

Executive Committee

The Boards of Directors of Independent Bank Corp. and Rockland Trust Company have established an Executive Committee and approved this Charter to outline its role and duties.

1. **Role of Executive Committee.** The Board has appointed the Executive Committee to act on behalf of the Board between regularly scheduled meetings of the full Board. The Executive Committee has the same power as the full Board of Directors to take or approve any action, except as limited by law, and shall periodically report to the Board any actions which the Committee takes on its behalf.
2. **Meetings of Executive Committee.** The Executive Committee will schedule meetings when it is necessary or advisable to do so. Directors appointed to the Executive Committee are expected to attend all Committee meetings.
3. **Access to Information, Management, Advisors, Officers, and Employees.** The Executive Committee shall have the right at any time to retain outside financial, legal, or other advisors. The Executive Committee has the authority to retain special legal, accounting, or other advisors. The Executive Committee also has the authority to hire additional resources (including legal counsel) when it deems necessary or advisable to do so. The Company shall provide appropriate funding, as determined by the Executive Committee, for payment of advisors. The Executive Committee may request any officer or employee of the Company or Rockland Trust, any outside counsel, or anyone else to attend a Committee meeting or to meet with any members of, or advisors to, the Committee.
4. **Minutes.** The Executive Committee shall retain written minutes of its meetings, which shall be filed with the minutes of the Board.