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): March 15, 2022

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 3rd Floor

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 (see General Instructions 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))

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934. 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On March 17, 2022, Trinity Capital Inc. (the "Company") issued a press release (the "Press Release") announcing that on March 15, 2022, its Board of Directors appointed two of the Company's executive officers to promoted positions.

Effective March 15, 2022, Gerald "Gerry" Harder, age 60, will assume the role of Chief Operating Officer. Mr. Harder joined Trinity Capital Investments in 2016 and has served as the Company's Chief Credit Officer since 2019. In this new role for the Company, Mr. Harder will supervise and guide the Company's operations team and steward strategy.

Also effective March 15, 2022, Ron Kundich, age 51, the Company's Senior Managing Director, will assume the role of Chief Credit Officer, succeeding Mr. Harder in his role. Mr. Kundich joined Trinity Capital Investments in 2017 and has served as the Company's Senior Vice President – Loan Originations since 2019. In his new role, Mr. Kundich will oversee all of the Company's lending, underwriting and credit processes.

The Press Release announcing these personnel changes is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

There are no arrangements or understandings by or between Messrs. Harder and Kundich and any other persons pursuant to which Messrs. Harder and Kundich were selected as officers of the Company. There are also no family relationships between Messrs. Harder and Kundich and any director or executive officer of the Company. Neither Mr. Harder nor Mr. Kundich has any direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 8.01. Other Events

On March 17, 2022, the Company announced its Board of Directors has declared a quarterly dividend of \$0.40 per share. Additionally, the Company announced its Board of Directors has declared a supplemental dividend of \$0.15 per share. Each dividend payable in April 2022 will be paid to stockholders on the date and in such amounts as set forth below. A copy of the press release announcing the above dividends is attached as Exhibit 99.1 hereto.

Dividends Payable in April 2022

Dividend Type	Declaration Date	Record Date	Payment Date	E	ividend Amount Per Share
Regular Dividend	March 15, 2022	March 31, 2022	April 15, 2022	\$	0.40
Supplemental Dividend	March 15, 2022	March 31, 2022	April 15, 2022	\$	0.15

Finally, on March 17, 2022, the Company will hold an "Investor Day" event. A copy of the presentation to be displayed at the Investor Day event is attached as Exhibit 99.3 hereto.

Forward-Looking Statements

The statements included herein may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Statements other than statements of historical facts included herein may constitute forward-looking statements and are not guarantees of future performance or results and involve a number of risks and uncertainties, including the impact of the COVID-19 pandemic on the economy, financial markets, the Company's business, its portfolio companies and its industry. Actual results may differ materially from those in the forward-looking statements as a result of a number of factors, including those described from time to time in the Company's filings with the Securities and Exchange Commission ("SEC"). The Company undertakes no duty to update any forward-looking statement included herein. All forward-looking statements speak only as of the date hereof. More information on risks and other potential factors that could affect the Company's filings with the SEC, including in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Company's most recently filed annual report on Form 10-K and quarterly report on Form 10-Q, and subsequent SEC filings.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

Exhibit Number	Description	
99.1	Press Release, dated March 17, 2022.	
99.2	Press Release, dated March 17, 2022.	
99.3	Investor Day Presentation, dated March 17, 2022.	

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.

By: /s/ Steven L. Brown

Name:Steven L. BrownTitle:Chief Executive Officer

March 17, 2022



Trinity Capital Inc. Announces Senior Leadership Appointments

Gerry Harder Promoted to Chief Operating Officer

Ron Kundich Promoted to Chief Credit Officer

PHOENIX, (March 17, 2021 /PRNewswire/) -- Trinity Capital Inc. (Nasdaq: TRIN) ("Trinity Capital" or the "Company"), a leading specialty lending company that provides debt, including loans and equipment financing, to growth stage companies backed by technology banks, venture capital and private equity firms, today announced the promotions of two senior executives that will expand and deepen the Company's management team as it continues to execute against its long-term strategic plan.

Gerry Harder has been promoted to serve as the Company's first-ever Chief Operating Officer, where he will steward corporate infrastructure and operational initiatives to support platform growth and new business creation. Mr. Harder joined Trinity Capital in 2016 and has served as Senior Vice President, Chief Credit Officer since August 2019, overseeing the Company's outstanding credit performance. Gerry will continue to serve on the investment committee. Mr. Harder has over 30+ years of experience working with venture-backed technology companies and brings extensive operational expertise to the team.

Ron Kundich has been with Trinity Capital since 2018 and has served as Senior Vice President, Loan Originations since August 2019 and has also contributed to Trinity's investment performance as a member of the investment committee. He has been promoted to Chief Credit Officer, succeeding Mr. Harder in the role. In his new role, Mr. Kundich will oversee Trinity Capital's lending, underwriting, and credit processes. Mr. Kundich has vast underwriting experience with a 25+ year track record of supporting venture-backed companies and working closely with venture capital firms and commercial technology banks.

Both promotions are effective March 15, 2022.

"We're very excited to promote these individuals. They've earned the trust of our team and shown that they have the ability to add immense value to our organization," said Kyle Brown, President and Chief Investment Officer of Trinity Capital. "These promotions demonstrate our commitment to investing in our management team and supporting the continued growth of our industry leading lending platform. Our exceptional team differentiates us in this industry and is a key growth driver for our business, attracting top talent who seek an energetic and collaborative work environment. The addition of a dedicated Chief Operating Officer gives us the capacity to scale our operations and strategy as well as focus on new business initiatives. Gerry and Ron have contributed greatly to our success and, with their deep skill sets across operations and development, are well-positioned to further build our industryleading platform."

About Trinity Capital Inc.

Trinity Capital (Nasdaq: TRIN), an internally managed specialty lending company that has elected to be regulated as a business development company under the Investment Company Act of 1940, as amended, is a leading provider of debt, including loans and equipment financing, to growth stage companies, including venture-backed companies and companies with institutional equity investors. Trinity Capital's investment objective is to generate current income and, to a lesser extent, capital appreciation through investments consisting primarily of term loans and equipment financings and, to a lesser extent, working capital loans, equity and equity-related investments. Trinity Capital believes it is one of only a select group of specialty lenders that has the depth of knowledge, experience, and track record in lending to growth stage companies.

Forward-Looking Statements

This press release may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Statements other than statements of historical facts included in this press release may constitute forward-looking statements and are not guarantees of future performance or results and involve a number of risks and uncertainties, including the impact of the COVID 19 pandemic on the economy, financial markets, our business, our portfolio companies and our industry. Actual results may differ materially from those in the forward-looking statements as a result of a number of factors, including those described from time to time in filings with the Securities and Exchange Commission ("SEC"). The Company undertakes no duty to update any forward-looking statement made herein. All forward-looking statements speak only as of the date of this press release. More information on risks and other potential factors that could affect the Company's financial results, including important factors that could areuse actual results to differ materially from plans, estimates or expectations included herein or on the webcast/conference call, is included in the Company's filings with the SEC, including in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Company's most recently filed annual report on Form 10-K and subsequent SEC filings.

Contact Vibhor Garg Managing Director, Marketing Trinity Capital, Inc. ir@trincapinvestment.com



Trinity Capital Inc. Declares Cash Dividend of \$0.40 per Share for the First Quarter of 2022 and New Supplemental Cash Dividend of \$0.15 per Share

PHOENIX, March 17, 2022 /PRNewswire/ -- Trinity Capital Inc. (Nasdaq: TRIN) ("Trinity Capital" or the "Company"), a leading specialty lending company that provides debt, including loans and equipment financing, to growth stage companies backed by technology banks, venture capital and private equity firms, today announced that on March 15, 2022, its Board of Directors declared a regular cash dividend of \$0.40 per share with respect to the quarter ending March 31, 2022. This dividend represents an increase of 11.1% over the dividend declared in the prior quarter.

In addition to the regular quarterly dividend, the Board of Directors declared a new supplemental cash dividend of \$0.15 per share in the first quarter, with the intent to declare equal special dividends in the second, third and fourth quarters of 2022 for a total of \$0.60 per share in 2022, subject to future Board of Director approval.

This supplemental dividend will be paid out of Trinity Capital's undistributed taxable income (taxable income in excess of dividends paid) as of December 31, 2021.

The following are key dates for the regular and new supplemental dividend for the quarter ending March 31, 2022:

Summary of First Quarter 2022 Regular and Supplemental Dividends:

Declaration date	March 15, 2022
Record Date	March 31, 2022
Payment Date	April 15, 2022

The Company's objective is to distribute four quarterly dividends in an amount that approximates 90% to 100% of its taxable quarterly income or potential annual income for a particular year in order to qualify for tax treatment as a regulated investment company under the Internal Revenue Code of 1986. In addition, during any particular year, the Company may pay additional supplemental dividends, so that the Company distributes approximately all its annual taxable income in the year it was earned, or it may spill over the excess taxable income into the coming year for future dividend payments.

Dividends are paid from taxable earnings and may include a return of capital and/or capital gains. The specific tax characteristics of the dividends will be reported to stockholders on Form 1099-DIV after the end of the calendar year and in the Company's periodic reports filed with the Securities and Exchange Commission.

About Trinity Capital Inc.

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Forward-Looking Statements

This press release may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Statements other than statements of historical facts included in this press release may constitute forward-looking statements and are not guarantees of future performance or results and involve a number of risks and uncertainties, including the impact of the COVID 19 pandemic on the economy, financial markets, our business, our portfolio companies and our industry. Actual results may differ materially from those in the forward-looking statements as a result of a number of factors, including those described from time to time in filings with the Securities and Exchange Commission ("SEC"). The Company undertakes no duty to update any forward-looking statement made herein. All forward-looking statements speak only as of the date of this press release. More information on risks and other potential factors that could affect the Company's financial results, including important factors that could cause actual results to differ materially from plans, estimates or expectations included herein or on the webcast/conference call, is included in the Company's filings with the SEC, including in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Company's most recently filed annual report on Form 10-K and subsequent SEC filings.

Contact Vibhor Garg Managing Director, Marketing Trinity Capital, Inc. ir@trincapinvestment.com



FORWARD LOOKING STATEMENTS | DISCLAIMER

Trinity Capital Inc. (the "Company") cautions that this presentation may contain forward-looking statements that are based on current expectations and assumptions about future events, and which are not based in historical fact. The forward-looking statements in this presentation are based on current conditions as of the date of this presentation, and include, but are not limited to, statements regarding our financial objectives, beliefs, strategies, anticipated future operating results and cash flows, operating expenses, investment originations and performance, available capital, and payment of future dividends and stockholder returns. Although our management believes that the expectations reflected in any forward-looking statements are reasonable, actual results could differ materially from those expressed or implied in the forward-looking statements. By their nature, these forward-looking statements involve numerous assumptions, uncertainties and risks, both general and specific. The risk exists that these statements may not be fulfilled. We caution readers of this presentation not to place undue reliance on these forward-looking statements, as a number of factors could cause future Company results to differ materially from these statements. Forward-looking statements may be influenced in particular by factors such as fluctuations in interest rates and stock indices, the effects of competition in the areas in which we operate, and changes in economic, political and regulatory conditions, including as a result of the coronavirus (COVID-19) pandemic. When relying on forward-looking statements to make decisions, investors should carefully consider the aforementioned factors as well as other uncertainties and events. Historical results discussed in this presentation are not indicative of future results.

The information disclosed in this presentation is made as of the date hereof and reflects Trinity Capital Inc.'s current assessment of its financial performance for the most recent period reported. Actual financial results filed with the Securities and Exchange Commission in the future may differ from those contained herein in the event of additional adjustments recorded prior to the filing of its financial statements. The information contained in this presentation should be viewed in conjunction with Trinity Capital Inc.'s most recently filed Quarterly Report on Form 10-Q. Annual Report on Form 10-K or Registration Statement on Form 424B1. We undertake no obligation to update the information contained herein to reflect subsequently occurring events or circumstances, except as required by applicable securities laws and regulations.



Trinity is at the forefront of technology and innovation, providing diversified financial solutions to the global growth economy with uncommon care for, and investment in, our people and partners.





HOW WE DO

THE TRINITY DIFFERENCE

WHAT WE DO



Maximize shareholder value for investors

Target 98%+ distribution of our taxable earnings



150+YEARS

CREDIT

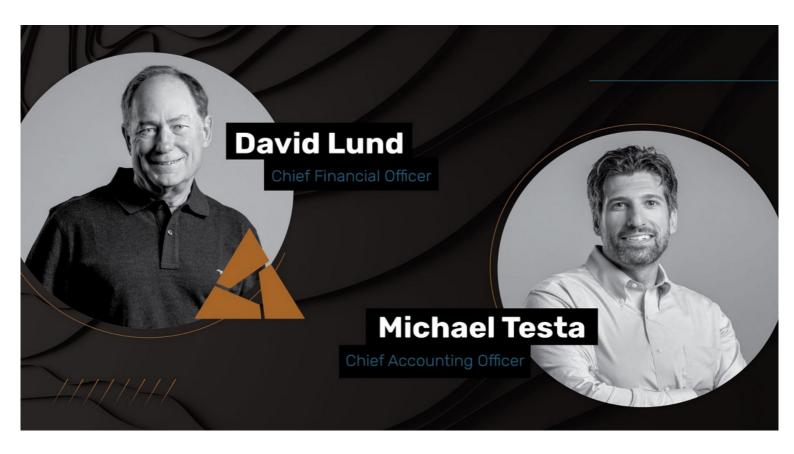
ORIGINATION

PORTFOLIO

FINANCE

of combined operational experience

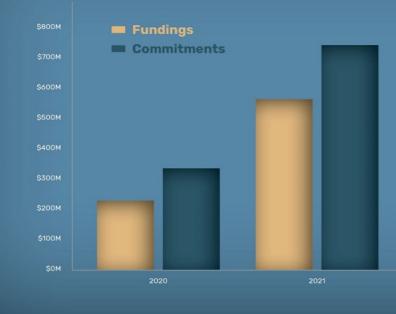




BALANCE SHEET

(In 000's, except per share amounts)	12/31/2021	9/30/2021	6/30/2021	3/31/2021	12/31/2020
Assets					
Total Investments at fair value	\$873,470	\$677,246	\$597,696	\$535,741	\$493,65
Cash and cash equivalents	31,685	25,313	19,124	36,026	44,656
Restricted cash	15,057	15,000	15,341	15,259	16,445
Interest Receivable	5,551	4,481	4,065	3,924	3,46
Prepaid Expenses & Other Assets	11,355	5,367	5,221	3,037	1,488
Total Assets	\$937,118	\$727,407	\$641,447	\$593,987	559,708
Liabilities					
August 2026 Notes payable, net of unamortized deferred financing cost	\$122,321	\$122,436			
2025 Notes payable, net of unamortized deferred financing cost	121,384	121,098	120,832	120,594	120,30
December 2026 Notes payable, net of unamortized deferred financing cost	73,158				
Convertible Notes payable, net of unamortized deferred financing costs and discount	47,485	47,350	47,214	47,113	46,55
Credit Facilities	\$91,000	\$9,474	\$68,947	\$43,420	\$132,893
Distribution Payable	9,803	8,959	7,682	7,396	4,94
Security Deposits	10,840	7,705	8,812	8,605	7,874
Accounts Payable, accrued expenses, and other liabilities	14,594	11,379	8,240	5,296	8,38
Total Liabilities	\$490,585	\$328,401	\$261,727	\$232,424	\$320,960
Net Assets	\$446,533	\$399,006	\$379,720	\$361,563	\$238,748
Shares Outstanding	27,230	27,148	26,491	26,415	18,32
Net Assets per Share	\$16.40	\$14.70	\$14.33	\$13.69	\$13.03

ORIGINATIONS

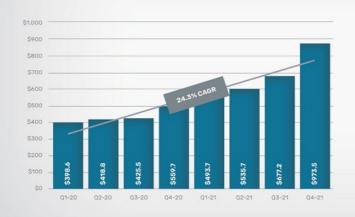


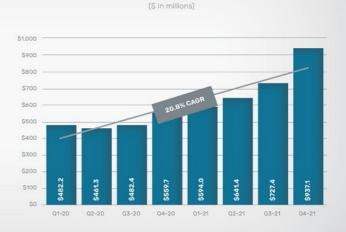
Growing Funding Leads To:

- Growing Net
 Investment Income
- Robust NII
- Portfolio Growth

ASSET GROWTH

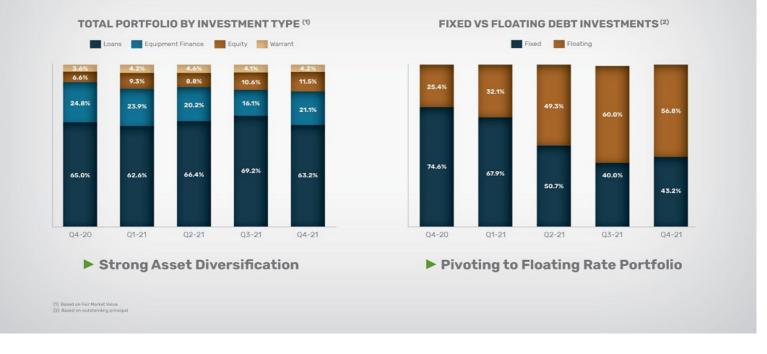
Total Investments at FMV (\$ in millions)





Total Assets

PORTFOLIO TRENDS



DISCIPLINED CREDIT RATING

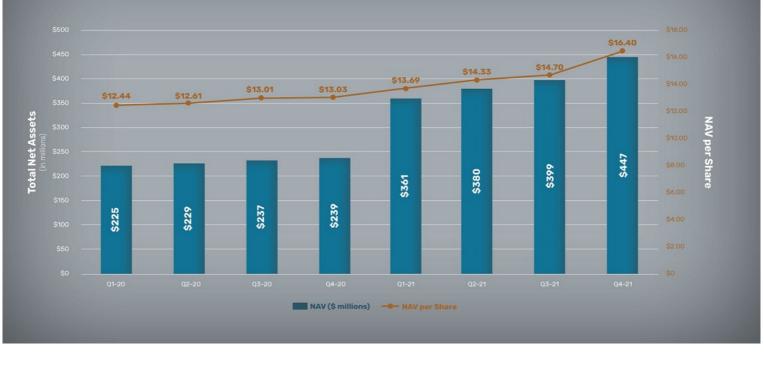
Consistent and Disciplined Underwriting Standards

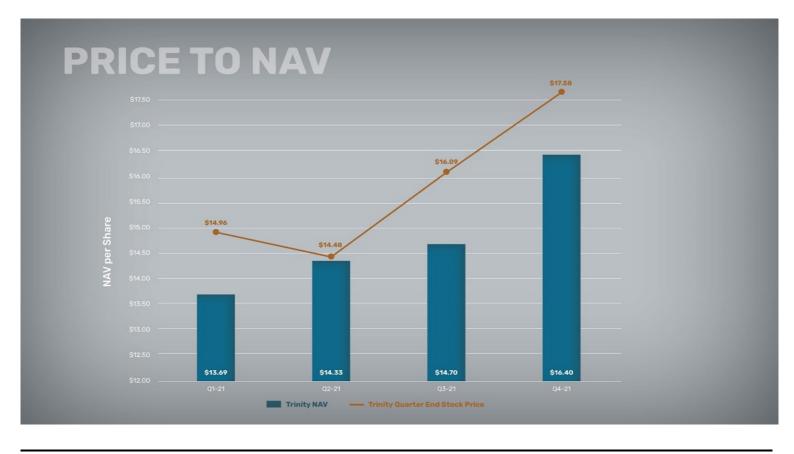


Credit risk rating at Fair Value, Q4 2021 - Q4 2020 (\$ in thousands)

Very Strong Performance (4.0 – 5.0)	Q4 2	Q4 2021		Q3 2021		Q2 2021		21	Q4 2020	
	\$84,785	11.5%	\$62,872	10.9%	\$83,915	16.2%	\$110,278	23.8%	\$92,519	20.9%
Strong Performance (3.0 - 3.9)	\$236,466	32.1%	\$224,287	38.8%	\$204,906	39.5%	\$164,709	35.4%	212,969	48.0%
Performing (2.0 – 2.9)	\$396,846	53.9%	\$267,391	46.3%	\$199,449	38.5%	\$148,690	32.1%	116,895	26.4%
Watch (1.6- 1.9)	\$13,427	1.8%	\$16,194	2.8%	\$29,820	5.7%	\$39,194	8.5%	19,230	4.3%
Default/Workout (1.0 - 1.5)	\$4,444	0.6%	\$6,919	1.2%	\$343	0.1%	\$812	0.2%	1,606	0.4%
Weighted Average	3.0	3.0 3.1			3.1		3.2		3.2	

GROWING NET ASSET VALUE





INCOME STATEMENT

	For the three months ended							
(In 000's, except per share amounts)	12/31/2021	09/30/2021	06/30/2021	3/31/2021	12/31/2020			
Total Investment Income	\$23,607	\$21,790	\$19,476	\$17,320	\$15,340			
Interest expense and other debt financing costs	6,241	5,112	4,425	4,616	4,340			
Compensation and benefits	4,475	3,677	3,370	3,996	4,482			
General and administrative	2,315	1,878	1,601	1,455	1,232			
Total Operating Expenses	13,031	10,667	9,396	10,067	10,054			
Net Investment Income (NII)	10,576	11,123	10,080	7,253	5,286			
Net Realized Gain / (Loss) from Investments	7,452	666	1,995	2,595	(5,029)			
Net Change in Unrealized Appreciation / (Depreciation) from Investments	37,082	15,392	12,630	15,476	8,995			
Costs related to the acquisition of Trinity Capital Holdings, LLC. and Legacy Funds					472			
Net Increase (Decrease) in Net Assets from Operations	\$55,110	\$27,181	\$24,705	\$25,324	\$9,724			
Net Investment Income (NII) per Share – Basic	\$0.39	\$0.42	\$0.38	\$0.31	\$0.29			
Net Increase (Decrease) in Net Assets resulting from Operations per Share – Basic	\$2.03	\$1.02	\$0.93	\$1.08	\$0.53			
Weighted Average Shares Outstanding – Basic	27,201	26,641	26,479	23,555	18,261			

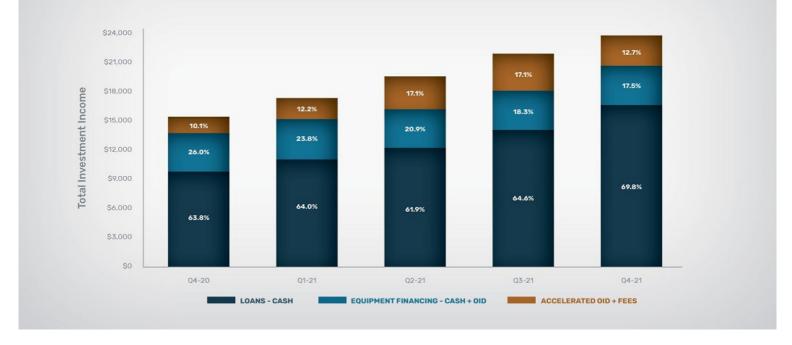
STRONG EARNINGS



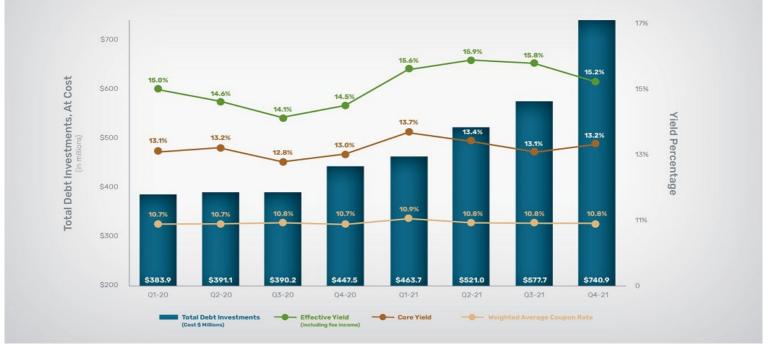
(\$ in millions) \$12.0 \$10.0 29.2% CAGR \$8..0 \$6.0 \$4.0 \$2.0 \$10.6 \$10.1 \$11.1 \$5.7 \$6.8 \$5.3 \$7.3 \$5.6 \$0 Q1-20 Q2-20 Q3-20 Q4-20 Q1-21 Q2-21 Q3-21 Q4-21

Net Investment Income

INCOME SOURCES

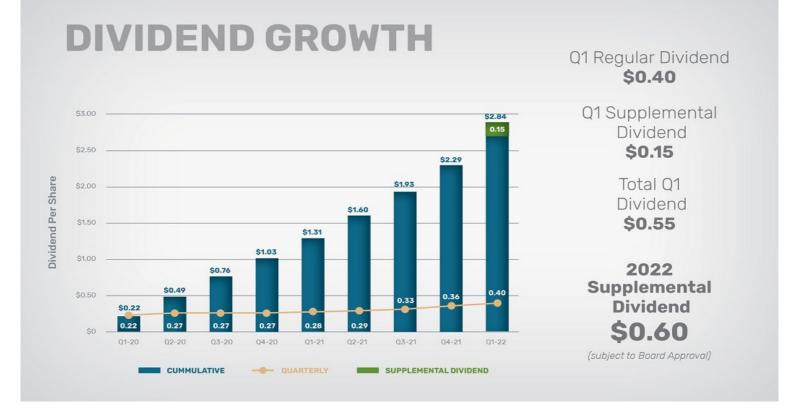


DEBT PORTFOLIO YIELDS

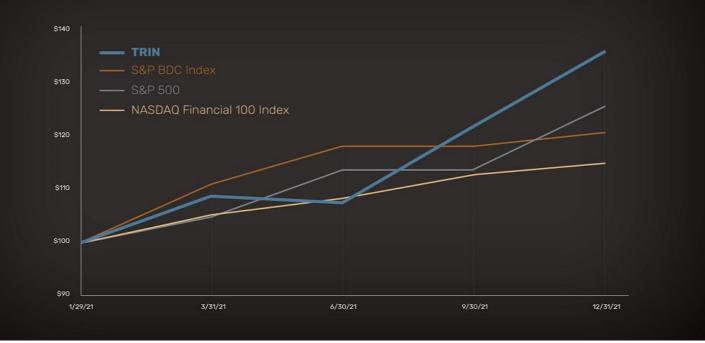


ROAA | ROAE



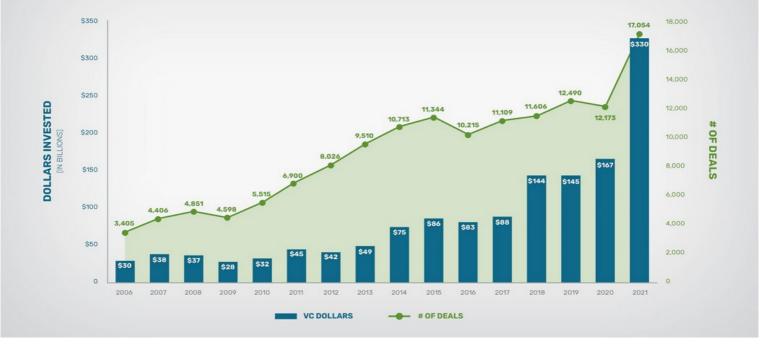


TOTAL RETURNS





VENTURE CAPITAL MARKET





IN COMMITMENTS

VENTURE CAPITAL FIRMS

WE OWN OUR PIPELINE

TECHNOLOGY BANKS INVESTMENT BANKS

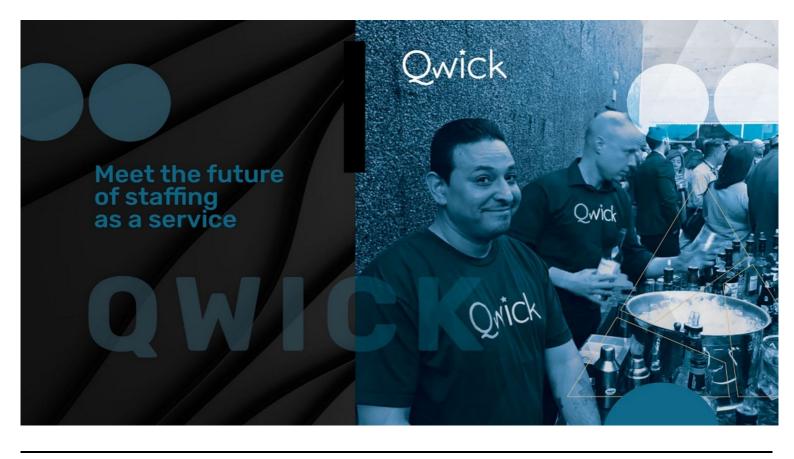






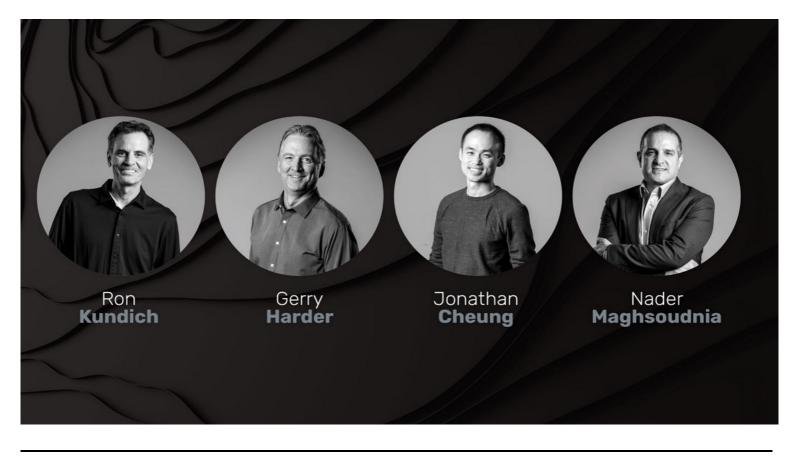














25+ Years in the Venture Ecosystem

Silicon Valley Bank

Imperial Bank

Comerica Bank

Founding Member at Square 1 Bank (now PacWest Bank)



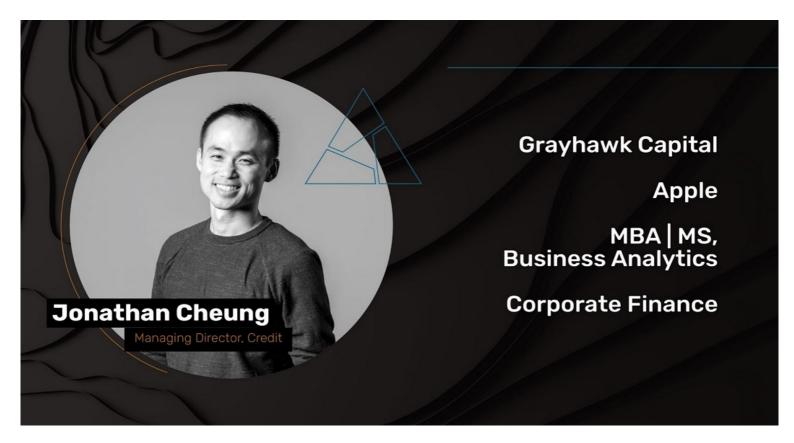
30+ Years Technology Companies

Cofounder of a Venture-backed startup

Chief Operating Officer

Technical Development

Portfolio Management







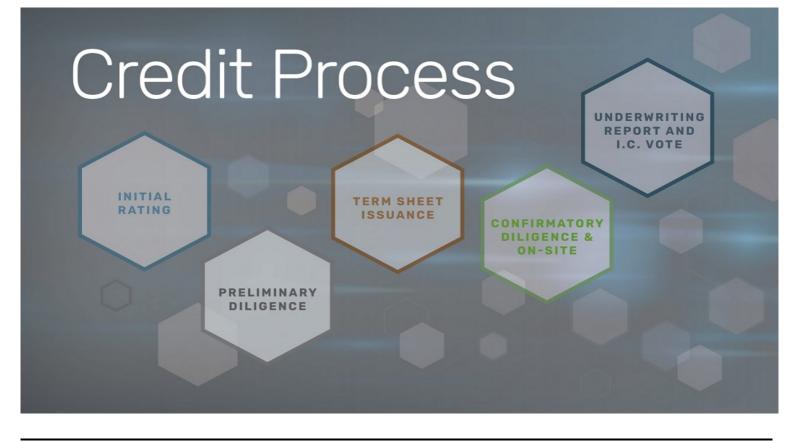
POR TFO LOOP

Limited Financial Covenants

Enterprise Value

In-house Technical Expertise

Higher Standards of Underwriting



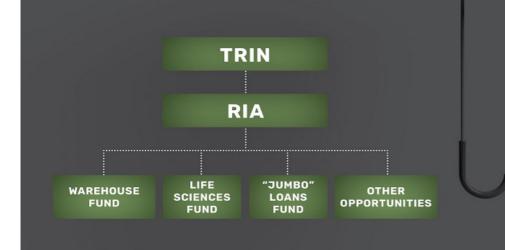
OUR TEAM UNDERSTANDS TECHNOLOGY AND THE EARLY-STAGE WORLD



WE ARE MORE THAN CAPITAL



PLANNED STRUCTURE*



RIA is a subsidiary of TRIN

Fee income rolls up to TRIN as dividend

Expense allocated down

Monetizing existing platform with multiple financing products

*Subject to receiving exemptive relief from SEC



INVESTMENT **IN PEOPLE ALWAYS PRODUCES** THE BEST

55

RETURN ON INVESTMENT

- STEVE BROWN CHAIRMAN AND CEO -

