Nadeau Gerard F Form 4 November 05, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

ROCKLAND, MA 02370

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Nadeau Gerard F Issuer Symbol INDEPENDENT BANK CORP (Check all applicable) [INDB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) 288 UNION STREET 02/25/2010 **Executive Vice President**

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

OMB APPROVAL

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January 31,

2005

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X Form filed by One Reporting Person Form filed by More than One Reporting Person

| | | | | | | | 1 (130) | | | |
|--------------------------------------|---|---|---|-----------------|-----------|--|---|------------------|-----------------------|--|
| (City) | (State) | (Zip) Tab | le I - Non-I | Derivative Se | curiti | es Acqu | ired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | 5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock | 02/25/2010 | | A | 7,500 (1) | A | \$0 | 23,250.92 | D | | |
| Common Stock | 02/25/2010 | | J | 2,750.92 (2) | D | \$0 | 20,500 | D | | |
| Common Stock | 02/25/2010 | | J | 950.92 | A | \$0 | 975.866 | I | by Broker (3) | |
| Common Stock | 02/25/2010 | | J | 1,800 | A | \$0 | 1,800 | I | by Broker w Spouse | |
| Common Stock | | | | | | | 171.125 | I | by Daughter | |

(5)

Common Stock

172.634

I

by Son (6)

(9-02)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | ; | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr | |
|---|---|---|---|--|---|---------------------|--------------------|---|---|---|--|
| | | | | Code V | 4, and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Nadeau Gerard F 288 UNION STREET ROCKLAND, MA 02370

Executive Vice President

Signatures

By: Linda M. Campion, Power of Attorney For: Gerard F. Nadeau

03/01/2010

**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 broker name f/b/o Filer, formerly reported as direct holding and includes 24.946 shares received pursuant to the Company'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.

- (4) Shares held jt. w/spouse formerly reported as direct holding
- Holdings include 2.928 shares received pursuant to the Company's Dividend Reinvestment Plan since the last Form 4 fling (8/09). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act. The filing of this statement should not be construed as an admission that the undersigned is, for purposes of Section 16 of the Securities and Exchange Act, the beneficial owner of such securities.
- Total holdings include 2.952828 shares received pursuant to the Company'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 and 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.