

HERITAGE FINANCIAL CORP /WA/  
Form 8-K  
October 27, 2016

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 and Exchange Act of 1934  
Date of Report (Dated of earliest event reported):  
October 27, 2016

HERITAGE FINANCIAL CORPORATION  
(Exact name of registrant as specified in its charter)

Commission File Number 0-29480

|   |   |
|---|---|
| Washington  | 91-1857900                              |
| (State or other jurisdiction of<br>incorporation or organization) | (I.R.S. Employer<br>Identification No.) |

|  |            |
|--|------------|
| 201 Fifth Avenue SW, Olympia, WA                     | 98501      |
| (Address of principal executive offices)             | (Zip Code) |
| (360) 943-1500                                       |            |
| (Registrant's telephone number, including area code) |            |

Not applicable  
(Former name or former address, if changed since last report)

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 (see General Instructions A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item 2.02 Results of Operations and Financial Condition

On October 27, 2016, Heritage Financial Corporation (“Heritage”) issued its earnings release announcing its operating results for the third quarter September 30, 2016. A copy of the release is furnished herewith as Exhibit 99.1, and is incorporated herein by reference.

Item 8.01 Other Events

On October 27, 2016, Heritage Financial Corporation (“Heritage”) issued a press release announcing a regular quarterly cash dividend of \$0.12 and a special cash dividend of \$0.25 per common share. The dividends will be paid on November 22, 2016, to shareholders of record at the close of business on November 8, 2016. A copy of the release is furnished herewith as Exhibit 99.1, and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibit is being filed herewith and this list shall constitute the exhibit index:

Exhibit 99.1 Press Release dated October 27, 2016 announcing third quarter September 30, 2016 financial results and regular and special cash dividends.

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.

HERITAGE FINANCIAL CORPORATION

Date:

October 27, 2016 /S/ BRIAN L. VANCE

Brian L. Vance

President and Chief Executive Officer

(Duly Authorized Officer)