

INDEPENDENT BANK CORP
 Form 4/A
 November 02, 2005

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

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 CLARK W PAUL

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)
 10/31/2005

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

ROCKLAND, MA 02370

4. If Amendment, Date Original Filed(Month/Day/Year)
 11/01/2005

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | Code V Amount (D) Price | | | |
| Common Stock | 11/01/2005 | | S | 1,000 D \$ 29.156 | 140,701.476 (1) | D | |
| Common Stock | 11/01/2005 | | S | 2,000 D \$ 29.15 | 138,701.476 (2) | D | |
| Common Stock | | | | | 12,729.14 | I | by spouse (3) |
| Common Stock | | | | | 2,125 | I | by Trusts (4) |

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

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Holdings represent 1,410 shares held in W. Paul Clark Trust A and 715 shares held in W. Paul Clark Trust B. Filer is a co-trustee of both Trusts. The filing of this statement shall 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.

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.