

HERITAGE COMMERCE CORP  
Form 4  
August 07, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BISCEGLIA FRANK G**

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)  
1804 CHERRY AVE.  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/03/2006

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

SAN JOSE, CA 95125  
(City) (State) (Zip)

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

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 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 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 (D) Price			
Heritage Commerce Corp - Common					10,005	D	
Heritage Commerce Corp - Common					12,784	I	By Custodian For Child
Heritage Commerce Corp - Common					83,295	I	By Trust

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Heritage Commerce Corp Stock Option (Right to Buy)	\$ 23.85	08/03/2006		A	3,300	08/03/2006 08/03/2016	Heritage Commerce Corp - Common 3,300
Heritage Commerce Corp Stock Option (Right to Buy)	\$ 5.25					07/01/1997 07/01/2007	Heritage Commerce Corp - Common 4,950
Heritage Commerce Corp Stock Option (Right to Buy)	\$ 11.21					09/17/1998 09/17/2008	Heritage Commerce Corp - Common 6,600
Heritage Commerce Corp Stock Option (Right to Buy)	\$ 14.09					12/16/1999 12/16/2009	Heritage Commerce Corp - Common 3,300
Heritage Commerce Corp Stock	\$ 8.5					10/25/2002 10/24/2012	Heritage Commerce Corp - 7,500

Option  
(Right to  
Buy)

Common

Heritage  
Commerce  
Corp Stock \$ 18.01  
Option  
(Right to  
Buy)

05/26/2005 05/26/2015

Heritage  
Commerce  
Corp -  
Common

2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BISCEGLIA FRANK G 1804 CHERRY AVE. SAN JOSE, CA 95125		X		

## Signatures

By: Rebecca Levey as Attorney in fact for  
Date: 08/07/2006

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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.

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