SHEAHAN DENIS K

Form 4

March 01, 2010

FORM 4

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

OMB 3235-0287

Estimated average

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

0.5

OMB APPROVAL

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

burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHEAHAN DENIS K			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 S	(First) TREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2010	Director 10% Owner _X Officer (give title Other (specify below) Chief Financial Officer			
	(Street)		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			
ROCKLAND	, MA 02370			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 appropriate oper Disposed of (Instr. 3, 4 and	of (D)	red (A)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	02/25/2010		A	7,500 (1)	A	\$0	28,668.053	D		
Common Stock	02/25/2010		J	8,168.053 (2)	D	\$0	20,500	D		
Common Stock	02/25/2010		J	8,168.053	A	\$0	8,168.053	I	by Broker w Spouse	
Common Stock							9,729.912	I	401(K) Plan	
Common Stock							425.276	I	by Daughter	

(4)

Common 846.482 I by Son (5)

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. orNumber of	6. Date Exerc Expiration D (Month/Day/	ate	7. Title Amou	nt of	8. Price of Derivative Security	9. Nu Deriv Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securi		(Instr. 5)	Bene
	Derivative				Securities	;		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIIsti
					4, and 5)						
									Amount		
						D.	Б		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Domantina Oroman Nama / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

SHEAHAN DENIS K 288 UNION STREET ROCKLAND, MA 02370

Chief Financial Officer

03/01/2010

Signatures

By: Linda M. Campion, Power of Attorney For: Denis K. Sheahan

**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) Shares transferred from direct ownership to broker ownership.

(3)

Reporting Owners 2

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Shares held in Agency account jt. w/spouse and include 139.7384 shares acquired through Independent Bank Corp.'s Dividend Reinvestment Plan since the last Form 4 filing (8/09). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.

- Shares held i/n/o Filer, Custodian for daughter. Holdings include 7.2756 shares acquired through Independent Bank Corp.'s Dividend Reinvestment Plan since the last Form 4 filing (8/09). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended. The filing of this statement should 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.
- Shares held i/n/o Filer, Custodian for sons. Holdings reflect 14.4816 shares acquired through Independent Bank Corp.'s Dividend
 Reinvestment Plan since the last Form 4 filing (8/09). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended. The filing of this statement should 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.

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.