

INDEPENDENT BANK CORP
Form 4
August 12, 2014

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 *
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)
08/08/2014

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	06/23/2014		G	V 8,165 ⁽¹⁾ D \$ 0	4,830	I	by Elizabeth P. Spurr Trust ⁽²⁾
Common Stock	06/23/2014		G	V 4,083 A \$ 0	5,396.096	I	by Trust ⁽³⁾
Common Stock	08/08/2014		G	V 2,042 D \$ 0	3,354.096	I	by Trust ⁽³⁾
Common Stock	08/08/2014		G	V 2,042 ⁽⁴⁾ A \$ 0	2,042	I	K. Spurr Trust ⁽⁵⁾
	08/08/2014		A	V 190 ⁽⁶⁾ A		D	

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Common Stock	\$ 25,555.075			
	35.3	(7)		
Common Stock	662.4904		I	by Spouse (8)
Common Stock	100,000.135		I	by Corporation (9)

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)
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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

Taylor Beckett, Power of Attorney for John H. Spurr, Jr. 08/12/2014

__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) Distribution of shares by John H. Spurr 1993 Trust f/b/o Filer, who is a co-trustee and remainderman of Trust. One-half of these shares were distributed to the John H. Spurr, Jr. Trust, of which Filer is a Trustee and Life Beneficiary.
- Trust shares represented by: 2,415 shares held i/n/o Elizabeth P. Spurr 1972 Trust f/b/o Filer, who is co-trustee and remainderman of Trust and 2,415 shares held i/n/o Elizabeth P. Spurr 1972 Trust f/b/o Filer's sister. Filer is co-trustee of Trust. The John H. Spurr 1993 Trust f/b/o Filer no longer holds any Independent Bank Corp. shares. 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 of 1934, as amended ("Exchange Act"), the beneficial owner of such securities held by Trusts.
- (2)
- (3) Shares held i/n/o of John H. Spurr, Jr. Trust of which the Filer is a Trustee and Life Beneficiary. Holdings include 9,416 shares acquired as a result of participation in the 2010 Independent Bank Corp. Dividend Reinvestment and Stock Purchase Plan since the last Form 4 filing. Such transactions are exempt from the reporting requirements of Section 16 of the Exchange Act.
- (4) Transfer of 2,042 shares by John H. Spurr, Jr. Trust, of which the Filer is a Trustee and Life Beneficiary, to the Kay Spurr Trust, over which the Filer may be deemed to possess voting or investment control.
- (5) Shares held i/n/o of Kay Spurr Trust, over which the Filer may be deemed to possess voting or investment control. The filing of this statement should not be construed as an admission that the undersigned is, for purposes of the Exchange Act, the beneficial owner of such securities.
- (6) Shares acquired as a result of participation in the Independent Bank Corp. Directors Deferred Compensation Program.
- (7) The Form 4 filed by the Filer on May 21, 2014 inadvertently understated the amount of securities beneficially owned following the reported transaction by 780 shares. This amount has been updated to reflect the inclusion of those 780 shares. Total holdings also include 68,1274 shares acquired as a result of participation in the 2010 Independent Bank Corp. dividend Reinvestment and Stock Purchase Plan since the last Form 4 filing. Such transactions are exempt from the reporting requirements of Section 16 of the Exchange Act.
- (8) 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.
- (9) 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.

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.