

INDEPENDENT BANK CORP

Form 4

May 24, 2017

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

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

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SPURR JOHN H JR

(Last) (First) (Middle)

C/O INDEPENDENT BANK  
CORP., 288 UNION STREET

(Street)

ROCKLAND, MA 02370

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
INDEPENDENT BANK CORP  
[INDB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/23/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify  
below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4)          |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------|
| Common<br>Stock                       | 05/23/2017                              |                                                             | A                                       | 500 <sup>(1)</sup>                                                         | A \$ 0 18,310.5429                                                                                                 | D                                                                       |                                                  |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 100,000                                                                                                            | I                                                                       | by<br>Corporation<br><sup>(2)</sup>              |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 4,830                                                                                                              | I                                                                       | by Elizabeth<br>P. Spurr<br>Trust <sup>(3)</sup> |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 14,503                                                                                                             | I                                                                       | by Trust <sup>(4)</sup>                          |

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|                 |       |   |                                  |
|-----------------|-------|---|----------------------------------|
| Common<br>Stock | 2,704 | I | K. Spurr<br>Trust <sup>(5)</sup> |
|-----------------|-------|---|----------------------------------|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |              |         |       |
|-----------------------------------------------------------------------------------------|---------------|--------------|---------|-------|
|                                                                                         | Director      | 10%<br>Owner | Officer | Other |
| SPURR JOHN H JR<br>C/O INDEPENDENT BANK CORP.<br>288 UNION STREET<br>ROCKLAND, MA 02370 | X             |              |         |       |

## Signatures

/s/ Maureen Gaffney, Power of Attorney for John H.  
Spurr Jr.

05/24/2017

\*\*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).

Independent Bank Corp. awarded restricted stock to reporting person per the Independent Bank Corp. 2010 Non-Employee Director  
(1) Stock Plan in a transaction exempt pursuant to Rule 16b-3(d). Shares are scheduled to vest on the fifth anniversary of the date of the grant.

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- Shares held i/n/o A. W. Perry Security Corporation. Filer is Vice Chairman of this Corporation. The filing of this statement should not be
- (2) 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) 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 income beneficiary 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.
- (4) Shares held in name of John H. Spurr, Jr. Trust on which the Filer is a Trustee and Life Beneficiary.

- 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
- (5) statement should not be construed as an admission that the undersigned is, for purposes of the 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.

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