Edgar Filing: FIRST BANCORP /NC/ - Form 4

		COMMISSION	OMB	3235-0287		
wasnington, D.C.	20549			January 31,		
SECURITIE		Expires: 2005 Estimated average burden hours per response 0.5				
Public Utility Holding C	ompany Act of	f 1935 or Section	1			
Symbol	-	5. Relationship of Issuer	Reporting Pers	son(s) to		
		(Checl	k all applicable	;)		
3. Date of Earliest Transacti (Month/Day/Year) 12/30/2011	Director 10% Owner X Officer (give title Other (specify below) CHIEF FINANCIAL OFFICER					
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
Table I - Non-Derivat	ve Securities Acc	uired, Disposed of	, or Beneficial	ly Owned		
hth/Day/Year) Execution Date, if Transaction(A) or Disposed (any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	-			
Code V Amo		(Instr. 3 and 4)				
M 1,94	2 A (1)	14,014	D			
F 615	D \$ 11.15	13,399	D			
		6,567.9914	I	401k Plan		
	Washington, D.C. DF CHANGES IN BENE SECURITIES Section 16(a) of the Secu Public Utility Holding C) of the Investment Comp 2. Issuer Name and Ticker Symbol FIRST BANCORP /NC 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2011 4. If Amendment, Date Orig Filed(Month/Day/Year) 12/30/2011 4. If Amendment, Date Orig Filed(Month/Day/Year) Table I - Non-Derivati emed 3. 4. Sect ion Date, if Transaction(A) on Code (Instr. /Day/Year) (Instr. 8) Code V Amou M 1,942	Washington, D.C. 20549 Section 16(a) of the Securities Exchange Section 16(a) of the Securities Exchange Public Utility Holding Company Act of 194 Section 16(a) of the Securities Exchange Public Utility Holding Company Act of 194 Section 16(a) of the Securities Exchange Public Utility Holding Company Act of 194 a. Suster Name and Ticker or Trading Symbol FIRST BANCORP /NC/ [FBNC] 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2011 4. If Amendment, Date Original Filed(Month/Day/Year) Fable I - Non-Derivative Securities Acquired ion Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) /Day/Year) (A) or Code V Amount (D) Price M 1,942 A (1) M 1,942 A (1) S	Director Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section (b) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol FIRST BANCORP /NC/ [FBNC] 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2011 4. If Amendment, Date Original Filed(Month/Day/Year) A. If Amendment, Date Original Filed(Month/Day/Year) A. If Amendment, Date Original Filed(Month/Day/Year) A. Securities Acquired ion Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) /Day/Year) (A) (A) (A) (Checle) (Chec	Washington, D.C. 20549Number: Expires: Estimated a burden hou responseOF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESExpires: Estimated a burden hou responseSection 16(a) of the Securities Exchange Act of 1934, e Public Utility Holding Company Act of 1935 or Section a) of the Investment Company Act of 1940S. Relationship of Reporting Per- IssuerSymbol5. Relationship of Reporting Per- IssuerS. Relationship of Reporting Per- Issuer3. Date of Earliest Transaction (Month/Day/Year)Officer (give title0ft Multicer (give		

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

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number.

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. Transactic Code (Instr. 8)	5. Number on f Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day	Date	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Units	<u>(1)</u>	12/30/2011		М	1,94	2 (1)	12/31/2011	Common Stock	1,942

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CREDLE ERIC P			CHIEF FINANCIAL OFFICER			
Signatures						
/s/ Timothy S. Maples, Attorney-in-fact		01/04/20	012			

Date

<u>**Signature of Reporting Person</u> 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) Each performance unit represents a contingent right to receive one share of First Bancorp common stock. The performance rights vest if the recipient remains employed with the Company and otherwise eligible to receive the shares on December 31, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space 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.