Edgar Filing: PEOPLES BANCORP OF NORTH CAROLINA INC - Form 5

PEOPLES BANCORP OF NORTH CAROLINA INC

Form 5 February 11, 2015 **OMB APPROVAL** FORM 5 OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer MATTHEWS GARY E Symbol PEOPLES BANCORP OF NORTH (Check all applicable) CAROLINA INC [PEBK] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2014 **518 WEST C STREET** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) NEWTON, NCÂ 28658 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (7in)

(City)	(State)	(Z1p) 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. Securi or Dispo- (Instr. 3, Amount	sed of 4 and (A) or	· · ·	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	01/31/2014	Â	L <u>(1)</u>	4	A	\$ 15.3999	23,205.495	D	Â
Common Stock	02/20/2014	Â	A <u>(2)</u>	650	А	\$ 15.7	23,855.495	D	Â
Common Stock	04/28/2014	Â	L <u>(1)</u>	4	А	\$ 17.4999	23,859.495	D	Â
Common Stock	07/25/2014	Â	L <u>(1)</u>	5	А	\$ 16.98	23,864.495	D	Â
	10/24/2014	Â	L <u>(1)</u>	5	А	\$ 17.2	23,869.495	D	Â

Common Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of informationSEC 2270contained in this form are not required to respond unless(9-02)the form displays a currently valid OMB control number.(9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Titl		8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/	'Year)	Under	lying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Se
	Derivative				Securities			(Instr.	3 and 4)		В
	Security				Acquired						0
					(A) or						E
					Disposed						Is
					of (D)						Fi
					(Instr. 3,						(I
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date				

Exercisable Date Title Number (A) (D) Shares

Reporting Owners

Reporting Owner Name / Address	Relationships					
I O	Director	10% Owner	Officer Other			
MATTHEWS GARY E 518 WEST C STREET NEWTON, NC 28658	ÂX	Â	Â	Â		
Signatures						
Gary E						

Matthews	02/11/2015
<u>**</u> 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) shares acquired through Deferral Plan
- (2) Restricted Stock Units granted 2-20-14, based on \$15.70 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.