

Hercules Capital, Inc.  
Form 8-K  
May 15, 2017

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 15, 2017**

**Hercules Capital, Inc.**

**(Exact name of registrant as specified in its charter)**

**Maryland**  
**(State or other jurisdiction**

**of incorporation)**

**814-00702**  
**(Commission**

**File No.)**

**74-3113410**  
**(I.R.S. Employer**

**Identification No.)**

**400 Hamilton Ave., Suite 310**

**94301**

**Palo Alto, CA**

**(Address of principal executive offices)**

**(Zip Code)**

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

**Not Applicable**

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

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

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

### **Item 8.01 Other Events**

On May 15, 2017, Hercules Capital, Inc. (the Company ) issued a press release announcing that the Company plans to expand its ongoing review designed to determine the most appropriate investment management structure to enhance stockholder value and that the independent members of the Company's Board of Directors intend to engage an independent financial advisor to assist in the process. Accordingly, the Special Meeting of Stockholders previously scheduled for June 29, 2017 has been postponed indefinitely and Hamilton Advisers LLC's proposal to seek stockholder approval to adopt an external investment management structure has been withdrawn at this time. The complete text of the press release is included as an exhibit to this Form 8-K.

### **Item 9.01 Financial Statements and Exhibits**

#### **(d) Exhibits**

99.1 Press Release dated May 15, 2017.

**SIGNATURES**

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

HERCULES CAPITAL, INC.

May 15, 2017

By: /s/ Melanie Grace  
Melanie Grace

General Counsel

**EXHIBIT INDEX**

| <b>Exhibit<br/>No.</b> | <b>Description of Exhibits</b>    |
|------------------------|-----------------------------------|
| 99.1                   | Press Release dated May 15, 2017. |