SLOANE MARSHALL M

Form 5

Common

February 10, 2012

FORM	15								OMB	APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION										3235-0362		
Check the no longer			Washington, D.C. 20549						Expires:	January 31, 2005		
to Section Form 4 o 5 obligati may cont	r Form ANN ions inue.		ATEMENT OF CHANGES IN BENF OWNERSHIP OF SECURITIES					EFICIAL	Estimated burden he response	d average ours per		
See Instru 1(b). Form 3 F Reported Form 4 Transacti Reported	Filed pur Ioldings Section 17(a) of the Po	ublic U		ng Comp	any A	Act of		on			
	Address of Reporting MARSHALL M	2	2. Issuer Name and Ticker or Trading Symbol CENTURY BANCORP INC [CNBKA]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(Last) (First) (Middle) 3. Sta (Mon				S. Statement for Issuer's Fiscal Year Ended Month/Day/Year) 2/31/2011				_X_ Director _X_ 10% Owner Officer (give title below)Other (specify below)			
400 MYST	IC AVENUE											
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
								`	11	,		
MEDFORI	D, MA 02155							_X_ Form Filed by Form Filed by Person	One Reporting More than One			
(City)	(State)	(Zip)	Tab	le I - Non-Der	ivative Se	curiti	es Acq	uired, Disposed o	of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	ned 3. n Date, if Transaction Code Day/Year) (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. 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	362.2152	D	Â		
Class A Common	Â	Â		Â	Â	Â	Â	11,895.358	D	Â		
Class A	Â	Â		Â	Â	Â	Â	388.14	I	Mms & Bjs		

Fbo Austin

Westgate

									Sloane	
Class A Common	Â	Â	Â	Â	Â	Â	5,603	I	Mms & Bjs Fbo Joshua Benjamin Kay	
Class A Common	Â	Â	Â	Â	Â	Â	388.14	I	Mms & Bjs Fbo Kensington Arden Sloane	
Class A Common	Â	Â	Â	Â	Â	Â	5,324	I	Mms & Bjs Fbo Rachel Sloane Kay	
Class A Common	Â	Â	Â	Â	Â	Â	388.14	I	Mms & Bjs Fbo Tabor Forrester Sloane	
Class A Common	Â	Â	Â	Â	Â	Â	3,710	I	Mms & Bjs Fbo Tallen Kendall Sloane	
Class A Common	Â	Â	Â	Â	Â	Â	180	I	Mms & Bjs Trustees Of Children Of Jgs	
Class A Common	Â	Â	Â	Â	Â	Â	2,500	I	Owned By Wife Barbara J. Sloane	
Class B Common	Â	Â	Â	Â	Â	Â	1,720,341	D	Â	
Class B Common	Â	Â	Â	Â	Â	Â	1,500	I	Owned By Wife Barbara J. Sloane	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			Persons who respond to the collection of information SEC 2270 contained in this form are not required to respond unless the form displays a currently valid OMR control number (9-02)							

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Se

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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (A) (D) Date Expiration Title Amount Exercisable Date or Number of

0

 \mathbf{E}

Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
SLOANE MARSHALL M 400 MYSTIC AVENUE MEDFORD, MA 02155	ÂX	ÂX	Â	Â			

Signatures

/s/ William P. Hornby, Attorney-In-Fact

02/09/2012

**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.

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