Edgar Filing: PEOPLES BANCORP OF NORTH CAROLINA INC - Form 4

PEOPLES BANCORP OF NORTH CAROLINA INC

Form 4

November 22, 2006

FORM 4

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

OMB

Check this box if no longer

Number:

3235-0287 January 31,

2005

OMB APPROVAL

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Form 5 obligations may continue.

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

response...

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Expires:

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1 Name and Address of Departing De

1. Name and Address of Reporting ZACHARY BENJAMIN I	Syml PEC	Issuer Name and Ticker or Trading bol DPLES BANCORP OF NORTH ROLINA INC [PEBK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) 518 WEST C STREET	(Mor	ate of Earliest Transaction nth/Day/Year) 20/2006	_X_ Director 10% Owner Officer (give title below) Other (specify below)			
(Street) NEWTON, NC 28658		4. If Amendment, Date Original Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Rep Form filed by More that Person				
(City) (State)	(Zip)	Table I - Non-Derivative Securities A	equired, Disposed of, or Beneficially Owned			
1.Title of Security (Month/Day/Year) (Instr. 3) Common 11/20/2006	2A. Deemed Execution Date, any (Month/Day/Yea	Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Prior P. 85 4188 A	Securities Beneficially Owned Owned Following Reported (I) Transaction(s) (Instr. 3 and 4) Securities Form: Direct (D) Ownership Ownership Ownership Ownership Official Ownership Official Ownership Ownershi			
Stock		29.2	5			
Common Stock			42,692 I Alexander RR			

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	2.	3. Transaction Date		4. T	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired			•			Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIIsti
					4, and 5)						
					4, and 3)						
									Amount		
						ъ.	E		or		
						Date	Expiration	Title	Number		
					Exercisable	Date		of			
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
ZACHARY BENJAMIN I 518 WEST C STREET NEWTON, NC 28658	X					

Signatures

Benjamin I.

Zachary

**Signature of 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).

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.

Reporting Owners 2