

INDEPENDENT BANK CORP

Form 4

August 08, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lundquist Jane

(Last) (First) (Middle)
288 UNION STREET
(Street)

ROCKLAND, MA 02370

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INDEPENDENT BANK CORP
[INDB]

3. Date of Earliest Transaction
(Month/Day/Year)
08/07/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/07/2013		M		4,334	A	\$ 27.425
Common Stock	08/07/2013		M		3,562	A	\$ 28.06
Common Stock	08/07/2013		F		3,504	D	\$ 37.485
Common Stock	08/07/2013		F		2,666	D	\$ 37.485

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
NQ - Stock Option (Right to Buy)	\$ 27.425	08/07/2013		M	4,334	02/17/2014 ⁽¹⁾ 02/17/2021	Common Stock	4,334
ISO - Stock Option (Right to Buy)	\$ 28.06	08/07/2013		M	3,562	07/19/2006 ⁽²⁾ 07/19/2014	Common Stock	3,562
NQ - Stock Option (Right to Buy)	\$ 28.06					01/19/2005 ⁽³⁾ 07/19/2014	Common Stock	3,104

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lundquist Jane 288 UNION STREET ROCKLAND, MA 02370			Executive Vice President	

Signatures

Linda M. Campion, Power of
Attorney

08/08/2013

__Signature of Reporting Person

Date

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) Granted under the Independent Bank Corp. 2005 Employee Stock Option Plan (2005 Plan). 2,167 shares shall first become exercisable on 2/17/12, 2,167 shares shall first become on 2/17/13, and the remaining 2,166 shares shall first become exercisable on 2/17/14, subject to the earlier termination of employment or acceleration of vesting schedule under certain termination of employee circumstances.

(2) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan (1997 Plan). 3,334 shares became exercisable on 1/19/05, 229 shares became exercisable on 7/19/05, and the remaining 3,333 shares became exercisable on 7/19/06, subject to the earlier termination of employment or acceleration of vesting schedule under certain termination of employee circumstances.

(3) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan (1997 Plan). Shares became exercisable on 7/19/05, subject to the earlier termination of employment or acceleration of vesting schedule under certain termination of employee circumstances.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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