1,783

Total Debt Semiconductors (0.34%)* 1,803 1,783

AcelRX Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Senior Debt ⁽¹¹⁾ Matures December 2014			
		Interest rate Prime + 3.25% or			
		Floor rate of 8.50%	\$ 16,345	16,222	15,983

ADMA Biologics, Inc.	Drug Delivery	Senior Debt Matures February 2016			
		Interest rate Prime + 2.75% or			
		Floor rate of 8.50%	\$ 4,000	3,857	3,857

Alexza Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Senior Debt ⁽¹¹⁾ Matures October 2013			
		Interest rate Prime + 6.50% or			
		Floor rate of 10.75%	\$ 5,052	5,410	5,410

BIND Biosciences, Inc.	Drug Delivery	Senior Debt Matures July 2014			
		Interest rate Prime + 7.45% or			
		Floor rate of 10.70%	\$ 3,326	3,320	3,387

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Intelliject, Inc.	Drug Delivery	Senior Debt ⁽¹¹⁾ Matures June 2016 Interest rate Prime + 5.75% or Floor rate of 11.00%	\$ 15,000	\$ 14,615	\$ 15,065
Nupathe, Inc. ⁽³⁾	Drug Delivery	Senior Debt Matures May 2016 Interest rate Prime - 3.25% or Floor rate of 9.85%	\$ 8,500	8,166	8,166
Revance Therapeutics, Inc.	Drug Delivery	Senior Debt Matures March 2015 Interest rate Prime + 6.60% or Floor rate of 9.85%	\$ 18,446	\$ 18,330	\$ 18,263
Total Debt Drug Delivery (13.59%)*				69,920	70,131
Ahhha, Inc. ⁽⁸⁾	Internet Consumer & Business Services	Senior Debt Matures January 2015 Interest rate Fixed 12.00%	\$ 350	347	
Blurb, Inc.	Internet Consumer & Business Services	Senior Debt Matures December 2015 Interest rate Prime + 5.25% or Floor rate 8.50%	\$ 8,000	7,708	7,429
Education Dynamics, LLC	Internet Consumer & Business Services	Senior Debt Matures March 2016 Interest rate Fixed 12.50%, PIK Interest 1.50%	\$ 27,500	26,976	26,976
Just.Me, Inc.	Internet Consumer & Business Services	Senior Debt Matures June 2015 Interest rate Prime + 2.50% or Floor rate 5.75%	\$ 750	732	680

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		Senior Debt Matures June 2015			
		Interest rate Prime + 5.00% or			
		Floor rate 8.25%	\$ 750	727	704
Total Just.Me, Inc.				1,459	1,384
Loku, Inc.	Internet Consumer & Business Services	Senior Debt ⁽⁹⁾ Matures June 2013			
		Interest rate Fixed 6.00%	\$ 100	100	100
NetPlenish, Inc.	Internet Consumer & Business Services	Senior Debt Matures April 2015			
		Interest rate Fixed 10.00%	\$ 500	490	452
Reply! Inc.	Internet Consumer & Business Services	Senior Debt ⁽¹¹⁾ Matures September 2015			
		Interest rate Prime + 6.875% or			
		Floor rate of 10.125%	\$ 11,749	11,624	11,337
		Senior Debt ⁽¹¹⁾ Matures September 2015			
		Interest rate Prime + 7.25% or			
		Floor rate of 11.00%	\$ 2,000	1,946	1,971
Total Reply! Inc.				13,570	13,308
Second Rotation, Inc.	Internet Consumer & Business Services	Senior Debt Matures August 2015			
		Interest rate Prime + 6.50% or			
		Floor rate of 10.25% , PIK Interest 2.50%	\$ 5,843	5,860	5,880

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
		Senior Debt Matures August 2015 Interest rate Prime + 6.50% or Floor rate of 10.25% , PIK Interest 1.50%	\$ 1,947	\$ 1,888	\$ 1,909
		Revolving Line of Credit Matures January 2013 Interest rate Fixed 10.50%, PIK Interest 0.25%	\$ 327	313	313
Total Second Rotation, Inc. ShareThis, Inc.	Internet Consumer & Business Services	Senior Debt Matures June 2016 Interest rate Prime + 7.50% or Floor rate of 10.75%		8,061	8,102
Tectura Corporation	Internet Consumer & Business Services	Revolving Line of Credit Matures July 2013 Interest rate Libor + 8.00% or Floor rate of 11.00%	\$ 15,000	14,268	14,268
		Senior Debt Matures December 2014 Interest rate Libor + 10.00% or Floor rate of 13.00%	\$ 16,340	17,850	17,797
		Senior Debt Matures April 2013 Interest rate Libor + 10.00% or Floor rate of 13.00%	\$ 6,978	6,908	6,827
		Senior Debt Matures April 2013 Interest rate Libor + 10.00% or Floor rate of 13.00%	\$ 1,390	1,325	1,325
Total Tectura Corporation Trulia, Inc. ⁽³⁾	Internet Consumer & Business Services	Senior Debt ⁽¹¹⁾ Matures September 2015 Interest rate Prime + 2.75% or		26,083	25,949
			\$ 5,000	4,921	4,729

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		Floor rate of 6.00%			
		Senior Debt ⁽¹¹⁾			
		Matures September 2015			
		Interest rate Prime + 5.50% or			
		Floor rate of 8.75%	\$ 5,000	4,920	4,547
Total Trulia, Inc.				9,841	9,276
Vaultlogix, Inc.	Internet Consumer & Business Services	Senior Debt			
		Matures September 2016			
		Interest rate LIBOR + 8.50% or			
		Floor rate of 10.00%, PIK interest 2.50%	\$ 7,500	7,681	7,721
		Senior Debt			
		Matures September 2015			
		Interest rate LIBOR + 7.00% or			
		Floor rate of 8.50%	\$ 10,253	10,190	9,854
Total Vaultlogix, Inc.				17,871	17,575
Votizen, Inc.	Internet Consumer & Business Services	Senior Debt ⁽⁹⁾			
		Matures February 2013			
		Interest rate Fixed 5.00%	\$ 100	100	6
Wavemarket, Inc.	Internet Consumer & Business Services	Senior Debt ⁽¹¹⁾			
		Matures September 2015			
		Interest rate Prime + 5.75% or			
		Floor rate of 9.50%	\$ 10,000	9,840	9,444
Total Debt Internet Consumer & Business Services (26.02%)*				136,714	134,269

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Cha Cha Search, Inc.	Information Services	Senior Debt Matures February 2015 Interest rate Prime + 6.25% or Floor rate of 9.50%	\$ 2,641	\$ 2,604	\$ 2,522
Eccentex Corporation	Information Services	Senior Debt ⁽¹¹⁾ Matures May 2015 Interest rate Prime + 7.00% or Floor rate of 10.25%	\$ 1,000	977	965
InXpo, Inc.	Information Services	Senior Debt Matures March 2014 Interest rate Prime + 7.50% or Floor rate of 10.75%	\$ 2,550	2,466	2,434
Jab Wireless, Inc.	Information Services	Senior Debt Matures November 2017 Interest rate Prime + 6.75% or Floor rate of 8.00%	\$ 30,000	29,852	29,850
RichRelevance, Inc.	Information Services	Senior Debt Matures January 2015 Interest rate Prime + 3.25% or Floor rate of 7.50%	\$ 4,245	4,210	4,068
Womensforum.com, Inc.	Information Services	Senior Debt ⁽¹¹⁾ Matures October 2016 Interest rate LIBOR + 6.50% or Floor rate of 9.25%	\$ 8,000	7,838	7,838
		Senior Debt ⁽¹¹⁾ Matures October 2016 Interest rate LIBOR + 7.50% or Floor rate of 10.25%	\$ 4,500	4,422	4,422
Total Womensforum.com, Inc.				12,260	12,260

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Total Debt Information Services (10.10%)*			52,369	52,099
Gynesonics, Inc.	Medical Device & Equipment	Senior Debt Matures October 2013		
		Interest rate Prime + 8.25% or		
		Floor rate of 11.50%	\$ 3,912	3,975 4,014
		Senior Debt Matures February 2013		
		Interest rate Fixed 8.00%	\$ 253	247 247
		Senior Debt Matures September 2013		
		Interest rate Fixed 8.00%	\$ 36	30 30
Total Gynesonics, Inc.			4,252	4,291
Lanx, Inc.	Medical Device & Equipment	Senior Debt Matures October 2016		
		Interest rate Prime + 6.50% or		
		Floor rate of 10.25%	\$ 15,000	14,428 14,428
		Revolving Line of Credit Matures October 2015		
		Interest rate Prime + 5.25% or		
		Floor rate of 9.00%	\$ 5,500	5,300 5,300
Total Lanx, Inc.			19,728	19,728
Novasys Medical, Inc.	Medical Device & Equipment	Senior Debt ⁽⁹⁾ Matures January 2013		
		Interest rate Fixed 8.00%	\$ 65	65 65
		Senior Debt ⁽⁹⁾ Matures August 2013		
		Interest rate Fixed 8.00%	\$ 22	20 20
Total Novasys Medical, Inc.			85	85

See notes to consolidated financial statements.

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HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)

December 31, 2012

(dollars in thousands)

Portfolio Company	Sub-Industry	Type of Investment ⁽¹⁾	Principal Amount	Cost ⁽²⁾	Value ⁽³⁾
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Senior Debt Matures December 2013			
		Interest rate Prime + 8.20% or Floor rate of 11.45%	\$ 8,260	\$ 8,915	\$ 9,080
		Senior Debt ⁽⁹⁾ Matures April 2013			
		Interest rate Fixed 8.00%	\$ 288	288	288
		Senior Debt ⁽⁹⁾ Matures September 2013			
		Interest rate Fixed 8.00%	\$ 123	123	123
Total Optiscan Biomedical, Corp.				9,326	9,491
Oraya Therapeutics, Inc.	Medical Device & Equipment	Senior Debt ⁽⁹⁾ Matures December 2013			
		Interest rate Fixed 7.00%	\$ 500	500	500
		Senior Debt ⁽¹¹⁾ Matures September 2015			
		Interest rate Prime + 5.50% or Floor rate of 10.25%	\$ 10,000	9,798	10,079
Total Oraya Therapeutics, Inc.				10,298	10,579
USHIFU, LLC	Medical Device & Equipment	Senior Debt ⁽¹¹⁾ Matures April 2016			
		Interest rate Prime + 7.75% or Floor rate of 11.00%	\$ 6,000	5,856	5,856
		Total Debt Medical Device & Equipment (9.69%)*		49,545	50,030
Navidea Biopharmaceuticals, Inc. (pka Neoprobe) ⁽³⁾	Diagnostic	Senior Debt Matures December 2014			
		Interest rate Prime + 6.75% or Floor rate of 10.00%	\$ 5,741	5,691	5,752
		Tethys Bioscience Inc.	Diagnostic	Senior Debt ⁽¹¹⁾	

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		Matures December 2015			
		Interest rate Prime + 8.40% or			
		Floor rate of 11.65%	\$ 10,000	9,940	10,026
Total Debt Diagnostic (3.06%)*				15,631	15,778
Labcyte, Inc.	Biotechnology Tools	Senior Debt Matures May 2013			
		Interest rate Prime + 8.60% or			
		Floor rate of 11.85%	\$ 761	834	834
		Senior Debt ⁽¹¹⁾ Matures June 2016			
		Interest rate Prime + 6.70% or			
		Floor rate of 9.95%	\$ 5,000	4,890	4,995
Total Labcyte, Inc.				5,724	5,829
Total Debt Biotechnology Tools (1.13%)*				5,724	5,829
MedCall, LLC	Healthcare Services, Other	Senior Debt Matures January 2016			
		Interest rate 7.79% or			
		Floor rate of 9.50%	\$ 4,908	4,844	4,695
		Senior Debt Matures January 2016			
		Interest rate LIBOR +8.00% or			
		Floor rate of 10.00%	\$ 4,037	3,972	3,871
Total MedCall, LLC				8,816	8,566

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HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)

December 31, 2012

(dollars in thousands)

Portfolio Company	Sub-Industry	Type of Investment ⁽¹⁾	Principal Amount	Cost ⁽²⁾	Value ⁽³⁾
Pacific Child & Family Associates, LLC	Healthcare Services, Other	Senior Debt			
		Matures January 2015			
		Interest rate LIBOR + 9.00% or			
		Floor rate of 11.50%	\$ 3,661	\$ 3,713	\$ 3,713
		Revolving Line of Credit			
		Matures January 2015			
		Interest rate LIBOR + 7.50% or			
		Floor rate of 10.00%	\$ 1,500	1,490	1,490
		Senior Debt			
		Matures January 2015			
		Interest rate LIBOR + 11.50% or			
		Floor rate of 14.00%, PIK interest 3.75%	\$ 5,900	6,562	6,562
Total Pacific Child & Family Associates, LLC			11,765	11,765	
ScriptSave (Medical Security Card Company, LLC)	Healthcare Services, Other	Senior Debt			
		Matures February 2016			
		Interest rate LIBOR + 8.75% or			
		Floor rate of 11.25%	\$ 16,375	16,168	16,150
Total Debt Health Services, Other (7.07%)*			36,749	36,481	
Entrigue Surgical, Inc.	Surgical Devices	Senior Debt			
		Matures December 2014			
		Interest rate Prime + 5.90% or			
		Floor rate of 9.65%	\$ 2,463	2,431	2,427
Transmedics, Inc.	Surgical Devices	Senior Debt ⁽¹¹⁾			
		Matures November 2015			
		Interest rate Fixed 12.95%	\$ 7,250	7,464	7,464
Total Debt Surgical Devices (1.92%)*			9,895	9,891	
Westwood One Communications	Media/Content/ Info	Senior Debt			

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		Matures October 2016			
		Interest rate LIBOR + 6.50% or			
Women's Marketing, Inc.	Media/Content/ Info	Floor rate of 8.00% Senior Debt Matures May 2016	\$ 20,475	18,994	17,575
		Interest rate Libor + 9.50% or			
		Floor rate of 12.00%, PIK interest 3.00% Senior Debt ⁽¹¹⁾ Matures November 2015	\$ 9,681	10,002	10,002
		Interest rate Libor + 7.50% or			
		Floor rate of 10.00%	\$ 16,362	16,105	15,787
Total Women's Marketing, Inc.				26,107	25,789
Zoom Media Corporation	Media/Content/ Info	Senior Debt Matures December 2015			
		Interest rate Prime + 7.25% or			
	Media/Content/ Info	Floor rate of 10.50%, PIK 3.75% Revolving Line of Credit Matures December 2014	\$ 5,000	4,657	4,657
		Interest rate Prime + 5.25% or			
		Floor rate of 8.50%	\$ 3,000	2,700	2,700
Total Zoom Media Corporation				7,357	7,357
Total Debt Media/Content/Info (9.83%)*				52,458	50,721

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Principal Amount	Cost⁽²⁾	Value⁽³⁾
Alphabet Energy, Inc.	Clean Tech	Senior Debt Matures February 2015 Interest rate Prime + 5.75% or Floor rate of 9.00%	\$ 1,614	\$ 1,531	\$ 1,531
American Superconductor Corporation ⁽³⁾	Clean Tech	Senior Debt ⁽¹¹⁾ Matures December 2014 Interest rate Prime + 7.25% or Floor rate of 11.00%	\$ 9,231	9,161	9,438
BrightSource Energy, Inc.	Clean Tech	Revolving Line of Credit Matures January 2013 Interest rate Prime + 7.25% or Floor rate of 10.50%	\$ 35,000	34,870	34,870
Comverge, Inc.	Clean Tech	Senior Debt Matures November 2017 Interest rate LIBOR + 8.00% or Floor rate of 9.50%	\$ 20,000	19,577	19,577
	Clean Tech	Senior Debt Matures November 2017 Interest rate LIBOR + 9.50% or Floor rate of 11.00%	\$ 14,000	13,704	13,704
Total Comverge, Inc.				33,281	33,281
Enphase Energy, Inc. ⁽³⁾	Clean Tech	Senior Debt ⁽¹¹⁾ Matures June 2014 Interest rate Prime + 5.75% or Floor rate of 9.00%	\$ 3,758	3,739	3,716
	Clean Tech	Senior Debt Matures August 2016 Interest rate Prime + 8.25% or Floor rate of 11.50%	\$ 7,400	7,321	7,321

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Total Enphase Energy, Inc.				11,060	11,037
Glori Energy, Inc.	Clean Tech	Senior Debt ⁽¹¹⁾ Matures June 2015			
		Interest rate Prime + 6.75% or			
		Floor rate of 10.00%	\$ 8,000	7,832	7,988
Integrated Photovoltaics, Inc.	Clean Tech	Senior Debt Matures February 2015			
		Interest rate Prime + 7.38% or			
		Floor rate of 10.63%	\$ 2,572	2,494	2,508
Polyera Corporation	Clean Tech	Senior Debt Matures June 2016			
		Interest rate Prime + 6.75% or			
		Floor rate of 10.00%	\$ 3,000	2,952	2,952
Redwood Systems, Inc.	Clean Tech	Senior Debt Matures February 2016			
		Interest rate Prime + 6.50% or			
		Floor rate of 9.75%	\$ 5,000	4,965	4,965
SClenergy, Inc. ⁽⁴⁾	Clean Tech	Senior Debt Matures September 2015			
		Interest rate Prime + 8.75% or			
		Floor rate 12.00%	\$ 5,296	5,103	5,262
Solexel, Inc.	Clean Tech	Senior Debt Matures June 2013			
		Interest rate Prime + 8.25% or			
		Floor rate of 11.50%	\$ 2,884	2,877	2,877
		Senior Debt Matures June 2013			
		Interest rate Prime + 7.25% or			
		Floor rate of 10.50%	\$ 331	330	330
Total Solexel, Inc.				3,207	3,207
Stion Corporation ⁽⁴⁾	Clean Tech	Senior Debt Matures February 2015			
		Interest rate Prime + 6.75% or			
		Floor rate of 10.00%	\$ 7,519	7,483	7,545
Total Debt Clean Tech (24.14%)*				123,938	124,584
Total Debt (160.38%)				\$ 833,228	\$ 827,540

See notes to consolidated financial statements.

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Acceleron Pharmaceuticals, Inc.	Drug Discovery & Development	Common Stock Warrants		46,446	\$ 39	\$ 53
		Preferred Stock Warrants	Series A	426,000	69	345
		Preferred Stock Warrants	Series B	110,270	35	64
Total Warrants Acceleron Pharmaceuticals, Inc.				582,716	143	462
Anthera Pharmaceuticals Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		321,429	984	66
Cempra, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		39,038	187	46
Chroma Therapeutics, Ltd. ⁽⁵⁾⁽¹⁰⁾	Drug Discovery & Development	Preferred Stock Warrants	Series D	325,261	490	500
Concert Pharmaceuticals, Inc. ⁽⁴⁾	Drug Discovery & Development	Preferred Stock Warrants	Series C	400,000	367	126
Coronado Biosciences, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		73,009	142	81
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Common Stock Warrants		50,000	28	16
		Preferred Stock Warrants	Series A	525,000	236	173
		Preferred Stock Warrants	Series B	660,000	311	217
Total Warrants Dicerna Pharmaceuticals, Inc.				1,235,000	575	406
EpiCept Corporation ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		325,204	4	
Horizon Pharma, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		22,408	231	
Insmed, Incorporated ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		329,931	570	1,316
Merrimack Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		302,143	155	641
NeurogesX, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		3,421,500	503	400
PolyMedix, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock Warrants		627,586	480	9
Portola Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock Warrants	Series B	687,023	152	298
Total Warrants Drug Discovery & Development (0.84%)*					4,983	4,351
Bridgewater Communications	Communications & Networking	Preferred Stock Warrants	Series 5	2,942,618	753	
Intelepeer, Inc.	Communications & Networking	Preferred Stock Warrants	Series C	117,958	101	190
Neonova Holding Company	Communications & Networking	Preferred Stock Warrants	Series A	450,000	94	23
OpenPeak, Inc.	Communications & Networking	Preferred Stock Warrants	Series E	25,646	149	9
PeerApp, Inc. ⁽⁴⁾	Communications & Networking	Preferred Stock Warrants	Series B	298,779	61	47

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Peerless Network, Inc.	Communications & Networking	Preferred Stock Warrants	Series A	135,000	95	352
Ping Identity Corporation	Communications & Networking	Preferred Stock Warrants	Series B	1,136,277	52	112
UPH Holdings, Inc.	Communications & Networking	Common Stock Warrants		145,877	131	52
Purcell Systems, Inc.	Communications & Networking	Preferred Stock Warrants	Series B	110,000	123	62
Stoke, Inc.	Communications & Networking	Preferred Stock Warrants	Series C	158,536	53	135
		Preferred Stock Warrants	Series D	72,727	65	57
Total Stoke, Inc.				231,263	118	192
Total Warrants Communications & Networking (0.20%)*					1,677	1,039

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Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Atrenta, Inc.	Software	Preferred Stock Warrants	Series D	392,670	\$ 121	\$ 322
Box, Inc. ⁽⁴⁾	Software	Preferred Stock Warrants	Series C	271,070	117	2,235
		Preferred Stock Warrants	Series B	199,219	73	3,242
		Preferred Stock Warrants	Series D-1	62,255	194	566
Total Box, Inc.				532,544	384	6,043
Braxton Technologies, LLC.	Software	Preferred Stock Warrants	Series A	168,750	188	
Central Desktop, Inc.	Software	Preferred Stock Warrants	Series B	522,823	108	166
Clickfox, Inc.	Software	Preferred Stock Warrants	Series B	1,038,563	329	332
		Preferred Stock Warrants	Series C	592,019	730	213
Total Clickfox, Inc.				1,630,582	1,059	545
Daegis Inc. (pka Unify Corporation) ⁽³⁾	Software	Common Stock Warrants		718,860	1,434	75
Endplay, Inc.	Software	Preferred Stock Warrants	Series B	180,000	67	39
Forescout Technologies, Inc.	Software	Preferred Stock Warrants	Series D	399,687	99	202
HighRoads, Inc.	Software	Preferred Stock Warrants	Series B	190,176	44	9
Hillcrest Laboratories, Inc.	Software	Preferred Stock Warrants	Series E	1,865,650	55	70
JackBe Corporation	Software	Preferred Stock Warrants	Series C	180,000	73	54
Kxen, Inc. ⁽⁴⁾	Software	Preferred Stock Warrants	Series D	184,614	47	13
Rockyou, Inc.	Software	Preferred Stock Warrants	Series B	41,266	117	
SugarSync Inc.	Software	Preferred Stock Warrants	Series CC	332,726	78	123
		Preferred Stock Warrants	Series DD	107,526	34	30
Total SugarSync Inc.				440,252	112	153
Tada Innovations, Inc.	Software	Preferred Stock Warrants	Series A	20,833	25	
White Sky, Inc.	Software	Preferred Stock Warrants	Series B-2	124,295	54	3
WildTangent, Inc.	Software	Preferred Stock Warrants	Series 3A	100,000	238	82
Total Warrants Software (1.51%)*					4,225	7,776
Clustrix, Inc.	Electronics & Computer Hardware	Preferred Stock Warrants	Series B	49,732	12	13
Luminus Devices, Inc.	Electronics & Computer Hardware	Common Stock Warrants		26,386	600	
Shocking Technologies, Inc.	Electronics & Computer Hardware	Preferred Stock Warrants	Series A-1	181,818	63	106
Total Warrant Electronics & Computer Hardware (0.02%)*					675	119
Althea Technologies, Inc.	Specialty Pharmaceuticals	Preferred Stock Warrants	Series D	502,273	309	889
Pacira Pharmaceuticals, Inc. ⁽³⁾	Specialty Pharmaceuticals	Common Stock Warrants		178,987	1,086	1,263
Quatrx Pharmaceuticals Company	Specialty Pharmaceuticals	Preferred Stock Warrants	Series E	340,534	528	
Total Warrants Specialty Pharmaceuticals (0.42%)*					1,923	2,152
IPA Holdings, LLC	Consumer & Business Products	Common Stock Warrants		650,000	275	485
Market Force Information, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series A	99,286	24	84

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Seven Networks, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series C	1,821,429	174	130	
ShareThis, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series B	535,905	547	543	
Wageworks, Inc. ⁽³⁾	Consumer & Business Products	Common Stock Warrants		211,765	252	2,023	
Wavemarket, Inc.	Consumer & Business Products	Preferred Stock Warrants	Series E	1,083,333	106	61	
Total Warrant Consumer & Business Products (0.64%)*					1,378	3,326	
Achronix Semiconductor Corporation	Semiconductors	Preferred Stock Warrants	Series D	360,000	160	84	
Enpirion, Inc.	Semiconductors	Preferred Stock Warrants	Series D	239,872	157		
iWatt, Inc.	Semiconductors	Preferred Stock Warrants	Series C	558,748	45	14	
		Preferred Stock Warrants	Series D	1,954,762	583	289	
Total iWatt, Inc.				2,513,510	628	303	
Kovio Inc.	Semiconductors	Preferred Stock Warrants	Series B	319,352	92		
Quartics, Inc.	Semiconductors	Preferred Stock Warrants	Series C	69,139	53		
Total Warrants Semiconductors (0.08%)*					1,090	387	

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
AcelRX Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		274,508	\$ 356	\$ 406
ADMA Biologics, Inc.	Drug Delivery	Common Stock Warrants		25,000	129	128
Alexza Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		37,639	645	8
BIND Biosciences, Inc.	Drug Delivery	Preferred Stock Warrants	Series C-1	150,000	291	446
Intelliject, Inc.	Drug Delivery	Preferred Stock Warrants	Series B	82,500	594	574
NuPathe, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		106,631	139	165
Revance Therapeutics, Inc.	Drug Delivery	Preferred Stock Warrants	Series D	269,663	557	618
Transcept Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock Warrants		61,452	87	44
Total Warrant Drug Delivery (0.46%)*					2,798	2,389
Blurb, Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	439,336	323	347
		Preferred Stock Warrants	Series C	234,280	636	218
Total Blurb, Inc.				673,616	959	565
Invoke Solutions, Inc.	Internet Consumer & Business Services	Common Stock Warrants		53,084	38	
Just.Me	Internet Consumer & Business Services	Preferred Stock Warrants	Series A	102,299	20	20
Prism Education Group, Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	200,000	43	
Reply! Inc.	Internet Consumer & Business Services	Preferred Stock Warrants	Series B	137,225	320	802
Second Rotation	Internet Consumer & Business Services	Preferred Stock Warrants	Series D	105,819	105	113
Tectura Corporation	Internet Consumer & Business Services	Preferred Stock Warrants	Series B-1	253,378	51	12
Trulia, Inc. ⁽³⁾	Internet Consumer & Business Services	Common Stock Warrants		56,053	188	368
Total Warrants Internet Consumer & Business Services (0.37%)*					1,724	1,880
Buzznet, Inc.	Information Services	Preferred Stock Warrants	Series B	19,962	9	
Cha Cha Search, Inc.	Information Services	Preferred Stock Warrants	Series F	48,232	58	5
Eccentex Corporation	Information Services	Preferred Stock Warrants	Series A	408,719	31	3
Intelligent Beauty, Inc.	Information Services	Preferred Stock Warrants	Series B	190,234	230	579
InXpo, Inc.	Information Services	Preferred Stock Warrants	Series C	648,400	98	43
	Information Services	Preferred Stock Warrants	Series C-1	267,049	25	24
Total InXpo, Inc.	Information Services			915,449	123	67
Jab Wireless, Inc.	Information Services	Preferred Stock Warrants	Series A	266,567	265	420
RichRelevance, Inc.	Information Services	Preferred Stock Warrants	Series D	112,749	98	28
Solutionary, Inc.	Information Services	Preferred Stock Warrants	Series A-2	111,311	96	5
Total Warrants Information Services (0.22%)*					910	1,107
EKOS Corporation	Medical Device & Equipment	Preferred Stock Warrants	Series C	4,448,135	327	
Gelesis, Inc. ⁽⁶⁾	Medical Device & Equipment	LLC Interest		263,688	78	95

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Lanx, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series C	1,203,369	441	445
Novasys Medical, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series D	580,447	131	
		Common Stock Warrants		109,449	2	
Total Novasys Medical, Inc.				689,896	133	
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Preferred Stock Warrants	Series D	6,206,187	1,069	151
Oraya Therapeutics, Inc.	Medical Device & Equipment	Preferred Stock Warrants	Series C	716,948	676	314
		Common Stock Warrants		95,498	66	62
Total Oraya Therapeutics, Inc.				812,446	742	376
USHIFU, LLC	Medical Device & Equipment	Preferred Stock Warrants	Series G	141,388	188	188
Total Warrants Medical Device & Equipment (0.24%)*					2,978	1,255

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Navidea Biopharmaceuticals, Inc. (pka Neoprobe) ⁽³⁾	Diagnostic	Common Stock Warrants		333,333	\$ 244	\$ 360
Tethys Bioscience, Inc.	Diagnostic	Preferred Stock Warrants	Series E	617,683	148	169
Total Warrants Diagnostic (0.10%)*					392	529
Labcyte, Inc.	Biotechnology Tools	Preferred Stock Warrants	Series C	1,127,624	323	247
NuGEN Technologies, Inc.	Biotechnology Tools	Preferred Stock Warrants	Series B	204,545	45	161
		Preferred Stock Warrants	Series C	30,114	33	8
Total NuGEN Technologies, Inc.					234,659	169
Total Warrants Biotechnology Tools (0.08%)*					401	416
Entrigue Surgical, Inc.	Surgical Devices	Preferred Stock Warrants	Series B	62,500	87	2
Transmedics, Inc.	Surgical Devices	Preferred Stock Warrants	Series B	40,436	225	
		Preferred Stock Warrants	Series D	175,000	100	100
Total Transmedics, Inc.					325	100
Gynesonics, Inc.	Surgical Devices	Preferred Stock Warrants	Series A	123,457	18	7
		Preferred Stock Warrants	Series C	1,474,261	387	298
Total Gynesonics, Inc.					1,597,718	305
Total Warrants Surgical Devices (0.08%)*					817	407
Everyday Health, Inc. (pka Waterfront Media, Inc.)	Media/Content/ Info	Preferred Stock Warrants	Series C	110,018	60	55
Glam Media, Inc.	Media/Content/ Info	Preferred Stock Warrants	Series D	407,457	482	
Zoom Media Group, Inc.	Media/Content/ Info	Preferred Stock Warrants	n/a	1,204	348	346
Total Warrants Media/Content/Info (0.08%)*					890	401
Alphabet Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series A	79,083	68	148
American Superconductor Corporation ⁽³⁾	Clean Tech	Common Stock Warrants		139,275	244	122
BrightSource Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series D	58,333	675	248
Calera, Inc.	Clean Tech	Preferred Stock Warrants	Series C	44,529	513	
EcoMotors, Inc.	Clean Tech	Preferred Stock Warrants	Series B	437,500	308	435
Enphase Energy, Inc. ⁽³⁾	Clean Tech	Common Stock Warrants		37,500	102	17
Fulcrum Bioenergy, Inc.	Clean Tech	Preferred Stock Warrants	Series C-1	187,265	211	104
Glori Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series C	145,932	165	62
GreatPoint Energy, Inc.	Clean Tech	Preferred Stock Warrants	Series D-1	393,212	548	1
Integrated Photovoltaics, Inc.	Clean Tech	Preferred Stock Warrants	Series A-1	390,000	82	119
Polyera Corporation	Clean Tech	Preferred Stock Warrants	Series C	161,575	69	68
Propel Biofuels, Inc.	Clean Tech	Preferred Stock Warrants	Series C	3,200,000	211	317
Redwood Systems, Inc.	Clean Tech	Preferred Stock Warrants	Series C	331,250	3	2
SClenergy, Inc. ⁽⁴⁾	Clean Tech	Preferred Stock Warrants	Series D	1,061,168	361	145

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Solexel, Inc.	Clean Tech	Preferred Stock Warrants	Series B	245,682	1,161	7
Stion Corporation ⁽⁴⁾	Clean Tech	Preferred Stock Warrants	Series E	110,226	317	167
Trilliant, Inc.	Clean Tech	Preferred Stock Warrants	Series A	320,000	161	54

Total Warrants Clean Tech (0.39%)* 5,199 2,016

Total Warrants (5.73%) \$ 32,060 \$ 29,550

Aveo Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock		167,864	842	1,351
Dicerna Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock	Series B	502,684	502	488
Inotek Pharmaceuticals Corp.	Drug Discovery & Development	Preferred Stock	Series C	15,334	1,500	
Merrimack Pharmaceuticals, Inc. ⁽³⁾	Drug Discovery & Development	Common Stock		546,448	2,000	3,328
Paratek Pharmaceuticals, Inc.	Drug Discovery & Development	Preferred Stock	Series H	244,158	1,000	283
		Common Stock		47,471	5	3

Total Paratek Pharmaceuticals, Inc. 291,629 1,005 286

Total Equity Drug Discovery & Development (1.06%)* 5,849 5,453

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Acceleron Pharmaceuticals, Inc.	Drug Delivery	Preferred Stock	Series B	600,601	\$ 1,000	\$ 915
		Preferred Stock	Series C	93,456	242	205
		Preferred Stock	Series E	43,488	98	174
		Preferred Stock	Series F	19,268	61	77
Total Acceleron Pharmaceuticals, Inc.				756,813	1,401	1,371
Merrion Pharma, Plc. ⁽³⁾⁽⁵⁾⁽¹⁰⁾	Drug Delivery	Common Stock		20,000	9	
Nupathe, Inc.	Drug Delivery	Common Stock		50,000	146	142
Transcept Pharmaceuticals, Inc. ⁽³⁾	Drug Delivery	Common Stock		41,570	500	185
Total Equity Drug Delivery (0.33%)*					2,056	1,698
E-band Communications, Corp. ⁽⁶⁾	Communications & Networking	Preferred Stock	Series B	564,972	2,000	
		Preferred Stock	Series C	649,998	372	
		Preferred Stock	Series D	847,544	508	
		Preferred Stock	Series E	1,987,605	374	
Total E-band Communications, Corp.				4,050,119	3,254	
Glowpoint, Inc. ⁽³⁾	Communications & Networking	Common Stock		114,192	101	227
Neonova Holding Company	Communications & Networking	Preferred Stock	Series A	500,000	250	200
Peerless Network, Inc.	Communications & Networking	Preferred Stock	Series A	1,000,000	1,000	3,692
Stoke, Inc.	Communications & Networking	Preferred Stock	Series E	152,905	500	631
UPH Holdings, Inc.	Communications & Networking	Common Stock		742,887		624
Total Equity Communications & Networking (1.04%)*					5,105	5,374
Atrenta, Inc.	Software	Preferred Stock	Series C	1,196,845	508	1,042
		Preferred Stock	Series D	635,513	986	1,604
Total Atrenta, Inc.				1,832,358	1,494	2,646
Box, Inc. ⁽⁴⁾	Software	Preferred Stock	Series C	390,625	500	5,117
		Preferred Stock	Series D	158,127	500	2,071
		Preferred Stock	Series D-1	124,511	1,000	1,632
		Preferred Stock	Series D-2	220,751	2,001	2,892
		Preferred Stock	Series E	38,183	500	500
Total Box, Inc.				932,197	4,501	12,212
Caplinked, Inc.	Software	Preferred Stock	Series A-3	53,614	52	77
Total Equity Software (2.89%)*					6,047	14,935

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Spatial Photonics, Inc.	Electronics & Computer Hardware	Preferred Stock	Series D	4,717,813	268	
Virident Systems	Electronics & Computer Hardware	Preferred Stock	Series D	6,546,217	5,000	4,922
Total Equity Electronics & Computer Hardware (0.95%)*					5,268	4,922
Quatrx Pharmaceuticals Company	Specialty Pharmaceuticals	Preferred Stock	Series E	166,419	750	
Total Equity Specialty Pharmaceuticals (0.00%)*					750	
Caivis Acquisition Corporation	Consumer & Business Products	Common Stock	Series A	295,861	819	597
Facebook, Inc. ⁽³⁾	Consumer & Business Products	Common Stock	Series B	307,500	9,558	8,089
IPA Holdings, LLC	Consumer & Business Products	Preferred Stock	LLC interest	500,000	500	711
Market Force Information, Inc.	Consumer & Business Products	Preferred Stock	Series B	187,970	500	657
Wageworks, Inc. ⁽³⁾	Consumer & Business Products	Common Stock	Series D	19,260	250	343
Total Equity Consumer & Business Products (2.02%)*					11,627	10,397
iWatt, Inc.	Semiconductors	Preferred Stock	Series E	2,412,864	490	752
Total Equity Semiconductors (0.15%)*					490	752

See notes to consolidated financial statements.

Table of Contents**HERCULES TECHNOLOGY GROWTH CAPITAL, INC.****CONSOLIDATED SCHEDULE OF INVESTMENTS (Continued)****December 31, 2012****(dollars in thousands)**

Portfolio Company	Sub-Industry	Type of Investment⁽¹⁾	Series	Shares	Cost⁽²⁾	Value⁽³⁾
Buzznet, Inc.	Information Services	Preferred Stock	Series C	263,158	\$ 250	\$
Good Technologies, Inc. (pka Visto Corporation)	Information Services	Common Stock		500,000	603	
Solutionary, Inc.	Information Services	Preferred Stock	Series A-1	189,495	18	235
		Preferred Stock	Series A-2	65,834	325	82
Total Solutionary, Inc.				255,329	343	317
Total Equity Information Services (0.06%)*					1,196	317
Gelesis, Inc. ⁽⁶⁾	Medical Device & Equipment		LLC Interest	674,208		435
			LLC Interest	674,208	425	610
			LLC Interest	675,676	500	525
Total Gelesis, Inc.				2,024,092	925	1,570
Lanx, Inc.	Medical Device & Equipment	Preferred Stock	Series C	1,203,369	1,000	1,155
Novasys Medical, Inc.	Medical Device & Equipment	Preferred Stock	Series D-1	4,118,444	1,000	
Optiscan Biomedical, Corp. ⁽⁶⁾	Medical Device & Equipment	Preferred Stock	Series B	6,185,567	3,000	314
		Preferred Stock	Series C-2	1,927,309	655	251
Total Optiscan Biomedical, Corp.				8,112,876	3,655	565
Total Equity Medical Device & Equipment (0.64%)*					6,580	3,290
NuGEN Technologies, Inc.	Biotechnology Tools	Preferred Stock	Series C	189,394	500	600
Total Equity Biotechnology Tools (0.12%)*					500	600
Transmedics, Inc.	Surgical Devices	Preferred Stock	Series B	88,961	1,100	
		Preferred Stock	Series C	119,999	300	
		Preferred Stock	Series D	260,000	650	650
Total Transmedics, Inc.				468,960	2,050	650
Gynesonics, Inc.	Surgical Devices	Preferred Stock	Series B	219,298	250	159
		Preferred Stock	Series C	656,512	282	251
Total Gynesonics, Inc.				875,810	532	410
Total Equity Surgical Devices (0.20%)*					2,582	1,060
Everyday Health, Inc. (pka Waterfront Media, Inc.)	Media/Content/ Info	Preferred Stock	Series D	145,590	1,000	412
Total Equity Media/Content/Info (0.08%)*					1,000	412

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Total Equity (9.54%)	45,081,540	\$ 49,050	\$ 49,210
		49,050	49,210

Total Investments (175.65%)		\$ 914,338	\$ 906,300
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* Value as a percent of net assets

- (1) Preferred and common stock, warrants, and equity interests are generally non-income producing.
- (2) Gross unrealized appreciation, gross unrealized depreciation, and net depreciation for federal income tax purposes totaled \$19.9 million, \$27.6 million and \$7.8 million respectively. The tax cost of investments is \$916.9 million
- (3) Except for warrants in twenty publicly traded companies and common stock in eight publicly traded companies, all investments are restricted at December 31, 2012 and were valued at fair value as determined in good faith by the Board of Directors. No unrestricted securities of the same issuer are outstanding. The Company uses the Standard Industrial Code for classifying the industry grouping of its portfolio companies.
- (4) Debt investments of this portfolio company have been pledged as collateral under the Wells Facility.
- (5) Non-U.S. company or the company's principal place of business is outside the United States.
- (6) Affiliate investment that is defined under the Investment Company Act of 1940 as companies in which HTGC owns as least 5% but not more than 25% of the voting securities of the Company.
- (7) Control investment that is defined under the Investment Company Act of 1940 as companies in which HTGC owns as least 25% but not more than 50% of the voting securities of the Company.
- (8) Debt is on non-accrual status at December 31, 2012, and is therefore considered non-income producing.
- (9) Convertible Senior Debt
- (10) Indicates assets that the Company deems not qualifying assets under section 55(a) of the Investment Company Act of 1940, as amended. Qualifying assets must represent at least 70% of the Company's total assets at the time of acquisition of any additional non-qualifying assets.
- (11) Denotes that all or a portion of the loan secures the notes offered in the Debt Securitization (as defined in Note 4).

See notes to consolidated financial statements.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(unaudited)

1. Description of Business and Unaudited Interim Consolidated Financial Statements Basis of Presentation

Hercules Technology Growth Capital, Inc. (the Company) is a specialty finance company focused on providing senior secured loans to venture capital-backed companies in technology-related markets, including technology, biotechnology, life science, and clean-technology industries at all stages of development. The Company sources its investments through its principal office located in Silicon Valley, as well as through its additional offices in Boston, MA, New York, NY, Chicago, IL, Boulder, CO and McLean, VA. The Company was incorporated under the General Corporation Law of the State of Maryland in December 2003.

The Company is an internally managed, non-diversified closed-end investment company that has elected to be regulated as a business development company (BDC) under the Investment Company Act of 1940, as amended (the 1940 Act). From incorporation through December 31, 2005, the Company was taxed as a corporation under Subchapter C of the Internal Revenue Code of 1986, (the Code). Effective January 1, 2006, the Company has elected to be treated for tax purposes as a regulated investment company, or RIC, under the Code (see Note 5).

Hercules Technology II, L.P. (HT II), Hercules Technology III, L.P. (HT III), and Hercules Technology IV, L.P. (HT IV), are Delaware limited partnerships that were formed in January 2005, September 2009 and December 2010, respectively. HT II and HT III were licensed to operate as small business investment companies (SBICs), under the authority of the Small Business Administration (SBA), on September 27, 2006 and May 26, 2010, respectively. As SBICs, HT II and HT III are subject to a variety of regulations concerning, among other things, the size and nature of the companies in which they may invest and the structure of those investments. The Company also formed Hercules Technology SBIC Management, LLC, or (HTM), a limited liability company in November 2003. HTM is a wholly owned subsidiary of the Company and serves as the limited partner and general partner of HT II and HT III (see Note 4).

HT II and HT III hold approximately \$156.8 million and \$265.3 million in assets, respectively, and accounted for approximately 10.1% and 17.0% of our total assets prior to consolidation at June 30, 2013.

The Company also established wholly owned subsidiaries, all of which are structured as Delaware corporations and limited liability companies, to hold portfolio companies organized as limited liability companies, or LLCs (or other forms of pass-through entities). The Company currently qualifies as a RIC for federal income tax purposes, which allows the Company to avoid paying corporate income taxes on any income or gains that the Company distributes to our stockholders. The purpose of establishing these entities is to satisfy the RIC tax requirement that at least 90% of the Company's gross income for income tax purposes is investment income.

The consolidated financial statements include the accounts of the Company and its subsidiaries. All inter-company accounts and transactions have been eliminated in consolidation. In accordance with Article 6 of Regulation S-X under the Securities Act of 1933 and the Securities and Exchange Act of 1934, the Company does not consolidate portfolio company investments. The accompanying consolidated interim financial statements are presented in conformity with U.S. generally accepted accounting principles (U.S. GAAP) for interim financial information, and pursuant to the requirements for reporting on Form 10-Q and Article 10 of Regulation S-X under the Securities Act of 1933 and the Securities Exchange Act of 1934. Accordingly, certain disclosures accompanying annual consolidated financial statements prepared in accordance with U.S. GAAP are omitted. In the opinion of management, all adjustments consisting solely of normal recurring accruals considered necessary for the fair presentation of consolidated financial statements for the interim periods have been included. The current period's results of operations are not necessarily indicative of results that ultimately may be achieved for the year. Therefore, the interim unaudited consolidated financial statements and notes should be read in conjunction with the audited consolidated financial statements and notes thereto for the period ended December 31, 2012. The year-end consolidated statement of assets and liabilities data was derived from audited financial statements, but does not include all disclosures required by U.S. GAAP. Financial statements prepared on a U.S. GAAP basis require management to make estimates and assumptions that affect the amounts and disclosures reported in the consolidated financial statements and accompanying notes. Such estimates and assumptions could change in the future as more information becomes known, which could impact the amounts reported and disclosed herein.

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2. Summary of Significant Accounting Policies

Principles of Consolidation

The Consolidated Financial Statements include the accounts of the Company and its subsidiaries and all variable interest entities of which the Company is the primary beneficiary. All intercompany accounts and transactions have been eliminated in consolidation.

A VIE is an entity that either (i) has insufficient equity to permit the entity to finance its activities without additional subordinated financial support or (ii) has equity investors who lack the characteristics of a controlling financial interest. The primary beneficiary of a VIE is the party with both the power to direct the activities of the VIE that most significantly impact the VIE's economic performance and the obligation to absorb the losses or the right to receive benefits that could potentially be significant to the VIE.

To assess whether the Company has the power to direct the activities of a VIE that most significantly impact its economic performance, the Company considers all the facts and circumstances including its role in establishing the VIE and its ongoing rights and responsibilities. This assessment includes identifying the activities that most significantly impact the VIE's economic performance and identifying which party, if any, has power over those activities. In general, the party that makes the most significant decisions affecting the VIE is determined to have the power to direct the activities of a VIE. To assess whether the Company has the obligation to absorb the losses or the right to receive benefits that could potentially be significant to the VIE, the Company considers all of its economic interests, including debt and equity interests, servicing rights and fee arrangements, and any other variable interests in the VIE. If the Company determines that it is the party with the power to make the most significant decisions affecting the VIE, and the Company has a potentially significant interest in the VIE, then it consolidates the VIE.

The Company performs ongoing reassessments, usually quarterly, of whether it is the primary beneficiary of a VIE. The reassessment process considers whether the Company has acquired or divested the power to direct the activities of the VIE through changes in governing documents or other circumstances. The Company also reconsiders whether entities previously determined not to be VIEs have become VIEs, based on certain events, and therefore are subject to the VIE consolidation framework.

Valuation of Investments

The Company's investments are carried at fair value in accordance with the 1940 Act and Accounting Standards Codification (ASC) topic 820 Fair Value Measurements and Disclosures. At June 30, 2013, 86.0% of the Company's total assets represented investments in portfolio companies that are valued at fair value by the Board of Directors. Value, as defined in Section 2(a)(41) of the 1940 Act, is (i) the market price for those securities for which a market quotation is readily available and (ii) for all other securities and assets, fair value is as determined in good faith by the Board of Directors. The Company's debt securities are primarily invested in venture capital-backed companies in technology-related markets, including technology, biotechnology, life science and clean technology industries. Given the nature of lending to these types of businesses, the Company's investments in these portfolio companies are considered Level 3 assets under ASC 820 because there is no known or accessible market or market indexes for these investment securities to be traded or exchanged. As such, the Company

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values substantially all of its investments at fair value as determined in good faith pursuant to a consistent valuation policy and the Company's Board of Directors in accordance with the provisions of ASC 820 and the 1940 Act. Due to the inherent uncertainty in determining the fair value of investments that do not have a readily available market value, the fair value of the Company's investments determined in good faith by its Board may differ significantly from the value that would have been used had a readily available market existed for such investments, and the differences could be material.

Our Board of Directors may from time to time engage an independent valuation firm to provide the Company with valuation assistance with respect to certain portfolio investments on a quarterly basis. The Company intends to continue to engage an independent valuation firm to provide management with assistance regarding the Company's determination of the fair value of selected portfolio investments each quarter unless directed by the Board of Directors to cancel such valuation services. The scope of services rendered by an independent valuation firm is at the discretion of the Board of Directors. The Company's Board of Directors is ultimately and solely responsible for determining the fair value of the Company's investments in good faith.

With respect to investments for which market quotations are not readily available or when such market quotations are deemed not to represent fair value, the Company's Board of Directors has approved a multi-step valuation process each quarter, as described below:

- (1) the Company's quarterly valuation process begins with each portfolio company or investment being initially valued by the investment professionals responsible for the portfolio investment;
- (2) preliminary valuation conclusions are then documented and business based assumptions are discussed with the Company's investment committee;
- (3) the valuation committee of the Board of Directors reviews the preliminary valuation of the investment committee which incorporates the results of the independent valuation firm as appropriate;
- (4) the Board of Directors discusses valuations and determines the fair value of each investment in our portfolio in good faith based on the input of, where applicable, the respective independent valuation firm and the valuation committee.

ASC 820 establishes a framework for measuring the fair value of the assets and liabilities and outlines a fair value hierarchy which prioritizes the inputs used to measure fair value and the effect of fair value measures on earnings. ASC 820 also enhances disclosure requirements for fair value measurements based on the level within the hierarchy of the information used in the valuation. ASC 820 applies whenever other standards require (or permit) assets or liabilities to be measured at fair value but does not expand the use of fair value in any new circumstances. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company has categorized all investments recorded at fair value in accordance with ASC 820 based upon the level of judgment associated with the inputs used to measure their fair value. Hierarchical levels, defined by ASC 820 and directly related to the amount of subjectivity associated with the inputs to fair valuation of these assets and liabilities, are as follows:

Level 1 Inputs are unadjusted, quoted prices in active markets for identical assets at the measurement date. The types of assets carried at Level 1 fair value generally are equities listed in active markets.

Level 2 Inputs (other than quoted prices included in Level 1) are either directly or indirectly observable for the asset in connection with market data at the measurement date and for the extent of the instrument's anticipated life. Fair valued assets that are generally included in this category are warrants held in a public company.

Level 3 Inputs reflect management's best estimate of what market participants would use in pricing the asset at the measurement date. It includes prices or valuations that require inputs that are both significant to the fair value measurement and unobservable. Generally, assets carried at fair value and included in this category are the debt investments and warrants and equities held in a private company.

In accordance with ASU 2011-04, the following table provides quantitative information about the Company's Level 3 fair value measurements of the Company's investments as of June 30, 2013 (unaudited). In addition to the techniques and inputs noted in the table below, according to the Company's valuation policy the Company may also use other valuation techniques and methodologies when determining the Company's fair value measurements. The below table is not intended to be all-inclusive, but rather provides information on the significant Level 3 inputs as they relate to the Company's fair value measurements.

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Investment Type - Level Three Debt Investments	Fair Value at June 30, 2013 (in thousands)	Valuation Techniques/		Range
		Methodologies	Unobservable Input (a)	
Pharmaceuticals - Debt	292,140	Market Comparable Companies	Hypothetical Market Yield	14.74% - 16.43%
			Premium/(Discount)	(1.0%) - 1.5%
	3,074	Option Pricing Model ^(b)	Average Industry Volatility ^(c)	57.67%
			Risk Free Interest Rate Estimated Time to Exit (in months)	0.120%
Medical Devices - Debt	59,911	Market Comparable Companies	Hypothetical Market Yield	14.36 - 16.77 (1.0%) - 1.00%
Technology - Debt	174,976	Market Comparable Companies	Premium	
			Hypothetical Market Yield	13.70% - 21.22% (2.00%) - 1.50%
Clean Tech - Debt	5,225	Liquidation	Investment Collateral	\$0.00 - \$8.74 million
			159,463	Market Comparable Companies
Lower Middle Market - Debt	172,068	Market Comparable Companies	Premium	
			Hypothetical Market Yield	14.88% - 23.26%
	48,750	Broker Quote ^(d)	Price Quotes	0.00% - 2.00% 82.5% - 99.5% of par 3.50% - 5.93%
			34,061	Liquidation
Total Level Three Debt Investments	\$ 949,668			

(a) The significant unobservable inputs used in the fair value measurement of our debt securities are hypothetical market yields and premiums/(discounts). The hypothetical market yield is defined as the exit price of an investment in a hypothetical market to hypothetical market participants where buyers and sellers are willing participants. The premiums (discounts) relate to company specific characteristics such as underlying investment performance, security liens, and other characteristics of the investment. Significant increases (decreases) in the inputs in isolation would result in a significantly lower (higher) fair value measurement, depending on the materiality of the investment. Debt investments in the industries noted in our Schedule of Investments are included in the industries note above as follows:

Pharmaceuticals, above, is comprised of debt investments in the Therapeutic, Specialty Pharmaceuticals, Drug Discovery and Development, Drug Delivery, and Diagnostics and Biotechnology industries in the Schedule of Investments.

Medical Devices, above, is comprised of debt investments in the Therapeutic, Surgical Devices, Medical Devices and Equipment and Biotechnology Tools industries in the Schedule of Investments.

Technology, above, is comprised of debt investments in the Software, Semiconductors, Internet Consumer and Business Services, Information Services, and Communications and Networking industries in the Schedule of Investments.

Lower Middle Market, above, is comprised of debt investments in the Communications and Networking, Electronics and Computer Hardware, Healthcare Services - Other, Information Services, Internet Consumer and Business Services, Media/Content/Info, and Specialty Pharmaceuticals industries in the Schedule of Investments.

Clean Tech, above, aligns with the Clean Tech Industry in the Schedule of Investments.

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- (b) An option pricing model valuation technique was used to derive the fair value of the conversion feature of convertible notes.
(c) Represents the range of industry volatility used by market participants when pricing the investment.
(d) A broker quote valuation technique was used to derive the fair value of loans which are part of a syndicated facility.

Investment Type -	Fair Value at June 30, 2013 (in thousands)	Valuation Techniques/ Methodologies	Unobservable Input (a)	Range
Level Three Equity Investments	\$ 42,518	Market Comparable Companies	EBITDA Multiple (b)	4.33x - 20.1x
			Revenue Multiple (b)	0.7x - 15.5x
			Discount for Lack of Marketability (c)	10.4% - 25.00%
Level Three Warrant Investments	28,192	Market Comparable Companies	EBITDA Multiple (b)	4.33x - 20.1x
			Revenue Multiple (b)	0.7x - 15.5x
			Discount for Lack of Marketability (c)	10.4% - 25.00%
Warrant positions additionally subject to:		Option Pricing Model	Average Industry Volatility (d)	42.76% - 611.70%
			Risk-Free Interest Rate	
			Estimated Time to Exit (in months)	0.12% - 0.62%
				12 - 48
Total Level Three Warrant and Equity Investments	\$ 70,710			.

- (a) The significant unobservable inputs used in the fair value measurement of the Company's warrant and equity-related securities are revenue and/or EBITDA multiples and discounts for lack of marketability. Additional inputs used in the Black Scholes option pricing model include industry volatility, risk free interest rate and estimated time to exit. Significant increases (decreases) in the inputs in isolation would result in a significantly higher (lower) fair value measurement, depending on the materiality of the investment. For some investments, additional consideration may be given to data from the last round of financing or merger/acquisition events near the measurement date.
(b) Represents amounts used when the Company has determined that market participants would use such multiples when pricing the investments.
(c) Represents amounts used when the Company has determined market participants would take into account these discounts when pricing the investments.
(d) Represents the range of industry volatility used by market participants when pricing the investment.

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Debt Investments

The Company's debt securities are primarily invested in venture capital-backed companies in technology-related markets, including technology, biotechnology, life science and clean technology industries. Given the nature of lending to these types of businesses, the Company's investments in these portfolio companies are considered Level 3 assets under ASC 820 because there is no known or accessible market or market indexes for these investment securities to be traded or exchanged.

The Company applies a procedure that assumes a sale of investment in a hypothetical market to a hypothetical market participant where buyers and sellers are willing participants. The hypothetical market does not include scenarios where the underlying security was simply repaid or extinguished, but includes an exit concept. Under this process, the Company also evaluates the collateral for recoverability of the debt investments as well as applies all of its historical fair value analysis. The Company uses pricing on recently issued comparable debt securities to determine the baseline hypothetical market yields as of the measurement date. The Company considers each portfolio company's credit rating, security liens and other characteristics of the investment to adjust the baseline yield to derive a hypothetical yield for each investment as of the measurement date. The anticipated future cash flows from each investment are then discounted at the hypothetical yield to estimate each investment's fair value as of the measurement date.

The Company's process includes, among other things, the underlying investment performance, the current portfolio company's financial condition and market changing events that impact valuation, estimated remaining life, current market yield and interest rate spreads of similar securities as of the measurement date. The Company values its syndicated loans using broker quotes and bond indices amongst other factors. If there is a significant deterioration of the credit quality of a debt investment, the Company may consider other factors to estimate fair value, including the proceeds that would be received in a liquidation analysis.

The Company records unrealized depreciation on investments when it believes that an investment has decreased in value, including where collection of a loan is doubtful or if under the in exchange premise when the value of a debt security was to be less than amortized cost of the investment. Conversely, where appropriate, the Company records unrealized appreciation if it believes that the underlying portfolio company has appreciated in value and, therefore, that its investment has also appreciated in value or if under the in exchange premise the value of a debt security were to be greater than amortized cost.

When originating a debt instrument, the Company generally receives warrants or other equity-related securities from the borrower. The Company determines the cost basis of the warrants or other equity-related securities received based upon their respective fair values on the date of receipt in proportion to the total fair value of the debt and warrants or other equity-related securities received. Any resulting discount on the loan from recordation of the warrant or other equity instruments is accreted into interest income over the life of the loan.

Equity-Related Securities and Warrants

Securities that are traded in the over-the-counter markets or on a stock exchange will be valued at the prevailing bid price at period end. The Company has a limited number of equity securities in public companies. In accordance with the 1940 Act, unrestricted publicly traded securities for which market quotations are readily available are valued at the closing market quote on the measurement date.

The Company estimates the fair value of warrants using a Black Scholes pricing model. At each reporting date, privately held warrant and equity-related securities are valued based on an analysis of various factors including, but not limited to, the portfolio company's operating performance and financial condition and general market conditions, price to enterprise value or price to equity ratios, discounted cash flow, valuation comparisons to comparable public companies or other industry benchmarks. When an external event occurs, such as a purchase transaction, public offering, or subsequent equity sale, the pricing indicated by that external event is utilized to corroborate the Company's valuation of the warrant and equity-related securities. The Company periodically reviews the valuation of its portfolio companies that have not been involved in a qualifying external event to determine if the enterprise value of the portfolio company may have increased or decreased since the last valuation measurement date.

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Investments measured at fair value on a recurring basis are categorized in the tables below based upon the lowest level of significant input to the valuations as of June 30, 2013 (unaudited) and as of December 31, 2012. The Company transfers investments in and out of Level 1, 2 and 3 securities as of the beginning balance sheet date, based on changes in the use of observable and unobservable inputs utilized to perform the valuation for the period. During the six-months ended June 30, 2013, there were no transfers between Levels 1 or 2.

		Investments at Fair Value as of June 30, 2013			
		Quoted Prices In			
		Active			
		Markets			
		For			
		Identical			
		Assets			
		(Level 1)			
		Significant			
		Other			
		Observable			
		Inputs			
		(Level 2)			
		Significant			
		Unobservable			
		Inputs			
		(Level 3)			
(in thousands)	6/30/2013				
Description					
Senior secured debt	\$ 949,668	\$		\$	949,668
Preferred stock	41,742				41,742
Common stock	14,468		13,692		776
Warrants	35,242			7,050	28,192
	\$ 1,041,120	\$ 13,692		\$ 7,050	\$ 1,020,378

		Investments at Fair Value as of December 31, 2012			
		Quoted			
		Prices In			
		Active Markets For			
		Identical			
		Assets			
		(Level 1)			
		Significant			
		Other			
		Observable			
		Inputs			
		(Level 2)			
		Significant			
		Unobservable			
		Inputs			
		(Level 3)			
(in thousands)	12/31/2012				
Description					
Senior secured debt	\$ 827,540	\$		\$	827,540
Preferred stock	33,889				33,889
Common stock	15,321		13,665		1,656
Warrants	29,550			7,410	22,140
	\$ 906,300	\$ 13,665		\$ 7,410	\$ 885,225

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The table below presents reconciliation for all financial assets and liabilities measured at fair value on a recurring basis, excluding accrued interest components, using significant unobservable inputs (Level 3) for the six-months ended June 30, 2013 (unaudited) and December 31, 2012.

(in thousands)	Balance, January 1, 2013	Net Realized Gains (losses) ⁽¹⁾	Net change in unrealized appreciation or depreciation ⁽²⁾	Purchases	Sales	Repayments	Gross Transfers into Level 3 ⁽³⁾	Gross Transfers out of Level 3 ⁽³⁾	Balances, June 30, 2013
Senior Debt	\$ 827,540	\$	\$ (12,373)	\$ 342,736	\$	\$ (207,399)	\$	\$ (836)	\$ 949,668
Preferred Stock	33,889	(3,522)	8,487	2,112			776		41,742
Common Stock	1,656	270	(973)		(270)		93		776
Warrants	22,140	6,829	4,884	3,300	(8,693)			(268)	28,192
Total	\$ 885,225	\$ 3,577	\$ 25	\$ 348,148	\$ (8,963)	\$ (207,399)	\$ 869	\$ (1,104)	\$ 1,020,378

(in thousands)	Balance, January 1, 2012	Net Realized Gains (losses) ⁽¹⁾	Net change in unrealized appreciation or depreciation ⁽²⁾	Purchases	Sales	Repayments	Gross Transfers into Level 3	Gross Transfers out of Level 3	Balances, December 31, 2012
Senior Debt	\$ 585,767	\$ (5,178)	\$ (2,262)	\$ 545,913	\$ (2,000)	\$ (294,294)	\$	\$ (406)	\$ 827,540
Preferred Stock	30,289	(733)	4,112	10,562	(6,553)		356	(4,144)	33,889
Common Stock	90	(16)	5,523	9,558	(45)			(13,453)	1,656
Warrants	26,284	4,413	(2,453)	7,362	(9,211)			(4,256)	22,140
Total	\$ 642,430	\$ (1,514)	\$ 4,920	\$ 573,395	\$ (17,809)	\$ (294,294)	\$ 356	\$ (22,259)	\$ 885,225

(1) Includes net realized gains (losses) recorded as realized gains or losses in the accompanying consolidated statements of operations.

(2) Included in change in net unrealized appreciation or depreciation in the accompanying consolidated statements of operations.

(3) Transfers in/out of Level 3 relate to the conversion of Optiscan Biomedical, Inc., Gynesonics, Inc. and Philotic, Inc. debt to equity and the initial public offering of Portola Pharmaceuticals, Inc.

For the six months ended June 30, 2013, approximately \$4.0 million and \$4.4 million in unrealized appreciation was recorded for equity and warrant Level 3 investments, respectively, relating to assets still held at the reporting date. For the same period, approximately \$12.4 million in unrealized depreciation was recorded for Level 3 debt investments relating to assets still held at the reporting date.

For the year ended December 31, 2012, approximately \$3.8 million in unrealized appreciation and \$2.2 million in unrealized depreciation was recorded for equity and warrant Level 3 investments, respectively, relating to assets still held at the reporting date. For the same period, approximately \$2.3 million in unrealized depreciation was recorded for Level 3 debt investments relating to assets still held at the reporting date.

As required by the 1940 Act, the Company classifies its investments by level of control. Control investments are defined in the 1940 Act as investments in those companies that the Company is deemed to control. Generally, under the 1940 Act, the Company is deemed to control a company in which it has invested if it owns 25% or more of the voting securities of such company or has greater than 50% representation on its board. Affiliate investments are investments in those companies that are affiliated companies of the Company, as defined in the 1940 Act, which are not control investments. The Company is deemed to be an affiliate of a company in which it has invested if it owns 5% or more but less than 25% of the voting securities of such company. Non-control/non-affiliate investments are investments that are neither control investments nor affiliate investments.

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The following table summarizes our realized and unrealized gain and loss and changes in our unrealized appreciation and depreciation on control and affiliate investments for the three and six-months ended June 30, 2013 and 2012 (unaudited). At June 30, 2013, the Company did not hold any Control Investments.

(in thousands)

Portfolio Company	Type	Three months ending June 30, 2013					Six months ending June 30, 2013				
		Fair Value at June 30, 2013	Investment Income	Unrealized Depreciation/ Appreciation	Reversal of Unrealized Depreciation/ Appreciation	Realized Gain/ (Loss)	Investment Income	Unrealized Depreciation/ Appreciation	Reversal of Unrealized Depreciation/ Appreciation	Realized Gain/ (Loss)	
Gelesis, Inc.	Non-Controlled										
	Affiliate	\$ 1,010	\$	\$ (878)	\$	\$	\$	\$ (1,100)	\$	\$	
Optiscan BioMedical, Corp.	Non-Controlled										
	Affiliate	12,555	518	(32)		1,128	(244)				
Total		\$ 13,565	\$ 518	\$ (910)	\$	\$ 1,128	\$ (1,344)	\$	\$	\$	\$

(in thousands)

Portfolio Company	Type	Three months ending June 30, 2012					Six months ending June 30, 2012				
		Fair Value at June 30, 2012	Investment Income	Unrealized Depreciation/ Appreciation	Reversal of Unrealized Depreciation/ Appreciation	Realized Gain/ (Loss)	Investment Income	Unrealized Depreciation/ Appreciation	Reversal of Unrealized Depreciation/ Appreciation	Realized Gain/ (Loss)	
Maxvision Holding, LLC	Control	\$ 169	\$ 13	\$ (313)	\$	\$	\$ 26	\$ (287)	\$	\$	
E-Band Communications, Corp.	Non-Controlled										
	Affiliate	1,504		411		5	1,486				
Gelesis, Inc.	Non-Controlled										
	Affiliate	5,693	205	672		445	891				
Total		\$ 7,197	\$ 205	\$ 1,083	\$	\$ 450	\$ 2,377	\$	\$	\$	\$

The Company's investment in MaxVision Holding, L.L.C., a company that was a Control Investment as of June 30, 2012, was liquidated during the year ended December 31, 2012. On July 31, 2012, the Company received payment of \$2.0 million for its total debt investments in Maxvision Holding, L.L.C. Approximately \$8.7 million of realized losses and \$10.5 million of net change in unrealized appreciation was recognized on this control debt and equity investment during the year ended December 31, 2012.

The Company's investment in E-Band Communications, Corp., a company that was a Non-Controlled Affiliate Investment as of June 30, 2012, was liquidated during the period ended June 30, 2013. Approximately \$3.3 million of realized losses and \$3.3 million of net change in unrealized appreciation was recognized on this non-controlled affiliate equity investment during the six-months ended June 30, 2013.

During the year ended December 31, 2012, Optiscan BioMedical, Corp. became a non-controlled affiliate as a company in which the Company owns 5% or more but less than 25% of the voting securities of the company.

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A summary of the composition of the Company's investment portfolio as of June 30, 2013 (unaudited) and December 31, 2012 at fair value is shown as follows:

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
Senior secured debt with warrants	\$ 734,545	70.6%	\$ 652,041	72.0%
Senior secured debt	\$ 250,365	24.0%	205,049	22.6%
Preferred stock	\$ 41,742	4.0%	33,889	3.7%
Common Stock	\$ 14,468	1.4%	15,321	1.7%
	\$ 1,041,120	100.0%	\$ 906,300	100.0%

A summary of the Company's investment portfolio, at value, by geographic location as of June 30, 2013 (unaudited) and December 31, 2012:

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
United States	\$ 1,003,411	96.4%	\$ 901,041	99.4%
Netherlands	24,375	2.3%		0.0%
Canada	9,831	1.0%		0.0%
England	3,503	0.3%	5,259	0.6%
	\$ 1,041,120	100.0%	\$ 906,300	100.0%

The following table shows the fair value the Company's portfolio by industry sector at June 30, 2013 (unaudited) and December 31, 2012:

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
Drug Discovery & Development	\$ 216,633	20.8%	\$ 188,479	20.8%
Clean Tech	\$ 158,611	15.1%	126,600	14.0%
Internet Consumer & Business Services	\$ 150,592	14.5%	136,149	15.0%
Medical Device & Equipment	\$ 99,014	9.5%	54,575	6.0%
Software	\$ 88,954	8.5%	70,838	7.8%
Drug Delivery	\$ 61,039	5.9%	74,218	8.2%
Information Services	\$ 49,894	4.8%	53,523	5.9%
Communications & Networking	\$ 47,689	4.6%	37,560	4.1%
Healthcare Services, Other	\$ 47,593	4.6%	36,481	4.0%
Media/Content/Info	\$ 27,002	2.6%	51,534	5.7%
Electronics & Computer Hardware	\$ 25,114	2.4%	12,715	1.4%
Specialty Pharma	\$ 22,844	2.2%	12,473	1.4%
Surgical Devices	\$ 12,010	1.2%	11,358	1.3%
Consumer & Business Products	\$ 10,606	1.0%	13,723	1.5%
Diagnostic	\$ 10,543	1.0%	16,307	1.8%
Semiconductors	\$ 6,880	0.7%	2,922	0.3%
Biotechnology Tools	\$ 6,102	0.6%	6,845	0.8%
	\$ 1,041,120	100.0%	\$ 906,300	100.0%

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During the three and six-months ended June 30, 2013, the Company funded investments in debt securities totaling approximately \$201.6 million and \$337.9 million, respectively. The Company did not fund any equity investments or convert any debt to equity in the three-months ended June 30, 2013. During the six-months ended June 30, 2013, the Company funded equity investments totaling approximately \$2.0 million and converted approximately \$836,000 of debt to equity in three portfolio companies.

During the three and six-month periods ended June 30, 2012, the Company funded investments in debt securities, totaling approximately \$106.9 million and \$169.8 million, respectively. During the three and six-month periods ended June 30, 2012, the Company funded equity investments of approximately \$5.0 million and \$7.1 million respectively. During the six-month period ended June 30, 2012, the Company converted approximately \$356,000 of debt to equity in one portfolio company.

No single portfolio investment represents more than 10% of the fair value of the investments as of June 30, 2013 and June 30, 2012.

During the three and six-months ended June 30, 2013, the Company recognized net realized gains of approximately \$2.2 million and \$4.2 million on the portfolio, respectively. During the three-months ended June 30, 2013, the Company recorded gross realized gains of approximately \$6.0 million from the sale of investments in 7 portfolio companies, including Althea Technologies (approximately \$3.8 million) and Insmed, Inc. (approximately \$1.4 million). These gains were partially offset by the liquidation of the Company's investments in 6 portfolio companies of approximately \$3.8 million in gross realized losses, including the complete write off of equity in E-Band Communications, Corp. that had a cost basis of approximately \$3.3 million.

During the three and six-months ended June 30, 2012, the Company recognized net realized gains of approximately \$8.3 million and \$11.1 million on the portfolio, respectively. During the quarter ended June 30, 2012, we recorded approximately \$5.3 million, \$2.4 million and \$862,000 of realized gains from the sale of equity and warrant investments in NEXX Systems, Inc., Annie's, Inc. and Bullhorn, Inc., respectively. These gains were partially offset by realized losses due to the expiration of warrants in three private portfolio companies that had a total cost basis of approximately \$222,000.

Loan origination and commitment fees received in full at the inception of a loan are deferred and amortized into fee income as an enhancement to the related loan's yield over the contractual life of the loan. Loan exit fees to be paid at the termination of the loan are accreted into interest income over the contractual life of the loan. The Company had approximately \$4.0 million and \$2.0 million of unamortized fees at June 30, 2013 and December 31, 2012, respectively, and approximately \$9.2 million and \$6.8 million in exit fees receivable at June 30, 2013 and December 31, 2012, respectively.

The Company has loans in its portfolio that contain a payment-in-kind (PIK) provision. The PIK interest, computed at the contractual rate specified in each loan agreement, is added to the principal balance of the loan and recorded as interest income. To maintain the Company's status as a RIC, this non-cash source of income must be paid out to stockholders in the form of dividends even though the Company has not yet collected the cash. Amounts necessary to pay these dividends may come from available cash or the liquidation of certain investments. The Company recorded approximately \$983,000 and \$271,000 in PIK income during the three-months ended June 30, 2013 and 2012, respectively. The Company recorded approximately \$1.8 million and \$569,000 in PIK income in the six-month periods ended June 30, 2013 and 2012, respectively.

In certain investment transactions, the Company may provide advisory services. For services that are separately identifiable and external evidence exists to substantiate fair value, income is recognized as earned, which is generally when the investment transaction closes. The Company had no income from advisory services in the three and six-month periods ended June 30, 2013.

In some cases, the Company collateralizes its investments by obtaining a first priority security interest in a portfolio company's assets, which may include their intellectual property. In other cases, the Company may obtain a negative pledge covering a company's intellectual property. At June 30, 2013, approximately 62.5% of the Company's portfolio company loans were secured by a first priority security in all of the assets of the portfolio company (including their intellectual property), 36.3% of portfolio company loans were to portfolio companies that were prohibited from pledging or encumbering their intellectual property and 1.2% of portfolio company loans had an equipment only lien.

Table of Contents**3. Fair Value of Financial Instruments**

Fair value estimates are made at discrete points in time based on relevant information. These estimates may be subjective in nature and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. The Company believes that the carrying amounts of its financial instruments, consisting of cash and cash equivalents, receivables, accounts payable and accrued liabilities approximate the fair values of such items due to the short maturity of such instruments. The Convertible Senior Notes, 2019 Notes payable (the April 2019 Notes and the September 2019 Notes, together the 2019 Notes), the Asset-Backed Notes and the SBA debentures as sources of liquidity remain a strategic advantage due to their flexible structure, long-term duration, and low fixed interest rates. At June 30, 2013, the April 2019 Notes were trading on the New York Stock Exchange for \$1.028 per dollar at par value, and the September 2019 Notes were trading on the New York Stock Exchange for \$1.040 per dollar at par value. Based on market quotations on or around June 30, 2013, the Convertible Senior Notes were trading for \$1.1925 per dollar at par value and the Asset-Backed Notes were trading for \$1.00375 per dollar at par value. Calculated based on the net present value of payments over the term of the notes using estimated market rates for similar notes and remaining terms, the fair value of the SBA debentures would be approximately \$240.0 million, compared to the carrying amount of \$225.0 million as of June 30, 2013.

See the accompanying Consolidated Schedule of Investments for the fair value of the Company's investments. The methodology for the determination of the fair value of the Company's investments is discussed in Note 1.

The liabilities of the Company below are recorded at amortized cost and not at fair value on the Consolidated Statement of Assets and Liabilities. The following table provides additional information about the level in the fair value hierarchy of the Company's liabilities:

(in thousands)

Description	June 30, 2013	Identical Assets (Level 1)	Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
Convertible Senior Notes	\$ 89,438	\$	\$ 89,438	\$
April 2019 Notes	\$ 86,856	\$	\$ 86,856	\$
September 2019 Notes	\$ 89,310	\$	\$ 89,310	\$
Asset-Backed Notes	\$ 110,683	\$	\$	\$ 110,683
SBA Debentures	\$ 240,022	\$	\$	\$ 240,022

4. Borrowings Long-term**SBA Debentures**

On September 27, 2006, HT II received a license to operate as a SBIC under the SBIC program and is able to borrow funds from the SBA against eligible investments and additional contributions to regulatory capital. With the Company's net investment of \$38.0 million in HT II as of June 30, 2013, HT II has the capacity to issue a total of \$76.0 million of SBA guaranteed debentures, subject to SBA approval, of which \$76.0 million was outstanding as of June 30, 2013. As of June 30, 2013, HT II has paid commitment fees of approximately \$1.5 million. As of June 30, 2013, the Company held investments in HT II in 46 companies with a fair value of approximately \$107.8 million, accounting for approximately 10.4% of the Company's total portfolio.

On May 26, 2010, HT III received a license to operate as a SBIC under the SBIC program and is able to borrow funds from the SBA against eligible investments and additional contributions to regulatory capital. With the Company's net investment of \$74.5 million in HT III as of June 30, 2013, HT III has the capacity to issue a total of \$149.0 million of SBA guaranteed debentures, subject to SBA approval, of which \$149.0 million was outstanding as of June 30, 2013. As of June 30, 2013, HT III has paid commitment fees of approximately \$1.5 million. As of June 30, 2013, the Company held investments in HT III in 38 companies with a fair value of approximately \$220.4 million, accounting for approximately 21.2% of the Company's total portfolio.

SBICs are designed to stimulate the flow of private equity capital to eligible small businesses. Under present SBA regulations, eligible small businesses include businesses that have a tangible net worth not exceeding \$18.0 million and have average annual fully taxed net income not exceeding \$6.0 million for the two most recent fiscal years. In addition, SBICs must devote 25.0% of its investment activity to smaller concerns as defined by the SBA.

A smaller concern is one that has a tangible net worth not exceeding \$6.0 million and has average annual fully taxed net income not exceeding \$2.0 million for the two most recent fiscal years. SBA regulations also provide alternative size standard criteria to determine eligibility, which depend on the industry in which the business is engaged and are based on such factors as the number of employees and gross sales. According to

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SBA regulations, SBICs may make long-term loans to small businesses, invest in the equity securities of such businesses and provide them with consulting and advisory services. Through its wholly-owned subsidiaries HT II and HT III, the Company plans to provide long-term loans to qualifying small businesses, and in connection therewith, make equity investments.

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HT II and HT III are periodically examined and audited by the SBA's staff to determine their compliance with SBA regulations. If HT II or HT III fails to comply with applicable SBA regulations, the SBA could, depending on the severity of the violation, limit or prohibit HT II's or HT III's use of debentures, declare outstanding debentures immediately due and payable, and/or limit HT II or HT III from making new investments. In addition, HT II or HT III may also be limited in their ability to make distributions to the Company if they do not have sufficient capital in accordance with SBA regulations. Such actions by the SBA would, in turn, negatively affect the Company because HT II and III are the Company's wholly owned subsidiaries. HT II and HT III were in compliance with the terms of the SBIC's leverage as of June 30, 2013 as a result of having sufficient capital as defined under the SBA regulations.

The rates of borrowings under various draws from the SBA beginning in April 2007 are set semiannually in March and September and range from 2.25% to 5.73%. Interest payments on SBA debentures are payable semiannually. There are no principal payments required on these issues prior to maturity and no prepayment penalties. Debentures under the SBA generally mature ten years after being borrowed. Based on the initial draw down date of April 2007, the initial maturity of SBA debentures will occur in April 2017. In addition, the SBA charges a fee that is set annually, depending on the Federal fiscal year the leverage commitment was delegated by the SBA, regardless of the date that the leverage was drawn by the SBIC. The annual fees related to HT II debentures that pooled on September 22, 2010 were 0.406% and 0.285%, depending upon the year in which the underlying commitment was closed. The annual fees related to HT III debentures that pooled on March 27, 2013, were 0.804%. The annual fees on other debentures have been set at 0.906%. The average amount of debentures outstanding for the three-month period ended June 30, 2013 for HT II was approximately \$76.0 million with an average interest rate of approximately 5.05%. The average amount of debentures outstanding for the three-month period ended June 30, 2013 for HT III was approximately \$149.0 million with an average interest rate of approximately 3.42%.

HT II and HT III hold approximately \$156.8 million and \$265.3 million in assets, respectively, and accounted for approximately 10.1% and 17.0% of our total assets prior to consolidation at June 30, 2013.

In January 2011, the Company repaid \$25.0 million of SBA debentures under HT II, priced at approximately 6.63%, including annual fees. In April 2011, the SBA approved a \$25.0 million dollar commitment for HT III.

In February 2012, the Company repaid \$24.25 million of SBA debentures under HT II, priced at 6.63%, including annual fees. In June 2012, the SBA approved a \$24.25 million dollar commitment for HT III.

In August 2012, the Company repaid \$24.75 million of SBA debentures under HT II, \$12.0 million priced at 6.43%, including annual fees and \$12.75 million priced at 6.38%, including annual fees.

As of June 30, 2013, the maximum statutory limit on the dollar amount of outstanding SBA guaranteed debentures issued by a single SBIC is \$150.0 million, subject to periodic adjustments by the SBA, and a maximum amount of \$225.0 million for funds under common control, subject to periodic adjustments by the SBA. In the aggregate, at June 30, 2013 there was \$225.0 million principal amount of indebtedness outstanding incurred by our SBIC subsidiaries, the maximum statutory limit on the dollar amount of SBA guaranteed debentures under the SBIC program.

The Company reported the following SBA debentures outstanding on its Consolidated Statement of Assets and Liabilities as of June 30, 2013 (unaudited) and December 31, 2012:

(in thousands)

Issuance/Pooling Date	Maturity Date	Interest Rate (1)	June 30, 2013	December 31, 2012
SBA Debentures:				
March 26, 2008	March 1, 2018	6.38%	\$ 34,800	\$ 34,800
March 25, 2009	March 1, 2019	5.53%	18,400	18,400
September 23, 2009	September 1, 2019	4.64%	3,400	3,400
September 22, 2010	September 1, 2020	3.62%	6,500	6,500
September 22, 2010	September 1, 2020	3.50%	22,900	22,900
March 29, 2011	March 1, 2021	4.37%	28,750	28,750
September 21, 2011	September 1, 2021	3.16%	25,000	25,000
March 21, 2012	March 1, 2022	3.28%	25,000	25,000
March 21, 2012	March 1, 2022	3.05%	11,250	11,250
September 19, 2012	September 1, 2022	3.05%	24,250	24,250

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March 27, 2013	March 27, 2023	3.16%	24,750	24,750
Total SBA Debentures			\$ 225,000	\$ 225,000

(1) Interest rate includes annual charge

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In August 2008, the Company entered into a \$50.0 million two-year revolving senior secured credit facility with Wells Fargo Capital Finance (the Wells Facility). On June 20, 2011, the Company renewed the Wells Facility. Under this three-year senior secured facility, Wells Fargo Capital Finance has made commitments of \$75.0 million. The facility contains an accordion feature, in which the Company can increase the credit line up to an aggregate of \$300.0 million, funded by additional lenders and with the agreement of Wells Fargo Capital Finance and subject to other customary conditions. The Company expects to continue discussions with various other potential lenders to join the new facility; however, there can be no assurances that additional lenders will join the Wells Facility.

On August 1, 2012, the Company entered into an amendment to the Wells Facility. The amendment reduces the interest rate floor by 75 basis points to 4.25% and extends the maturity date by one year to August 2015. Additionally, an amortization period of 12 months was added to pay down the principal balance as of the maturity date, and the unused line fee was reduced.

Borrowings under the Wells Facility will generally bear interest at a rate per annum equal to LIBOR plus 3.50%, with a floor of 4.25% and an advance rate of 50% against eligible loans. The Wells Facility is secured by loans in the borrowing base. The Wells Facility requires payment of a non-use fee on a scale of 0.0% to 0.50% of the average monthly outstanding balance. The monthly payment of a non-use fee thereafter shall depend on the average balance that was outstanding on a scale between 0.0% and 0.50%. For the three-month period ended June 30, 2013, this non-use fee was approximately \$95,000. On June 20, 2011 the Company paid an additional \$1.1 million in structuring fees in connection with the Wells Facility which is being amortized through the end of the term.

The Wells Facility includes various financial and operating covenants applicable to the Company and its subsidiaries, in addition to those applicable to Hercules Funding II, LLC. These covenants require the Company to maintain certain financial ratios and a minimum tangible net worth in an amount, when added to outstanding subordinated indebtedness, that is in excess of \$362.0 million plus 90% of the cumulative amount of equity raised after June 30, 2012. In addition, the tangible net worth covenant will increase by 90 cents on the dollar for every dollar of equity capital that the Company subsequently raises. As of June 30, 2013, the minimum tangible net worth covenant has increased to \$478.5 million as a result of the Company's follow-on public offerings. The Wells Facility provides for customary events of default, including, but not limited to, payment defaults, breach of representations or covenants, bankruptcy events and change of control. The Company was in compliance with all covenants at June 30, 2013.

At June 30, 2013, there were no borrowings outstanding on this facility.

Union Bank Facility

On February 10, 2010, the Company entered a \$20.0 million one-year revolving senior secured credit facility with Union Bank (the Union Bank Facility). On November 2, 2011, the Company renewed and amended the Union Bank Facility and added a new lender under the Union Bank Facility. Union Bank and RBC Capital Markets (RBC) have made commitments of \$30.0 million and \$25.0 million, respectively. The Union Bank Facility contains an accordion feature, in which the Company can increase the credit line up to an aggregate of \$150.0 million, funded by additional lenders and with the agreement of Union Bank and subject to other customary conditions. The Company expects to continue discussions with various other potential lenders to join the new facility; however, there can be no assurances that additional lenders will join the Union Bank Facility.

On March 30, 2012, the Company entered into an amendment to the Union Bank Facility which permitted the Company to issue additional senior notes relating to the offer and sale of our 2019 Notes. On September 17, 2012, the Company entered into an amendment to the Union Bank Facility. Pursuant to the terms of the amendment, the Company is permitted to increase its unsecured indebtedness by an aggregate original principal amount not to exceed \$200.0 million incurred after March 30, 2012 in one or more issuances, provided certain conditions are satisfied for each issuance.

On December 17, 2012, the Company further amended the Union Bank Facility to remove RBC from the Union Bank Facility. Following the removal of RBC, the Union Bank Facility consists solely of Union Bank's commitment of \$30.0 million. In connection with the amendment, the maximum availability under the Union Bank Facility, subject to a borrowing base, was reduced from \$55.0 million to \$30.0 million. The Union Bank Facility contains an accordion feature, in which the Company could increase the credit line by up to \$95.0 million in the aggregate, funded by commitments from additional lenders and with the agreement of Union Bank and subject to other customary conditions. There can be no assurances that additional lenders will join the Union Bank Facility.

Borrowings under the Union Bank Facility will generally bear interest at a rate per annum equal to LIBOR plus 2.25% with a floor of 4.0%. The Union Bank Facility requires the payment of a non-use fee of 0.50% annually. For the three-month period ended June 30, 2013, this non-use fee

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was approximately \$38,000. The Union Bank Facility is collateralized by debt investments in our portfolio companies, and includes an advance rate equal to 50.0% of eligible loans placed in the collateral pool. The Union Bank Facility generally requires payment of interest on a monthly basis. All outstanding principal is due upon maturity.

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The Union Bank Facility requires various financial and operating covenants. These covenants require the Company to maintain certain financial ratios and a minimum tangible net worth in an amount, when added to outstanding subordinated indebtedness, that is in excess of \$314.0 million plus 90% of the amount of net cash proceeds received from the sale of common stock after March 31, 2011. As of June 30, 2013, the minimum tangible net worth covenant has increased to \$472.8 million as a result of the Company's follow-on public offerings. The Union Bank Facility will mature on November 1, 2014, approximately three years from the date of issuance, revolving through the first 24 months with a term out provision for the remaining 12 months. Union Bank Facility also provides for customary events of default, including, but not limited to, payment defaults, breach of representations or covenants, bankruptcy events and change of control. The Company was in compliance with all covenants at June 30, 2013.

At June 30, 2013, there were no borrowings outstanding on this facility.

Citibank Credit Facility

The Company, through Hercules Funding Trust I, an affiliated statutory trust, had a securitized credit facility (the Citibank Credit Facility) with Citigroup Global Markets Realty Corp. which expired under normal terms. During the first quarter of 2009, the Company paid off all principal and interest owed under the Citibank Credit Facility. Citigroup has an equity participation right through a warrant participation agreement on the pool of loans and warrants collateralized under the Citibank Credit Facility. Pursuant to the warrant participation agreement, the Company granted to Citigroup a 10% participation in all warrants held as collateral. However, no additional warrants were included in collateral subsequent to the facility amendment on May 2, 2007. As a result, Citigroup is entitled to 10% of the realized gains on the warrants until the realized gains paid to Citigroup pursuant to the agreement equal \$3,750,000 (the Maximum Participation Limit). The obligations under the warrant participation agreement continue even after the Citibank Credit Facility is terminated until the Maximum Participation Limit has been reached.

During the six-months ended June 30, 2013, the Company reduced its realized gain by approximately \$207,000 for Citigroup's participation in the gain on sale of equity securities which were obtained from exercising a portfolio company warrant which was included in the collateral pool. The Company recorded a decrease on participation liability and an increase on unrealized appreciation by a net amount of approximately \$98,000 as a result of depreciation of fair value on the pool of warrants collateralized under the warrant participation agreement. The value of their participation right on unrealized gains in the related equity investments was approximately \$215,000 as of June 30, 2013 and is included in accrued liabilities. There can be no assurances that the unrealized appreciation of the warrants will not be higher or lower in future periods due to fluctuations in the value of the warrants, thereby increasing or reducing the effect on the cost of borrowing. Since inception of the agreement, the Company has paid Citigroup approximately \$1.6 million under the warrant participation agreement thereby reducing realized gains by this amount. The Company will continue to pay Citigroup under the warrant participation agreement until the Maximum Participation Limit is reached or the warrants expire. Warrants subject to the Citigroup participation agreement are set to expire between August 2013 and January 2017.

Convertible Senior Notes

In April 2011, the Company issued \$75.0 million in aggregate principal amount of its 6.00% convertible senior notes (the Convertible Senior Notes) due 2016.

The Convertible Senior Notes mature on April 15, 2016 (the Maturity Date), unless previously converted or repurchased in accordance with their terms. The Convertible Senior Notes bear interest at a rate of 6.00% per year payable semiannually in arrears on April 15 and October 15 of each year, commencing on October 15, 2011. The Convertible Senior Notes are the Company's senior unsecured obligations and rank senior in right of payment to the Company's existing and future indebtedness that is expressly subordinated in right of payment to the Convertible Senior Notes; equal in right of payment to the Company's existing and future unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Company's secured indebtedness (including unsecured indebtedness that the Company later secures) to the extent of the value of the assets securing such indebtedness; and structurally junior to all existing and future indebtedness (including trade payables) incurred by the Company's subsidiaries, financing vehicles or similar facilities.

Prior to the close of business on the business day immediately preceding October 15, 2015, holders may convert their Convertible Senior Notes only under certain circumstances set forth in the Indenture. On or after October 15, 2015 until the close of business on the scheduled trading day immediately preceding the Maturity Date, holders may convert their Convertible Senior Notes at any time. Upon conversion, the Company will pay or deliver, as the case may be, at its election, cash, shares of its common stock or a combination of cash and shares of its common stock. The conversion rate will initially be 84.0972 shares of common stock per \$1,000 principal amount of Convertible Senior Notes (equivalent to an initial conversion price of approximately \$11.89 per share of common stock). The conversion rate will be subject to adjustment in some events but will not be adjusted for any accrued and unpaid interest. In addition, if certain corporate events occur prior to the Maturity Date, the conversion rate will be increased for converting holders. As of June 30, 2013, the conversion rate is 85.1814 shares of common stock per \$1,000

principal amount of Convertible Senior Notes.

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The Company may not redeem the Convertible Senior Notes prior to maturity. No sinking fund is provided for the Convertible Senior Notes. In addition, if certain corporate events occur, holders of the Convertible Senior Notes may require the Company to repurchase for cash all or part of their Convertible Senior Notes at a repurchase price equal to 100% of the principal amount of the Convertible Senior Notes to be repurchased, plus accrued and unpaid interest through, but excluding, the required repurchase date.

The Convertible Senior Notes are accounted for in accordance with ASC 470-20 (previously FASB Staff Position No. APB 14- 1, Accounting for Convertible Debt Instruments That May Be Settled in Cash upon Conversion (Including Partial Cash Settlement)). In accounting for the Convertible Senior Notes, the Company estimated at the time of issuance that the values of the debt and the embedded conversion feature of the Convertible Senior Notes were approximately 92.8% and 7.2%, respectively. The original issue discount of 7.2% attributable to the conversion feature of the Convertible Senior Notes was recorded in capital in excess of par value in the accompanying consolidated statement of assets and liabilities. As a result, the Company records interest expense comprised of both stated interest expense as well as accretion of the original issue discount. Additionally, the issuance costs associated with the Convertible Senior Notes were allocated to the debt and equity components in proportion to the allocation of the proceeds and accounted for as debt issuance costs and equity issuance costs, respectively. At the time of issuance, the debt issuance costs and equity issuance costs were approximately \$2.9 million and \$224,000, respectively. At the time of issuance and as of June 30, 2013, the equity component, net of issuance costs, as recorded in the capital in excess of par value in the balance sheet was approximately \$5.2 million.

As of June 30, 2013 (unaudited) and December 31, 2012, the components of the carrying value of the Convertible Senior Notes were as follows:

(in thousands)	As of June 30, 2013	As of December 31, 2012
Principal amount of debt	\$ 75,000	\$ 75,000
Original issue discount, net of accretion	(3,023)	(3,564)
Carrying value of debt	\$ 71,977	\$ 71,436

For the three and six-months ended June 30, 2013 and 2012, the components of interest expense, fees and cash paid for interest expense for the Convertible Senior Notes were as follows (unaudited):

(in thousands)	Three Months Ended June,		Six Months Ended June,	
	2013	2012	2013	2012
Stated interest expense	\$ 1,125	\$ 1,125	\$ 2,250	\$ 2,250
Accretion of original issue discount	271	271	541	541
Amortization of debt issuance cost	144	144	289	289
Total interest expense	\$ 1,540	\$ 1,540	\$ 3,080	\$ 3,080
Cash paid for interest expense	\$ 2,250	\$ 2,250	\$ 2,250	\$ 2,250

The estimated effective interest rate of the debt component of the Convertible Senior Notes, equal to the stated interest of 6.0% plus the accretion of the original issue discount, was approximately 8.1% for the three and six-months ended June 30, 2013 and approximately 8.2% for the three and six-months ended June 30, 2012. As of June 30, 2013, the Company is in compliance with the terms of the indentures governing the Convertible Senior Notes.

2019 Notes

On March 6, 2012, the Company and the Trustee entered into an indenture (the Base Indenture). On April 17, 2012, the Company and the Trustee entered into the First Supplemental Indenture to the Base Indenture, dated April 17, 2012, relating to the Company's issuance, offer and sale of \$43.0 million aggregate principal amount of 7.00% senior notes due 2019 (the April 2019 Notes). The sale of the April 2019 Notes generated net proceeds, before expenses, of approximately \$41.7 million.

On September 24, 2012, the Company and the Trustee, entered into the Second Supplemental Indenture to the Base Indenture, dated as of September 24, 2012, relating to the Company's issuance, offer and sale of \$75.0 million aggregate principal amount of 7.00% senior notes due 2019 (the September 2019 Notes). The sale of the September 2019 Notes generated net proceeds, before expenses, of approximately \$72.75 million.

million.

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2019 Notes payable is comprised of:

(in thousands)	June 30, 2013	As of December 31, 2012
April 2019 Notes	\$ 84,490	\$ 84,490
September 2019 Notes	85,874	85,874
Carrying Value of Debt	\$ 170,364	\$ 170,364

April 2019 Notes

The April 2019 Notes will mature on April 30, 2019 and may be redeemed in whole or in part at the Company's option at any time or from time to time on or after April 30, 2015, upon not less than 30 days nor more than 60 days written notice by mail prior to the date fixed for redemption thereof, at a redemption price of 100% of the outstanding principal amount thereof plus accrued and unpaid interest payments otherwise payable for the then-current quarterly interest period accrued to but not including the date fixed for redemption. The April 2019 Notes bear interest at a rate of 7.00% per year payable quarterly on January 30, April 30, July 30 and October 30 of each year, commencing on July 30, 2012, and trade on the New York Stock Exchange under the trading symbol HTGZ.

The April 2019 Notes are the Company's direct unsecured obligations and rank: (i) *pari passu* with our other outstanding and future senior unsecured indebtedness, including without limitation, the \$75 million in aggregate principal amount of the Convertible Senior Notes; (ii) senior to any of the Company's future indebtedness that expressly provides it is subordinated to the April 2019 Notes; (iii) effectively subordinated to all the Company's existing and future secured indebtedness (including indebtedness that is initially unsecured to which the Company subsequently grants security), to the extent of the value of the assets securing such indebtedness, including without limitation, borrowings under the Company's credit facilities; (iv) structurally subordinated to all existing and future indebtedness and other obligations of any of the Company's subsidiaries, including without limitation, the indebtedness of Hercules Technology II, L.P. and Hercules Technology III, L.P. and borrowings under the Company's revolving senior secured credit facility with Wells Fargo Capital Finance.

The Base Indenture, as supplemented by the First Supplemental Indenture, contains certain covenants including covenants requiring the Company to comply with (regardless of whether it is subject to) the asset coverage requirements set forth in Section 18 (a)(1)(A) as modified by Section 61(a)(1) of the 1940 Act to comply with the restrictions on dividends, distributions and purchase of capital stock set forth in Section 18(a)(1)(B) as modified by Section 61(a)(1) of the 1940 Act and to provide financial information to the holders of the April 2019 Notes and the Trustee if the Company should no longer be subject to the reporting requirements under the Securities Exchange Act of 1934. These covenants are subject to important limitations and exceptions that are described in the Indenture, as supplemented by the First Supplemental Indenture. The Indenture provides for customary events of default and further provides that the Trustee or the holders of 25% in aggregate principal amount of the outstanding April 2019 Notes in a series may declare such April 2019 Notes immediately due and payable upon the occurrence of any event of default after expiration of any applicable grace period.

The April 2019 Notes were sold pursuant to an underwriting agreement dated April 11, 2012 among the Company and Stifel, Nicolaus & Company, Incorporated, as representative of the several underwriters named in the underwriting agreement.

In July 2012, the Company re-opened our April 2019 Notes and issued an additional amount of approximately \$41.5 million in aggregate principal amount of April 2019 Notes, which includes exercise of an over-allotment option, bringing the total amount of the April 2019 Notes issued to approximately \$84.5 million in aggregate principal amount.

September 2019 Notes

The September 2019 Notes will mature on September 30, 2019 and may be redeemed in whole or in part at the Company's option at any time or from time to time on or after September 30, 2015, upon not less than 30 days nor more than 60 days written notice by mail prior to the date fixed for redemption thereof, at a redemption price of 100% of the outstanding principal amount thereof plus accrued and unpaid interest payments otherwise payable for the then-current quarterly interest period accrued to but not including the date fixed for redemption. The September 2019 Notes bear interest at a rate of 7.00% per year payable quarterly on March 30, June 30, September 30 and December 30 of each year, commencing on December 30, 2012, and trade on the New York Stock Exchange under the trading symbol HTGY.

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The September 2019 Notes are the Company's direct unsecured obligations and rank: (i) *pari passu* with our other outstanding and future senior unsecured indebtedness, including without limitation, the \$75 million in aggregate principal amount of the Convertible Senior Notes; (ii) senior to any of the Company's future indebtedness that expressly provides it is subordinated to the September 2019 Notes; (iii) effectively subordinated to all the Company's existing and future secured indebtedness (including indebtedness that is initially unsecured to which the Company subsequently grant security), to the extent of the value of the assets securing such indebtedness, including without limitation, borrowings under the Company's credit facilities; (iv) structurally subordinated to all existing and future indebtedness and other obligations of any of our subsidiaries, including without limitation, the indebtedness of Hercules Technology II, L.P. and Hercules Technology III, L.P. and borrowings under the Company's revolving senior secured credit facility with Wells Fargo Capital Finance.

The Base Indenture, as supplemented by the Second Supplemental Indenture, contains certain covenants including covenants requiring the Company to comply with (regardless of whether it is subject to) the asset coverage requirements set forth in Section 18 (a) (1)(A) as modified by Section 61(a)(1) of the 1940 Act to comply with the restrictions on dividends, distributions and purchase of capital stock set forth in Section 18(a)(1)(B) as modified by Section 61(a)(1) of the 1940 Act and to provide financial information to the holders of the September 2019 Notes and the Trustee if the Company should no longer be subject to the reporting requirements under the Securities Exchange Act of 1934. These covenants are subject to important limitations and exceptions that are described in the Indenture, as supplemented by the Second Supplemental Indenture. The Indenture provides for customary events of default and further provides that the Trustee or the holders of 25% in aggregate principal amount of the outstanding September 2019 Notes in a series may declare such September 2019 Notes immediately due and payable upon the occurrence of any event of default after expiration of any applicable grace period.

The September 2019 Notes were sold pursuant to an underwriting agreement dated September 19, 2012 among the Company and Stifel, Nicolaus & Company, Incorporated, as representative of the several underwriters named in the underwriting agreement.

In October 2012, the underwriters exercised their over-allotment option for an additional \$10.9 million of the September 2019 Notes, bringing the total amount of the September 2019 Notes issued to approximately \$85.9 million in aggregate principal amount.

For the three and six-months ended June 30, 2013 and 2012, the components of interest expense and related fees and cash paid for interest expense and fees for the April 2019 and September 2019 Notes are as follows (unaudited):

(in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2013	2012	2013	2012
Stated interest expense	\$ 2,981	\$ 619	\$ 5,963	\$ 619
Amortization of debt issuance cost	242	49	482	49
Total interest expense and fees	\$ 3,223	\$ 668	\$ 6,445	\$ 668
Cash paid for interest expense and fees	\$ 2,965	\$	\$ 5,963	\$

As of June 30, 2013, the Company is in compliance with the terms of the indenture governing the 2019 Notes.

Asset-Backed Notes

On December 19, 2012, the Company completed a \$230.7 million term debt securitization in connection with which an affiliate of the Company made an offer of \$129.3 million in aggregate principal amount of fixed-rate asset-backed notes (the Asset-Backed Notes), which Asset-Backed Notes were rated A2(sf) by Moody's Investors Service, Inc. The Asset-Backed Notes were issued by Hercules Capital Funding Trust 2012-1 pursuant to a note purchase agreement, dated as of December 12, 2012, by and among the Company, Hercules Capital Funding 2012-1 LLC, as Trust Depositor (the Trust Depositor), Hercules Capital Funding Trust 2012-1, as Issuer (the Issuer), and Guggenheim Securities, LLC, as Initial Purchaser, and are backed by a pool of senior loans made to certain of our portfolio companies and secured by certain assets of those portfolio companies and are to be serviced by the Company. Interest on the Asset-Backed Notes will be paid, to the extent of funds available, at a fixed rate of 3.32% per annum. The Asset-Backed Notes have a stated maturity of December 16, 2017.

As part of this transaction, the Company entered into a sale and contribution agreement with the Trust Depositor under which the Company has agreed to sell or have contributed to the Trust Depositor certain senior loans made to certain of our portfolio companies (the Loans). The Company has made customary representations, warranties and covenants in the sale and contribution agreement with respect to the Loans as of the date of their transfer to the Trust Depositor.

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In connection with the issuance and sale of the Asset-Backed Notes, the Company has made customary representations, warranties and covenants in the note purchase agreement. The Asset-Backed Notes are secured obligations of the Issuer and are non-recourse to the Company. The Issuer also entered into an indenture governing the Asset-Backed Notes, which indenture includes customary representations, warranties and covenants. The Asset-Backed Notes were sold without being registered under the Securities Act of 1933, as amended (the Securities Act), to qualified institutional buyers in compliance with the exemption from registration provided by Rule 144A under the Securities Act and to institutional accredited investors (as defined in Rule 501(a)(1), (2), (3) or (7) under the Securities Act) who in each case, are qualified purchasers for purposes of Section 3(c)(7) under the 1940 Act. In addition, the Trust Depositor entered into an amended and restated trust agreement, which includes customary representation, warranties and covenants.

The Loans are serviced by the Company pursuant to a sale and servicing agreement, which contains customary representations, warranties and covenants. The Company performs certain servicing and administrative functions with respect to the Loans. The Company is entitled to receive a monthly fee from the Issuer for servicing the Loans. This servicing fee is equal to the product of one-twelfth (or in the case of the first payment date, a fraction equal to the number of days from and including December 5, 2012 through and including January 15, 2013 over 360) of 2.00% and the aggregate outstanding principal balance of the Loans, excluding all defaulted Loans and all purchased Loans, as of the first day of the related collection period (the period from the 5th day of the immediately preceding calendar month through the 4th day of the calendar month in which a payment date occurs, and for the first payment date, the period from and including December 5, 2012, to the close of business on January 4, 2013).

The Company also serves as administrator to the Issuer under an administration agreement, which includes customary representations, warranties and covenants.

At June 30, 2013 (unaudited) and December 31, 2012, the Asset-Backed Notes had an outstanding balance of \$110.3 million and \$129.3 million, respectively.

Under the terms of the Asset Backed Notes, the Company is required to maintain a reserve cash balance, funded through interest and principal collections from the underlying securitized debt portfolio, which may be used to pay monthly interest and principal payments on the Asset-Backed Notes. The Company has segregated these funds and classified them as Restricted Cash. There was approximately \$1.7 million of Restricted Cash as of June 30, 2013 funded through interest collections. There was no cash segregated at December 31, 2012 due to immaterial monthly interest collections for the period ended December 31, 2012.

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At June 30, 2013 (unaudited) and December 31, 2012, the Company had the following borrowing capacity and outstanding borrowings:

(in thousands)	June 30, 2013		December 31, 2012	
	Total Available	Carrying Value (1)	Total Available	Carrying Value (1)
Union Bank Facility	\$ 30,000	\$	\$ 30,000	\$
Wells Facility	75,000		75,000	
Convertible Senior Notes (2)	75,000	71,977	75,000	71,436
2019 Notes	170,364	170,364	170,364	170,364
Asset-Backed Notes	110,270	110,270	129,300	129,300
SBA Debentures (3)	225,000	225,000	225,000	225,000
Total	\$ 685,634	\$ 577,611	\$ 704,664	\$ 596,100

- (1) Except for the Convertible Senior Notes (as defined below), all carrying values are the same as the principal amount outstanding.
- (2) Represents the aggregate principal amount outstanding of the Convertible Senior Notes (as defined below) less the unaccreted discount initially recorded upon issuance of the Convertible Senior Notes. The total unaccreted discount for the Convertible Senior Notes was \$3.0 million at June 30, 2013 and \$3.6 million at December 31, 2012.
- (3) At June 30, 2013 and at December 31, 2012, the total available borrowings under the SBA was \$225.0 million, of which 76.0 million was available in HT II and \$149.0 million was available in HT III.

5. Income taxes

The Company has elected to be taxed as a RIC under Subchapter M of the Code and intends to continue to operate so as to qualify to be taxed as a RIC under Subchapter M of the Code and, as such, will not be subject to federal income tax on the portion of taxable income and gains distributed to stockholders.

To qualify as a RIC, the Company is required to meet certain income and asset diversification tests in addition to distributing at least 90% of its investment company taxable income, as defined by the Code. The amount to be paid out as a dividend is determined by the Board of Directors each quarter and is based upon the annual earnings estimated by the management of the Company. To the extent that the Company's earnings fall below the amount of dividends declared, however, a portion of the total amount of the Company's dividends for the fiscal year may be deemed a return of capital for tax purposes to the Company's stockholders.

Taxable income includes the Company's taxable interest, dividend and fee income, as well as taxable net capital gains. Taxable income generally differs from net income for financial reporting purposes due to temporary and permanent differences in the recognition of income and expenses, and generally excludes net unrealized appreciation or depreciation, as gains or losses are not included in taxable income until they are realized.

Taxable income includes non-cash income, such as changes in accrued and reinvested interest and dividends, which includes contractual payment-in-kind interest, and the amortization of discounts and fees. Cash collections of income resulting from contractual PIK interest or the amortization of discounts and fees generally occur upon the repayment of the loans or debt securities that include such items. Non-cash taxable income is reduced by non-cash expenses, such as realized losses and depreciation and amortization expense.

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During the three-months ended June 30, 2013, the Company declared a distribution of \$0.27 per share. The determination of the tax attributes of the Company's distributions is made annually as of the end of the Company's fiscal year based upon its taxable income for the full year and distributions paid for the full year. As a result, a determination made on a quarterly basis may not be representative of the actual tax attributes of the Company's distributions for a full year. If the Company had determined the tax attributes of our distributions year-to-date as of June 30, 2013, approximately 100% would be from ordinary income and spillover earnings from 2012. However there can be no certainty to shareholders that this determination is representative of what the tax attributes of its 2013 distributions to shareholders will actually be.

As a RIC, the Company will be subject to a 4% nondeductible federal excise tax on certain undistributed income unless the Company distributes in a timely manner an amount at least equal to the sum of (1) 98% of its ordinary income for each calendar year, (2) 98.2% of its capital gain net income for the 1-year period ending October 31 in that calendar year and (3) any income realized, but not distributed, in the preceding year (the

Excise Tax Avoidance Requirements). The Company will not be subject to excise taxes on amounts on which the Company is required to pay corporate income tax (such as retained net capital gains). Depending on the level of taxable income earned in a tax year, the Company may choose to carry over taxable income in excess of current year distributions from such taxable income into the next tax year and pay a 4% excise tax on such income, as required. The maximum amount of excess taxable income that may be carried over for distribution in the next year under the Code is the total amount of dividends paid in the following year, subject to certain declaration and payment guidelines. To the extent the Company chooses to carry over taxable income into the next tax year, dividends declared and paid by the Company in a year may differ from taxable income for that year as such dividends may include the distribution of current year taxable income, the distribution of prior year taxable income carried over into and distributed in the current year, or returns of capital.

Taxable income for the six-month period ended June 30, 2013 was approximately \$31.7 million or \$0.55 per share. Taxable net realized gains for the same period were \$5.2 million or approximately \$0.09 per share. Taxable income for the six-month period ended June 30, 2012 was approximately \$22.1 million or \$0.47 per share. Taxable net realized gains for the same period were \$15.3 million or approximately \$0.32 per share.

The Company intends to distribute approximately \$1.5 million of spillover earnings from the year ended December 31, 2012 to our shareholders in 2013.

6. Shareholders' Equity

On July 25, 2012, our Board of Directors approved an extension of the stock repurchase plan under the same terms and conditions that allowed the Company to repurchase up to \$35.0 million of our common stock. The stock repurchase plan expired on February 26, 2013 and no shares were repurchased in 2013.

On March 13, 2013, the Company raised approximately \$95.8 million, before deducting offering expenses, in a public offering of 8,050,000 shares of its common stock.

The Company has issued stock options for common stock subject to future issuance, of which 1,913,018 and 2,574,749 were outstanding at June 30, 2013 and December 31, 2012, respectively.

7. Equity Incentive Plan

The Company and its stockholders have authorized and adopted the 2004 Equity Incentive Plan (the 2004 Plan) for purposes of attracting and retaining the services of its executive officers and key employees. Under the 2004 Plan, the Company is authorized to issue 7,000,000 shares of common stock. On June 1, 2011, stockholders approved an amended and restated plan and provided an increase of 1,000,000 shares, authorizing the Company to issue 8,000,000 shares of common stock under the 2004 Plan.

The Company and its stockholders have authorized and adopted the 2006 Non-Employee Director Plan (the 2006 Plan) and, together with the 2004 Plan, the Plans) for purposes of attracting and retaining the services of its Board of Directors. Under the 2006 Plan, the Company is authorized to issue 1,000,000 shares of common stock. The Company filed an exemptive relief request with the Securities and Exchange Commission (SEC) to allow options to be issued under the 2006 Plan which was approved on October 10, 2007.

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On June 21, 2007, the stockholders approved amendments to the 2004 Plan and the 2006 Plan allowing for the grant of restricted stock. The amended Plans limit the combined maximum amount of restricted stock that may be issued under both Plans to 10% of the outstanding shares of the Company's stock on the effective date of the Plans plus 10% of the number of shares of stock issued or delivered by the Company during the terms of the Plans. The amendments further specify that no one person shall be granted awards of restricted stock relating to more than 25% of the shares available for issuance under the 2004 Plan. Further, the amount of voting securities that would result from the exercise of all of the Company's outstanding warrants, options and rights, together with any restricted stock issued pursuant to the Plans, at the time of issuance shall not exceed 25% of its outstanding voting securities, except that if the amount of voting securities that would result from such exercise of all of the Company's outstanding warrants, options and rights issued to the Company's directors, officers and employees, together with any restricted stock issued pursuant to the Plans, would exceed 15% of the Company's outstanding voting securities, then the total amount of voting securities that would result from the exercise of all outstanding warrants, options and rights, together with any restricted stock issued pursuant to the Plans, at the time of issuance shall not exceed 20% of our outstanding voting securities.

In conjunction with the amendment and in accordance with the exemptive order, on June 21, 2007 the Company made an automatic grant of shares of restricted common stock to Messrs. Badavas, Chow and Woodward, the independent members of its Board of Directors, in the amounts of 1,667, 1,667 and 3,334 shares, respectively. In May 2008, the Company issued restricted shares to Messrs. Badavas and Chow in the amount of 5,000 shares each. In June 2009, the Company issued 5,000 restricted stock shares to Mr. Woodward. The shares were issued pursuant to the 2006 Plan and vested 33% on an annual basis from the date of grant. Deferred compensation cost was recognized ratably over the three year vesting period.

The following table summarizes the common stock options activities for the six-months ended June 30, 2013 and 2012 (unaudited):

	For the Six Months Ended June 30, 2013		For the Six Months Ended June 30, 2012	
	Common Stock Options	Weighted Average Exercise Price	Common Stock Options	Weighted Average Exercise Price
Outstanding at December 31,	2,574,749	\$ 12.00	4,231,444	\$ 11.40
Granted	60,000	\$ 12.74	38,000	\$ 10.79
Exercised	(612,118)	\$ 11.84	(490,095)	\$ 5.46
Forfeited	(44,613)	\$ 10.51	(36,336)	\$ 9.43
Expired	(65,000)	\$ 13.30	(1,105,359)	\$ 12.87
Outstanding at June 30, 2013	1,913,018	\$ 12.06	2,637,654	\$ 11.92
Shares Expected to Vest at June 30,	1,568,096	\$ 12.33	2,225,306	\$ 12.25

Options generally vest 33% one year after the date of grant and ratably over the succeeding 24 months. All options may be exercised for a period ending seven years after the date of grant. At June 30, 2013, options for approximately 1.6 million shares were exercisable at a weighted average exercise price of approximately \$12.33 per share with weighted average of remaining contractual term of 2.01 years.

The fair value of options granted is based upon a Black Scholes option pricing model using the assumptions in the following table for each of the six-month periods ended June 30, 2013 and 2012:

	Six Months Ended June 30,	
	2013	2012
Expected Volatility	46.90%	49.39%
Expected Dividends	10%	10%
Expected term (in years)	4.5	4.5
Risk-free rate	0.56% - 1.30%	0.55% - 0.97%

The following table summarizes stock options outstanding and exercisable at June 30, 2013 (unaudited):

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(Dollars in thousands, except exercise price)

Range of exercise prices	Options outstanding			Options exercisable				
	Number of shares	Weighted average remaining contractual life	Aggregate intrinsic value	Weighted average exercise price	Number of shares	Weighted average remaining contractual life	Aggregate intrinsic value	Weighted average exercise price
\$4.21 - \$8.49	46,248	3.76	\$ 385,793	\$ 5.60	46,248	3.76	\$ 385,793	\$ 5.60
\$8.67 - \$13.21	1,222,770	3.75	3,245,913	\$ 11.29	877,848	2.88	2,177,839	\$ 11.46
\$13.40 - \$14.02	644,000	0.69	12,200	\$ 14.00	644,000	0.69	12,200	\$ 14.00
\$4.21 - \$14.02	1,913,018	2.72	\$ 3,643,906	\$ 12.06	1,568,096	2.01	\$ 2,575,832	\$ 12.33

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During the six months ended June 30, 2013 and 2012, the Company granted approximately 606,000 shares and 677,000 shares, respectively, of restricted stock pursuant to the Plans. All restricted stock grants under the 2004 Plan made prior to March 4, 2013 will continue to vest on a monthly basis following their one year anniversary over the succeeding 36 months. During 2012, the Compensation Committee adopted a policy that provided for awards with different vesting schedules for short and long-term awards. Under the 2004 Plan, restricted stock awarded subsequent to March 3, 2013 will vest subject to continued employment based on two vesting schedules: short-term awards vest one-half on the one year anniversary of the date of the grant and quarterly over the succeeding 12 months, and long-term awards vest one-fourth on the one year anniversary of the date of grant and quarterly over the succeeding 36 months.

The Company determined that the fair value of restricted stock granted under the 2006 and 2004 Plans during the six-month periods ended June 30, 2013 and 2012 was approximately \$7.7 million and \$7.3 million, respectively. During the three-month periods ended June 30, 2013 and 2012, the Company expensed approximately \$1.5 million and \$1.1 million of compensation expense related to restricted stock, respectively. During the six-month periods ended June 30, 2013 and 2012, the Company expensed approximately \$2.6 million and \$1.8 million of compensation expense related to restricted stock, respectively. As of June 30, 2013, there was approximately \$13.3 million of total unrecognized compensation costs related to restricted stock. These costs are expected to be recognized over a weighted average period of 2.61 years.

The following table summarizes the activities for our unvested restricted stock for the six-months ended June 30, 2013 and 2012 (unaudited):

	For the Six Month Period Ended June 30, 2013		For the Six Month Period Ended June 30, 2012	
	Restricted Stock Units	Weighted Average Exercise Price	Restricted Stock Units	Weighted Average Exercise Price
Unvested at December 31	899,789	\$ 10.73	621,509	\$ 10.06
Granted	606,001	\$ 12.72	676,859	\$ 10.82
Vested	(283,362)	\$ 10.49	(217,621)	\$ 10.15
Forfeited	(7,255)	\$ 10.89	(24,917)	\$ 9.58
Unvested at June 30	1,215,173	\$ 11.77	1,055,830	\$ 10.54

The SEC, through an exemptive order granted on June 22, 2010, approved amendments to the Plans which allow participants to elect to have the Company withhold shares of the Company's common stock to pay for the exercise price and applicable taxes with respect to an option exercise (net issuance exercise). The exemptive order also permits the holders of restricted stock to elect to have the Company withhold shares of Hercules stock to pay the applicable taxes due on restricted stock at the time of vesting. Each individual can make, and does not preclude the participant from electing to make, a cash payment at the time of option exercise or to pay taxes on restricted stock.

8. Earnings Per Share

Shares used in the computation of the Company's basic and diluted earnings per share are as follows (unaudited):

(in thousands, except per share data)	Three months Ended June 30,		Six months Ended June 30,	
	2013	2012	2013	2012
Numerator				
Net increase in net assets resulting from operations	\$ 20,879	\$ 48	\$ 37,568	\$ 17,153
Less: Dividends declared-common and restricted shares	(16,633)	(11,928)	(30,014)	(23,340)
Undistributed earnings	4,246	(11,880)	7,554	(6,187)
Undistributed earnings-common shares	4,246	(11,880)	7,554	(6,187)
Add: Dividend declared-common shares	16,292	11,664	29,343	22,800
Numerator for basic and diluted change in net assets per common share	20,539	(216)	36,897	16,613

Denominator

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Basic weighted average common shares outstanding	60,339	48,616	57,029	47,817
Common shares issuable	806	71	773	131
Weighted average common shares outstanding assuming dilution	61,145	48,687	57,802	47,948
Change in net assets per common share				
Basic	\$ 0.34	\$	\$ 0.65	\$ 0.35
Diluted	\$ 0.34	\$	\$ 0.64	\$ 0.35

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The Convertible Senior Notes may be surrendered for conversion during the five business day period after any five consecutive trading day period (the measurement period) in which the trading price per \$1,000 principal amount of notes for each trading day of the measurement period was less than 98% of the product of the last reported sale price of our common stock and the conversion rate on each such trading day. For the purpose of calculating diluted earnings per share for the three and six-month period ended June 30 2013, the underlying shares for the intrinsic value of the embedded options in the Convertible Senior Notes were included in this calculation because the trading price (\$11.74) was less than the conversion price in effect for such period for the Convertible Senior Notes.

The calculation of change in net assets resulting from operations per common share assuming dilution, excludes all anti-dilutive shares. For the three and six-months ended June 30, 2013 and 2012, the number of anti-dilutive shares, as calculated based on the weighted average closing price of the Company's common stock for the periods, was approximately 2,352,585 and 3,622,512 shares, respectively.

At June 30, 2013, the Company was authorized to issue 100,000,000 shares of common stock with a par value of \$0.001. Each share of common stock entitles the holder to one vote.

9. Financial Highlights

Following is a schedule of financial highlights for the six-months ended June 30, 2013 and 2012:

HERCULES TECHNOLOGY GROWTH CAPITAL, INC.**FINANCIAL HIGHLIGHTS****(unaudited)****(dollars in thousands, except per share amounts)**

	Six Months Ended June 30,	
	2013	2012
Per share data:		
Net asset value at beginning of period	\$ 9.75	\$ 9.83
Net investment income ⁽¹⁾	0.57	0.48
Net realized gain (loss) on investments	0.07	0.23
Net unrealized appreciation (depreciation) on investments	0.01	(0.37)
Total from investment operations	0.65	0.34
Net increase/(decrease) in net assets from capital share transactions	0.17	(0.20)
Distributions	(0.53)	(0.47)
Stock-based compensation expense included in investment income ⁽²⁾	0.05	0.04
Net asset value at end of period	\$ 10.09	\$ 9.54
Ratios and supplemental data:		
Per share market value at end of period	\$ 13.94	\$ 11.34
Total return ⁽³⁾	32.92%	25.42%
Shares outstanding at end of period	61,637	49,743
Weighted average number of common shares outstanding	57,029	47,817
Net assets at end of period	\$ 621,840	\$ 474,781
Ratio of operating expense to average net assets	11.52%	9.44%
Ratio of net investment income before investment gains and losses to average net assets	11.45%	9.92%
Average debt outstanding	\$ 589,246	\$ 302,084
Weighted average debt per common share	\$ 10.33	\$ 6.32

- (1) Net investment income per share is calculated as net investment income divided by the weighted average shares outstanding.
- (2) Stock option expense is a non-cash expense that has no effect on net asset value. Pursuant to ASC 718, net investment loss includes the expense associated with the granting of stock options which is offset by a corresponding increase in paid-in capital.
- (3) The total return for the six-month periods ended June 30, 2013 and 2012 equals the change in the ending market value over the beginning of period price per share plus dividends paid per share during the period, divided by the beginning price.

Table of Contents**10. Commitments and Contingencies**

The Company's commitments and contingencies consist primarily of unused commitments to extend credit in the form of loans to the Company's portfolio companies. The balance of unfunded commitments to extend credit at June 30, 2013 totaled approximately \$169.1 million. Approximately \$95.1 million of these unfunded origination activity commitments as of June 30, 2013 are dependent upon the portfolio company reaching certain milestones before the debt commitment becomes available. Since a portion of these commitments may expire without being drawn, unfunded commitments do not necessarily represent future cash requirements. In addition, the Company had approximately \$60.0 million of non-binding term sheets outstanding at June 30, 2013. Non-binding outstanding term sheets are subject to completion of the Company's due diligence and final approval process, as well as the negotiation of definitive documentation with the prospective portfolio companies. Not all non-binding term sheets are expected to close and do not necessarily represent future cash requirements.

Certain premises are leased under agreements which expire at various dates through March 2020. Total rent expense amounted to approximately \$276,000 and \$605,000 during the three and six-month periods ended June 30, 2013. There was approximately \$288,000 and \$573,000 recorded in the same periods ended June 30, 2012, respectively. Future commitments under the credit facility and operating leases were as follows at June 30, 2013:

	Total	Payments due by period (in thousands)			
		Less than 1 year	1 - 3 years	3 - 5 years	After 5 years
Contractual Obligations⁽¹⁾⁽²⁾					
Borrowings ⁽³⁾⁽⁴⁾	\$ 577,611	\$	\$ 110,270	\$ 71,977	\$ 395,364
Operating Lease Obligations ⁽⁵⁾	8,233	1,364	2,923	3,085	861
Total	\$ 585,844	\$ 1,364	\$ 113,193	\$ 75,062	\$ 396,225

(1) Excludes commitments to extend credit to our portfolio companies.

(2) The Company also has a warrant participation agreement with Citigroup. See Note 4.

(3) Includes \$225.0 million in borrowings under the SBA debentures, \$170.4 million of the 2019 Notes, \$110.3 million in aggregate principal amount of the Asset-Backed Notes and \$72.0 million of the Convertible Senior Notes.

(4) Except for the Convertible Senior Notes, all carrying values are the same as the principal amount outstanding. The aggregate principal amount outstanding of the Convertible Senior Notes less the unaccreted discount initially recorded upon issuance of the Convertible Senior Notes was \$3.0 million at June 30, 2013.

(5) Long-term facility leases.

The Company may, from time to time, be involved in litigation arising out of its operations in the normal course of business or otherwise. Furthermore, third parties may try to seek to impose liability on the Company in connection with the activities of its portfolio companies. While the outcome of any current legal proceedings cannot at this time be predicted with certainty, the Company does not expect any current matters will materially affect the Company's financial condition or results of operations; however, there can be no assurance whether any pending legal proceedings will have a material adverse effect on the Company's financial condition or results of operations in any future reporting period.

11. Recent Accounting Pronouncements

In June 2013, the FASB issued ASU 2013-08, *Financial Services - Investment Companies (Topic 946): Amendments to the Scope, Measurement, and Disclosure Requirements*, which amends the criteria that define an investment company and clarifies the measurement guidance and requires new disclosures for investment companies. Under ASU 2013-08, an entity already regulated under the 1940 Act is automatically an investment company under the new GAAP definition, so the Company anticipates no impact from adopting this standard on the Company's statement of assets and liabilities or results of operations. The Company is currently assessing the additional disclosure requirements. ASU 2013-08 is effective for interim and annual reporting periods in fiscal years that begin after December 15, 2013.

12. Subsequent Events*Dividend Declaration*

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On July 29, 2013 the Board of Directors increased the quarterly dividend by \$0.01, or approximately 3.7%, and declared a cash dividend of \$0.28 per share to be paid on August 20, 2013 to shareholders of record as of August 13, 2013. This dividend will represent the Company's thirty-second consecutive dividend declaration since its initial public offering, bringing the total cumulative dividend declared to date to \$8.44 per share.

Portfolio Company Developments

In July 2013, Dialog Semiconductor PLC (GR: DLG) acquired Hercules portfolio company iWatt, Inc. for a total potential transaction value of approximately \$345.0 million, subject to customary closing conditions.

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In July 2013, Hercules portfolio company NeurogesX, Inc. (OTCQB:NGSX) completed the sale of certain of its assets to Acorda Therapeutics, Inc. (Acorda). In connection with the closing of the Acorda Sale, other assets of NeurogesX, Inc. were sold in an Article 9 sale process. The combination of the Acorda Sale and Article 9 Sale resulted in the sale of substantially all of the assets of NeurogesX, Inc.

In July 2013, ArthroCare Corp. (NASDAQ: ARTC) acquired Hercules portfolio company ENTrigue Surgical, Inc. ArthroCare paid \$45.0 million in cash, subject to customary working capital adjustments and an amount held in escrow for indemnification. In addition, the previous shareholders of ENTrigue will have the right to receive contingent consideration for each of the next five years.

In July 2013, CommScope entered into a definitive agreement to acquire Hercules portfolio company Redwood Systems, Inc. Financial terms were not disclosed.

In July 2013, the National Rural Telecommunications Cooperative (NRTC) entered into a definitive agreement to acquire Hercules portfolio company NeoNova. Financial terms were not disclosed.

In July 2013, MedImpact Healthcare Systems, Inc. entered into an agreement to acquire Hercules portfolio company ScriptSave. The transaction is subject to customary closing conditions.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Forward-Looking Statements

The matters discussed in this report, as well as in future oral and written statements by management of Hercules Technology Growth Capital, that are forward-looking statements are based on current management expectations that involve substantial risks and uncertainties which could cause actual results to differ materially from the results expressed in, or implied by, these forward-looking statements. Forward-looking statements relate to future events or our future financial performance. We generally identify forward-looking statements by terminology such as may, will, should, expects, plans, anticipates, could, intends, target, projects, contemplates, believes, estimates, pre the negative of these terms or other similar words. Important assumptions include our ability to originate new investments, achieve certain margins and levels of profitability, the availability of additional capital, and the ability to maintain certain debt to asset ratios. In light of these and other uncertainties, the inclusion of a projection or forward-looking statement in this report should not be regarded as a representation by us that our plans or objectives will be achieved. The forward-looking statements contained in this report include statements as to:

our future operating results;

our business prospects and the prospects of our prospective portfolio companies;

the impact of investments that we expect to make;

the impact of a protracted decline in the liquidity of credit markets on our business;

our informal relationships with third parties including in the venture capital industry;

the expected market for venture capital investments and our addressable market;

the dependence of our future success on the general economy and its impact on the industries in which we invest;

our ability to access debt markets and equity markets;

the ability of our portfolio companies to achieve their objectives;

our expected financings and investments;

our regulatory structure and tax status;

our ability to operate as a BDC, a SBIC and a RIC;

the adequacy of our cash resources and working capital;

the timing of cash flows, if any, from the operations of our portfolio companies;

the timing, form and amount of any dividend distributions;

the impact of fluctuations in interest rates on our business;

the valuation of any investments in portfolio companies, particularly those having no liquid trading market; and

our ability to recover unrealized losses.

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The following discussion should be read in conjunction with our consolidated financial statements and related notes and other financial information appearing elsewhere in this report. In addition to historical information, the following discussion and other parts of this report contain forward-looking information that involves risks and uncertainties. Our actual results could differ materially from those anticipated by such forward-looking information due to the factors discussed under Item 1A Risk Factors of Part II of this quarterly report on Form 10-Q, Item 1A Risk Factors of our annual report on Form 10-K, and Forward-Looking Statements of this Item 2.

Overview

We are a specialty finance company focused on providing senior secured loans to venture capital-backed companies in technology-related markets, including technology, biotechnology, life science, and clean-technology industries at all stages of development. We source our investments through our principal office located in Silicon Valley, as well as through our additional offices in Boston, MA, New York, NY, Chicago, IL, Boulder, CO and McLean, VA.

Our goal is to be the leading structured debt financing provider of choice for venture capital-backed companies in technology-related markets requiring sophisticated and customized financing solutions. Our strategy is to evaluate and invest in a broad range of technology-related markets including technology, biotechnology, life science, and clean-technology industries and to offer a full suite of growth capital products up and down the capital structure. We invest primarily in structured debt with warrants and, to a lesser extent, in senior debt and equity investments. We invest primarily in private companies and to a lesser extent public companies. We use the term structured debt with warrants to refer to any debt investment, such as a senior or subordinated secured loan, that is coupled with an equity component, including warrants, options or rights to purchase common or preferred stock. Our structured debt with warrants investments will typically be secured by some or all of the assets of the portfolio company.

Our investment objective is to maximize our portfolio total return by generating current income from our debt investments and capital appreciation from our equity-related investments. Our primary business objectives are to increase our net income, net operating income and net asset value by investing in structured debt with warrants and equity of venture capital-backed companies in technology-related markets with attractive current yields and the potential for equity appreciation and realized gains. Our structured debt investments typically include warrants or other equity interests, giving us the potential to realize equity-like returns on a portion of our investments. Our equity ownership in our portfolio companies may represent a controlling interest. In some cases, we receive the right to make additional equity investments in our portfolio companies in connection with future equity financing rounds. Capital that we provide directly to venture capital-backed companies in technology-related markets is generally used for growth and general working capital purposes as well as in select cases for acquisitions or recapitalizations.

We also make investments in qualifying small businesses through two wholly-owned SBICs, HT II and HT III hold approximately \$156.8 million and \$265.3 million in assets, respectively, and accounted for approximately 10.1% and 17.0% of our total assets prior to consolidation at June 30, 2013. We have issued \$225.0 million in SBA-guaranteed debentures in our SBIC subsidiaries, which is the maximum amount allowed for a group of SBICs under common control.

We are an internally managed, non-diversified closed-end investment company that has elected to be regulated as a business development company under the 1940 Act. As a business development company, we are required to comply with certain regulatory requirements. For instance, we generally have to invest at least 70% of our total assets in qualifying assets, including securities of private U.S. companies, cash, cash equivalents, and high-quality debt investments that mature in one year or less.

From incorporation through December 31, 2005, we were taxed as a corporation under Subchapter C of the Internal Revenue Code, or the Code. As of January 1, 2006, we have elected to be treated for federal income tax purposes as a regulated investment company, or a RIC, under Subchapter M of the Code. Pursuant to this election, we generally will not have to pay corporate-level taxes on any income that we distribute to our stockholders. However, such an election and qualification to be treated as a RIC requires that we comply with certain requirements contained in Subchapter M of the Code. For example, a RIC must meet certain requirements, including source-of income, asset diversification and income distribution requirements. The income source requirement mandates that we receive 90% or more of our income from qualified earnings, typically referred to as good income.

Our portfolio is comprised of, and we anticipate that our portfolio will continue to be comprised of, investments primarily in technology-related companies at various stages of their development. Consistent with regulatory requirements, we invest primarily in United States based companies and to a lesser extent in foreign companies.

We regularly engage in discussions with third parties with respect to various potential transactions. We may acquire an investment or a portfolio of investments or an entire company or sell a portion of our portfolio on an opportunistic basis. We, our subsidiaries or our affiliates may also

agree to manage certain other funds that invest in debt, equity or provide other financing or services to companies in a variety of industries for which we may earn management or other fees for our services. We may also invest in the equity of these funds, along with other third parties, from which we would seek to earn a return and/or future incentive allocations. Some of these transactions could be material to our business. Consummation of any such transaction will be subject to completion of due diligence, finalization of key business and financial terms (including price) and negotiation of final definitive documentation as well as a number of other factors and conditions including, without limitation, the approval of our board of directors and required regulatory or third party consents and, in certain cases, the approval of our stockholders. Accordingly, there can be no assurance that any such transaction would be consummated. Any of these transactions or funds may require significant management resources either during the transaction phase or on an ongoing basis depending on the terms of the transaction.

Table of Contents**Portfolio and Investment Activity**

The total value of our investment portfolio was \$1,041.1 million at June 30, 2013 as compared to \$906.3 million at December 31, 2012.

The fair value of the loan portfolio at June 30, 2013 was approximately \$949.7 million, compared to a fair value of approximately \$827.5 million at December 31, 2012. The fair value of the equity portfolio at June 30, 2013 was approximately \$56.2 million, compared to a fair value of approximately \$49.2 million at December 31, 2012. The fair value of the warrant portfolio at June 30, 2013 was approximately \$35.2 million, compared to a fair value of approximately \$29.5 million at December 31, 2012.

Portfolio Activity

Our investments in portfolio companies take a variety of forms, including unfunded contractual commitments and funded investments. From time to time, unfunded contractual commitments are dependent upon a portfolio company reaching certain milestones before the debt commitment is available to the portfolio company, which is expected to affect our funding levels. These commitments will be subject to the same underwriting and ongoing portfolio maintenance as the on-balance sheet financial instruments that we hold. Debt commitments generally fund over the two succeeding quarters from close. Not all debt commitments represent our future cash requirements. Similarly, unfunded contractual commitments may expire without being drawn and do not represent our future cash requirements.

Prior to entering into a contractual commitment, we generally issue a non-binding term sheet to a prospective portfolio company. Non-binding term sheets are subject to completion of our due diligence and final approval process, as well as the negotiation of definitive documentation with the prospective portfolio companies and generally convert to contractual commitments within approximately 45 to 60 days of signing. Not all non-binding term sheets are expected to close and do not necessarily represent our future cash requirements.

Our portfolio activity for the six-month period ended June 30, 2013 (unaudited) and the year ended December 31, 2012 was comprised of the following:

(in millions)	June 30, 2013	December 31, 2012
Debt Commitments ⁽¹⁾		
New portfolio company	\$ 357.5	\$ 362.3
Existing portfolio company	116.9	274.3
Total	\$ 474.4	\$ 636.6
Funded Debt Investments		
New portfolio company	\$ 263.6	\$ 267.9
Existing portfolio company	74.3	191.4
Total	\$ 337.9	\$ 459.3
Funded Equity Investments		
New portfolio company	\$	\$ 6.0
Existing portfolio company	2.0	3.7
Total	\$ 2.0	\$ 9.7
Unfunded Contractual Commitments ⁽²⁾		
Total	\$ 169.1	\$ 61.9
Non-Binding Term Sheets		
New portfolio company	\$ 60.0	\$ 70.0
Existing portfolio company		
Total	\$ 60.0	\$ 70.0

(1) Includes restructured loans and renewals.

(2)

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Includes unfunded contractual commitments in 29 new and existing portfolio companies. Approximately \$95.1 million of these unfunded origination activity commitments as of June 30, 2013 are dependent upon the portfolio company reaching certain milestones before the debt commitment becomes available. We receive payments in our loan portfolio based on scheduled amortization of the outstanding balances. In addition, we receive repayments of some of our loans prior to their scheduled maturity date. The frequency or volume of these repayments may fluctuate significantly from period to period. During the six-month period ended June 30, 2013, we received approximately \$206.4 million in principal repayments, including approximately \$35.0 million of principal repayments related to a renewal of an existing debt investment, \$93.3 million of early principal repayments and approximately \$78.1 million in scheduled principal payments.

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Total portfolio investment activity (inclusive of unearned income) for the six-month period ended June 30, 2013 (unaudited) and for the year ended December 31, 2012 was as follows:

(in millions)	June 30, 2013	December 31, 2012
Beginning Portfolio	\$ 906.3	\$ 652.9
New Fundings	332.5	469.9
Warrants not related to current period fundings	2.2	(0.2)
Principal payments received on investments	(109.1)	(120.7)
Early payoffs	(94.3)	(125.1)
Restructure payoffs	(9.7)	(48.5)
Restructure fundings	17.1	85.0
Accretion of loan discounts and paid-in-kind principal	17.4	21.3
New loan fees	(11.7)	(12.8)
Conversion of Other Assets		9.6
Debt Converted to Equity		0.6
Warrants converted to Equity	(0.2)	
Proceeds from sale of investments	(3.1)	(7.2)
Net realized (loss) gain on investments	(5.5)	(14.1)
Net change in unrealized appreciation (depreciation)	(0.8)	(4.4)
Ending Portfolio	\$ 1,041.1	\$ 906.3

The following table shows the fair value of our portfolio of investments by asset class as of June 30, 2013 (unaudited) and December 31, 2012.

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
Senior secured debt with warrants	\$ 734,545	70.6%	\$ 652,041	72.0%
Senior secured debt	\$ 250,365	24.0%	205,049	22.6%
Preferred stock	\$ 41,742	4.0%	33,889	3.7%
Common Stock	\$ 14,468	1.4%	15,321	1.7%
	\$ 1,041,120	100.0%	\$ 906,300	100.0%

A summary of our investment portfolio at value by geographic location is as follows:

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
United States	\$ 1,003,411	96.4%	\$ 901,041	99.4%
Netherlands	24,375	2.3%		0.0%
Canada	9,831	1.0%		0.0%
England	3,503	0.3%	5,259	0.6%
	\$ 1,041,120	100.0%	\$ 906,300	100.0%

As of June 30, 2013, we held warrants or equity positions in six companies which have filed registration statements on Form S-1 with the SEC in contemplation of potential initial public offerings. ADMA Biologics, Inc., iWatt, Inc., Paratek Pharmaceuticals, Inc. and three additional companies that filed a Form S-1 Registration confidentially under the JOBS Act. There can be no assurance that these companies will complete

their initial public offerings in a timely manner or at all.

Subsequent to quarter end, iWatt Inc. withdrew its Form S-1 Registration Statement due to the company being acquired by Dialog Semiconductor PLC (GR: DLG) for a total potential transaction value of approximately \$345.0 million, subject to closing conditions, and Paratek Pharmaceuticals, Inc. withdrew its Form S-1 Registration Statement for an IPO.

Changes in Portfolio

We generate revenue in the form of interest income, primarily from our investments in debt securities, and commitment and facility fees. Fees generated in connection with our debt investments are recognized over the life of the loan or, in some cases, recognized as earned. In addition, we generate revenue in the form of capital gains, if any, on warrants or other equity-related securities that we acquire from our portfolio companies. Our investments generally range from \$1.0 million to \$25.0 million. Our debt investments have a term of between two and seven years and typically bear interest at a rate ranging from Prime to approximately

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14.0% as of June 30, 2013. In addition to the cash yields received on our loans, in some instances, our loans may also include any of the following: end-of-term payments, exit fees, balloon payment fees, commitment fees, success fees, PIK provisions or prepayment fees which may be required to be included in income prior to receipt. Loan origination and commitment fees received in full at the inception of a loan are deferred and amortized into fee income as an enhancement to the related loan's yield over the contractual life of the loan. We recognize nonrecurring fees amortized over the remaining term of the loan commencing in the quarter relating to specific loan modifications. Loan exit fees to be paid at the termination of the loan are accreted into interest income over the contractual life of the loan. We had approximately \$4.0 million and \$2.0 million of unamortized fees at June 30, 2013 and December 31, 2012, respectively, and approximately \$9.2 million and \$6.8 million in exit fees receivable at June 30, 2013 and December 31, 2012, respectively. The increase of both unamortized fees and exit fees receivable is attributable to overall growth of the loan portfolio.

We have loans in our portfolio that contain a PIK provision. The PIK interest, computed at the contractual rate specified in each loan agreement, is added to the principal balance of the loan and recorded as interest income. To maintain our status as a RIC, this non-cash source of income must be paid out to stockholders in the form of dividends even though we have not yet collected the cash. Amounts necessary to pay these dividends may come from available cash or the liquidation of certain investments. We recorded approximately \$983,000 and \$271,000 in PIK income during the three-months ended June 30, 2013 and 2012, respectively. We recorded approximately \$1.8 million and \$569,000 in PIK income in the six-month periods ended June 30, 2013 and 2012, respectively.

In some cases, we may collateralize our investments by obtaining a first priority security interest in a portfolio company's assets, which may include their intellectual property. In other cases, we may obtain a negative pledge covering a company's intellectual property. At June 30, 2013, approximately 62.5% of our portfolio company loans were secured by a first priority security in all of the assets of the portfolio company, 36.3% of the loans were to portfolio companies that were prohibited from pledging or encumbering their intellectual property and 1.2% of portfolio company loans had an equipment only lien.

Interest on debt securities is generally payable monthly, with amortization of principal typically occurring over the term of the security. In addition, certain loans may include an interest-only period ranging from three to eighteen months or longer. In limited instances in which we choose to defer amortization of the loan for a period of time from the date of the initial investment, the principal amount of the debt securities and any accrued but unpaid interest become due at the maturity date.

The effective yield on our debt investments during the three-month periods ended June 30, 2013 and 2012 was 15.7% and 15.2%, respectively. Excluding the effect of fee accelerations that occurred from early payoffs and one-time events, the adjusted effective yield for the three-month period ended June 30, 2013 was 14.2%. The adjusted effective yield for the three-month period ended December 31, 2012 was 13.6%. The effective yield is derived by dividing total investment income by the weighted average earning investment portfolio assets outstanding during the quarter which exclude non-interest earning assets such as warrants and equity investments. The overall weighted average yield to maturity of our loan investments was approximately 13.22% at June 30, 2013, a slight increase compared to 12.91% at December 31, 2012. The weighted average yield to maturity is computed using the interest rates in effect at the inception of each of the loans, and includes amortization of the loan facility fees, commitment fees and market premiums or discounts over the expected life of the debt investments, weighted by their respective costs when averaged and based on the assumption that all contractual loan commitments have been fully funded and held to maturity.

Portfolio Composition

Our portfolio companies are primarily privately held companies and, to a lesser extent, public companies which are active in the drug discovery and development, internet consumer and business services, clean technology, software, drug delivery, medical device and equipment, media/content/info, communications and networking, information services, healthcare services, diagnostic, specialty pharmaceuticals, biotechnology tools, surgical devices, consumer and business products, semiconductors, electronics and computer hardware and therapeutic industry sectors. These sectors are characterized by high margins, high growth rates, consolidation and product and market extension opportunities. Value is often vested in intangible assets and intellectual property.

As of June 30, 2013, approximately 59.9% of the fair value of our portfolio was composed of investments in four industries: 20.8% was composed of investments in the drug discovery and development industry, 14.5% was composed of investments in the internet consumer and business services industry, 15.1% was composed of investments in the clean technology industry and 9.5% was composed of investments in the medical device and equipment industry.

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The following table shows the fair value of our portfolio by industry sector at June 30, 2013 (unaudited) and December 31, 2012:

(in thousands)	June 30, 2013		December 31, 2012	
	Investments at Fair Value	Percentage of Total Portfolio	Investments at Fair Value	Percentage of Total Portfolio
Drug Discovery & Development	\$ 216,633	20.8%	\$ 188,479	20.8%
Clean Tech	158,611	15.1%	126,600	14.0%
Internet Consumer & Business Services	150,592	14.5%	136,149	15.0%
Medical Device & Equipment	99,014	9.5%	54,575	6.0%
Software	88,954	8.5%	70,838	7.8%
Drug Delivery	61,039	5.9%	74,218	8.2%
Information Services	49,894	4.8%	53,523	5.9%
Communications & Networking	47,689	4.6%	37,560	4.1%
Healthcare Services, Other	47,593	4.6%	36,481	4.0%
Media/Content/Info	27,002	2.6%	51,534	5.7%
Electronics & Computer Hardware	25,114	2.4%	12,715	1.4%
Specialty Pharma	22,844	2.2%	12,473	1.4%
Surgical Devices	12,010	1.2%	11,358	1.3%
Consumer & Business Products	10,606	1.0%	13,723	1.5%
Diagnostic	10,543	1.0%	16,307	1.8%
Semiconductors	6,880	0.7%	2,922	0.3%
Biotechnology Tools				