

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940
Release No. 34772 / December 13, 2022

In the Matter of

TRINITY CAPITAL INC.
1 N. 1st Street, 3rd Floor
Phoenix, AZ 85004

(812-15251)

ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940
GRANTING AN EXEMPTION FROM SECTION 12(d)(3) OF THE ACT

Trinity Capital Inc. (the “Company”) filed an application on August 5, 2021, and amendments to the application on August 5, 2022 and November 7, 2022, requesting an order under section 6(c) of the Investment Company Act of 1940 (“Act”) exempting the Company from section 12(d)(3) of the Act. The order permits the Company to organize, acquire, and wholly-own a portfolio company that intends to operate as an investment adviser registered under the Investment Advisers Act of 1940.

On November 15, 2022, a notice of the filing of the application was issued (Investment Company Act Release No. 34752). The notice gave interested persons an opportunity to request a hearing and stated that an order granting the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application, as amended, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

Accordingly,

IT IS ORDERED, under section 6(c) of the Act, that the relief requested by Trinity Capital Inc. (File No. 812-15251) is granted, effective immediately, subject to the conditions contained in the application, as amended.

For the Commission, by the Division of Investment Management, under delegated authority.

Sherry R. Haywood
Assistant Secretary