TERRY WILLIAM GREGORY
Form 5
February 13, 2018

FORM 5

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).
Form 3 Holdings Reported
Form 4 Transactions Reported

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

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 *
TERRY WILLIAM GREGORY

(Last) (First) (Middle)

518 WEST C STREET

(Street)

NEWTON,Â NCÂ 28658

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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) Amount	(A) or (D)	Price	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)
common stock	01/31/2017	Â	L	117	A	$ 26.5	18,221.6559	D	Â
common stock	03/01/2017	Â	L	50.6411	A	$ 27.75	18,221.6559	D	Â
common stock	04/27/2017	Â	L	61	A	$ 30.1362	18,221.6559	D	Â
common stock	05/01/2017	Â	L	58	A	$ 28.9599	18,221.6559	D	Â
	06/20/2017	Â	L	14.6825	A	$ 32.25	18,221.6559	D	Â

common stock									
common stock	07/12/2017	Â	G	5	D	$ 0 (1)	18,221.6559	D	Â
common stock	07/27/2017	Â	L	104	A	$ 38.5978	18,221.6559	D	Â
common stock	09/01/2017	Â	L	29	A	$ 30.4999	18,221.6559	D	Â
common stock	09/19/2017	Â	L	14.2938	A	$ 33.25	18,221.6559	D	Â
common stock	10/26/2017	Â	L	135	A	$ 33.9621	18,221.6559	D	Â
common stock	12/15/2017	Â	J (2)	397.4869	A	$ 0 (2)	18,221.6559	D	Â
common stock	12/19/2017	Â	L	14.9056	A	$ 32	18,221.6559	D	Â
common stock	Â	Â	Â	Â	Â	Â	0	I	no longer holds shares in custodial accounts

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 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. of D Se B O Er Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TERRY WILLIAM GREGORY 518 WEST C STREET NEWTON, Â NCÂ 28658	Â	Â	Â	Â

Signatures

/s/ William Gregory Terry	02/13/2018
**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).

(1) gifted 5 shares to father-in-law

(2) shares acquired through 10% stock dividend

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