

Board of Governors of the Federal Reserve System

MAR 18 2014



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.

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

December 31, 2013

Month / Day / Year

I, William L. Hedgepeth, II

Reporter's Name, Street, and Mailing Address

New Century Bancorp, Inc.

Name of the Holding Company Director and Official

President & CEO

Legal Title of Holding Company

P.O. Box 1988

Title of the Holding Company Director and Official

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

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.

Dunn NC 28335
City State Zip Code

700 W. Cumberland Street, Dunn, NC 28335

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Lisa Campbell CFO/COO

Name Title

910-892-7080

Area Code / Phone Number / Extension

910-897-2469

Area Code / FAX Number

lisac@newcenturybanknc.com

E-mail Address

www.newcenturybanknc.com

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

Signature of Holding Company Director and Official

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
[X] is not prepared

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RSSD ID 3207659
C.I.

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."
[X] No

Form FR Y-6

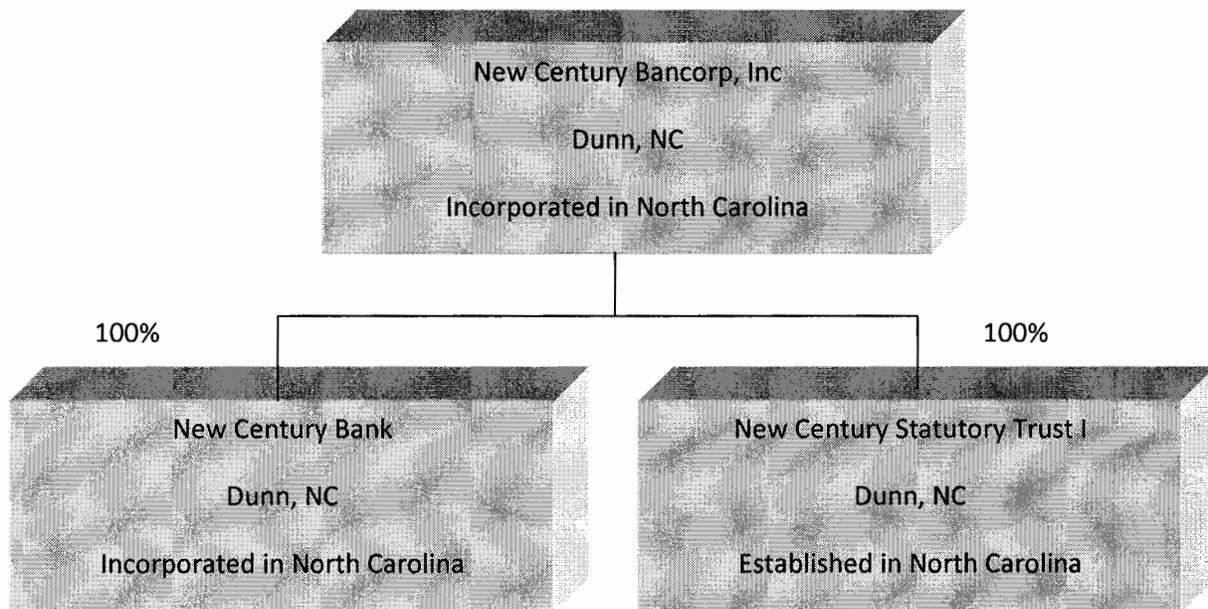
New Century Bank, Inc

Dunn, North Carolina

Fiscal Year Ending December 31, 2013

Report Item:

1. The bank holding company prepares an annual report for its shareholders.
2. Organizational Chart



3. a. One person or entity owns 5% or more of the stock of New Century Bancorp as of fiscal year ending December 31, 2013. Director – Oscar N. Harris owned 5.35% at 12/31/2013: Dunn, North Carolina, United States.
b. N/A
4. New Century Bancorp has no principal shareholders with 10% or more of any class voting stock as of or for the year ended December 31, 2013.

Results: A list of branches for your depository institution: NEW CENTURY BANK (ID_RSSD: 2913887).
 This depository institution is held by NEW CENTURY BANCORP, INC. (3207659) of DUNN, 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	N/A	Full Service (Head Office)	2913887	NEW CENTURY BANK	700 WEST CUMBERLAND STREET	DUNN	NC	28334	HARNETT	UNITED STATES	80247	0	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3105764	CLINTON BRANCH	111 NORTHEAST BOULEVARD	CLINTON	NC	28328	SAMPSON	UNITED STATES	363274	1	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3193462	RAEFORD ROAD BRANCH	2818 RAEFORD ROAD	FAYETTEVILLE	NC	28303	CUMBERLAND	UNITED STATES	418419	7	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3592355	RAMSEY STREET BRANCH	6390 RAMSEY STREET	FAYETTEVILLE	NC	28311	CUMBERLAND	UNITED STATES	462565	13	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3295263	WAYNE COUNTY BRANCH	431 N SPENCE AVENUE	GOLDSBORO	NC	27534	WAYNE	UNITED STATES	429531	3	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3648113	LILLINGTON BRANCH	818 MCKINNEY PARKWAY	LILLINGTON	NC	27546	HARNETT	UNITED STATES	468966	6	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	3545089	FAYETTEVILLE ROAD BRANCH	4400 FAYETTEVILLE ROAD	LUMBERTON	NC	28358	ROBESON	UNITED STATES	287819	11	NEW CENTURY BANK	2913887	
OK	N/A	Full Service	4560481	RALEIGH BRANCH	8470 FALLS OF NEUSE ROAD, SUITE 100	RALEIGH	NC	27615	WAKE	UNITED STATES	Not Required	Not Required	NEW CENTURY BANK	2913887	

Form FR Y-6
New Century Bancorp, Inc.
31-Dec-13

Report item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Names, 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 (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Lisa F. Campbell Lillington, NC United States	N/A	EVP / CFO / COO	EVP / CFO / COO New Century Bank		0.32	N/A	N/A
J. Gary Ciccone Fayetteville, NC United States	Real Estate Developer Owner Nimocks, Ciccone, & Townsend, Inc.	Director / Chairman of the Board	Director/Chairman of the Board New Century Bank	Vice President General Partner General Partner Assistant Secretary President Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member	2.06	N/A	Nimocks, Ciccone & Townsend, Inc.-33.33% Rose-Ciccone Partnership- 50% Sycamore Partners-33.33% Simmons Bluff, Inc. - 33.33% Bretco, Inc.- 100% Bronco Development, LLC- 50% Ciccone Development, LLC- 100% Wing Partners, Inc. - 50% CSW Development, LLC- 33.33% C & N Investments, LLC- 50% RPIC, LLC- 50% Millview Investments, LLC - 100% BGC Investments, LLC - 100% Holly Holdings, LLC - 100% North Main Ventures, LLC - 100% Glenreilly, LLC - 100%
Oscar N. Harris Dunn, NC United States	Senior Partner/President Oscar N. Harris & Associates, P.A. Mayor City of Dunn	Director	Director New Century Bank	General Partner General Partner Limited Partner Limited Partner Limited Partner General Partner General Partner General Partner Member Member Member Member Member Vice President President Owner Limited Partner Limited Partner Member	5.35	N/A	THR Properties- 33% Salem LP- 49.5% Mosby Forest, LP- 49.5% Tilghman Square, LP-49.5% Greenfield Village LP - 49.5% Cobblestone, LP- 49.5% Windsor Place at Randleman, LP- 50% Summit Place at Wilson, LP- 50% Turlington Harris Development- 50% HMB Investment Properties, LLC- 33% Nathan's Cove, LLC- 100% Tamarind Place, Apartments, LLC- 100% Flagstone Properties, LLC- 50% Cliff Creek Apartments, LLC- 25% DTH Management Group, Ltd- 33% Oscar N. Harris & Associates, P.A.- 98% Smithfield Manor, Inc.- 49% Quankey Hills LP - 49.5% The Oaks Village LP - 49.5% ONH Properties, LLC - 100%
Gerald W. Hayes Dunn, NC United States	Attorney and President Hayes, Williams, Turner, & Daughtry, P.A.	Director	Director New Century Bank	Member President	1.86	N/A	Chicora II, LLC- 25% Hayes, Williams, Turner & Daughtry- 25%

General Manager AOM Investments, LLC						
Carlie C. McLamb, Jr Dunn, NC United States	President Carlie C's IGA	Director	Director New Century Bank	President President Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member Managing Member	1.14 N/A	Carlie C's Group LLC - 50.5% Carlie C's IGA of Lillington- 53.34% Carlie C's Group II LLC - 64% Carlie C's of Angier LLC - 41.55% Carlie C's of Mineral Springs LLC - 60.8% Carlie C's of Clifdale Inc - 44.44% Carlie C's of Goldsboro LLC - 49.24% Carlie C's of Cedar Creek LLC - 45.45% Carlie C's of Hope Mills LLC - 45.45% Carlie C's of Garner Station, LLC - 59.45% Carlie C's of Wilder's Grove LLC - 62.65% Carlie C's of Owen Drive LLC - 45.45%
Michael S. McLamb Dunn, NC United States	CPA	Director	Director New Century Bank	Secretary/Treasurer/Controller Secretary/Treasurer/Controller Secretary/Treasurer/Controller Director	0.75 N/A	K & M Maintenance Services, Inc- 43% (dissolved) K & M Courier, Inc- 43% (dissolved) K & M Travel, Inc- 43% (charter revoked) K & M Logistics Service, Inc- 33% (dissolved)
Dan K. McNeill Fayetteville, NC United States	Retired General	Director	Director New Century Bank	Member Manager	0.07	The Family Three, LLC-100%
Anthony E. Rand Fayetteville, NC United States	Member, State of NC Post Release Supervisor and Parole Commission Rand & Gregory, P.A.	Director	Director New Century Bank	President Partner Partner Partner	1.31 N/A	Rand & Gregory, P.A. - 50% Tree Farmer, LLC- 50% The Lodge of Fayetteville, LLC- 50% River Bend- 25%
Sharon L. Raynor Dunn, NC United States	President LIFE, Inc.	Director	Director New Century Bank		3.88 N/A	LIFE, Inc. - 25.52%
C. L. Tart, Jr. Dunn, NC	President & CEO Tart & Tart, Inc.	Director	Director New Century Bank	President	2.30 N/A	Tart & Tart, Inc- 50%
W. Lyndo Tippet Fayetteville, NC United States	Partner Tippet, Bryan & Merritt (CPAs)	Director	Director New Century Bank	Partner	0.67 N/A	Tippet, Bryan & Merritt - 33.33%
David Richard Tobin, Jr. Smithfield, NC United States appointed CCO 2/1/0/2012	N/A	EVP / CCO	EVP / CCO New Century Bank		0.02 N/A	