

SEKSAY EDWARD H  
Form 4  
July 27, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
SEKSAY EDWARD H

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
07/25/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
General Counsel

ROCKLAND, MA 02370

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 07/25/2012                           |  | S                              |   | 7,166   | D  |                                   |
|                                 |                                      |  |                                |   | \$ 28.9984  |  |                                   |
|                                 |                                      |  |                                |   | (1)   |  |                                   |
| Common Stock                    | 07/25/2012                           |  | M                              |   | 4,617   | A  |                                   |
|                                 |                                      |  |                                |   | \$ 23.47  |  |                                   |
| Common Stock                    | 07/25/2012                           |  | M                              |   | 2,549   | A  |                                   |
|                                 |                                      |  |                                |   | \$ 23.47  |  |                                   |
| Common Stock                    | 07/26/2012                           |  | M                              |   | 1,559   | A  |                                   |
|                                 |                                      |  |                                |   | \$ 23.47  |  |                                   |
| Common Stock                    | 07/26/2012                           |  | S                              |   | 1,559   | D  |                                   |
|                                 |                                      |  |                                |   | \$ 29.5714  |  |                                   |

(2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| ISO - Stock Option (Right to Buy)          | \$ 23.47   | 07/25/2012                           |  | M                              | 4,617  | 01/02/2005 <sup>(3)</sup> 12/19/2012                     | Common Stock  | 4,617                      |
| NQ - Stock Option (Right to Buy)           | \$ 23.47   |                                      |  |                                |  | 06/20/2003 <sup>(4)</sup> 12/19/2012                     | Common Stock  | 4,108                      |
| NQ - Stock Option (Right to Buy)           | \$ 23.47   | 07/25/2012                           |  | M                              | 2,549  | 06/20/2003 <sup>(4)</sup> 12/19/2012                     | Common Stock  | 2,549                      |
| NQ - Stock Option (Right to Buy)           | \$ 23.47   | 07/26/2012                           |  | M                              | 1,559  | 06/20/2003 <sup>(4)</sup> 12/19/2012                     | Common Stock  | 1,559                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Director 10% Owner Officer Other

SEKSAY EDWARD H  
288 UNION STREET  
ROCKLAND, MA 02370

General Counsel

## Signatures

Jennifer M. Kingston, Power of  
Attorney

07/27/2012

\_\_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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.90 to \$29.12, inclusive. The reporting person undertakes to provide to the issuer, and security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.37 to \$29.67, inclusive. The reporting person undertakes to provide to the issuer, and security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth this footnote.

(3) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan (1997 Plan). 2,909 shares became exercisable on 6/20/03, 2,908 shares became exercisable on 1/2/04, and the remaining 2,908 shares became exercisable on 1/2/05, subject to the earlier termination of employment or acceleration of vesting schedule under certain termination of employee circumstances.

(4) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan (1997 Plan). 2,909 shares became exercisable on 6/20/03, 2,908 shares became exercisable on 1/2/04, and the remaining 2,908 shares became exercisable on 1/2/05, 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.