

SLOANE JONATHAN G

Form 5

February 10, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
SLOANE JONATHAN G2. Issuer Name **and** Ticker or Trading
Symbol
CENTURY BANCORP INC
[CNBKA]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005☒ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
Executive Vice President / Executive Vice
President

400 MYSTIC AVENUE

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

MEDFORD, MA 02155

☒ Form Filed by One Reporting Person
☐ 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)	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 Â	1,007.7632	D	Â
Class A Common	Â	Â	Â	Â Â Â Â	17,956.3338	D	Â
Class A Common	Â	Â	Â	Â Â Â Â	60.3226	I	JGS custodian for Austin

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Class A Common	Â	Â	Â	Â	Â	Â	60.3226	I	W. Sloane JGS custodian for Kensington A. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	60.3226	I	JGS custodian for Tabor F. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	179.9095	I	JGS custodian for Tallen K. Sloane
Class A Common	Â	Â	Â	Â	Â	Â	86.4532	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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(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)	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 Â	09/17/2004 09/17/2014	Class A Common	7,000
Century Bancorp Class A Common	\$ 22.5	Â	Â	Â	Â Â	04/01/2003 04/01/2012	Class A Common	6,000

Century Bancorp Class A Common ISO	\$ 26.68	Â	Â	Â	Â	Â	01/21/2004	01/21/2013	Class A Common	6,000
Century Bancorp Class A Common Stock	\$ 15.063	Â	Â	Â	Â	Â	01/16/2002	01/16/2011	Class A Common	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
SLOANE JONATHAN G 400 MYSTIC AVENUE MEDFORD, MA 02155	Â X	Â	Â	Executive Vice President	Executive Vice President

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.