

CENTURY BANCORP INC  
Form 8-K  
December 21, 2011  
[Table of Contents](#)

# 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: December 20, 2011

## 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.)

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400 Mystic Avenue

Medford, MA

(Address of principal executive offices)

(781) 391-4000

02155

(Zip Code)

(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))

**Table of Contents**

**TABLE OF CONTENTS**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

**Table of Contents**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 19, 2011, Century Bancorp, Inc. received notice that Roger S. Berkowitz resigned, effective immediately, from his position as Director of Century Bancorp, Inc. and Century Bank and Trust Company. Mr. Berkowitz was elected to the Board of Directors of the Federal Reserve Bank of Boston and it is required that he relinquish any position that he holds in any other bank.

Mr. Berkowitz has served as an active member of the Board of Directors of Century Bancorp, Inc. since 1996 and Century Bank and Trust Company since 1989. He is a President and CEO of Legal Sea Foods, Inc.

**Table of Contents**

**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  
William P. Hornby  
Chief Financial Officer and Treasurer

Dated: December 20, 2011