

Webster Ranson W
 Form 4
 July 27, 2010

FORM 4

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

OMB APPROVAL

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

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 *
 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)

3. Date of Earliest Transaction (Month/Day/Year)
 07/26/2010

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

SAN JOSE, CA 95113
 (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 Following 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)
Heritage Commerce Corp - Common Stock				(A) or (D)	594,085	D	
Heritage Commerce Corp - Common Stock				(A) or (D)	2,417	I	Indirect
Heritage Commerce Corp - Common Stock				(A) or (D)	1,200	I	Indirect by Trust

Edgar Filing: Webster Ranson W - Form 4

Corp -
Common
Stock

Heritage
Commerce

Corp -
Common
Stock

2,733

I

Indirectcust/child

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 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 3.57	07/26/2010		A	3,500	07/26/2010 ⁽¹⁾ 07/26/2020	Heritage Commerce Corp - Common Stock
Non-Qualified Stock Option (right to buy)	\$ 7.43					05/04/2009 05/04/2019	Heritage Commerce Corp - Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.11					05/27/2004 05/27/2014	Heritage Commerce Corp - Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.01					05/26/2005 05/26/2015	Heritage Commerce Corp -

