

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
 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.

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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 ⁽³⁾ 12/19/2012	Common Stock	4,617
NQ - Stock Option (Right to Buy)	\$ 23.47					06/20/2003 ⁽⁴⁾ 12/19/2012	Common Stock	4,108
NQ - Stock Option (Right to Buy)	\$ 23.47	07/25/2012		M	2,549	06/20/2003 ⁽⁴⁾ 12/19/2012	Common Stock	2,549
NQ - Stock Option (Right to Buy)	\$ 23.47	07/26/2012		M	1,559	06/20/2003 ⁽⁴⁾ 12/19/2012	Common Stock	1,559

Reporting Owners

Reporting Owner Name / Address	Relationships
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Reporting Owners

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.

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