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.

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
President and Chief Executive Officer
Title of the Holding Company Director and Official

We 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 our 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 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.

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

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Elizabeth S. Atkins
Assistant Secretary

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

www.surreybank.com

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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
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 BANCORP
Mount Airy, NC
Incorporated on 02/6/2003 in North Carolina

100%

Surrey Bank & Trust
Mount Airy, NC
Incorporated on 7/15/1996 in North Carolina

100% 100%

Surrey Investment Services, Inc
Mount Airy, NC
Incorporated on 2/10/1998 in North Carolina

Freedom Finance, LLC *
Mount Airy, NC
Created on 6/28/2000 in North Carolina
```

*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:

<table>
<thead>
<tr>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>FDIC UNINUM</th>
<th>Office Number</th>
<th>Head Office ID</th>
<th>RSSD</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>NC</td>
<td>27030</td>
<td>SURRY</td>
<td>5677</td>
<td>0 SURREY BANK &amp; TRUST</td>
<td>2483120</td>
<td>SURREY BANK &amp; TRUST</td>
<td>2483120</td>
</tr>
<tr>
<td>NC</td>
<td>27030</td>
<td>SURRY</td>
<td>419350</td>
<td>3 SURREY BANK &amp; TRUST</td>
<td>2483120</td>
<td>SURREY BANK &amp; TRUST</td>
<td>2483120</td>
</tr>
<tr>
<td>NC</td>
<td>27030</td>
<td>SURRY</td>
<td>290470</td>
<td>1 SURREY BANK &amp; TRUST</td>
<td>2483120</td>
<td>SURREY BANK &amp; TRUST</td>
<td>2483120</td>
</tr>
<tr>
<td>NC</td>
<td>27041</td>
<td>PATRICK</td>
<td>429519</td>
<td>4 SURREY BANK &amp; TRUST</td>
<td>2483120</td>
<td>SURREY BANK &amp; TRUST</td>
<td>2483120</td>
</tr>
<tr>
<td>NC</td>
<td>27041</td>
<td>PATRICK</td>
<td>360707</td>
<td>2 SURREY BANK &amp; TRUST</td>
<td>2483120</td>
<td>SURREY BANK &amp; TRUST</td>
<td>2483120</td>
</tr>
</tbody>
</table>

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.

   - **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 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.

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 emailing this to your FRB contact, put your institution name, city and state in the subject line of the email.

Note:

To satisfy the FR Y-10 reporting requirements, you must 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.
## Report Item 3: Securities Holders

**Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ended 12-31-2014**

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
<th>Name &amp; Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Betty Wright</td>
<td>USA</td>
<td>429,907 - 11.68% Common Stock</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mount Airy, NC</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tamra W. Thomas</td>
<td>USA</td>
<td>472,301 - 13.31% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Winston-Salem, NC</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**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**

N/A
### Report Item 4: Insiders

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>(3)(b) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>(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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Edward C. Ashby, NIA 4.87%</td>
<td>President and Chief Executive Officer of Surrey Bank &amp; Trust, President of Surrey Investment Services, Inc, and President of Freedom Finance, LLC</td>
<td>None</td>
<td>4.87%</td>
<td>None</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Elizabeth Johnson NIA 3.24%</td>
<td>Vice President of Town &amp; Country Builders, Inc.</td>
<td>Director</td>
<td>N/A</td>
<td>3.24%</td>
<td>None</td>
<td>High Cotton Interiors, LLC (100%)</td>
</tr>
<tr>
<td>Robert H. Moody NIA 3.64%</td>
<td>President of Moody Funeral Services, Inc., Owner, Moody Investments Co., LLC</td>
<td>Director and Chairman</td>
<td>N/A</td>
<td>3.64%</td>
<td>None</td>
<td>Moody Funeral Services, Inc. (100%) Moody Investments Co., LLC (100%)</td>
</tr>
<tr>
<td>(1)</td>
<td>(2)</td>
<td>(3)(a)</td>
<td>(3)(b)</td>
<td>(3)(c)</td>
<td>(4)(a)</td>
<td>(4)(b)</td>
</tr>
<tr>
<td>----------------------</td>
<td>------------------------------</td>
<td>-----------------------</td>
<td>--------</td>
<td>------------------------------------------------------------------------</td>
<td>----------</td>
<td>--------</td>
</tr>
<tr>
<td>F. Eugene Rees</td>
<td>President of F. Rees Clothing</td>
<td>Director and Vice-Chairman</td>
<td>N/A</td>
<td>President of F. Rees Clothing, President of Professional Rental Services and Owner of REF Properties</td>
<td>3.89%</td>
<td>None</td>
</tr>
<tr>
<td>Tamra W. Thomas</td>
<td>Retired</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>13.31%</td>
<td>None</td>
</tr>
<tr>
<td>Tom G. Webb</td>
<td>Commercial Real Estate Developer</td>
<td>Director</td>
<td>N/A</td>
<td>Commercial Real Estate Developer and Consultant</td>
<td>2.40%</td>
<td>None</td>
</tr>
<tr>
<td>Buddy Williams</td>
<td>President of Ten Oaks, LLC</td>
<td>Director</td>
<td>N/A</td>
<td>President of Ten Oaks, LLC</td>
<td>2.18%</td>
<td>None</td>
</tr>
<tr>
<td>Betty Wright</td>
<td>Retired</td>
<td>Principal Securities Holder</td>
<td>N/A</td>
<td>N/A</td>
<td>11.68%</td>
<td>None</td>
</tr>
<tr>
<td>Pedro A. Pequeno, II</td>
<td>N/A</td>
<td>Senior Vice President</td>
<td>N/A</td>
<td>Senior V-P/Chief Lending Officer of Surrey Bank &amp; Trust, Senior Vice-President of Freedom Finance, LLC</td>
<td>0.96%</td>
<td>None</td>
</tr>
<tr>
<td>Mark H. Towe</td>
<td>N/A</td>
<td>Senior Vice President and Treasurer</td>
<td>N/A</td>
<td>Senior V-P/Chief Financial Officer of Surrey Bank &amp; Trust, Exec. V-P of Surrey Investment Services, Inc. and Treasurer of Freedom Finance, LLC</td>
<td>0.49%</td>
<td>None</td>
</tr>
</tbody>
</table>