

HERITAGE FINANCIAL CORP /WA/  
Form 8-K  
April 26, 2017

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): April 26, 2017

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

Commission File Number 000-29480

|   |   |
|---|---|
| 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:

- .. 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Item 2.02 Results of Operations and Financial Condition

On April 26, 2017, Heritage Financial Corporation (“Heritage”) issued its earnings release announcing its operating results for the first quarter ended March 31, 2017. A copy of the release is furnished herewith as Exhibit 99.1, and is incorporated herein by reference.

Item 8.01 Other Events

On April 26, 2017, Heritage Financial Corporation (“Heritage”) issued a press release announcing a regular quarterly cash dividend of \$0.13 per common share. The dividend will be paid on May 24, 2017, to shareholders of record at the close of business on May 10, 2017. 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 April 26, 2017 announcing first quarter financial results and regular cash dividend.

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:

April 26, 2017 /S/ BRIAN L. VANCE

Brian L. Vance

President and Chief Executive Officer

(Duly Authorized Officer)