SULLIVAN ROBERT D

Form 4 May 12, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287 January 31,

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OMB APPROVAL

Estimated average burden hours per response... 0.5

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

Check this box

Form 5
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 * SULLIVAN ROBERT D	2. Issuer Name and Ticker or Trading Symbol INDEPENDENT BANK CORP	5. Relationship of Reporting Person(s) to Issuer			
	[INDB]				
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% Owner Officer (give title Other (specify			
C/O INDEPENDENT BANK CORP, 288 UNION STREET	05/11/2005	below) below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)	Applicable Line)			
ROCKLAND, MA 02370		_X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Own			

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Seci	urities Ac	quired, Disposed	of, or Benefi	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	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					,		11,022.736 (1)	D	
Common Stock							1,455 <u>(2)</u>	I	by Trust
Common Stock							6,356 (3)	I	by Trust
Common Stock							4,225 (4)	I	by Trust
Common Stock	05/11/2005		S	133	D	\$ 26.88	5,182.4759	I	by Corporation

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								(5)
Common Stock	05/11/2005	S	100	D	\$ 26.89	5,082.4759	I	by Corporation
Common Stock	05/11/2005	S	200	D	\$ 26.9	4,882.4759	I	by Corporation
Common Stock	05/11/2005	S	200	D	\$ 26.91	4,682.4759	I	by Corporation (5)
Common Stock	05/11/2005	S	400	D	\$ 26.92	4,282.4759	I	by Corporation (5)
Common Stock	05/11/2005	S	200	D	\$ 26.93	4,082.4759	I	by Corporation
Common Stock	05/11/2005	S	1,087	D	\$ 26.94	2,995.4759	I	by Corporation
Common Stock	05/11/2005	S	200	D	\$ 26.97	2,795.4759	I	by Corporation
Common Stock	05/11/2005	S	252	D	\$ 27.01	2,543.4759 (5)	I	by Corporation (5)

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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SULLIVAN ROBERT D C/O INDEPENDENT BANK CORP 288 UNION STREET ROCKLAND, MA 02370	X						

Signatures

Linda M. Campion Power of Attorney for Robert D. Sullivan

05/12/2005

**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).
- Total direct holdings include 8,008 shares held i/n/o Chrystine M. Sullivan Revocable Trust dated 2/3/90 on which Mr. Sullivan is a Trustee and Beneficiary.
- Shrs. held i/n/o Mary Sullivan Trust dtd. 3/29/83. Mr. Sullivan is a Trustee of this Trust. The filing of this statement should not be (2) construed as an admission that the Filer is, for purposes of Section 16 of the Securities Exchange Act, the beneficial owner of such securities.
- Shrs. held i/n/o Special Marital Trust of R. J. Sullivan. Mr. Sullivan is a Trustee of this Trust. The filing of this statement should not be (3) construed as an admission that the Filer is, for purposes of Section 16 of the Securities Exchange Act, the beneficial owner of such securities.
- Shrs. held i/n/o Joseph Sullivan Irrevocable Trust. Mr. Sullivan is a Trustee of this Trust. The filing of this statement should not be (4) construed as an admission that the Filer is, for purposes of Section 16 of the Securities Exchange Act, the beneficial owner of such securities.
- Shrs. held in broker name f/b/o Sullivan Companies Retirement Trust UDT 8/1/74. Mr. Sullivan is a Trustee of this Trust. The filing of (5) this statement should not be construed as an admission that the Filer is, for purposes of Section 16 of the Securities and 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.

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