

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Eagle Point Credit Management LLC</u> (Last) (First) (Middle) 600 STEAMBOAT ROAD, SUITE 202 (Street) GREENWICH CT 06830 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Trinity Capital Inc. [NONE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/28/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock, \$0.001 par value per share	01/28/2021		P		357,142	A	\$14	357,142	I	See Footnotes ⁽¹⁾⁽²⁾	
Common Stock, \$0.001 par value per share								3,333	D ⁽³⁾		

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
6.00% Convertible Notes due 2025	\$15							12/11/2020	12/11/2025	Common Stock, \$0.001 par value per share	3,333,335 ⁽⁴⁾	\$50,000,000	I	See Footnotes ⁽¹⁾⁽²⁾

1. Name and Address of Reporting Person* <u>Eagle Point Credit Management LLC</u> (Last) (First) (Middle) 600 STEAMBOAT ROAD, SUITE 202 (Street) GREENWICH CT 06830 (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Majewski Thomas P.</u> (Last) (First) (Middle) 600 STEAMBOAT ROAD, SUITE 202 (Street) GREENWICH CT 06830 (City) (State) (Zip)

Explanation of Responses:

- The Common Stock and Convertible Notes are directly owned by certain investment vehicles and accounts (collectively, the "Accounts") managed by Eagle Point Credit Management LLC ("Eagle Point"). Accordingly, Eagle Point could be deemed to have a pecuniary interest in the Common Stock and Convertible Notes held by the Accounts. Thomas P. Majewski is the managing partner and a member of the portfolio management team of Eagle Point, and has certain economic rights with respect to Eagle Point that could be deemed to constitute a pecuniary interest in the Common Stock and Convertible Notes held by the Accounts.
- Each of the Reporting Persons identified herein hereby disclaims beneficial ownership of the securities described in this report pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934 (except, with respect to Mr. Majewski, to the extent of his direct pecuniary interest therein) and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of any of the reported securities for purposes of Section 16 or for any other purpose.
- Thomas P. Majewski directly owns 3,333 shares of Common Stock in his personal capacity and thus has a direct pecuniary interest in these securities. Eagle Point has no pecuniary interest in these securities.
- The conversion rate is initially 66.6667 shares of Common Stock per \$1,000 principal amount of the Convertible Notes (equivalent to an initial conversion price of approximately \$15 per share of Common Stock). This conversion rate is subject to certain customary formulaic adjustments pursuant to the terms of the Convertible Notes.

/s/ Kenneth P. Onorio, Chief
Financial Officer

02/01/2021

/s/ Thomas P. Majewski

02/01/2021

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.