

ENTERPRISE BANCORP INC /MA/  
Form 8-K  
March 20, 2015

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): March 20, 2015 (March 17, 2015)

ENTERPRISE BANCORP, INC.  
(exact name of registrant as specified in charter)

Massachusetts  
(State or Other Jurisdiction  
of Incorporation)

001-33912  
(Commission  
File Number)

04-3308902  
(IRS Employer  
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:

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

(b) On March 17, 2015, John P. Harrington, a director of Enterprise Bancorp, Inc. (the “Company”) and Enterprise Bank & Trust Company (the “Bank”) since 1989, and Lucy A. Flynn, a director of the Company and the Bank since 1997, notified the Company of their respective decision to retire from the Board of Directors of each of the Company and the Bank effective following the completion of the Company’s 2015 Annual Meeting of Stockholders (the “2015 Annual Meeting”). The Company and the Bank thank Mr. Harrington and Ms. Flynn for their dedication, commitment and service to their respective Boards of Directors.

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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: March 20, 2015

By: /s/ James A. Marcotte  
James A. Marcotte  
Executive Vice President, Treasurer  
and Chief Financial Officer