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HERCULES TECHNOLOGY GROWTH CAPITAL INC

Form 8-K

December 06, 2006

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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): December 6, 2006

Hercules Technology Growth Capital, Inc.
(Exact name of registrant as specified in its charter)

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

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

New Address: 400 Hamilton Ave., Suite 310, Palo Alto, CA 94301
Former Address: 525 University Ave., Suite 700, Palo Alto, CA 94301
(Former name or former 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))

Item 1.01 Entry Into a Material Definitive Agreement.

On December 6, 2006, Hercules Technology Growth Capital, Inc. (the
"Company") entered into Second Omnibus Amendment ("Omnibus Amendment") with
Citigroup Global Markets Realty Corp. The purpose of the Omnibus Amendment was
to provide for an increase in amounts available under the Citigroup facility

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from \$125 million to \$150 million through March 31, 2007. In addition, the warrant participation that Citigroup has with respect to the warrants pledged as collateral under the Citigroup facility has been amended to increase the maximum participation amount from \$3,750,000 to \$4,500,000 for the period ending on the earlier of March 31, 2007 or the date on which the Company completes a securitization.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

See the description under Item 1.01 for a description of the Company's Omnibus Amendment.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

EXHIBIT NUMBER	DESCRIPTION
10.1	Second Omnibus Amendment dated December 6, 2006
99.1	Press Release of the Company dated December 6, 2006

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.

Date: December 6, 2006

HERCULES TECHNOLOGY GROWTH CAPITAL, INC.

/s/ Scott Harvey

Scott Harvey
Chief Legal Officer

EXHIBIT LIST

EXHIBIT NUMBER	DESCRIPTION
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99.1	Press Release of the Company dated December 6, 2006