

NEW PEOPLES BANKSHARES INC
 Form 4
 May 23, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARTER JOE M

2. Issuer Name and Ticker or Trading Symbol
NEW PEOPLES BANKSHARES INC [NONE]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

NEW PEOPLES BANKSHARES, INC., 67 COMMERCE DRIVE

(Street)

HONAKER, VA 24260

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
05/05/2006

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

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

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/05/2006		M	2,200 A \$ 6.82 (1)	8,509 (2)	I	By spouse
Common Stock	05/05/2006		M	275 A \$ 9.1 (1)	8,784 (2)	I	By spouse
Common Stock	05/05/2006		M	275 A \$ 12.28 (1)	9,059 (2)	I	By spouse
Common Stock					10,142 (2)	D	

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- (2) Reflects increase in share holdings resulting from the 10% stock dividend paid on June 7, 2005.
- (3) Adjusted to reflect the 10% stock dividend paid on June 7, 2005.
- (4) Includes an additional 55 options, adjusted to reflect the 10% stock dividend paid on June 7, 2005, that were inadvertently omitted from the reporting person's Form 4 filed December 15, 2004 to report option award.

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.