Hercules Capital, Inc. Form 10-Q May 05, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 10-Q

(Mark One)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For The Quarterly Period Ended March 31, 2016

OR

"TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Commission File Number: 814-00702

HERCULES CAPITAL, INC.

(Exact Name of Registrant as Specified in its Charter)

Maryland (State or Jurisdiction of 743113410 (IRS Employer

Incorporation or Organization)

Identification No.) 94301

400 Hamilton Ave., Suite 310

(Zip Code)

Palo Alto, California

(Address of Principal Executive Offices)

(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 x 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 x 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 x

On May 2, 2016, there were 73,664,846 shares outstanding of the Registrant's common stock, \$0.001 par value.

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PART I: FINANCIAL INFORMATION

In this Quarterly Report, the "Company," "Hercules," "we," "us" and "our" refer to Hercules Capital, Inc. and its wholly owner subsidiaries and its affiliated securitization trusts on or after February 25, 2016 and "Hercules Technology Growth Capital, Inc." and its wholly owned subsidiaries and its affiliated securitization trusts prior to February 25, 2016 unless the context otherwise requires.

ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS HERCULES CAPITAL, INC.

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(unaudited)

(dollars in thousands, except per share data)

	March 31, 2016	December 31, 2015
Assets		
Investments:		
Non-control/Non-affiliate investments:		
Debt investments (cost of \$1,239,601 and \$1,150,103, respectively)	\$1,204,136	\$1,109,196
Equity investments (cost of \$51,208 and \$50,305, respectively)	55,837	60,781
Warrant investments (cost of \$39,789 and \$38,131, respectively)	23,240	22,675
Total Non-control/Non-affiliate investments (cost of \$1,330,598 and \$1,238,539,		
respectively)	1,283,213	1,192,652
Affiliate investments:		
Debt investments (cost of \$2,185 and \$2,200, respectively)	1,537	1,013
Equity investments (cost of \$8,912 and \$8,912, respectively)	6,304	6,661
Warrant investments (cost of \$2,630 and \$2,630, respectively)	256	312
Total Affiliate investments (cost of \$13,727 and \$13,742, respectively)	8,097	7,986
Total investments, at value (cost of \$1,344,325 and \$1,252,281, respectively)	1,291,310	1,200,638
Cash and cash equivalents	13,478	95,196
Restricted cash	3,646	9,191
Interest receivable	10,993	9,239
Other assets	12,388	9,720
Total assets	\$1,331,815	\$1,323,984
Liabilities		
Accounts payable and accrued liabilities	\$12,086	\$17,241
Long-Term Liabilities (Convertible Senior Notes), net (principal of \$17,604 and \$17,604,		
respectively) ⁽¹⁾	17,572	17,478
Wells Facility	61,003	50,000
2021 Asset-Backed Notes, net (principal of \$129,300 and \$129,300, respectively) ⁽¹⁾	127,227	126,995
2019 Notes, net (principal of \$110,364 and \$110,364, respectively) ⁽¹⁾	108,339	108,179

2024 Notes, net (principal of \$103,000 and \$103,000, respectively) ⁽¹⁾	100,211	100,128
Long-Term SBA Debentures, net (principal of \$190,200 and \$190,200, respectively) ⁽¹⁾	186,997	186,829
Total liabilities	\$613,435	\$606,850
Net assets consist of:		
Common stock, par value	74	73
Capital in excess of par value	761,565	752,244
Unrealized depreciation on investments ⁽²⁾	(54,142) (52,808)
Accumulated realized gains on investments	23,525	27,993
Undistributed net investment income (Distributions in excess of net investment income)	(12,642) (10,368)
Total net assets	\$718,380	\$717,134
Total liabilities and net assets	\$1,331,815	\$1,323,984
Shares of common stock outstanding (\$0.001 par value, 200,000,000 and 100,000,000		
authorized, respectively)	73,230	72,118
Net asset value per share	\$9.81	\$9.94

(1) The Company's SBA Debentures, 2019 Notes, 2024 Notes, 2021 Asset-Backed Notes, and Convertible Senior Notes, as each term is defined herein, are presented net of the associated debt issuance costs for each instrument. See "Note 2 – Summary of Significant Accounting Policies" and "Note 4 – Borrowings".

(2) Amounts include \$1.1 million and \$1.2 million, respectively, in net unrealized depreciation on other assets and accrued liabilities, including escrow receivables, estimated taxes payable and Citigroup warrant participation agreement liabilities.

See notes to consolidated financial statements.

The following table presents the assets and liabilities of our consolidated securitization trust for the 2021 Asset-Backed Notes (see Note 4), which is a variable interest entity ("VIE"). The assets of our securitization VIE can only be used to settle obligations of our consolidated securitization VIE, these liabilities are only the obligations of our consolidated securitization 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 Statement of Assets and Liabilities above.

(Dollars in thousands)	March 31, 2016	December 31, 2015
Assets	01,2010	01,2010
Restricted Cash	\$3,646	\$9,191
Total investments, at value (cost of \$265,038 and \$258,748, respectively)	264,469	257,657
Total assets	\$268,115	\$266,848
Liabilities		
2021 Asset-Backed Notes, net (principal of \$129,300 and \$129,300, respectively) ⁽¹⁾	\$127,227	\$126,995
Total liabilities	\$127,227	\$126,995

 (1) The Company's SBA Debentures, 2019 Notes, 2024 Notes, 2021 Asset-Backed Notes, and Convertible Senior Notes, as each term is defined herein, are presented net of the associated debt issuance costs for each instrument. See "Note 2 – Summary of Significant Accounting Policies" and "Note 4 – Borrowings".
See notes to consolidated financial statements.

CONSOLIDATED STATEMENT OF OPERATIONS

(unaudited)

(in thousands, except per share data)

	Three Mo Ended Ma	
	2016	2015
Investment income:		
Interest income		
Non-control/Non-affiliate investments	\$36,409	\$30,459
Affiliate investments	65	100
Total interest income	36,474	30,559
Fees		
Non-control/Non-affiliate investments	2,465	1,934
Affiliate investments		1
Total fees	2,465	1,935
Total investment income	38,939	32,494
Operating expenses:		
Interest	7,018	7,854
Loan fees	988	1,513
General and administrative	3,580	3,618
Employee compensation:		
Compensation and benefits	4,685	3,796
Stock-based compensation	2,571	2,719
Total employee compensation	7,256	6,515
Total operating expenses	18,842	19,500
Loss on debt extinguishment (Long-Term Liabilities - Convertible Senior Notes)		(1)
Net investment income	20,097	12,993
Net realized gain (loss) on investments		
Non-control/Non-affiliate investments	(4,468)	3,312
Total net realized gain (loss) on investments	(4,468)	3,312
Net change in unrealized appreciation (depreciation) on investments		
Non-control/Non-affiliate investments	(1,460)	3,301
Affiliate investments	126	2,313
Total net unrealized appreciation (depreciation) on investments	(1,334)	5,614
Total net realized and unrealized gain (loss)	(5,802)	
Net increase in net assets resulting from operations	\$14,295	
Net investment income before investment gains and losses per common share:		
Basic	\$0.28	\$0.20
Change in net assets resulting from operations per common share:		
Basic	\$0.20	\$0.33
Diluted	\$0.20	\$0.33

Weighted average shares outstanding		
Basic	71,172	63,783
Diluted	71,199	64,163
Dividends declared per common share:		
Basic	\$0.31	\$0.31
See notes to consolidated financial statements.		

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

(unaudited)

(dollars and shares in thousands)

						Undistribu Net Investr Income/		on
			Capital in	Unrealized	Accumula on Realized	ted(Distributio in Excess of	onsIncome Taxes on	
	Commo Shares		excess	(Depreciat		ssednvestment		nenNet Assets
Balance at December 31 2014			\$657,233	\$ (17,076) \$ 14,079	\$ 4,905	\$ (342) \$658,864
Net increase (decrease) in net assets resulting	,							
from operations	—		—	5,614	3,312	12,993	—	21,919
Public offering, net of offering expenses	7,591	8	100,084	_	_	_	_	100,092
Issuance of common stock due to stock option	n							
exercises	34		406	—	_	_	—	406
Retired shares from net issuance	(27) —	(401)			_		(401)
Issuance of common stock under restricted								
stock plan	580	—	_	_	_	_	_	_
Retired shares for restricted stock vesting	(42) —	(591)		_	_	_	(591)
Issuance of common stock as stock dividend	40	_	562	_		_		562
Dividends distributed	—	—	_	—		(20,266) —	(20,266)
Stock-based compensation	_	_	2,741	_	_	_	_	2,741
Balance at March 31, 2015	72,891	\$ 73	\$760,034	\$ (11,462) \$ 17,391	\$ (2,368) \$ (342) \$763,326
Balance at December 31 2015	, 72,118	\$ 73	\$752,244	\$ (52,808) \$ 27,993	\$ (10,026) \$ (342) \$717,134
Net increase (decrease) in net assets resulting from operations	_	_	_	(1,334) (4,468) 20,097	_	14,295

Public offering, net of								
offering expenses	1,109	1	12,403					12,404
Acquisition of common	1,107	1	12,105					12,101
stock under repurchase								
plan	(449)		(4,789) —				(4,789)
Issuance of common	(++))	, —	(4,70)) —				(4,70))
stock under restricted								
stock plan	538							
Retired shares for	550							
	(120)		(1 205	`				(1.205)
restricted stock vesting	(129)		(1,385) —		_	_	(1,385)
Issuance of common	10		407					407
stock as stock dividend	43		496	—			`	496
Dividends distributed					—	(22,371) —	(22,371)
Stock-based								
compensation	—		2,596	—		—		2,596
Balance at March 31,								
2016	73,230	\$ 74	\$761,565	\$ (54,142) \$ 23,525	\$ (12,300) \$ (342) \$718,380

See notes to consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

(unaudited)

	For the Th Ended Ma 2016	arcl		\$
Cash flows from operating activities:	2010		2015	
Net increase in net assets resulting from operations	\$14,295		\$21,919	
Adjustments to reconcile net increase in net assets resulting from	, ,		, <u>, , , , , , , , , , , , , , , , , , </u>	
operations to net cash provided by (used in) operating activities:				
Purchase of investments	(170,92)	1)	(209,38	57)
Principal and fee payments received on investments	77,808		75,368	
Proceeds from the sale of investments	4,636		7,001	
Net unrealized depreciation (appreciation) on investments	1,334		(5,614)
Net realized loss (gain) on investments	4,468		(3,312)
Accretion of paid-in-kind principal	(1,535)	(665)
Accretion of loan discounts	(1,863)	(1,356)
Accretion of loan discount on Convertible Senior Notes	61		62	
Loss on debt extinguishment (Long-Term Liabilities - Convertible Senior Notes)			1	
Payment of loan discount on Convertible Senior Notes			(2)
Accretion of loan exit fees	(5,231)	(2,767)
Change in deferred loan origination revenue	655		1,540	
Unearned fees related to unfunded commitments	(87)	527	
Amortization of debt fees and issuance costs	785		1,288	
Depreciation	56		58	
Stock-based compensation and amortization of restricted stock grants	2,596		2,741	
Change in operating assets and liabilities:				
Interest and fees receivable	(1,753)	351	
Prepaid expenses and other assets	(2,540)	2,674	
Accounts payable	(88)	(504)
Accrued liabilities	(5,029)	(3,978)
Net cash used in operating activities	(82,353)	(114,05	5)
Cash flows from investing activities:				
Purchases of capital equipment	(127)	(42)
Reduction of (investments in) restricted cash	5,545		(9,289)
Net cash provided by (used in) investing activities	5,418		(9,331)
Cash flows from financing activities:				
Issuance of common stock, net	12,404		100,092	2
Repurchase of common stock, net	(4,789)	—	

Retirement of employee shares	(1,385) (586)
Dividends paid	(21,875) (19,704)
Repayments of 2017 Asset-Backed Notes	— (11,846)
Borrowings of credit facilities	106,666 —
Repayments of credit facilities	(95,663) —
Cash paid for redemption of Convertible Senior Notes	— (30)
Fees paid for credit facilities and debentures	(141) 100
Net cash provided by (used in) financing activities	(4,783) 68,026
Net decrease in cash and cash equivalents	(81,718) (55,360)
Cash and cash equivalents at beginning of period	95,196 227,116
Cash and cash equivalents at end of period	\$13,478 \$171,756
Supplemental non-cash investing and financing activities:	
Dividends Reinvested	\$496 \$562

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

		T (D · · ·		ł
ortfolio Company		Type of Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Principal Amount		Value ⁽³⁾
ebt Investments	Sub-muusu y	IIIvestinent ^{**}	Maturity Date	Interest Nate and Proof	Amount	COSI	Value
iotechnology Tools							
-5 Years Maturity							
xicure, Inc. ⁽¹¹⁾⁽¹³⁾	Biotechnology Tools	Senior Secured	September 2019	Interest rate PRIME + 6.45%			
				or Floor rate of 9.95%	\$6,000	\$5,862	\$5,862
ubtotal: 1-5 Years Ma						5,862	5,862
ubtotal: Biotechnology	y Tools (0.82%)*					5,862	5,862
· · · · · · · · · · · · · · · · · · ·							
ommunications & Net	tworking						
-5 Years Maturity	Quantizations	Carrier Coourad	October 2010	Literate EIVED 10 00%	¢7.500	6 603	5 475
vanti ommunications iroup ⁽⁴⁾⁽⁹⁾	Communications & Networking	Senior Secured	October 2019	Interest rate FIXED 10.00%	\$7,500	6,693	5,475
penPeak, Inc. ⁽⁷⁾	Communications & Networking	Senior Secured	April 2017	Interest rate PRIME + 8.75%			
				or Floor rate of 12.00%	\$12,370	9,134	4,379
kyCross, nc. ⁽⁷⁾⁽¹²⁾⁽¹³⁾⁽¹⁴⁾	Communications & Networking	Senior Secured	January 2018	Interest rate PRIME + 7.70%			
				or Floor rate of 10.95%,			
				PIK Interest 5.00%	\$19,674	20,529	7,050
pring Mobile olutions, Inc. ⁽¹³⁾	Communications & Networking	Senior Secured	January 2019	Interest rate PRIME + 6.70%			
				or Floor rate of 9.95%	\$3,000	2,959	2,959
ubtotal: 1-5 Years Ma	•					39,315	19,863
ubtotal: Communication letworking (2.76%)*	ons &					39,315	19,863
0 Destineer	- 1 .						
onsumer & Business I							
Inder 1 Year Maturity Intenna79 (p.k.a.		Senior Secured	June 2016	Interest rate PRIME + 8.75%	¢158	158	158
ong Research	Business	Sellior Secured	Julie 2010		\$130	130	150
4							

1							
orporation) ⁽¹⁴⁾	Products			or Floor rate of 12.00%			
liles, Inc. (p.k.a.	Consumer &	Convertible Debt	March 2017	Interest rate FIXED 4.00%	\$100	100	—
luc, Inc.) ⁽⁸⁾	Business						
	Products						/
ubtotal: Under 1 Year	r Maturity					258	158
-5 Years Maturity							/
ntenna79 (p.k.a.	Consumer &	Senior Secured	December 2017	Interest rate PRIME + 6.75%			
ong Research	Business						
lorporation) ⁽¹²⁾⁽¹³⁾⁽¹⁴⁾	Products			or Floor rate of 10.00%,			
				PIK Interest 2.50%	\$4,433	4,359	4,359
lasty Gal ⁽¹³⁾⁽¹⁴⁾	Consumer &	Senior Secured	May 2019	Interest rate PRIME + 5.45%			!
	Business						
	Products			or Floor rate of 8.95%	\$15,000	14,996	14,723
econd Time Around	Consumer &	Senior Secured	February 2019	Interest rate PRIME + 7.25%			
Simplify Holdings,	Business						
$LC)^{(13)(14)}$	Products			or Floor rate of 10.75%	\$2,500	2,477	2,477
ubtotal: 1-5 Years Ma	aturity					21,832	21,559
ubtotal: Consumer &	Business						
roducts (3.02%)*						22,090	21,717

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

		Type of			Principal		
Portfolio Company Drug Delivery	Sub-Industry	Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Amount	Cost ⁽²⁾	Value ⁽³⁾
1-5 Years Maturity							
AcelRx Pharmaceuticals,	Drug Delivery	Senior Secured	October 2017	Interest rate PRIME + 3.85%			
Inc. ⁽⁹⁾⁽¹⁰⁾⁽¹³⁾⁽¹⁴⁾				or Floor rate of 9.10%	\$20,466	\$20,914	\$20,892
Agile Therapeutics, Inc. ⁽¹⁰⁾⁽¹³⁾	Drug Delivery	Senior Secured	December 2018	Interest rate PRIME + 4.75%			
	_			or Floor rate of 9.00%	\$16,500	16,347	16,304
BIND Therapeutics,	Drug Delivery	Senior Secured	July 2018	Interest rate PRIME + 5.10%			
Inc. ⁽¹³⁾⁽¹⁴⁾	_	~ . ~ .		or Floor rate of 8.35%	\$13,691	13,919	13,754
BioQ Pharma Incorporated ⁽¹⁰⁾⁽¹³⁾	Drug Delivery	Senior Secured	May 2018	Interest rate PRIME + 8.00%			
				or Floor rate of 11.25%	\$10,000	10,237	10,174
	Drug Delivery	Senior Secured	May 2018	Interest rate PRIME + 7.00%			
				or Floor rate of 10.50%	\$3,000	2,983	2,983
Total BioQ Pharma	•				\$13,000	13,220	13,157
Celator Pharmaceuticals,	Drug Delivery	Senior Secured	June 2018	Interest rate PRIME + 6.50%			
Inc. ⁽¹⁰⁾⁽¹³⁾				or Floor rate of 9.75%	\$13,276	13,349	13,510
Celsion Corporation ⁽¹⁰⁾⁽¹³⁾	Drug Delivery	Senior Secured	June 2017	Interest rate PRIME + 8.00%			
				or Floor rate of 11.25%	\$5,364	5,575	5,603
Dance Biopharm, Inc. ⁽¹³⁾⁽¹⁴⁾	Drug Delivery	Senior Secured	November 2017	Interest rate PRIME + 7.40%			
				or Floor rate of 10.65%	\$2,384	2,475	1,380
Edge Therapeutics, Inc. ⁽¹⁰⁾⁽¹³⁾	Drug Delivery	Senior Secured	March 2018	Interest rate PRIME + 5.45%			
				or Floor rate of 9.95%	\$4,919	4,915	4,942
Egalet Corporation ⁽¹¹⁾⁽¹³⁾	Drug Delivery	Senior Secured	July 2018	Interest rate PRIME + 6.15%			
				or Floor rate of 9.40%	\$15,000	15,059	15,170
Neos Therapeutics, Inc. ⁽¹⁰⁾⁽¹³⁾⁽¹⁴⁾	Drug Delivery	Senior Secured	October 2017	Interest rate FIXED 9.00%	\$10,000	10,000	10,063

	Drug	Senior Secured October 2017	Interest rate FIXED 10.50%			
	Delivery			\$10,000	10,109	10,123
	Drug	Senior Secured October 2017	Interest rate FIXED 9.00%			
	Delivery			\$5,000	5,017	5,027
Total Neos Therape	utics, Inc.			\$25,000	25,126	25,213
Pulmatrix	Drug	Senior Secured July 2018	Interest rate PRIME + 6.25%			
Inc. ⁽⁸⁾⁽¹⁰⁾⁽¹³⁾	Delivery					
			or Floor rate of 9.50%	\$7,000	6,924	6,935
ZP Opco, Inc	Drug	Senior Secured December 2018	Interest rate PRIME + 2.70%			
(p.k.a. Zosano	Delivery					
Pharma) ⁽¹⁰⁾⁽¹³⁾	-		or Floor rate of 7.95%	\$15,000	14,996	14,936
Subtotal: 1-5 Years	Maturity				152,819	151,796
Subtotal: Drug Deli	very					
(21.13%)*					152,819	151,796

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

		Type of			Principal	
Company	Sub-Industry	Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Amount	Cost ⁽²⁾
overy & Deve Maturity	elopment					
maceuticals,	Drug Discovery & Development	Senior Secured	January 2018	Interest rate PRIME + 6.65%		
				or Floor rate of 11.90%	\$10,000	\$10,149
ticals,	Drug Discovery & Development	Senior Secured	March 2020	Interest rate PRIME + 5.85%		
				or Floor rate of 9.35%	\$15,000	14,893
otech,	Drug Discovery & Development	Senior Secured	September 2019	Interest rate PRIME + 5.70%		
				or Floor rate of 9.20%	\$7,500	7,321
$nc.^{(11)(13)}$	Drug Discovery & Development	Senior Secured	August 2017	Interest rate PRIME + 4.70%		
				or Floor rate of 7.95%	\$4,884	4,928
harma,	Drug Discovery & Development	Senior Secured	July 2018	Interest rate PRIME + 1.55%		
				or Floor rate of 7.30%	\$19,072	19,432
arma Corp.	Drug Discovery & Development	Senior Secured	December 2018	Interest rate PRIME + 7.70%		
cs,				or Floor rate of 10.95%	\$25,000	25,607
$n^{(10)(13)(14)}$	Drug Discovery & Development	Senior Secured	February 2020	Interest rate PRIME + 6.00%		
				or Floor rate of 9.50%	\$25,000	24,436
ceuticals,	Drug Discovery & Development	Senior Secured	April 2018	Interest rate PRIME + 4.70%		
				or Floor rate of 7.95%	\$15,000	14,944
iosciences,	Drug Discovery & Development	Senior Secured	January 2019	Interest rate PRIME + 2.25%		
				or Floor rate of 7.25%	\$17,000	17,081
ticals ⁽¹⁰⁾⁽¹³⁾	Drug Discovery & Development	Senior Secured	September 2018	Interest rate PRIME + 4.75%		
					\$4,500	4,429
$ed^{(10)(13)}$	Drug Discovery & Development	Senior Secured	January 2018	Interest rate PRIME + 4.75%	\$25,000	24,776

	Edgar I	Filing: Hercules	s Capital, Inc H	-orm 10-Q		
				or Floor rate of 9.25%		
apeutics,	Drug Discovery & Development	Senior Secured	January 2019	Interest rate PRIME + 5.70%		
		~ . ~		or Floor rate of 8.95%	\$15,000	14,890
$cs^{(11)(13)}$	Drug Discovery & Development	Senior Secured	June 2018	Interest rate PRIME + 3.75%		
	Dere Discourse & Development	Canian Campad	December 2022	or Floor rate of 8.25%	\$30,000	30,010
ticals,	Drug Discovery & Development	Senior Secured	December 2022	Interest rate FIXED 11.50%	\$25,000	25,000
, Inc. (p.k.a.	Drug Discovery & Development	Senior Secured	January 2018	Interest rate PRIME + 5.75%		
(13)(14)						
				or Floor rate of 9.00%	\$4,000	4,132
n, Inc. $^{(13)(14)}$	Drug Discovery & Development	Senior Secured	April 2017	Interest rate PRIME + 6.75%	ф л 225	7 0 (1
	Drag Discourse & Davids and		Sentember 2020	or Floor rate of 10.00%	\$7,235	7,364
tticals, Inc.	Drug Discovery & Development	Senior Secured	September 2020	Interest rate PRIME + 2.75% or Floor rate of 8.50%		
iticals,				of 1 1001 face of 0.50 //		
					\$20,000	19,893
))(13)	Drug Discovery & Development	Senior Secured	June 2018	Interest rate PRIME + 5.00%		
				or Floor rate of 10.25%	\$20,000	20,002
n ⁽⁹⁾⁽¹³⁾⁽¹⁴⁾	Drug Discovery & Development	Senior Secured	September 2018	Interest rate PRIME + 2.15%		
				or Floor rate of 9.40%	\$20,000	20,129
-5 Years Mat	ry & Development (43.11%)*					309,416 309,416
Jug Discove	Ty & Development (45.11%)					309,410
& Compute	r Hardware					
Maturity						
ies ⁽¹¹⁾⁽¹³⁾	Electronics & Computer Hardware	Senior Secured	June 2019	Interest rate PRIME + 7.50%		
5 X X X X				or Floor rate of 11.00%	\$7,000	6,928
-5 Years Mat	5					6,928
accuomes &	Computer Hardware (0.95%)*					6,928
Services, Ot	her					
Maturity						
$n^{(13)(14)}$	Healthcare Services, Other	Senior Secured	April 2018	Interest rate PRIME + 6.10%		
				or Floor rate of 9.35%	\$5,000	4,952
ations,	Healthcare Services, Other	Senior Secured	February 2019	Interest rate PRIME + 6.75%		
5 Veera Me	4			or Floor rate of 10.00%	\$10,000	10,127

-5 Years Maturity Iealthcare Services, Other (2.10%)* 15,079

15,079

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

pany	Sub-Industry	Type of Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Principal Amount	Cost ⁽²⁾
ervices						
Maturit	t y					
(14)	Information Services	Senior Secured	October 2016	Interest rate PRIME + 7.50%		
				or Floor rate of 10.75%	\$1,247	\$1,304
er 1 Ye	ar Maturity					1,304
mation	Services (0.18%)*					1,304

4						,
ımer &	Business Services					
Maturit	ιy					
)(14)	Internet Consumer & Business Services	s Convertible Debt	September 2016	Interest rate FIXED 10.00%	\$381	373
	Internet Consumer & Business Services	s Senior Secured	April 2016	Interest rate FIXED 10.00%	\$44	44
sh			•		\$425	417
er 1 Ye	ar Maturity					417
urity	-					
	Internet Consumer & Business Services	s Senior Secured	June 2019	Interest rate PRIME + 3.20%		
				or Floor rate of 6.95%,		
					\$2,031	2,008
	Internet Consumer & Business Services	s Senior Secured	June 2019	Interest rate PRIME + 5.20%		
				or Floor rate of 8.95%,		
				PIK Interest 1.95%		17,962
tems,					\$20,222	19,970
: ⁽¹³⁾	Internet Consumer & Business Services	s Senior Secured	April 2019	Interest rate PRIME + 6.35%		
1				or Floor rate of 9.85%	\$5,000	4,927
3)(14)	Internet Consumer & Business Services	s Senior Secured	October 2019	Interest rate PRIME + 6.25%		
				or Floor rate of 9.75%	\$8,500	8,371
1	Internet Consumer & Business Services	s Senior Secured	March 2019			5,725

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1					
os Inc. Inc.)			or Floor rate of 7.50%		
	Internet Consumer & Business Services Senior Secured	April 2018	Interest rate PRIME + 8.50%		
			or Floor rate of 11.75%	\$25,000	25,147
)(13)	Internet Consumer & Business Services Senior Secured	July 2018	Interest rate PRIME + 6.50%		
1			or Floor rate of 9.75%	\$20,000	19,653
(12)(15)	Internet Consumer & Business Services Senior Secured	May 2014	Interest rate LIBOR + 10.00%		
			or Floor rate of 13.00%	\$6,468	6,468
	Internet Consumer & Business Services Senior Secured	May 2014	Interest rate LIBOR + 8.00%		
			or Floor rate of 11.00%,		
1			PIK Interest 1.00%	\$7,670	7,670
	Internet Consumer & Business Services Senior Secured	May 2014	Interest rate LIBOR + 10.00%		,
			or Floor rate of 13.00%	\$563	563
	Internet Consumer & Business Services Senior Secured	May 2014	Interest rate LIBOR + 10.00%		
1			or Floor rate of 13.00%	\$5,000	5,000
				\$19,701	19,701
Years M	f aturity				103,49
	nsumer & Business Services (13.73%)*				103,91
					P

t/Info						
urity						
,	Media/Content/Info	Senior Secured	May 2018	Interest rate PRIME + 2.50%		
				or Floor rate of 6.75%,		
				PIK Interest 3.00%	\$101,437	99,395
gy,	Media/Content/Info	Senior Secured	April 2020	Interest rate PRIME + 4.75%		
				or Floor rate of 8.25%	\$5,000	4,943
Years N	<i>l</i> aturity					104,33
ia/Cont	tent/Info (14.42%)*					104,33

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

		Type of			Principal		
Portfolio Company	Sub-Industry	Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Amount	Cost ⁽²⁾	Value ⁽³⁾
Medical Devices & E	1 1						
Under 1 Year Maturit	•						
InspireMD,	Medical	Senior Secured	February 2017	Interest rate PRIME + 5.00%			
Inc. $^{(4)(9)(13)}$	Devices &				* • • • •	* • • • •	* • - • •
	Equipment			or Floor rate of 10.50%	\$3,992	\$4,412	\$3,730
Optiscan	Medical	Convertible Debt	December 2016	Interest Rate FIXED 8.00%			
Biomedical,	Devices &						
Corp. ⁽⁵⁾⁽⁸⁾⁽¹⁴⁾	Equipment				\$431	431	431
SonaCare Medical,	Medical	Senior Secured	April 2016	Interest rate PRIME + 7.75%			
LLC (p.k.a. US	Devices &						
HIFU, LLC) $^{(13)}$	Equipment			or Floor rate of 11.00%	\$73	481	481
Subtotal: Under 1 Ye	ar Maturity					5,324	4,642
1-5 Years Maturity							
Amedica	Medical	Senior Secured	January 2018	Interest rate PRIME + 9.20%			
Corporation ⁽⁸⁾⁽¹³⁾⁽¹⁴⁾	Devices &						
	Equipment			or Floor rate of 12.45%	\$15,218	16,015	15,753
Aspire Bariatrics,	Medical	Senior Secured	October 2018	Interest rate PRIME + 4.00%			
Inc. ⁽¹³⁾⁽¹⁴⁾	Devices &						
	Equipment			or Floor rate of 9.25%	\$7,000	6,860	6,827
Avedro, Inc. $^{(13)(14)}$	Medical	Senior Secured	June 2018	Interest rate PRIME + 6.00%			
	Devices &						
	Equipment			or Floor rate of 9.25%	\$11,761	11,688	11,675
Flowonix Medical	Medical	Senior Secured	May 2018	Interest rate PRIME + 4.75%			
Incorporated ⁽¹¹⁾⁽¹³⁾	Devices &						
	Equipment			or Floor rate of 10.00%	\$15,000	15,179	15,092
Gamma Medica,	Medical	Senior Secured	January 2018	Interest rate PRIME + 6.50%			
Inc. ⁽¹⁰⁾⁽¹³⁾	Devices &						
	Equipment			or Floor rate of 9.75%	\$2,500	2,567	2,549
Micell Technologies,	Medical	Senior Secured	August 2019	Interest rate PRIME + 7.25%			
Inc. ⁽¹¹⁾⁽¹³⁾	Devices &						
	Equipment			or Floor rate of 10.50%	\$8,500	8,253	8,253
Quanta Fluid	Medical	Senior Secured	April 2020	Interest rate PRIME + 8.05%			
Solutions ⁽⁴⁾⁽⁹⁾⁽¹³⁾	Devices &						
	Equipment			or Floor rate of 11.55%	\$12,500	12,351	12,351
		Senior Secured	February 2018	Interest rate PRIME + 2.75%	\$12,661	12,757	12,707

		_					
Quanterix Corporation ⁽¹⁰⁾⁽¹³⁾	Medical Devices &			or Floor rate of 8.00%			
•	Equipment						
SynergEyes, Inc. ⁽¹³⁾⁽¹⁴⁾	Medical Devices &	Senior Secured	January 2018	Interest rate PRIME + 7.75%			
	Equipment			or Floor rate of 11.00%	\$3,804	4,104	4,036
Subtotal: 1-5 Years N	· ·					89,774	89,243
Subtotal: Medical De							
Equipment (13.07%)	/*					95,098	93,885
Semiconductors							
Under 1 Year Maturi	ity						
Achronix	Semiconductors	s Senior Secured	July 2016	Interest rate PRIME + 4.75%			
Semiconductor							
Corporation ⁽¹⁴⁾				or Floor rate of 8.00%	\$4,260	4,260	4,260
Subtotal: Under 1 Ye	ear Maturity					4,260	4,260
1-5 Years Maturity							
Achronix Semiconductor	Semiconductors	s Senior Secured	July 2018	Interest rate PRIME + 8.25%			
Corporation ⁽¹³⁾⁽¹⁴⁾				or Floor rate of 11.50%	\$4,710	4,787	4,728
Avnera Corporation ⁽¹⁰⁾⁽¹³⁾	Semiconductors	s Senior Secured	April 2018	Interest rate PRIME + 5.25%			
1				or Floor rate of 8.50%	\$7,500	7,527	7,596
Subtotal: 1-5 Years N	Maturity					12,314	12,324
Subtotal: Semicondu	-					16,574	16,584

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

Portfolio		Type of			Principal		
Company	Sub-Industry	Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Amount	Cost ⁽²⁾	Value ⁽³⁾
Software							
Under 1 Year Mar		~ . ~					
Clickfox, Inc. ⁽¹⁴⁾⁽¹⁶⁾	Software	Senior Secured	March 2016	Interest rate PRIME + 8.75%			
				or Floor rate of 12.00%	\$2,600	\$2,600	\$2,600
JumpStart Games, Inc.	Software	Senior Secured	October 2016	Interest rate FIXED 5.75%,			
(p.k.a. Knowledge Adventure, Inc.)				PIK Interest 10.75%			
(12)(13)(14)					\$1,483	1,444	815
Message Systems, Inc. ⁽¹⁴⁾	Software	Senior Secured	February 2017	Interest rate PRIME + 2.75%			
				or Floor rate of 6.00%	\$318	318	318
Neos, Inc. ⁽¹³⁾⁽¹⁴⁾	Software	Senior Secured	May 2016	Interest rate PRIME + 6.75%			
				or Floor rate of 10.50%	\$446	616	616
Touchcommerce, Inc. ⁽¹⁴⁾	Software	Senior Secured	August 2016	Interest rate PRIME + 2.25%			
				or Floor rate of 6.50%	\$6,000	6,000	6,000
Subtotal: Under 1	•					10,978	10,349
1-5 Years Maturit	•						
Actifio, Inc. ⁽¹²⁾⁽¹³⁾	Software	Senior Secured	January 2019	Interest rate PRIME + 4.25%			
				or Floor rate of 8.25%,			
				PIK Interest 2.25%	\$30,434	30,216	29,898
	Software	Senior Secured	January 2019	Interest rate PRIME + 4.75%			
				or Floor rate of 8.75%,			
				PIK Interest 2.50%	\$10,000	9,533	9,533
Total Actifio, Inc.					\$40,434	39,749	39,431
11 . C.	Software	Senior Secured	March 2018	Interest rate PRIME + 8.25%	\$4,935	4,988	4,979

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Clickfox, Inc. (13)(14)				or Floor rate of 11.50%		
Druva, Inc. ⁽¹⁰⁾⁽¹³⁾	Software	Senior Secured	March 2018	Interest rate PRIME + 4.60%		
				or Floor rate of 7.85%	\$12,000	12,173
JumpStart Games, Inc. (p.k.a. Knowledge Adventure, Inc.) (12)(13)(14)	Software	Senior Secured	March 2018	Interest rate FIXED 5.75%, PIK Interest 10.75%	\$12,308	11,640
Message Systems, Inc. ⁽¹⁴⁾	Software	Senior Secured	February 2019	Interest rate PRIME + 7.25%	¢12,500	11,010
				or Floor rate of 10.50%	\$17,500	17,141
OneLogin, Inc. ⁽¹²⁾⁽¹⁴⁾	Software	Senior Secured	August 2019	Interest rate PRIME + 6.45% or Floor rate of 9.95%,		
				DIV Interest 2 250%	\$13,033	12 000
RedSeal Inc. ⁽¹³⁾⁽¹⁴⁾	Software	Senior Secured	June 2018	PIK Interest 3.25% Interest rate PRIME + 7.75%	\$13,033	12,880
inc.				or Floor rate of 11.00%	\$5,000	5,038
Signpost, Inc. ⁽¹²⁾⁽¹³⁾⁽¹⁴⁾	Software	Senior Secured	February 2020	Interest rate PRIME + 4.15% or Floor rate of 8.15%,		
				PIK Interest 1.75%	\$15,035	14,609
Touchcommerce, Inc. ⁽¹³⁾⁽¹⁴⁾	Software	Senior Secured	February 2018	Interest rate PRIME + 6.00%	φ15,055	11,009
				or Floor rate of 10.25%	\$12,000	11,957
Subtotal: 1-5 Year	rs Maturity					130,175
Subtotal: Software						141,153
Specialty Pharmae Under 1 Year Mat						
Cranford Pharmaceuticals,	Specialty	Senior Secured	August 2016	Interest rate LIBOR + 8.25%		
LLC ⁽¹⁴⁾	attends			or Floor rate of 9.50%	\$1,100	1,100
Subtotal: Under 1	Year Maturity				·	1,100
1-5 Years Maturit	•					
Alimera Sciences,	Specialty Pharmaceuticals	Senior Secured	May 2018	Interest rate PRIME + 7.65%	¢ 25 000	24.127
Inc. ⁽¹⁰⁾⁽¹³⁾	0 11			or Floor rate of 10.90%	\$35,000	34,137

Cranford

LLC⁽¹⁰⁾⁽¹²⁾⁽¹³⁾⁽¹⁴⁾

Specialty

Pharmaceuticals, Pharmaceuticals

or Floor rate of 10.80%,

Interest rate LIBOR + 9.55%

			PIK Interest 1.35%	\$8,874	9,071	9,071
Jaguar Animal	Specialty	Senior Secured August 2018	Interest rate PRIME + 5.65%	\$5,821	5,897	5,842
Health, Inc. ⁽¹⁰⁾⁽¹³⁾	⁾ Pharmaceuticals					

Senior Secured August 2017

12,113

6,568

16,960

12,880

4,992

14,609

11,872

124,404

134,753

1,100

1,100

34,090

		or Floor rate of 9.90%			
Subtotal: 1-5 Yea	rs Maturity			49,105	49,003
Subtotal: Specialt	y Pharmaceuticals				
(6.97%)*				50,205	50,103
Surgical Devices					
1-5 Years Maturit	у				
Transmedics,	Surgical Devices Senior Secured March 2019	Interest rate PRIME + 5.30%			
Inc. ⁽¹³⁾					
		or Floor rate of 9.55%	\$8,500	8,491	8,428
Subtotal: 1-5 Yea	rs Maturity			8,491	8,428
Subtotal: Surgical	Devices				
(1.17%)*				8,491	8,428

See notes to consolidated financial statements.

CONSOLIDATED SCHEDULE OF INVESTMENTS

March 31, 2016

(unaudited)

		-				
		Type of			Principal	- (2)
	Sub-Industry	Investment ⁽¹⁾	Maturity Date	Interest Rate and Floor	Amount	Cost ⁽²⁾
	newable Technology					
ear Matu	•					
	Sustainable and Renewable Technology	Senior Secured	December 2016	Interest rate PRIME + 6.75%		
				or Floor rate of 10.00%	\$3,786	\$4,034
ductor	Sustainable and Renewable Technology	Senior Secured	November 2016			
$n^{(10)(13)}$				or Floor rate of 11.00%	\$2,667	3,135
13)	Sustainable and Renewable Technology	Senior Secured	February 2017	Interest rate PRIME + 6.25%		
				or Floor rate of 9.50%	\$17,543	17,543
	Sustainable and Renewable Technology	Senior Secured	February 2017	Interest rate PRIME + 5.25%		
				or Floor rate of 8.50%	\$3,497	3,497
	Sustainable and Renewable Technology	Senior Secured	February 2017	Interest rate PRIME + 6.25%		
				or Floor rate of 9.50%	\$10,960	11,224
yris, Inc.					\$32,000	32,264
	Sustainable and Renewable Technology	Senior Secured	March 2017	Interest rate PRIME + 8.70%	,	- , -
				or Floor rate of 11.95%	\$1,429	1,805
poration	Sustainable and Renewable Technology	Senior Secured	February 2017	Interest rate PRIME + 8.75%		
				or Floor rate of 12.00%	\$1,754	1,754
Under 1 Y	ear Maturity					42,992
Maturity						
ductor	Sustainable and Renewable Technology	Senior Secured	June 2017	Interest rate PRIME + 7.25%		
$n^{(10)(13)}$				or Floor rate of 11.00%	\$1,500	1,509
al,	Sustainable and Renewable Technology	Senior Secured	October 2017	Interest rate PRIME + 6.00%	, ,)
				or Floor rate of 9.25%	\$6,170	6,415
Inc. $^{(10)(13)}$	Sustainable and Renewable Technology	Senior Secured	December 2018	Interest rate PRIME + 6.95%		
				or Floor rate of 10.20%	\$25,000	25,140

nology, Sustainable and Renewable Technology Senior Secured January 2019 Interest rate PRIME + 6.20%

or Floor rate of 9.45% \$7,500