#### SULLIVAN ROBERT D

Form 4 May 26, 2011

## FORM 4

### **OMB APPROVAL**

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

OMB Number:

Expires:

3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

0.5

Section 16. Form 4 or Form 5 obligations

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

**SECURITIES** 

Estimated average burden hours per response...

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(Street)

2. Issuer Name and Ticker or Trading Symbol

Issuer

SULLIVAN ROBERT D

INDEPENDENT BANK CORP

(Check all applicable)

[INDB]

3. Date of Earliest Transaction

X\_ Director 10% Owner Other (specify Officer (give title

5. Relationship of Reporting Person(s) to

(Last) (First) (Middle) (Month/Day/Year)

05/24/2011

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

ROCKLAND, MA 02370

288 UNION STREET

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 7. Nature of 6.

1.Title of Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

Reported

Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(I)

(A) or Code V Amount (D)

Transaction(s) (Instr. 3 and 4) Price

(Instr. 4)

D

Common 05/24/2011 Stock

17,042.3031 Α  $700 \, \frac{(1)}{}$ Α (2) 28.875

number.

by Trusts

Common Stock

10,331 I (3)

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. Transactic 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)	
				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		
SULLIVAN ROBERT D 288 UNION STREET ROCKLAND, MA 02370	X					

## **Signatures**

Jennifer M. Kingston, Power of Attorney 05/26/2011

\*\*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.
- Total holdings include 8,008 shares held i/n/o Chrystine M. Sullivan Revocable Trust dated 2/3/90 on which Mr. Sullivan is a trustee and beneficiary and 152.4353 shares acquired through the Company's Dividend Reinvestment Plan since the last Form 4 filing (5/10). Such transactions are exempt from the reporting requirements of Section 16 of the Securities Exchange Act of 1934.
- Total holdings include 6,356 shares held i/n/o Special Marital Trust of R. J. Sullivan on which Mr. Sullivan is a Trustee and 3,975 shares (3) held i/n/o Joseph Sullivan Irrevocable Trust on which Mr. Sullivan is a Trustee. The filing of this statement shall not be construed as an admission that the undersigned is, for purposes of Section 16 of the Securities Exchange Act, the beneficial owner of such securities.
- (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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