

HERITAGE COMMERCE CORP

Form 4

June 10, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Webster Ranson W

2. Issuer Name **and** Ticker or Trading  
Symbol  
HERITAGE COMMERCE CORP  
[HTBK]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

150 ALMADEN BOULEVARD

(Street)

SAN JOSE, CA 95113

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/10/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3)             | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 4) |
|---------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------|
| Heritage<br>Commerce<br>Corp -<br>Common<br>Stock | 06/10/2008                              |                                                             | P                                       | 28,500                                                                  | A \$<br>12.9786                                                                                                    | 476,198                                                                    | D                                                           |
| Heritage<br>Commerce<br>Corp -<br>Common<br>Stock |                                         |                                                             |                                         |                                                                         | 2,417                                                                                                              | I                                                                          | Indirect                                                    |
| Heritage<br>Commerce                              |                                         |                                                             |                                         |                                                                         | 1,183                                                                                                              | I                                                                          | Indirectcust/child                                          |

Edgar Filing: HERITAGE COMMERCE CORP - Form 4

Corp -  
Common  
Stock

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                        |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                      |                                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of<br>Shares |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 14.11                                                           |                                         |                                                             |                                      |                                                                                                                    | 05/27/2004                                                     | 05/27/2014         | Heritage<br>Commerce<br>Corp -<br>Common<br>Stock                   | 7,500                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 18.01                                                           |                                         |                                                             |                                      |                                                                                                                    | 05/26/2005                                                     | 05/26/2015         | Heritage<br>Commerce<br>Corp -<br>Common<br>Stock                   | 2,500                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 23.85                                                           |                                         |                                                             |                                      |                                                                                                                    | 08/03/2006                                                     | 08/03/2016         | Heritage<br>Commerce<br>Corp -<br>Common<br>Stock                   | 3,300                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 23.89                                                           |                                         |                                                             |                                      |                                                                                                                    | 05/04/2007                                                     | 05/04/2017         | Heritage<br>Commerce<br>Corp -<br>Common<br>Stock                   | 4,500                                  |

