

PEOPLES BANCORP OF NORTH CAROLINA INC

Form 5/A

February 14, 2017

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).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
Form 3 Holdings
Reported
Form 4
Transactions
Reported

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
LAMPRON A JOSEPH

(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 of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20164. If Amendment, Date Original
Filed(Month/Day/Year)
02/14/20175. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
EVP and CFO6. 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 or Price		
Common Stock	01/29/2016	Â	L ⁽⁸⁾	54	A \$ 19.2192	7,492.347	D Â
Common Stock	02/16/2016	Â	L ⁽⁸⁾	22	A \$ 18.7862	7,514.347	D Â
Common Stock	02/24/2016	Â	L ⁽⁸⁾	23	A \$ 18.7869	7,537.347	D Â
Common Stock	05/02/2016	Â	L ⁽⁸⁾	87	A \$ 19.3496	7,624.347	D Â

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Common Stock	06/15/2016	Â	L ⁽⁸⁾	26	A	\$ 19.445	7,650.347	D	Â
Common Stock	07/28/2016	Â	L ⁽⁸⁾	77	A	\$ 20.6	7,727.347	D	Â
Common Stock	09/01/2016	Â	L ⁽⁸⁾	32	A	\$ 22.1399	7,759.347	D	Â
Common Stock	10/28/2016	Â	L ⁽⁸⁾	75	A	\$ 20.9899	7,834.347	D	Â
Common Stock	11/30/2016	Â	L ⁽⁸⁾	19	A	\$ 22.8999	7,853.347	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 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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units ⁽¹⁾	Â	03/22/2012 ⁽³⁾	Â	A	6,370 Â	03/22/2017 Â ⁽⁷⁾	Common Stock 6,370
Restricted Stock Units ⁽¹⁾	Â	05/23/2013 ⁽⁴⁾	Â	A	3,410 Â	05/23/2017 Â ⁽⁷⁾	Common Stock 3,410
Restricted Stock Units ⁽¹⁾	Â	02/20/2014 ⁽⁵⁾	Â	A	2,728 Â	02/20/2017 Â ⁽⁷⁾	Common Stock 2,728
Restricted Stock Units ⁽¹⁾	Â	02/19/2015 ⁽⁶⁾	Â	A	1,665 Â	02/19/2019 Â ⁽⁷⁾	Common Stock 1,665

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

LAMPRON A JOSEPH
518 WEST C STREET
NEWTON, NC 28658

Â Â Â EVP and CFO Â

Signatures

A. Joseph
Lampron, Jr.

02/14/2017

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).

The Restricted Stock Units ("RSUs") reported herein were previously reported in Table I on Form 4 or Form 5 filed with the SEC on the

(1) applicable grant date or at year end. The purpose of this filing is to remove the RSUs from Table I and report them instead in Table II. The revised number of Non-Derivative Securities owned is disclosed in Table I.

(2) Each RSU represents the contingent right to receive either one share of Common Stock or a cash payment equal to the fair market value of one share of Common Stock, in each case upon vesting of the RSU and in accordance with the terms of the RSU Award Agreement.

(3) RSUs granted on 03/22/2012 vest 100% on 03/22/2017. Upon vesting, the reporting person will receive 1/2 of the RSUs in the form of cash and 1/2 in the form of shares of Common Stock.

(4) RSUs granted on 05/23/2013 vest 100% on 05/23/2017. Upon vesting, the reporting person will receive 1/2 of the RSUs in the form of cash and 1/2 in the form of shares of Common Stock.

(5) RSUs granted on 02/20/2014 vest 100% on 02/20/2017. Upon vesting, the reporting person will receive 1/2 of the RSUs in the form of cash and 1/2 in the form of shares of Common Stock.

(6) RSUs granted on 02/19/2015 vest 100% on 02/19/2019. Upon vesting, the reporting person will receive 1/2 of the RSUs in the form of cash and 1/2 in the form of shares of Common Stock.

(7) No Expiration Date

(8) Shares acquired through Directors and Officers Deferral Plan.

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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