

Parent William M  
Form 4  
April 03, 2019

# 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 \*  
Parent William M

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/01/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O INDEPENDENT BANK  
CORP., 288 UNION STREET

(Street)

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

ROCKLAND, MA 02370

(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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code V  | Amount  |  |                                   |
| Common Stock                    | 04/01/2019                           |  | A                              |   | 54,730 <sup>(1)</sup> / <sub>(2)</sub>  | D  |                                   |
| Common Stock                    | 04/01/2019                           |  | A                              |   | 842 <sup>(2)</sup> / <sub>(3)</sub>   | I  | IRA                               |
| Common Stock                    | 04/01/2019                           |  | A                              |   | 1,562 <sup>(2)</sup> / <sub>(5)</sub>   | I  | ESOP                              |
| Common Stock                    | 04/01/2019                           |  | A                              |   | 4,458 <sup>(2)</sup> / <sub>(6)</sub>   | I  | 401K                              |

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 (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 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Parent William M<br>C/O INDEPENDENT BANK CORP.<br>288 UNION STREET<br>ROCKLAND, MA 02370 | X             |           |         |       |

## Signatures

/s/ Maureen Gaffney, Power of Attorney for William Parent 04/03/2019

\_\_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) Shares issued in exchange for approximately 237,140 shares of Blue Hills Bancorp, Inc. common stock in connection with the merger of Blue Hills Bancorp, Inc. with and into Independent Bank Corp.
- (2) On the last trading day prior to the effective date of the merger, the closing price of Blue Hills Bancorp, Inc. common stock was \$23.90 per share, and the closing price of Independent Bank Corp.'s common stock was \$81.01 per share.
- (3) Shares issued in exchange for 3,650 shares of Blue Hills Bancorp, Inc. common stock in connection with the merger of Blue Hills Bancorp, Inc. with and into Independent Bank Corp.
- (4)

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The filing of this statement should not be construed as an admission that the undersigned is, for purposes of Section 16 of the Exchange Act, the beneficial owner of such securities.

Shares issued in exchange for 6,769 shares of Blue Hills Bancorp, Inc. common stock in connection with the merger of Blue Hills

(5) Bancorp, Inc. with and into Independent Bank Corp. Amount of shares reflects adjustment for additions to the Holder's ESOP account for the 2018 plan year allocation.

(6) Shares issued in exchange for 19,318 shares of Blue Hills Bancorp, Inc. common stock in connection with the merger of Blue Hills Bancorp, Inc. with and into Independent Bank Corp. held in Filer's 401(k) account at previous employer.

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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