

SLOANE JONATHAN G  
 Form 5  
 February 12, 2009

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
SLOANE JONATHAN G			CENTURY BANCORP INC [CNBKA]	(Check all applicable)
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Co-CEO / Co-CEO
400 MYSTIC AVENUE			12/31/2008	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)
MEDFORD, MA 02155				<input type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> 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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
401(k) Company Stock Fund	Â	Â	Â	Â	Â	Â	882.4305	D	Â
Class A Common	Â	Â	Â	Â	Â	Â	2,402.299	D	Â
Class A Common	Â	Â	Â	Â	Â	Â	64.2159	I	JGS custodian for Austin W. Sloane

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Class A Common	Â	Â	Â	Â	Â	Â	64.2159	I	JGS custodian for Kensington A. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	64.2159	I	JGS custodian for Tabor F. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	191.5239	I	JGS custodian for Tallen K. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	81.3878	I	Owned by wife Debra L. Sloane
Class B Common	Â	Â	Â	Â	Â	Â	60,000	D	Â

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	
Century Bancorp Class A	\$ 31.83	Â	Â	Â	Â	09/17/2004	09/17/2014	Class A Common	7,000
Century Bancorp Class A Common	\$ 22.5	Â	Â	Â	Â	04/01/2003	04/01/2012	Class A Common	6,000
Century Bancorp	\$ 26.68	Â	Â	Â	Â	01/21/2004	01/21/2013	Class A Common	6,000

Class A  
Common  
ISO

Century  
Bancorp

Class A	\$ 15.063	^		^		^		^	^	01/16/2002	01/16/2011	Class A	6,000
Common												Common	
Stock													

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SLOANE JONATHAN G 400 MYSTIC AVENUE MEDFORD, MA 02155	^ X	^	^ Co-CEO	Co-CEO

## Signatures

By: William P. Hornby,  
Attorney-In-Fact

02/10/2009

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.