#### WOONTON DAVID B

Form 4

December 07, 2012

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person WOONTON DAVID B	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	CENTURY BANCORP INC [CNBKA]	(Check all applicable)			
(Last) (First) (Middle) 400 MYSTIC AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 12/06/2012	Director 10% Owner X Officer (give title Other (specify below)			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	EVP - Century Bank and Trust  6. Individual or Joint/Group Filing(Check Applicable Line)			
MEDFORD, MA 02155		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	le I - Non-D	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common	12/06/2012		Code V X	Amount 2,000	(D)	Price \$ 26.68	2,800	D	
Class A Common	12/06/2012		S	2,000	D	\$ 30.432	800	D	

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 1474

(9-02)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Century Bancorp Class A Common Iso	\$ 26.68	12/06/2012		X		2,000	01/21/2004	01/21/2013	Class A Common	2,000
Century Bancorp Class A	\$ 31.83						09/17/2004	09/17/2014	Class A Common	2,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships
reporting owner runner runners	

Director 10% Owner Officer Other

WOONTON DAVID B 400 MYSTIC AVENUE MEDFORD, MA 02155

EVP - Century Bank and Trust

## **Signatures**

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

12/07/2012

\*\*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 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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