

PEOPLES BANCORP OF NORTH CAROLINA INC
 Form 5
 February 11, 2014

FORM 5

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

OMB APPROVAL
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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 *
ROBINSON LARRY E

(Last) (First) (Middle)

518 WEST C STREET

(Street)

NEWTON, NC 28658

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PEOPLES BANCORP OF NORTH CAROLINA INC [PEBK]

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

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

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)	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)
				(A) or (D) Amount Price			
Common Stock	02/13/2013	Â	L ⁽¹⁾	27.2335 A \$ 10.5858	41,685.8506	D	Â
Common Stock	03/15/2013	Â	L ⁽¹⁾	10.769 A \$ 11.6506	41,696.6196	D	Â
Common Stock	05/03/2013	Â	L ⁽¹⁾	0.1 A \$ 11.8445	41,696.7196	D	Â
Common Stock	05/23/2013	Â	A ⁽²⁾	810 A \$ 12	42,506.7196	D	Â
	06/20/2013	Â	L ⁽¹⁾	9 A	42,515.7196	D	Â

Common Stock						\$	13.2805			
Common Stock	10/25/2013	Â	L ⁽¹⁾	6	A	\$	12,9941	42,521.7196	D	Â
Common Stock	11/04/2013	Â	L ⁽¹⁾	4	A	\$	13.0977	42,525.7196	D	Â
Common Stock	12/02/2013	Â	A ⁽³⁾	152	A	\$	13.1	42,677.7196	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	8,835		I	Wife

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

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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)	8. Price of Derivative Security (Instr. 5)	9. of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBINSON LARRY E 518 WEST C STREET NEWTON, Â NCA Â 28658	Â X	Â	Â	Â

Signatures

Larry E. Robinson 02/11/2014

**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) shares acquired through Deferral Plan

(2) Restricted Stock Units granted 5-23-13, based on \$12.00 per share.

(3) shares awarded for 20 years of service

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Remarks:

Shares are registered to Larry E. Robinson Trust dated 5/2

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.

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