

Revised

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Orig Rec: 3/26/13

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.

I, Cyril S. Spiro
Name of the Holding Company Director and Official
Chairman and CEO
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.

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.

[Signature]
Signature of Holding Company Director and Official
3/26/13
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 2891006
C.I. _____

Date of Report (top-tier holding company's fiscal year-end)
December 31, 2012
Month / Day / Year

Reporter's Name, Street, and Mailing Address
Regent Bancorp, Inc.
Legal Title of Holding Company
2205 South University Drive
(Mailing Address of the Holding Company) Street / P.O. Box
Davie FL 33324
City State Zip Code

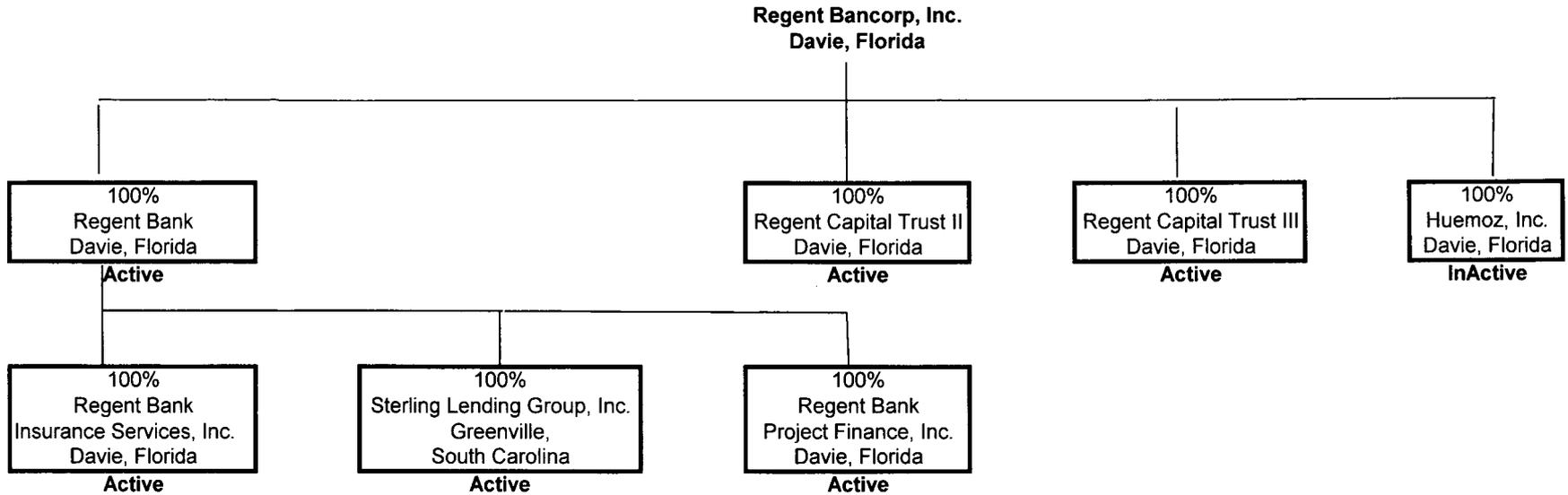
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Pamela Joy Owens EVP/CFO
Name Title
864-678-4735
Area Code / Phone Number / Extension
864-678-4736
Area Code / FAX Number
powers@regentbank.com
E-mail Address
www.regentbank.com
Address (URL) for the Holding Company's web page

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

Revised

Form FR Y-6
Regent Bancorp, Inc.
Davie, Florida
Fiscal Year Ending December 31, 2012



All organizations with the exception of Sterling Lending Group, Inc. are incorporated in the State of FLORIDA

Sterling Lending Group, Inc is incorporated in the State of South Carolina.

Regent Bank Project Finance, Inc., only holds REO properties for Regent Bank.

Results: A list of branches for your depository institution: **REGENT BANK (ID_RSSD: 1008731)**.
 This depository institution is held by **REGENT BANCORP, INC. (2891006)** of **DAVIE, FL**.
 The data are as of **12/31/2012**. Data reflects information that was received and processed through **02/24/2013**.

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)	1008731	REGENT BANK	2205 SOUTH UNIVERSITY DRIVE	DAVIE	FL	33324	BROWARD	UNITED STATES	35789	0	REGENT BANK	1008731	
OK		Full Service	2814135	BOCA RATON BRANCH	568 YAMATO ROAD	BOCA RATON	FL	33431	PALM BEACH	UNITED STATES	260020	2	REGENT BANK	1008731	
OK		Full Service	2596365	FORT LAUDERDALE OFFICE	1100 SOUTHEAST THIRD AVENUE	FORT LAUDERDALE	FL	33316	BROWARD	UNITED STATES	260019	1	REGENT BANK	1008731	
OK		Full Service	3741180	POMPANO BEACH OFFICE	1540 SOUTH FEDERAL HIGHWAY	POMPANO BEACH	FL	33062	BROWARD	UNITED STATES	444998	6	REGENT BANK	1008731	
OK		Full Service	3741153	WEST PALM BEACH OFFICE	1572 PALM BEACH LAKES BLVD, SUITE 6	WEST PALM BEACH	FL	33401	PALM BEACH	UNITED STATES	363095	3	REGENT BANK	1008731	

revised

FORM FR Y-6
Regent Bancorp, Inc.
Fiscal Year Ending December 31, 2012

Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012	Securities holders 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 ending 12-31-2012
--	---

(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Cyril S. Spiro Fort Lauderdale, FL USA	USA	81,446 – 10% Common Stock 10,425 Options			
N/A	N/A	N/A	N/A	N/A	N/A

revised

FORM FR Y-6
Regent Bancorp, Inc.
Fiscal Year Ending December 31, 2012

Report Item 4: Directors and Officers
(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)
Cyril S. Spiro Ft. Lauderdale, FL USA	Chairman & CEO - Regent Bank / Florida	Chairman & CEO	N/A	N/A	10%	N/A	N/A
Alfred D. Griffin, Jr. Davie, FL USA	President - Grifs Western, Inc.	Director	N/A	President, Secretary and Director Grifs Western, Inc.	4%	N/A	Grifs Western Inc. 80%

Thomasina Caporella Plantation, FL USA	Owner – University Centre	Director	N/A	Owner, University Centre President/Director Thomasina Caporella Racing Stables President, Secretary and Treasurer Falcon Estates	4.93%	N/A	University Centre 100% Thomasina Caporella Racing Stables 100% Falcon Estates 100%
Olin M. Hill Boca Raton, FL USA	President - In-Con Construction Consultants, Inc.	Director	N/A	Owner and President In-Con Construction Consultants, Inc.	1.57%	N/A	In-Con Construction Consultants, Inc. 100%
G. Jean Cerra Pompano Beach, FL USA	(Retired) Dean - School of Human Performance and Leisure Sciences - Barry University	Director	N/A	(Retired) Dean - School of Human Performance and Leisure Sciences - Barry University	1.09%	N/A	N/A
John C. Csapo Lighthouse Point, FL USA	Chief Development Officer – The Kolter Group, LLC	Director	N/A	Chief Development Officer – The Kolter Group, LLC	less than 1%	N/A	N/A
Irving Rosenbaum Plantation, FL USA	Executive Dean for Administration, Nova Southeastern University	Director	N/A	Executive Dean for Administration, Nova Southeastern University Owner and President New Community Strategies, Inc.	less than 1%	N/A	New Community Strategies, Inc. 100% NCS Realty, Inc. 100%
George D. Town Hollywood, FL USA	Vice President - Advanced Insurance Underwriters	Director	N/A	Vice President - Advanced Insurance Underwriters	less than 1%	N/A	N/A

Barry S. Webber Hallandale Beach, FL USA	President - Webber, Hinden, McLean & Arbeiter P.A.	Director	N/A	President Webber, Hinden, McLean & Arbeiter P.A.	less than 1%	N/A	Webber, Hinden, McLean & Arbeiter P.A. 50% Webber Hinden Holding Corp. 50%
Neill LeCorgne Pembroke Pines, FL USA	President & COO - Regent Bank / Florida	President & COO	Vice President - Sterling Lending	N/A	1.30%	N/A	N/A
Pamela Joy Owens Simpsonville, SC USA	Executive Vice President & CFO - Regent Bank / Florida	Executive Vice President & CFO	Executive Vice President & CFO - Regent Bank / South Carolina. Vice President & CFO - Sterling Lending	N/A	less than 1%	N/A	N/A
James D. Afflerback Coconut Creek, FL USA	Executive Vice President - Operations Regent Bank / Florida	Executive Vice President	N/A	N/A	less than 1%	N/A	N/A
Dawn H. Calder Tequesta, FL USA	Executive Vice President - Senior Lending Officer Regent Bank / Florida	Executive Vice President	N/A	N/A	zero	N/A	N/A