#### DONELAN PATRICK F

Form 4 May 14, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* DONELAN PATRICK F

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

TRAVELCENTERS OF AMERICA

(Check all applicable)

LLC [(TA)]

(Last) (First) (Middle) 3. Date of Earliest Transaction

X\_ Director 10% Owner Other (specify Officer (give title

(Month/Day/Year)

05/13/2010

C/O REIT MANAGEMENT & RESEARCH LLC, 400 CENTRE

STREET

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEWTON, MA 02458

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

Common

Shares

(Month/Day/Year)

05/13/2010

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Price Amount (D)

Code V

D Α 11,000 (1) 25,000

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, |             | ate        | 7. Titl<br>Amou<br>Under<br>Securi<br>(Instr. | nt of<br>lying         | 8. Price of Derivative Security (Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|--|-------------|------------|---|------------------------|--|---|
|   |   |   |   |                                       | 4, and 5)  | Date        | Expiration |   | Amount                 |  |   |
|   |   |   |   | Code V                                | (A) (D)  | Exercisable | Date       | Title   | Number<br>of<br>Shares |  |   |

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

DONELAN PATRICK F C/O REIT MANAGEMENT & RESEARCH LLC 400 CENTRE STREET NEWTON, MA 02458

X

## **Signatures**

/s/ Patrick F.
Donelan 05/13/2010

\*\*Signature of Date
Reporting Person

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Transaction reported is grant of shares pursuant to issuer's equity compensation plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. NT STYLE="font-family:Times New Roman" SIZE="2"> 17,227,187

Continuing directors are as follows: Robert P. Badavas, Joseph W. Chow and Allyn C. Woodward, Jr.

2. Ratification of the selection of PricewaterhouseCoopers LLP to serve as the Company s independent registered public accounting firm for the fiscal year ending December 31, 2013:

| For        | Against | Abstain |
|------------|---------|---------|
| 51.604.489 | 263.866 | 431,913 |

Reporting Owners 2

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3. Advisory vote to approve the Company s named executive officer compensation:

|            |            |         | Broker Non- |
|------------|------------|---------|-------------|
| For        | Against    | Abstain | Vote        |
| 16,681,527 | 17,501,241 | 890,314 | 17,227,187  |

4. Approve a proposal to authorize the Company, with the approval of the Board, to sell or otherwise issue up to 20% of the Company s outstanding common stock at a net price below the Company s then current net asset value per share and:

| T 7 . | XX 7" . 1 | Affiliate. | CI |
|-------|-----------|------------|----|
|       |           |            |    |

|                                |           |         | Broker Non- |
|--------------------------------|-----------|---------|-------------|
| For                            | Against   | Abstain | Vote        |
| 29,131,957                     | 5,433,678 | 507,446 | 17,227,187  |
| Vote Without Affiliate Shares: |           |         |             |
|                                |           |         | Broker Non- |
| For                            | Against   | Abstain | Vote        |
| 26,321,089                     | 5,433,678 | 507,446 | 17,227,187  |

5. To approve a proposal to authorize the Company, with the approval of the Board, to offer and issue debt with warrants or debt convertible into shares of its common stock at an exercise or conversion price that, at the time such warrants or convertible debt are issued, will not be less than the market value per share but may be below the Company s then current NAV.

|            |            |         | Broker-Non |
|------------|------------|---------|------------|
| For        | Against    | Abstain | Vote       |
| 20.769.923 | 13.779.287 | 523.872 | 17,227,187 |

#### **SIGNATURE**

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 Technology Growth Capital, Inc.

Date: May 31, 2013 By: /s/ Jessica Baron Jessica Baron

Chief Financial Officer