Kay Linda Sloane Form 5 February 10, 2006

Check this box if

no longer subject

to Section 16.

5 obligations

may continue.

Form 4 or Form

FORM 5

OMB APPROVAL

OMB 3235-0362 Number:

January 31, Expires: 2005

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response...

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP OF SECURITIES**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions

Reported	113										
1. Name and Address of Reporting Person * Kay Linda Sloane			2. Issuer Name and Ticker or Trading Symbol CENTURY BANCORP INC [CNBKA]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2005				_X_ Director 10% Owner Officer (give title below) Other (specify below)				
400 MYSTI	C AVENUE										
	(Street)	4. If Amendment, Date O. Filed(Month/Day/Year)			Original			6. Individual or Joint/Group Reporting			
				· · ·				(check applicable line)			
	, MA 02155	(a; \)						_X_ Form Filed by Form Filed by Person	More than One R	Reporting	
(City)	(State)	(Zip)	Tabl	le I - Non-Der	ivative Se	curitie	s Acqu	iired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, is any (Month/Day/Year		3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4)			
Class A						(D)	Titee				
Class A Common	Â	Â		Â	Â	Â	Â	114	D	Â	
Class A Common	Â	Â		Â	Â	Â	Â	8,294.5354	I	By husband, Jonathan B. Kay	
Class A Common	Â	Â		Â	Â	Â	Â	10	I	Linda S. Kay	

custodian

for Joshua B. Kay

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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)	Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Century Bancorp Class A	\$ 31.83	Â	Â	Â	Â	Â	09/17/2004	09/17/2014	Class A Common	350
Century Bancorp Class A Common	\$ 22.5	Â	Â	Â	Â	Â	04/01/2003	04/01/2012	Class A Common	100
Century Bancorp Class A Common ISO	\$ 26.68	Â	Â	Â	Â	Â	01/21/2004	01/21/2013	Class A Common	250

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Othe				
Kay Linda Sloane 400 MYSTIC AVENUE MEDFORD, MA 02155	ÂX	Â	Â	Â				

Reporting Owners 2

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Signatures

By: Paul V. Cusick, Jr., Attorney-In-Fact

02/10/2006

**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.

Signatures 3