

SURREY BANCORP
Form 5/A
January 31, 2014

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
OMB Number: 3235-0362
Expires: January 31, 2015
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
ASHBY EDWARD C III

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
SURREY BANCORP [SRYB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

217 LAUREL RIDGE PLACE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

MOUNT AIRY, NC 27030

4. If Amendment, Date Original Filed(Month/Day/Year)
01/27/2014

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Amount | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------|-------|--|--|---|
| Common Stock | Â | Â | Â | Â | Â | Â | Â | 84,885 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | Â | 55,748 | I | Held in an IRA for Mr. Ashby |
| Common Stock | Â | Â | Â | Â | Â | Â | Â | 5,016 | I | Held by Wife |
| Common Stock | Â | Â | Â | Â | Â | Â | Â | 939 | I | Trustee for grandson |

| | | | | | | | | | |
|-----------------|---|---|---|---|---|---|-----|---|------------------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 132 | I | Trustee for granddaughter |
|-----------------|---|---|---|---|---|---|-----|---|------------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. **Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------------------|---|----------------------------|
| | | | | | | Date Exercisable (A) | Expiration Date (D) | | |
| Series 4.5% Convertible Non-Cumulative Perpetual Preferred | Â | Â | Â | Â | Â Â | Â (1) | Â (2) | Common Stock | 10,650 |
| Series A 4.5% Convertible Non-Cumulative Perpetual Preferred | Â | Â | Â | Â | Â Â | Â (1) | Â (2) | Common Stock | 1,026 |
| Series D 5.0% Convertible Non-Cumulative Perpetual Preferred | Â | Â | Â | Â | Â Â | Â (1) | Â (2) | Common Stock | 19,420 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ASHBY EDWARD C III 217 LAUREL RIDGE PLACE MOUNT AIRY, NC 27030 | Â X | Â | Â President and CEO | Â |

Signatures

Edward C.
Ashby, III

01/31/2014

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Convertible into Common Stock

(2) Perpetual Preferred Stock

(3) Series A 4.5% Convertible Non-Cumulative Perpetual Preferred Stock is convertible into 2.2955 shares of common stock per share

(4) Series D 5.0% Convertible Non-Cumulative Perpetual Preferred Stock is convertible into 1.10 shares of common stock per share

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.