
**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): July 14, 2026

TRINITY CAPITAL INC.

(Exact name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

001-39958
(Commission File Number)

35-2670395
(IRS Employer
Identification No.)

**1 N. 1st Street
Suite 302
Phoenix, Arizona**
(Address of Principal Executive Offices)

85004
(Zip Code)

Registrant's Telephone Number, Including Area Code: (480) 374-5350

Not Applicable

(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:

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	TRIN	Nasdaq Global Select Market
7.875% Notes Due 2029	TRINZ	Nasdaq Global Select Market
7.875% Notes Due 2029	TRINI	Nasdaq Global Select Market

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On July 14, 2026, acting pursuant to authorization from Trinity Capital Inc.’s (the “Company”) board of directors (the “Board”), the Company announced its intention to voluntarily withdraw the listing of its common stock, par value \$0.001 per share (the “Common Stock”), its 7.875% Notes due 2029 (the “March 2029 Notes”), and its 7.875% Notes due 2029 (the “September 2029 Notes”, and together with the March 2029 Notes, the “Notes”) from the Nasdaq Global Select Market (“Nasdaq”) and transfer the listings to the New York Stock Exchange (the “NYSE”) and NYSE Texas. The Company expects the Common Stock and the Notes to be listed and begin trading on the NYSE and NYSE Texas under the ticker symbols “TRIN”, “TRNZ”, and “TRNI”, respectively, on or about July 27, 2026. Until that time, the Common Stock and the Notes will continue to trade on Nasdaq.

Item 7.01 Regulation FD Disclosure

On July 14, 2026, the Company issued the press release attached hereto as Exhibit 99.1 in connection with the transfer of the Common Stock and the Notes to the NYSE and NYSE Texas.

The information disclosed under this Item 7.01, including Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information provided herein shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	Press Release issued by Trinity Capital Inc. on July 14, 2026.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Trinity Capital Inc.

Date: July 14, 2026

By: /s/ Kyle Brown

Name: Kyle Brown

Title: Chief Executive Officer, President and Chief Investment Officer



Trinity Capital to Transfer Listing to New York Stock Exchange

PHOENIX, July 14, 2026 /PRNewswire/ -- Trinity Capital Inc. (Nasdaq: TRIN) (the "Company" or "Trinity Capital"), a leading international alternative asset manager, today announced that it plans to transfer the listing of its common stock to the New York Stock Exchange ("NYSE") and NYSE Texas from the Nasdaq Stock Market ("Nasdaq").

The Company expects to begin trading as a NYSE-listed company on or about July 27, 2026, maintaining the current ticker symbol "TRIN" for its common stock. Until the close of trading on July 24, 2026, Trinity Capital's common stock will continue to trade on Nasdaq under the ticker symbol "TRIN."

In addition, the Company's two Fixed Rate Senior Notes due 2029 – the 7.875% Notes due March 2029 and the 7.875% Notes due September 2029 (together, the "Notes") – which currently trade on Nasdaq under the symbols "TRINZ" and "TRINI," respectively, will also transfer to the NYSE and NYSE Texas. The Notes are expected to begin trading on the NYSE and NYSE Texas on or about July 27, 2026 under the new ticker symbols "TRNZ" and "TRNI," respectively.

"We are excited to transfer our listing to the New York Stock Exchange, a strategic move that highlights Trinity Capital's commitment to creating long-term shareholder value," Trinity Capital CEO Kyle Brown said. "We believe the NYSE's iconic place in the global landscape, unparalleled presence in the financials community, and deep market expertise provide an exceptional foundation for our continued growth."

"We are proud to welcome Trinity Capital to the NYSE," said Chris Taylor, Chief Development Officer, NYSE Group. "Their leadership in alternative asset management and expertise across private credit markets make them an outstanding addition to our world-class community of financial institutions."

About Trinity Capital Inc.

Trinity Capital Inc. is an international alternative asset manager that seeks to deliver consistent returns for investors through access to private credit markets. Trinity Capital sources and structures investments in well-capitalized growth-oriented companies across five distinct lending verticals: Sponsor Finance, Equipment Finance, Tech Lending, Asset Based Lending, and Healthcare & Life Sciences. As a long-term, trusted partner for innovative companies seeking tailored debt solutions, Trinity Capital has deployed more than \$5.7 billion across over 470 investments since inception in 2008 (as of March 31, 2026). Headquartered in Phoenix, Arizona, Trinity Capital's dedicated team is strategically located across the United States and Europe. For more information on Trinity Capital, please visit trinitycapital.com and stay connected to the latest activity via LinkedIn.

Contact

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