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INDEPENDENT BANK CORP

Form 4 May 25, 2011

FORM 4

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

OMB Number: 3235-0287

Estimated average

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Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

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

response... 0.5

OMB APPROVAL

See Instruction 1(b).

(Print or Type Responses)

RIBEIRO CARL S		2. Issuer Name and Ticker or Trading Symbol INDEPENDENT BANK CORP [INDB]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 288 UNION	, ,	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2011				X Director Officer (give below)		Owner or (specify	
ROCKLAN	(Street) ND, MA 02370		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secui	rities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution		Code (Instr. 8)	4. Securitor(A) or Di (Instr. 3,	spose 4 and (A) or	d of (D) 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)
Common Stock	05/24/2011			Code V A	Amount 700 (1)	(D)	Price \$ 28.875	11,786.463 (2)	D	
Common Stock								3,730.825	I	by Spouse

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

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SEC 1474

(9-02)

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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. 5. Number Transactionof Code Derivative (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ - Stock Option (Right to Buy)	\$ 28.875	05/24/2011		A	500	05/24/2011(4)	05/24/2021	Common Stock	500

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
RIBEIRO CARL 288 UNION STREET ROCKLAND, MA 02370	X					

Signatures

Jennifer M. Kingston, Power of Attorney 05/25/2011

**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) Independent Bank Corp. awarded restricted stock to reporting person.
- (2) Total holdings include 61.5663 shares acquired through the Company's Dividend Reinvestment Plan since the last Form 4 filing (1/11). Such transactions are exempt from the reporting requirements of Section 16 of the Securities Exchange Act of 1934.
- Holdings held by spouse include: 1,082.560 shares held in broker name and 2,648.265 shares held in IRA w/broker. Holdings reflect 7.3540 and 17.5710 shares, respectively, received pursuant to the Company's Dividend Reinvestment Plan since the last Form 4 filing (1/11). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.
- (4) Non-Employee Director, Non-Qualified Stock Options expire 10 years from grant date unless earlier terminated by reason of cessation as non-employee director.

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

Reporting Owners 2

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