

INDEPENDENT BANK CORP  
Form 3  
July 06, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Nadeau Gerard F                         |         | (Month/Day/Year)                     | INDEPENDENT BANK CORP [INDB]                       |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         |                                      |  |  |
| 288 UNION STREET                          |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| ROCKLAND,Â MAÂ 02370                      |         |                                      | <input checked="" type="checkbox"/> Officer        | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Executive Vice President                           |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock <sup>(1)</sup>     | 2,896.677   | D  | Â   |
| Common Stock <sup>(2)</sup>     | 156.9   | I  | by Daughter   |
| Common Stock <sup>(2)</sup>     | 158.284   | I  | by Son  |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|   | Date Exercisable           | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---|----------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Incentive Stock Option (right to buy)     | 06/22/2001 <sup>(3)</sup>  | 12/20/2010      | Common Stock        | 4,675                      | \$ 11.9063                   | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/24/2000 <sup>(4)</sup>  | 12/22/2009      | Common Stock        | 3,000                      | \$ 12.4063                   | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/24/1999 <sup>(5)</sup>  | 12/22/2008      | Common Stock        | 800                        | \$ 17.25                     | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/21/2002 <sup>(6)</sup>  | 12/19/2011      | Common Stock        | 4,900                      | \$ 20.125                    | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/20/2003 <sup>(7)</sup>  | 12/19/2012      | Common Stock        | 4,375                      | \$ 23.47                     | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/11/2004 <sup>(8)</sup>  | 12/11/2013      | Common Stock        | 3,658                      | \$ 30.14                     | D  | Â          |
| Incentive Stock Option (right to buy)     | 06/09/2005 <sup>(9)</sup>  | 12/09/2014      | Common Stock        | 793                        | \$ 34.18                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 12/15/2005 <sup>(10)</sup> | 12/14/2012      | Common Stock        | 7,500                      | \$ 28.895                    | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 06/11/2004 <sup>(8)</sup>  | 12/11/2013      | Common Stock        | 192                        | \$ 30.14                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 02/15/2008 <sup>(11)</sup> | 02/15/2017      | Common Stock        | 5,000                      | \$ 32.995                    | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 06/09/2005 <sup>(9)</sup>  | 12/09/2014      | Common Stock        | 5,707                      | \$ 34.18                     | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                            |       |
|---|---------------|-----------|----------------------------|-------|
|   | Director      | 10% Owner | Officer                    | Other |
| Nadeau Gerard F<br>288 UNION STREET<br>ROCKLAND,Â MAÂ 02370 | Â             | Â         | Â Executive Vice President | Â     |

## Signatures

By: Linda M. Campion, Power of Attorney For: Gerard F. Nadeau

07/06/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Direct holdings include 896.677 shares held by Filer in broker name and 2,000 shares held joint w/spouse
- (2) The filing of this statement should not be construed as an admission that the undersigned is, for purposes of Section 16 of the Securities and Exchange Act, the beneficial owner of such securities.  

Granted under the Independent Bank Corp. 1997 Employee Stock Option Plan ("the Plan"). 1,559 shares pursuant to the Option first became exercisable on 6/22/01, 1,559 shares first became exercisable on 1/2/02 and the remaining 1,557 shares first became exercisable on 1/2/03. The Option will expire on 12/20/10 subject to the earlier termination of employment or acceleration of vesting schedule under certain termination of employee circumstances.
- (3) Granted under the 1997 Plan. 1,634 shares first became exercisable on 6/24/00, 1,634 shares first became exercisable on 1/2/01, and the remaining 1,632 shares first became exercisable on 1/2/02. The Option will expire on 12/22/09, subject to the earlier termination provisions noted above.
- (4) Granted under the 1997 Plan. 1,334 shares first became exercisable on 6/24/99, 1,334 shares first became exercisable on 1/2/00, and the remaining 1,332 shares first became exercisable on 1/2/01. The Option will expire on 12/22/08, subject to the earlier termination provisions noted above.
- (5) Granted under the 1997 Plan. 1,634 shares first became exercisable on 6/21/02, 1,633 shares first became exercisable on 1/2/03, and the remaining 1,633 shares first became exercisable on 1/2/04. The Option will expire on 12/19/11, subject to the earlier termination provisions noted above.
- (6) Granted under the 1997 Plan. 1,459 shares first became exercisable on 6/20/03, 1,458 shares first became exercisable on 1/2/04, and the remaining 1,458 shares first became exercisable on 1/2/05. The Option will expire on 12/19/12, subject to the earlier termination provisions noted above.
- (7) Granted under the 1997 Plan. 1,284 shares first became exercisable on 6/11/04, 1,283 shares first became exercisable on 1/2/05 and the remaining 1,283 shares first became exercisable on 1/2/06. The Option will expire on 12/11/13, subject to the earlier termination provisions noted above.
- (8) Granted under the 1997 Plan on 12/9/04. All options fully vested a/o 12/15/05. The Option will expire on 12/9/14, subject to the earlier termination provisions noted above.
- (9) Non-Qualified Stock Options granted under the Independent Bank Corp. 2005 Employee Stock Plan ("2005 Plan"). The Options immediately vested and will expire on 12/14/12, unless earlier terminated in accordance with the Stock Option Agreement.  

Granted under the 2005 Plan. The Options vest in equal installments of 1,000 shares over a five-year term beginning on 2/15/08 and thereafter on each successive anniversary date (2/15/09-2/15/12). The Options expire on 2/15/17, unless earlier terminated in accordance with the Stock Option Agreement.
- (11)

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.