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ENTERPRISE BANCORP INC /MA/ Form 8-K July 23, 2012

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 23, 2012 (July 17, 2012)

ENTERPRISE BANCORP, INC.

(exact name of registrant as specified in charter)

Massachusetts 001-33912 04-3308902 (State or Other Jurisdiction (Commission (IRS Employer of Incorporation) File Number) Identification No.)

222 Merrimack Street

Lowell, Massachusetts
(address of principal executive offices)

01852
(Zip Code)

(978) 459-9000

(Registrant's telephone number, including area code)

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:

- 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On July 17, 2012, the Board of Directors of Enterprise Bancorp, Inc. and the Board of Directors of Enterprise Bank and Trust Company in Massachusetts voted to accept the voluntary resignation of Kenneth Ansin, effective July 17, 2012. Mr. Ansin has taken a position at Enterprise Bank and Trust Company as a Regional Community Banking Director. Mr. Ansin's focus will be on public relations, community relations, sales, business development, networking and outreach in the North Central Massachusetts region and Nashoba Valley area. Mr. Ansin resigned from the Board of Directors to focus on his new position.

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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 hereunto duly authorized.

ENTERPRISE BANCORP, INC.

Date: July 23, 2012 By: /s/ James A. Marcotte

James A. Marcotte

Executive Vice President, Treasurer

and Chief Financial Officer