

INDEPENDENT BANK CORP
 Form 4
 November 03, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 Jensen Barry H

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Information Officer

(Last) (First) (Middle)
 C/O INDEPENDENT BANK
 CORP., 288 UNION STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 10/28/2014

ROCKLAND, MA 02370

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

(City) (State) (Zip)

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 (A) or (D) | | |
| Common Stock | 10/30/2014 | | M | | 785 A \$ 34.18 | | D |
| Common Stock | 10/30/2014 | | M | | 882 A \$ 34.18 | | D |
| Common Stock | 10/30/2014 | | M | | 3,333 A \$ 34.18 | | D |
| Common Stock | 10/28/2014 | | S | | 5,000 D \$ 39.13 | | D |

Edgar Filing: INDEPENDENT BANK CORP - Form 4

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 Acquired (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) | \$ 34.18 | 10/30/2014 | | M | 785 | 06/09/2005 ⁽³⁾ 12/09/2014 | Common Stock | 785 |
| NQ Stock Option (Right to Buy) | \$ 34.18 | 10/30/2014 | | M | 882 | 06/09/2005 ⁽³⁾ 12/09/2014 | Common Stock | 882 |
| NQ Stock Option (Right to Buy) | \$ 34.18 | 10/30/2014 | | M | 3,333 | 12/15/2005 ⁽⁴⁾ 12/09/2014 | Common Stock | 3,333 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jensen Barry H C/O INDEPENDENT BANK CORP. 288 UNION STREET ROCKLAND, MA 02370 | | | Chief Information Officer | |

Signatures

Sarah E. Hutchings, Power of Attorney for Barry H.
Jensen

11/03/2014

__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).

Holdings include 99.5983 shares acquired as a result of participation in the Independent Bank Corp. 2010 Dividend Reinvestment and
(1) Stock Purchase Plan since the last Form 4 filing (3/20). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.

- This price represents the weighted average purchase price of stock sales that were executed at prices ranging from \$39.10 through \$39.20
(2) per share. The reporting person hereby undertakes, upon request by the SEC staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares purchased at each separate price.
- (3) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan. Shares became exercisable on June 9, 2005.
- (4) Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan. Shares became exercisable on December 15, 2005.

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.