

SURREY BANCORP

Form S-8 POS

May 31, 2016

As filed with the Securities and Exchange Commission on May 31, 2016

Registration No. 333- 108676

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

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Surrey Bancorp

(exact name of registrant as specified in its charter)

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North Carolina

(state or other jurisdiction of incorporation or organization)

59-3772016

(IRS employer identification no.)

145 North Renfro Street

Mount Airy, North Carolina

(address of principal executive offices)

27030-8038

(zip code)

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Surrey Bancorp 1997 Non-Employee Directors' Stock Option Plan

(full title of the plans)

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Edward C. Ashby, III

Surrey Bancorp

145 North Renfro Street

Mount Airy, North Carolina 27030-8038

(336) 783-3900

(name, address, and telephone number, including area code, of agent for service)

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer,” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

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Large accelerated filer

Accelerated filer

Non-accelerated filer (do not check if a smaller reporting company) Smaller reporting company

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#### EXPLANATORY NOTE

This Post-Effective Amendment No. 1 relates to the following registration statement (the “Registration Statement”) previously filed by Surrey Bancorp, a North Carolina corporation (the “Registrant”):

Registration Statement on Form S-8, File No. 333-108676, filed with the SEC on September 11, 2003, pertaining to the registration of 111,912 shares of the common stock, no par value (“common stock”) of the Registrant for issuance under the Registrant’s stock-based incentive plan – Surrey Bancorp 1997 Non-Employee Directors’ Stock Option Plan.

The Registrant intends to terminate and suspend all reporting obligations with the SEC under the Securities Exchange Act of 1934, as amended. Accordingly, pursuant to the undertaking contained in the Registration Statement to remove from registration by means of a post-effective amendment any of the securities that remain unsold at the termination of the offering, the Registrant hereby amends the Registration Statement by deregistering all shares that remain unsold under such Registration Statement.

#### SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, and Rule 478 thereunder, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this post-effective amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Mount Airy, State of North Carolina, on this 31<sup>st</sup> day of May, 2016.

#### SURREY BANCORP

By:

/S/ Edward C. Ashby, III  
Edward C. Ashby, III, President

Note: no other person is required to sign this post-effective amendment to the Registration Statement in reliance on Rule 478 of the Securities Act of 1933, as amended.

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