

HERITAGE COMMERCE CORP  
Form 8-K  
April 25, 2007

# 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 19, 2007**

## 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, CA**

(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 5.02**                                 **Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

In accordance with its normal practice, the Board of Directors at its regular meeting on April 19, 2007 granted the following stock options under the Heritage Commerce Corp 2004 Stock Option Plan. The exercise price will be set on the second date following the release of the Company's earnings for the first quarter ended March 31, 2007.

**EXECUTIVE OFFICERS:**

William Del Biaggio, Jr.	7,000
Richard Hagarty	9,000
Lawrence D. McGovern	15,000
Raymond Parker	15,000
Walter Kaczmarek	25,000

**BOARD OF DIRECTORS:**

Frank Bisceglia	4,500
James Blair	4,000
Jack Conner	5,000
Robert Moles	4,000
Lon Normandin	4,000
Jack Peckham	4,500
Humphrey Polanen	4,500
Charles Toeniskoetter	4,500
Ranson Webster	4,500

**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.

HERITAGE COMMERCE CORP

DATED: April 25, 2007

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