

SPURR JOHN H JR
 Form 4
 July 23, 2008

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 *
 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)
 C/O INDEPENDENT BANK
 CORP, 288 UNION STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/22/2008

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

ROCKLAND, MA 02370

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

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	07/22/2008		P	229 ⁽¹⁾ A \$ 24.5818	17,153.635 ⁽²⁾	D	
Common Stock					618.412	I	by spouse ⁽³⁾
Common Stock					300,613.135	I	by Corporation ⁽⁴⁾
Common Stock					2,524.694	I	by trust ⁽⁵⁾
					12,995	I	by trusts ⁽⁶⁾

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Exchange Act of 1934, as amended.

Holdings include 5.043747 shares acquired pursuant to the Company's Dividend Reinvestment Plan since the last Form 4 filing (4/08).

- (3) Such transactions are exempt from the reporting requirements of Section 16 of the Securities and 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 and Exchange Act, the beneficial owner of such securities.

- (4) 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 and Exchange Act of 1934, as amended, the beneficial owner of such securities.

- (5) Held i/n/o John H. Spurr, Jr. 1998 Trust on which the Filer is a Trustee and Life Beneficiary. Holdings include 19.76 shares received pursuant to the Company's Dividend Reinvestment Plan since last Form 4 filing (4/08). Such transactions are exempt from the reporting requirements of Section 16 of the Securities and Exchange Act of 1934, as amended.

- (6) Held as follows: 2,415 shares i/n/o Elizabeth P. Spurr 1972 Trust f/b/o Filer, who is a co-trustee and remaindermer of Trust; 2,415 shares i/n/o Elizabeth P. Spurr 1972 Trust f/b/o Filer's sister (filer is Co-Trustee of Trust); 8,165 shares i/n/o John H. Spurr 1993 Trust f/b/o Filer, who is a co-trustee and remaindermer of Trust. 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 held by Trusts.

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.