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LOUIS O								
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION					OMB	3235-0287		
ЭХ	vv ash	lington, D.C. 20	549			January 31,		
STATEME		F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES			Expires: 2009 Estimated average burden hours per response 0.9			
*	of the Public Util	lity Holding Con	npany Act of	f 1935 or Section	1			
onses)								
1. Name and Address of Reporting Person <u>*</u> NORMANDIN LOUIS O		2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
	[HTBK]				(Check all applicable)			
	(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 05/04/2009			X_ Director10% Owner Officer (give title below) Other (specify below)			
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
95113				Form filed by M Person	lore than One Re	porting		
(State) (Zi	(p) Table	I - Non-Derivative	Securities Acq	uired, Disposed of	, or Beneficial	ly Owned		
(Instr. 3) any		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
		Code V Amoun	or	(Instr. 3 and 4)	I	Indirect by Trust		
	UNITED ST STATEME Filed pursu Section 17(a) onses) ess of Reporting Per LOUIS O (First) (Mid N BOULEVAR (Street) 95113 (State) (Zi 2. Transaction Date	UNITED STATES SECURI Wash STATEMENT OF CHANC Filed pursuant to Section 16 Section 17(a) of the Public Util 30(h) of the Inv onses) ess of Reporting Person 2. Issuer M LOUIS O Symbol HERITA [HTBK] (First) (Middle) 3. Date of H (Month/Da) N BOULEVARD (Street) 4. If Amena Filed(Month A 95113 (State) (Zip) Table 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if	UNITED STATES SECURITIES AND EXC Washington, D.C. 20 STATEMENT OF CHANGES IN BENEFT SECURITIES Filed pursuant to Section 16(a) of the Securit Section 17(a) of the Public Utility Holding Com 30(h) of the Investment Compan onses) ess of Reporting Person [*] 2. Issuer Name and Ticker or Symbol HERITAGE COMMERC [HTBK] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) N BOULEVARD 05/04/2009 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) A 95113 (State) (Zip) (State) (Zip) Table I - Non-Derivative : 2. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if TransactionAcquir any Code Dispos (Month/Day/Year) (Instr. 8) (Instr. 3)	UNITED STATES SECURITIES AND EXCHANGE (Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES Filed pursuant to Section 16(a) of the Securities Exchang Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 194 onses) ess of Reporting Person [±] 2. Issuer Name and Ticker or Trading LOUIS O Symbol HERITAGE COMMERCE CORP [HTBK] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) N BOULEVARD 05/04/2009 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 95113 (State) (Zip) Table I - Non-Derivative Securities Act 2. Transaction Date 2A. Deemed 3. 4. Securities Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or	Image: State stat	OMB A UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Statement of changes in Beneficial ownership of Statement of changes in Beneficial ownership of Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of Reporting Person Symbol HERITAGE COMMERCE CORP (HTBK) (First) (Month/Day/Year) (Instr. 3 and 4) Section 18(B) Month/Day/Year) Section 18(B) Mont		

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

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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. Transacti Code (Instr. 8)	5. Number on f 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of Sha
Non-Qualified Stock Option (right to buy)	\$ 7.43	05/04/2009		А	3,000	05/04/2009	05/04/2019	Heritage Commerce Corp - Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 18.01					05/26/2005	05/26/2015	Heritage Commerce Corp - Common Stock	1.
Non-Qualified Stock Option (right to buy)	\$ 23.85					08/03/2006	08/03/2016	Heritage Commerce Corp - Common Stock	3.
Non-Qualified Stock Option (right to buy)	\$ 23.89					05/04/2007	05/04/2017	Heritage Commerce Corp - Common Stock	4,

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
NORMANDIN LOUIS O 150 ALMADEN BOULEVARD SAN JOSE, CA 95113	Х				

Signatures

By: Janet Walworth as Attorney in fact For: Louis O. Normandin

05/07/2009

**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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.