

ENTERPRISE BANCORP INC /MA/  
Form 8-K  
October 16, 2012

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): October 16, 2012 (October 16, 2012)

ENTERPRISE BANCORP, INC.

(exact name of registrant as specified in charter)

Massachusetts 001-33912  
(State or Other Jurisdiction (Commission  
of Incorporation) File Number)

04-3308902  
(IRS Employer  
Identification No.)

222 Merrimack Street  
Lowell, Massachusetts 01852  
(address of principal executive offices) (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 8.01 Other Events

On October 16, 2012, the Board of Directors of the registrant voted to declare and pay a quarterly cash dividend as described further in the registrant's press release, a copy of which is included as Exhibit 99 to this report.

Item 9.01. Financial Statements and Exhibits

(a) Not applicable

(b) Not applicable

(c) Not applicable

(d) The following exhibit is included with this report:

Exhibit 99 Press release issued by Enterprise Bancorp, Inc. on October 16, 2012.

[Remainder of Page Intentionally Blank]

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: October 16, 2012

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