

BOSTON PRIVATE FINANCIAL HOLDINGS INC  
Form 8-K  
July 16, 2014

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): July 16, 2014

Boston Private Financial Holdings, Inc.

(Exact Name of Registrant as Specified in its Charter)

Massachusetts

0-17089

04-2976299

(State or other jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer Identification Number)

Ten Post Office Square, Boston, Massachusetts 02109

(Address of principal executive offices)

(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))
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Item 7.01. Regulation FD Disclosure.

The information in this Current Report on Form 8-K furnished under this Item 7.01, including Exhibits 99.1 and 99.2 attached hereto, shall not be deemed “filed” for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section. Furthermore, the information in this Current Report on Form 8-K furnished under this Item 7.01, including Exhibits 99.1 and 99.2 attached hereto, shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing.

On July 15, 2014, Boston Private Bank & Trust Company (the “Bank”), the wholly owned subsidiary of Boston Private Financial Holdings, Inc. (the “Company”), announced an agreement to acquire substantially all of the assets and certain of the liabilities of Banyan Partners. The transaction is subject to regulatory approval and certain closing conditions, and is expected to close in the fourth quarter of 2014. A copy of the press release is filed as Exhibit 99.1 and is incorporated herein by reference.

As previously announced, the Company will hold a conference call at 8 a.m., Eastern Time, on Wednesday, July 16, to discuss financial results, business highlights and outlook, and the Banyan Partners transaction. A copy of the slide presentation that will be discussed during the conference call is attached hereto as Exhibit 99.2 and is incorporated herein by reference. The slide presentation is also available on the Company’s website at [www.bostonprivate.com](http://www.bostonprivate.com).

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release of the Company dated July 16, 2014

99.2 Second Quarter 2014 Earnings Conference Call Slide Presentation

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: Executive Vice President, Chief  
Financial Officer and Treasurer

Date: July 16, 2014

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EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release of the Company dated July 16, 2014
99.2	Second Quarter 2014 Earnings Conference Call Slide Presentation