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Approval expires December 31, 2015  
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MAR 21 2014

Board of Governors of the Federal Reserve System



# FRB RICHMOND

## Annual Report of Holding Companies—FR Y-6

### Report at the close of business as of the end of fiscal year

This Report is required by law. Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Edward C. Ashby, III

Name of the Holding Company Director and Official

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Edward C. Ashby, III  
Signature of Holding Company Director and Official

3/18/14  
Date of Signature

For holding companies not registered with the SEC—  
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3163867  
C.I. \_\_\_\_\_

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Surrey Bancorp

Legal Title of Holding Company

145 North Hargett Street

(Mailing Address of the Holding Company) Street / P.O. Box

Mount Airy

NC

27030

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Elizabeth S. Atkins

Assistant Secretary

Name

Title

336-783-3915

Area Code / Phone Number / Extension

Area Code / FAX Number

batkins@surreybank.com

E-mail Address

http://www.surreybank.com/2393/mirror/investor-relation.ht

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

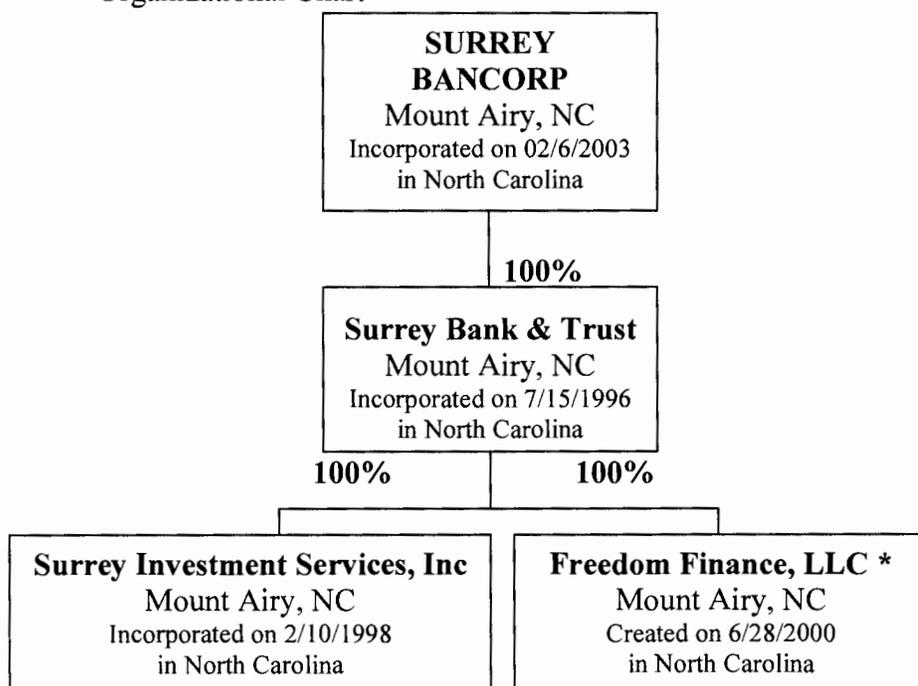
**Form FR Y-6**

**Surrey Bancorp**  
**145 N. Renfro Street**  
**Mount Airy, NC 27030**  
**Fiscal Year Ending December 31, 2013**

Report Item

1: The bank holding company prepares an annual report for its shareholders. The bank holding company is registered with the SEC and three copies of the annual report will be provided under a separate cover.

2a: Organizational Chart



\*Surrey Bank & Trust is the managing member of Freedom Finance, LLC.

2b: Domestic Branch Listing

Domestic branch listing was submitted via email on March 12, 2014.

**Results:** A list of branches for your depository institution: SURREY BANK & TRUST (ID\_RSSD: 2483120).  
 This depository institution is held by SURREY BANCORP (3163867) of MOUNT AIRY, NC.  
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

**Reconciliation and Verification Steps**

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

**Actions**

**OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.  
**Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.  
**Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.  
**Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.  
**Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

**Note:**  
 To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	2483120	SURREY BANK & TRUST	145 NORTH RENFRO STREET	MOUNT AIRY	NC	27030	SURRY	UNITED STATES	56967	0	SURREY BANK & TRUST	2483120	
OK		Full Service	3300327	ROCKFORD STREET BRANCH	2050 ROCKFORD ST	MOUNT AIRY	NC	27030	SURRY	UNITED STATES	419350	3	SURREY BANK & TRUST	2483120	
OK		Full Service	3300345	WEST PINE STREET BRANCH	1280 WEST PINE STREET	MOUNT AIRY	NC	27030	SURRY	UNITED STATES	290470	1	SURREY BANK & TRUST	2483120	
OK		Full Service	3300354	PILOT MOUNTAIN BRANCH	653 SOUTH KEY STREET	PILOT MOUNTAIN	NC	27041	SURRY	UNITED STATES	429519	4	SURREY BANK & TRUST	2483120	
OK		Full Service	2976378	STUART BRANCH	940 WOODLAND DRIVE	STUART	VA	24171	PATRICK	UNITED STATES	360707	2	SURREY BANK & TRUST	2483120	

**Form FR Y-6**  
**Surrey Bancorp**  
Fiscal Year Ended December 31, 2013

**Report Item 3: Securities holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ended 12-31-2013	Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ended 12-31-2013
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(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Betty Wright Mount Airy, NC	USA	429,907 – 11.71% Common Stock	N/A		
Tamra W. Thomas Winston-Salem, NC	USA	472,301 – 13.33% Common Stock			

**Form FR Y-6**  
**Surrey Bancorp**  
Fiscal Year Ended December 31, 2013

**Report Item 4: Insiders**

(1) (2) (3)(a) (b) (c) and (4)(a) (b) (c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Edward C. Ashby, III Mount Airy, NC	N/A	President and Chief Executive Officer	President and Chief Executive Officer of Surrey Bank & Trust, President of Surrey Investment Services, Inc, and President of Freedom Finance, LLC	N/A	4.98%	None	N/A
Elizabeth Johnson Lovill Mount Airy, NC	Vice President of Town & Country Builders, Inc.	Director	N/A	Vice President of Town & Country Builders, Inc., Owner, Lovill Enterprises	3.24%	None	High Cotton Interiors, LLC (100%)
Robert H. Moody Mount Airy, NC	President of Moody Funeral Services, Inc., Owner, Moody Investments Co., LLC	Director and Chairman	N/A	President of Moody Funeral Services, Inc., Owner, Moody Investments Co., LLC	3.64%	None	Moody Funeral Services, Inc. (100%) Moody Investments Co., LLC (100%)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
F. Eugene Rees Mount Airy, NC	President of F. Rees Clothing	Director and Vice- Chairman	N/A	President of F. Rees Clothing, President of Professional Rental Services and Owner of REF Properties	3.88%	None	F. Rees Clothing (100%), Professional Rental Services (100%) and REF Properties (100%)
Tamra W. Thomas Winston-Salem, NC	Retired	Director	N/A	N/A	13.33%	None	N/A
Tom G. Webb Mount Airy, NC	Commercial Real Estate Developer	Director	N/A	Commercial Real Estate Developer and Consultant	2.41%	None	Mayberry RFD, Inc. (100%), Parkway Associates, LLC, (33.33%), Fairmont Associates, LLC (80%), Westwood Partners, LLC (62.5%), Araneum, LLC (50%)
Buddy Williams Stuart, VA	President of Ten Oaks, LLC	Director	N/A	President of Ten Oaks, LLC	2.19%	None	Ten Oaks, LLC (100%), Williams & Birkett, LLC (100%)
Betty Wright Mount Airy, NC	Retired	Principal Securities Holder	N/A	N/A	11.71%	None	N/A
Pedro A. Pequeno, II Mount Airy, NC	N/A	Senior Vice President	Senior V-P/Chief Lending Officer of Surrey Bank & Trust, Senior Vice- President of Freedom Finance, LLC	N/A	1.06%	None	N/A
Mark H. Towe Mount Airy, NC	N/A	Senior Vice President and Treasurer	Senior V-P/Chief Financial Officer of Surrey Bank & Trust, Exec. V-P of Surrey Investment Services, Inc. and Treasurer of Freedom Finance, LLC	N/A	0.69%	None	N/A