

COPY

RECEIVED

FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
Page 1 of 2

MAR 27 2015

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2014

Month / Day / Year

n/a

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Edward C. Ashby, III

Name of the Holding Company Director and Official

President and Chief Executive Officer

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.

Reporter's Name, Street, and Mailing Address

Surrey Bancorp

Legal Title of Holding Company

145 North Renfro Street

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

Mount Airy

NC

27030

City

State

Zip Code

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:

Elizabeth S. Atkins

Assistant Secretary

Name

Title

336-783-3915

Area Code / Phone Number / Extension

336-789-7868

Area Code / FAX Number

batkins@surreybank.com

E-mail Address

www.surreybank.com

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

Signature of Holding Company Director and Official

03/26/2015

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
C.I.

3163867

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

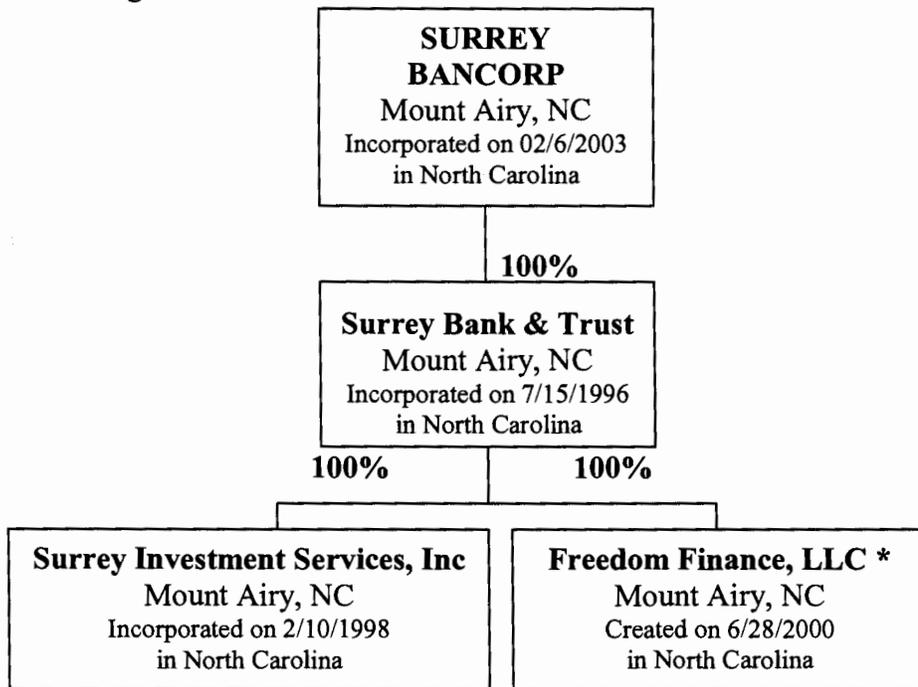
Form FR Y-6

Surrey Bancorp
145 N. Renfro Street
Mount Airy, NC 27030
Fiscal Year Ending December 31, 2014

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 are provided.

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 5, 2015.

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 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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, 2014

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 12-31-2014	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 12-31-2014
--	---

(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 – 11.68% Common Stock	N/A		
Tamra W. Thomas Winston-Salem, NC	USA	472,301 – 13.31% Common Stock			

Form FR Y-6
Surrey Bancorp
Fiscal Year Ended December 31, 2014

Report Item 4: Insiders

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

(1) Name, 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	4.87%	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	3.89%	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	13.31%	None	N/A
Tom G. Webb Mount Airy, NC	Commercial Real Estate Developer	Director	N/A	Commercial Real Estate Developer and Consultant	2.40%	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	2.18%	None	Ten Oaks, LLC (100%), Williams & Birkett, LLC (100%)
Betty Wright Mount Airy, NC	Retired	Principal Securities Holder	N/A	N/A	11.68%	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	0.96%	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	0.49%	None	N/A