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FALMOUTH BANCORP INC Form 8-K July 16, 2004

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

FORM 8-K CURRENT REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): July 16, 2004

FALMOUTH BANCORP, INC. (Exact name of registrant as specified in its charter)

DELAWARE 000-13465 04-3337685 (State or other jurisdiction (Commission (IRS Employer of incorporation) File Number) Identification No.)

20 Davis Straits Falmouth, MA 02540 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (508) 548-3500

Not Applicable (Former name or former address, if changed since last report)

Items 1 through 4. Not applicable.

Items 5. Other Events

On July 16, 2004, Falmouth Bancorp, Inc. ("Falmouth") completed the transactions contemplated by an Amended and Restated Agreement and Plan of Merger (the "Agreement"), dated as of April 26, 2004, by and among Independent Bank Corp. ("Independent") and INDB Sub, Inc., a wholly-owned subsidiary of Independent. Under the terms of the Agreement, Independent acquired Falmouth in a part cash, part stock transaction.

The press release issued by Independent announcing completion of the transactions contemplated by the Agreement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 6. Not applicable.

Item 7. Financial Statements and Exhibits

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- (a) Not applicable.
- (b) Not applicable
- (c) Exhibits:

The following Exhibits are filed as part of this report:

EXHIBIT NO. DESCRIPTION

99.1 Press Release, dated July 16, 2004.

Items 8 through 12. Not applicable.

SIGNATURES

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

FALMOUTH BANCORP, INC.

Date: July 16, 2004 By: /s/Santo P. Pasqualucci

Santo P. Pasqualucci

President and Chief Executive

Officer

EXHIBIT INDEX

Exhibit Description

99.1 Press Release, dated July 16, 2004.