

INDEPENDENT BANK CORP
Form 4
December 26, 2007

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

OMB APPROVAL

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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 *
SPURR JOHN H JR

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)
12/24/2007

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) | 15,669.839 ⁽¹⁾ | D | |
| Common Stock | | | | | 605.341 | I | by spouse ⁽²⁾ |
| Common Stock | | | | | 300,613.135 | I | by Corporation ⁽³⁾ |
| Common Stock | | | | | 12,995 | I | by Trusts ⁽⁴⁾ |
| | 12/24/2007 | | G | V 250 D \$ 0 | 2,473.841 | I | Trust ⁽⁵⁾ |

Common
Stock

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

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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. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| SPURR JOHN H JR C/O INDEPENDENT BANK CORP 288 UNION STREET ROCKLAND, MA 02370 | X | | | |

Signatures

Linda M. Campion, Power of Attorney for John H. Spurr, Jr.

12/26/2007

__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).

Total holdings include 800 Shares of Restricted Stock and 85.472 common stock shares received pursuant to the Independent Bank Corp.

(1) Dividend Reinvestment Plan since last Form 4 filing (7/07). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.

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(2) Shares held *i/n/o* spouse and include 3,479 shares acquired pursuant to the Independent Bank Corp. Dividend Reinvestment Plan since the last Form 4 filing (7/07). 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.

(3) Shares held *i/n/o* A. W. Perry Security Corporation. Filer is President of this Corporation. 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.

(4) Trust shares are represented as: 2,415 shares held *i/n/o* Elizabeth P. Spurr 1972 Trust *f/b/o* Filer, who is co-trustee and remaindermer of Trust; 2,415 shares held *i/n/o* Elizabeth P. Spurr 1972 Trust *f/b/o* Filer's sister. Filer is co-trustee of Trust. 8,165 shares held *i/n/o* John H. Spurr 1993 Trust *f/b/o* Filer, who is a co-trustee and remaindermer of Trust. 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 held by Trusts.

(5) Shares held *i/n/o* John H. Spurr 1998 Trust on which the Filer is a Trustee and Life Beneficiary. Holdings include 15,211 shares received pursuant to the Independent Bank Corp. Dividend Reinvestment Plan since the last Form 4 filing (7/07). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.

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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