

CENTURY BANCORP INC

Form 8-K

January 21, 2009

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**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: January 20, 2009  
Century Bancorp, Inc.  
(Exact name of registrant as specified in its charter)**

**Massachusetts  
(State or other jurisdiction of  
incorporation)**

**0-15752  
(Commission File No.)**

**04-2498617  
(IRS Employer  
Identification No.)**

**400 Mystic Avenue  
Medford, MA  
(Address of principal executive  
offices)**

**02155  
(Zip Code)**

**(781) 391-4000  
(Registrant's telephone number,  
including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition**

The following information is furnished under Item 2.02 Results of Operations and Financial Condition and such information, including the exhibits attached hereto, shall not be deemed filed for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section. The information in this Current Report on Form 8-K shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing.

On January 20, 2009, Century Bancorp, Inc. issued a press release, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference, announcing its earnings for the fourth quarter ended December 31, 2008 and the declaration of a regular quarterly dividend on Century Bancorp Inc.'s Class A and Class B common stock.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

99.1 Century Bancorp, Inc. press release dated January 20, 2009.

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**SIGNATURES**

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

**CENTURY BANCORP, INC.**

/s/ William P. Hornby, CPA  
William P. Hornby, CPA  
Chief Financial Officer and Treasurer

Dated: January 20, 2009