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ANDERSON RICHARD S

Form 4

December 21, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ANDERSON RICHARD S			2. Issuer Symbol	Name and	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
			INDEPENDENT BANK CORP [INDB]			(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction	_X_ Director	109		
200 111 110 11 0 0 0 0 0 0 0 0 0 0 0 0 0			(Month/D	•		below)	e title Oth below)	er (specify	
288 UNION STREET			12/18/20	009					
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			Applicable Line)			
						X Form filed by Form filed by			
ROCKLAN	D, MA 02370					Person	wiore than One R	cporting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative Securities Acq	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of	2. Transaction	Date 2A. Dee	emed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature	
Security	(Month/Day/Y	ear) Executi	on Date, if	Transaction	on(A) or Disposed of	Securities	Form: Direct	Indirect	

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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	12/18/2009		M	1,000	A	\$ 11.5	35,323.706	D	
Common Stock	12/18/2009		M	1,000	A	\$ 15.1	36,323.706 (1)	D	

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

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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)	5. Number on f 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 Ame Underlying Secu (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	At or Title No of Sh
Non-Qualified Stock Option (right to buy)	\$ 11.5	12/18/2009		M	1,000	10/18/2000(2)	04/18/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.1	12/18/2009		M	1,000	10/17/2001(2)	04/17/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.325					10/15/2003(2)	04/15/2013	Common Stock 1
Non-Qualified Stock Option (right to buy)	\$ 27.105					10/16/2002(2)	04/16/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 27.16					10/26/2005(2)	04/25/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 27.685					10/27/2004(2)	04/27/2014	Common Stock 1

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ANDERSON RICHARD S 288 UNION STREET ROCKLAND, MA 02370	X						

Signatures

By: Linda M. Campion, Power of Attorney For: Richard S.

Anderson 12/01/2009

**Signature of Reporting Person Date

Reporting Owners 2

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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 1,600 shares of restricted stock and 1,404 shares held in broker name f/b/o of Filer. Total holdings also include (1) 262.249203 shares received pursuant to the Company's Dividend Reinvestment Plan since the last Form 4 filing (7/09). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.
- (2) Non-Employee Director, Non-Qualified Common Stock Options expire 10 years from the grant date unless earlier terminated by reason of cessation as non-employee director.

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.