JANKOWSKI EDWARD F

Form 4

February 27, 2013

FORM 4

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

OMB Number: 3235-0287

Estimated average

Direct (D)

or Indirect

(Instr. 4)

(I)

D

Ownership

(Instr. 4)

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

Common

Stock

02/25/2013

(Print or Type Responses)

1. Name and Address of Reporting Person * JANKOWSKI EDWARD F			2. Issuer Name Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			NDEPENDE [INDB]	ENT BANK CORP	(Check all applicable)				
(Last)	(First) (3. Date of Earlie Month/Day/Yea		Director 10% OwnerX_ Officer (give title Other (specify				
288 UNION STREET		(02/25/2013		below) below) Chief Technology & Ops Officer				
(Street)			I. If Amendmen	t, Date Original	6. Individual or Joint/Group Filing(Check				
		F	Filed(Month/Day	Year)	Applicable Line) _X_ Form filed by One Reporting Person				
ROCKLAN	ND, MA 02370				Form filed by M Person				
(City)	(State)	(Zip)	Table I - N	on-Derivative Securities Ac	quired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	e 2A. Deemed	d 3.	4. Securities Acquired	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution I	Date, if Transa	action(A) or Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		anv	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial		

(Instr. 8)

F

Code V Amount

403

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

(Month/Day/Year)

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)

Owned

Following

Reported

Transaction(s)

(Instr. 3 and 4)

17,409.3751

(A)

(D)

D

Price \$

31.545

(1)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Exercisable	Expiration Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

JANKOWSKI EDWARD F 288 UNION STREET ROCKLAND, MA 02370

Chief Technology & Ops Officer

Signatures

Jennifer M. Kingston, Power of 02/27/2013 Attorney

> **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) Price stated is the FMV as of February 25, 2013. FMV is calculated in accordance with the terms of the Restricted Stock Agreement.

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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