

BOSTON PRIVATE FINANCIAL HOLDINGS INC

Form 8-K

July 23, 2013

## **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): July 23, 2013**

## **Boston Private Financial Holdings, Inc.**

**(Exact Name of Registrant as Specified in its Charter)**

**Massachusetts**  
**(State or other jurisdiction**  
**of incorporation)**

**0-17089**  
**(Commission**  
**File Number)**  
**Ten Post Office Square, Boston, Massachusetts 02109**

**04-2976299**  
**(IRS Employer**  
**Identification Number)**

**(Address of principal executive offices)**

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(617) 912-1900

(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 July 23, 2013, Boston Private Financial Holdings, Inc. (the Company ) issued a press release announcing that BP Holdco, L.P., an affiliate of The Carlyle Group ( BP Holdco ), has agreed to sell 3,831,022 shares of the Company s common stock in an underwritten at-the-market offering. Following the offering, BP Holdco will own no outstanding shares of the Company s common stock. The Company will not sell any shares in the offering and will not receive any proceeds from the offering. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 99.1 Press release dated July 23, 2013

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunder duly authorized.

BOSTON PRIVATE FINANCIAL HOLDINGS, INC.

By: */s/* David J. Kaye

Name: **David J. Kaye**

Title: **Chief Financial Officer**

Date: July 23, 2013

**EXHIBIT INDEX**

**Exhibit**

<b>No.</b>	<b>Description</b>
99.1	Press release dated July 23, 2013