

INDEPENDENT BANK CORP  
Form 4  
July 28, 2005

**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 \*  
JONES KEVIN J

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)  
07/25/2005

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/26/2005		P		372	A	\$ 29.83	32,021.119 (1)	D	
Common Stock	07/25/2005		J		38.764	A	\$ 0	7,201.141 (2)	I	by Spouse
Common Stock								5,000	I	by Corporation
Common Stock								30,000	I	by Son

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 11.5					10/18/2000 <sup>(3)</sup>	04/18/2010	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 13.375					10/13/1999 <sup>(3)</sup>	04/13/2009	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 15.1					10/17/2001 <sup>(3)</sup>	04/17/2011	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 17.9375					08/14/1998 <sup>(3)</sup>	02/13/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 19.25					10/14/1998 <sup>(3)</sup>	04/14/2008	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 20.325					10/15/2003 <sup>(3)</sup>	04/15/2013	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 27.105					10/16/2002 <sup>(3)</sup>	04/16/2012	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 27.16					10/26/2005 <sup>(3)</sup>	04/25/2015	Common Stock	1,000
	\$ 27.685					10/27/2004 <sup>(3)</sup>	04/27/2014		1,000

Non-Qualified  
Stock Option  
(right to buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES KEVIN J 288 UNION STREET ROCKLAND, MA 02370		X		

## Signatures

By: Jennifer M. Kingston, Power of Attorney For: Kevin J. Jones

07/28/2005

\_\_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) Shares acquired as a result of participation in the Independent Bank Corp. Directors Deferred Compensation Program. Total holdings include 6,000 shares held in broker name f/b/o Filer and spouse and 82.576 shares received pursuant to the Company's Dividend Reinvestment Plan, since the last Form 4 filing (4/05). Such transactions are exempt from the reporting requirements of Section 16 of the Securities Exchange Act of 1934, as amended.
  - (2) Shares held i/n/o spouse include 38.7637 shares received pursuant to the Company's Dividend Reinvestment Plan, since the last Form 4 filing (4/05). Such transactions are exempt from the reporting requirements of Section 16 of the Securities 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) Non-Employee Director Derivative Securities, 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.