

PEOPLES BANCORP OF NORTH CAROLINA INC
 Form 5
 February 12, 2014

FORM 5

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

OMB APPROVAL
 OMB Number: 3235-0362
 Expires: January 31, 2015
 Estimated average burden hours per response... 1.0

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 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 *
CABLE WILLIAM D

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP and COO

(Last) (First) (Middle)
 518 WEST C STREET
 (Street)

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

NEWTON, NC 28658

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

6. Individual or Joint/Group Reporting
 (check applicable line)

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

(City) (State) (Zip)

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) Amount	(D) Price			
Common Stock	02/08/2013	Â	L	4.5755	A \$ 10.6	24,877.4457	D	Â
Common Stock	02/13/2013	Â	L	174.194	A \$ 10.5858	25,051.6397	D	Â
Common Stock	03/04/2013	Â	L	4.6903	A \$ 10.98	25,056.33	D	Â
Common Stock	03/15/2013	Â	L	216.804	A \$ 11.6506	25,273.134	D	Â
	03/20/2013	Â	L	16.9805	A \$ 11.6	25,290.1145	D	Â

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Common Stock									
Common Stock	03/28/2013	Â	L	4.4014	A	\$ 11.36	25,294.5159	D	Â
Common Stock	05/03/2013	Â	L	2.4	A	\$ 11.8445	25,296.9159	D	Â
Common Stock	05/23/2013	Â	A ⁽¹⁾	3,410	A	\$ 12	28,706.9159	D	Â
Common Stock	04/30/2013	Â	L	4.258	A	\$ 11.78	28,711.1739	D	Â
Common Stock	06/04/2013	Â	L	6.0484	A	\$ 12.4	28,717.2223	D	Â
Common Stock	06/19/2013	Â	L	15.0116	A	\$ 13.15	28,732.2339	D	Â
Common Stock	09/03/2013	Â	L	3.7736	A	\$ 13.25	28,736.0075	D	Â
Common Stock	09/19/2013	Â	L	15.6033	A	\$ 12.74	28,751.6108	D	Â
Common Stock	10/01/2013	Â	L	4	A	\$ 12.5	28,755.6108	D	Â
Common Stock	11/04/2013	Â	L	5.7472	A	\$ 13.05	28,761.358	D	Â
Common Stock	12/05/2013	Â	L	3.6049	A	\$ 13.87	28,764.9629	D	Â
Common Stock	10/25/2013	Â	L	14	A	\$ 12.9941	28,778.9629	D	Â
Common Stock	11/04/2013	Â	L	9	A	\$ 13.0977	28,787.9629	D	Â
Common Stock	12/19/2013	Â	L	14.165	A	\$ 14	28,802.1279	D	Â

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

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SEC 2270
(9-02)

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	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 D Se B O E
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