

ABERNETHY ROBERT C

Form 4

March 18, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ABERNETHY ROBERT C

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)

(Last) (First) (Middle)

518 WEST C STREET

(Street)

NEWTON, NC 28658

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2005

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

Chairman of the Board

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

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/16/2005		J ⁽¹⁾	7,043	A \$ 0 ⁽²⁾	77,480 ⁽³⁾	D
Common Stock	03/16/2005		J ⁽¹⁾	279.6261	A \$ 18.39 ⁽⁴⁾	2,918.1137	I By Wife
Common Stock	03/16/2005		J ⁽¹⁾	95.9326	A \$ 18.39 ⁽⁴⁾	1,001.1315	I Custodian of Stepson
Common Stock	03/16/2005		J ⁽¹⁾	1,268	A \$ 0 ⁽²⁾	13,956	I By Daughter
	03/16/2005		J ⁽¹⁾	1,268	A \$ 0 ⁽²⁾	13,956	I

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Common Stock									Custodian of Daughter 2
Common Stock	03/16/2005	J ⁽¹⁾	1,298	A	\$ 0 ⁽²⁾	14,286	I		Custodian of Son

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor 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
ABERNETHY ROBERT C 518 WEST C STREET NEWTON, NC 28658	X Chairman of the Board

Signatures

Robert C.
Abernethy 03/18/2005

 Date
**Signature of
Reporting Person

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).

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- (1) 10% Stock Dividend and Cash Dividend paid simultaneously
- (2) 10% Stock Dividend at no cost to shareholder
- (3) 74,950 shares in certificate form; 2,530 in street name.
- (4) Majority of shares acquired from 10% Stock Dividend at no cost; other shares purchased through Dividend Reinvestment Plan @ \$18.39;

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

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