

INDEPENDENT BANK CORP  
Form 4  
July 23, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
Jensen Barry H

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)  
07/22/2015

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chief Information Officer

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	07/22/2015		M	A	\$ 27.575	16,099.0713 (1)	D
Common Stock	07/22/2015		M	A	\$ 32.995	20,099.0713	D
Common Stock	07/22/2015		M	A	\$ 28.27	26,099.0713	D
Common Stock	07/22/2015		S	D	\$ 49.502	13,599.0713	D

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 (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)	Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 27.575	07/22/2015		M	2,500	02/10/2012 <sup>(2)</sup> 02/10/2021	Common Stock	2,500
NQ Stock Option (Right to Buy)	\$ 32.995	07/22/2015		M	4,000	02/15/2008 <sup>(3)</sup> 02/15/2017	Common Stock	4,000
NQ Stock Option (Right to Buy)	\$ 28.27	07/22/2015		M	6,000	02/14/2009 <sup>(4)</sup> 02/14/2018	Common Stock	6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jensen Barry H C/O INDEPENDENT BANK CORP. 288 UNION STREET ROCKLAND, MA 02370			Chief Information Officer	

## Signatures

/s/ Sarah E Hutchings, Power of Attorney for Barry H.  
Jensen

07/23/2015

\_\_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).

- Holdings include 98.0129 shares acquired as a result of participation in the Independent Bank Corp. 2014 Dividend Reinvestment and
- (1) Stock Purchase Plan since the last Form 4 filing (3/20/15). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.
  - (2) Granted under the Independent Bank Corp. 2005 Employee Stock Option Plan. 834 shares first became exercisable on 2/10/12 and 833 shares became exercisable on 2/10/13 and 2/10/14.
  - (3) Granted under the Independent Bank Corp. 2005 Employee Stock Option Plan. 800 shares first became exercisable on 2/15/08 and 800 shares became exercisable annually from 2/15/09 to 2/15/12.
  - (4) Granted under the Independent Bank Corp. 2005 Employee Stock Option Plan. 1200 shares first became exercisable on 2/14/09 and 1200 shares became exercisable annually from 2/14/10 to 2/14/13.

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.