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SLADES FERRY BANCORP
Form S-8
May 13, 2004

As filed with the Securities and Exchange
Commission on May 13, 2004

Registration No.

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form S-8
REGISTRATION STATEMENT
under
THE SECURITIES ACT OF 1933

Slade's Ferry Bancorp.
(Exact name of registrant as specified in its charter)

Massachusetts
(State or other jurisdiction of
incorporation or organization)

04-3061936
(I.R.S. Employer
Identification No.)

Slade's Ferry Bancorp.
100 Slade's Ferry Avenue
Somerset, MA 02726
(508) 675-2121
(Address, including Zip Code, of principal executive offices)

Slade's Ferry Bancorp
2004 Equity Incentive Plan
(Full title of the Plan)

Mary Lynn D. Lenz, Chief Executive Officer
Slade's Ferry Bancorp.
100 Slade's Ferry Avenue
Somerset, MA 02726
(508) 675-2121

Copy to:

Richard A. Schaberg, Esq.
Thacher Proffitt & Wood LLP
1700 Pennsylvania Avenue, NW, Suite 800
Washington, DC 20006
(202) 347-8400
(Name and address, including Zip Code, telephone
number and area code, of agent for service)

CALCULATION OF REGISTRATION FEE

Title of Securities
to be Registered

Amount to be
Registered(1)

Proposed Maximum
Offering Price Per Share

Proposed Maximum
Offering Price

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| | | | |
|-------------------------------|---------|-----|------------|
| Common Stock, \$.01 par value | 300,000 | (2) | \$5,854,50 |
|-------------------------------|---------|-----|------------|