Edgar Filing: FIRST BANCORP /NC/ - Form 4

	ICORP /NC/										
Form 4 February 09	2012										
FORM	ЛЛ								OMB AP	PROVAL	
CONIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287				
Check th if no lon subject t Section Form 4 d	so STATE 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated ar burden hour response	-	
Form 5 obligation may con <i>See</i> Instru- 1(b).	ons Section 17	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									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Ocheltree Jerry L			2. Issuer Name and Ticker or Trading Symbol FIRST BANCORP /NC/ [FBNC]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction					(Check all applicable)			
(Last) (First) (Middle) 24 OXTON CIRCLE			(Month/Day/Year) 02/08/2012					Director 10% Owner X Officer (give title Other (specify below) President			
(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 			
PINEHURS	ST, NC 28374							Person	ore than One Rep	oorting	
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)		Date, if	Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common	02/08/2012			Code V S	Amount 10,723	or (D) D	Price \$	(Instr. 3 and 4)	(Instr. 4) D		
Stock	02/06/2012			5	10,725	D	11.0397	, 12,+52.5257	D		
Common Stock								9,275.2832	Ι	401k Plan	

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Ocheltree Jerry L 24 OXTON CIRCLE PINEHURST, NC 28374			President					
Signatures								
/s/ Timothy S. Maples, Attorney-in-fact		02/09/20	012					
**Signature of Reporting Person		Date						
Explanation of Responses:								

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).

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.