#### ENTERPRISE BANCORP INC /MA/

Form 4 June 06, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading IRISH STEPHEN J Issuer Symbol ENTERPRISE BANCORP INC (Check all applicable) /MA/ [EBTC] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) C/O ENTERPRISE BANCORP 06/05/2008 **EVP** - Principal Subsidiary INC, 222 MERRIMACK STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

LOWELL, MA 01852

(State)

(Zip)

(City)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

		Table 1 1 (on Berryative Securities Required, Disposed 61, 61 Beneficiary 6 wheat								
2. Transaction Date	2A. Deemed	3.	4. Securities Acquired			5. Amount of	6.	7. Nature of		
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			d of (D)	Securities	Ownership	Indirect		
	any	Code	(Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial		
	(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership		
						Following	Indirect (I)	(Instr. 4)		
				( 4 )		Reported	(Instr. 4)			
						Transaction(s)				
						(Instr. 3 and 4)				
		Code V	Amount	(D)	Price	()				
06/05/2000		C	2.526	Ъ	\$	23,529.0307	Ъ			
06/05/2008		3	3,326	ע	12.95	(1)	D			
						_				
06/05/2008		S	1,576	D	\$ 13	21,953.0307	D			
	(Month/Day/Year) 06/05/2008	any (Month/Day/Year) 06/05/2008	(Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8)  Code V  O6/05/2008 S	(Month/Day/Year) Execution Date, if any Code (Instr. 3, (Month/Day/Year) Code V Amount  06/05/2008 S 3,526	(Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, 4 and (Instr. 8)  (A) or Code V Amount (D)  O6/05/2008 S 3,526 D	(Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, 4 and 5)  Code V Amount (D) Price  S 3,526 D \$\frac{(A)}{12.95}\$	(Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, 4 and 5) Eneficially (Month/Day/Year) (Instr. 8) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price Say, 526 D \$ 23,529,0307 (1)	(Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Instr. 3, 4 and 5) Executities Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price (Instr. 3 and 4)  S 3,526 D \$ 23,529.0307 D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: ENTERPRISE BANCORP INC /MA/ - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

Officer Other Director 10% Owner

IRISH STEPHEN J C/O ENTERPRISE BANCORP INC 222 MERRIMACK STREET LOWELL, MA 01852

**EVP** - Principal Subsidiary

### **Signatures**

Stephen J. Irish 06/06/2008 \*\*Signature of Date Reporting Person

# **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).
- (1) Includes 0.021218 shares of Common Stock aguired through the Issuer's dividend reinvestment plan on June 2, 2008.

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.

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