

HERITAGE COMMERCE CORP  
Form 8-K  
May 03, 2016

**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): **April 28, 2016**

**HERITAGE COMMERCE CORP**

(Exact name of registrant as specified in its charter)

**California**  
(State or other jurisdiction of  
incorporation)

**000-23877**  
(Commission File Number)

**77-0469558**  
(IRS Employer Identification  
No.)

**150 Almaden Boulevard, San Jose, California**  
(Address of principal executive offices)

**95113**  
(Zip Code)

Registrant's telephone number, including area code: **(408) 947-6900**

**Not Applicable**

(Former name or former address, if changed since last report.)

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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 Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On April 28, 2016, Heritage Commerce Corp, the holding company (the Company) of Heritage Bank of Commerce (the Bank) issued a press release announcing preliminary unaudited results for the three months ended March 31, 2016. A copy of the press release is attached as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

The information in this report set forth under this Item 2.02 shall not be treated as filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933 or the Securities Act of 1934, except as expressly stated by specific reference in such filing.

**ITEM 8.01 OTHER EVENTS**

QUARTERLY DIVIDEND

On April 28, 2016, the Company announced that its Board of Directors declared a \$0.09 per share quarterly cash dividend to holders of common stock and Series C preferred stock (on an as converted basis). The dividend will be paid on May 25, 2016, to shareholders of record on May 10, 2016. A copy of the press release is attached as Exhibit 99.2 to this Current Report and is incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(D) Exhibits.

99.1 Press Release, dated April 28, 2016, entitled Heritage Commerce Corp's First Quarter 2016 Earnings Increased 48% From the Prior Year First Quarter

99.2 Press Release, dated April 28, 2016, entitled Heritage Commerce Corp Declares Quarterly Cash Dividend of \$0.09 Per Share

**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 thereunto duly authorized.

Date: April 28, 2016

Heritage Commerce Corp

By: */s/ Lawrence D. McGovern*  
Name: Lawrence D. McGovern  
Executive Vice President and Chief Financial Officer

**INDEX TO EXHIBITS**

<b>EXHIBIT NO.</b>	<b>DESCRIPTION</b>
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99.2	Press Release, dated April 28, 2016, entitled Heritage Commerce Corp Declares Quarterly Cash Dividend of \$0.09 Per Share