

HERITAGE COMMERCE CORP
Form 8-K
August 01, 2011

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 28, 2011

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.)

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):

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))

ITEM 7.01 REGULATION AND FD DISCLOSURE

Heritage Commerce Corp is scheduled to present at Keefe, Bruyette & Woods 12th Annual Community Bank Investor Conference at the The Waldorf=Astoria in New York, New York. Walter T. Kaczmarek, President and Chief Executive Officer, is scheduled to present on Tuesday, August 2, 2011 at 6:00 a.m. PDT. The presentation will be archived for 60 days after the conference, and can be viewed at <http://www.kbw.com/news/conferenceCommunity2011.html>. A copy of the information in the slide presentation is included as Exhibit 99.2. This Form 8-K and the information included as exhibits shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended (“Securities Act”), or the Exchange Act, except as expressly set forth by specific reference in such a filing. The furnishing of the information in this report is not intended to, and does not, constitute a determination or admission by the Company that the information in this report is material or complete, or that investors should consider this information before making an investment decision with respect to any security of the Registrant or any of its affiliates. The information in the materials is presented as of June 30, 2011, and the Company does not assume any obligations to update such information in the future.

A copy of the press release announcing the Company’s participation in the Conference is attached as Exhibit 99.1.

ITEM 8.01 OTHER EVENTS

On July 28, 2011, the Board of Directors of Heritage Commerce Corp declared a dividend on its Series A Preferred Stock held by the U.S. Treasury in an aggregate amount of \$4,172,000. The dividend was paid on August 1, 2011. Of the aggregate dividend declared and paid, \$3,500,000 is for the dividend period from November 15, 2009 through May 15, 2011, \$172,000 is for interest on the deferred dividend payments, and the balance of \$500,000 is the dividend payable for the dividend period ending August 15, 2011. As a result of the dividend payment, the Company is current with respect to dividends accrued and owed to the U.S. Treasury.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(D) Exhibits.

99.1 Press Release, dated August 1, 2011, entitled “Heritage Commerce Corp to Present at Keefe, Bruyette & Woods 12th Annual Community Bank Investor Conference”

99.2 Slide presentation to investors to be presented on August 2, 2011 by the registrant's President and Chief Executive Officer

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: August 1, 2011

Heritage Commerce Corp

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

INDEX TO EXHIBITS

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