

INDEPENDENT BANK CORP  
Form 8-K  
October 23, 2017

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15 (d) of  
The Securities and Exchange Act of 1934

DATE OF REPORT:  
October 19, 2017  
(Date of Earliest Event Reported)

MASSACHUSETTS  
(State or Other Jurisdiction of Incorporation)

1-9047                      04-2870273  
(Commission File Number) (I.R.S. Employer identification No.)

INDEPENDENT BANK CORP.  
Office Address: 2036 Washington Street, Hanover, Massachusetts 02339  
Mailing Address: 288 Union Street, Rockland, Massachusetts 02370  
(Address of Principal Executive Officers)                      (Zip Code)

NOT APPLICABLE  
(Former Address of Principal Executive Offices)

(Zip Code)

781-878-6100  
(Registrant's Telephone Number, Including Area Code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17CFR 230.405)) or Rule 12b-2 of the Exchange Act (17CFR 240.12b-2).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange

Act. o

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Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On October 19, 2017, the Board of Directors of Independent Bank Corp. (the “Company”) approved amendments to the Company’s Amended and Restated By-laws (the “By-Laws”).

Section 2 of Article Five of the By-Laws has been amended to add language confirming that the Company is authorized to issue uncertificated, shares of capital stock. Additional conforming changes were also made to the By-Laws.

The foregoing summary of amendments is qualified in its entirety by reference to the Amended and Restated By-Laws a copy of which is attached hereto as Exhibit 3.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) The following exhibit is included with this Report:

| Exhibit<br>No. | Exhibit Description                         |
|----------------|---|
| 3.1            | Amended and Restated By-Laws of the Company |

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned and hereunto duly authorized.

INDEPENDENT BANK CORP.

Date: October 23, 2017 By: /s/Edward H. Seksay  
EDWARD H. SEKSAY  
GENERAL COUNSEL & SECRETARY



Exhibit Index

| Exhibit # | Exhibit Description                                |
|-----------|--|
| 3.1       | <u>Amended and Restated By-Laws of the Company</u> |