

MAR 31 2014



Annual Report of Holding Companies—FR ~~FRB~~ RICHMOND

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

I, **Richard H. Moore**

Reporter's Name, Street, and Mailing Address

First Bancorp

Legal Title of Holding Company

300 SW Broad Street

(Mailing Address of the Holding Company) Street / P.O. Box

Southern Pines

NC

28387

City

State

Zip Code

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Lee C. McLaurin

EVP-Controller

Name

Title

910 576-2265 215

Area Code / Phone Number / Extension

910572-3167

Area Code / FAX Number

lmc Laurin@localfirstbank.com

E-mail Address

localfirstbank.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

03/28/2014

Date of Signature

For holding companies *not* registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID **1076431**
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Report Item 1 : Annual Report to Shareholders.

See attached Copies

Report Item 2 (A) : Organizational Chart. See attachment.

Report Item 2 (B) : Domestic Branch Listing. Submitted via email 1/30/2014.

Report Item 3 (1) : 5% Shareholders : Page 2 of attached Proxy Statement

Wellington Management Company, LLP
Boston, MA 02210 (USA)
1,510,504 shares (7.68% of class)

Basswood Capital Management
New York, NY 10022 (USA)
1,247,725 shares (6.34% of class)

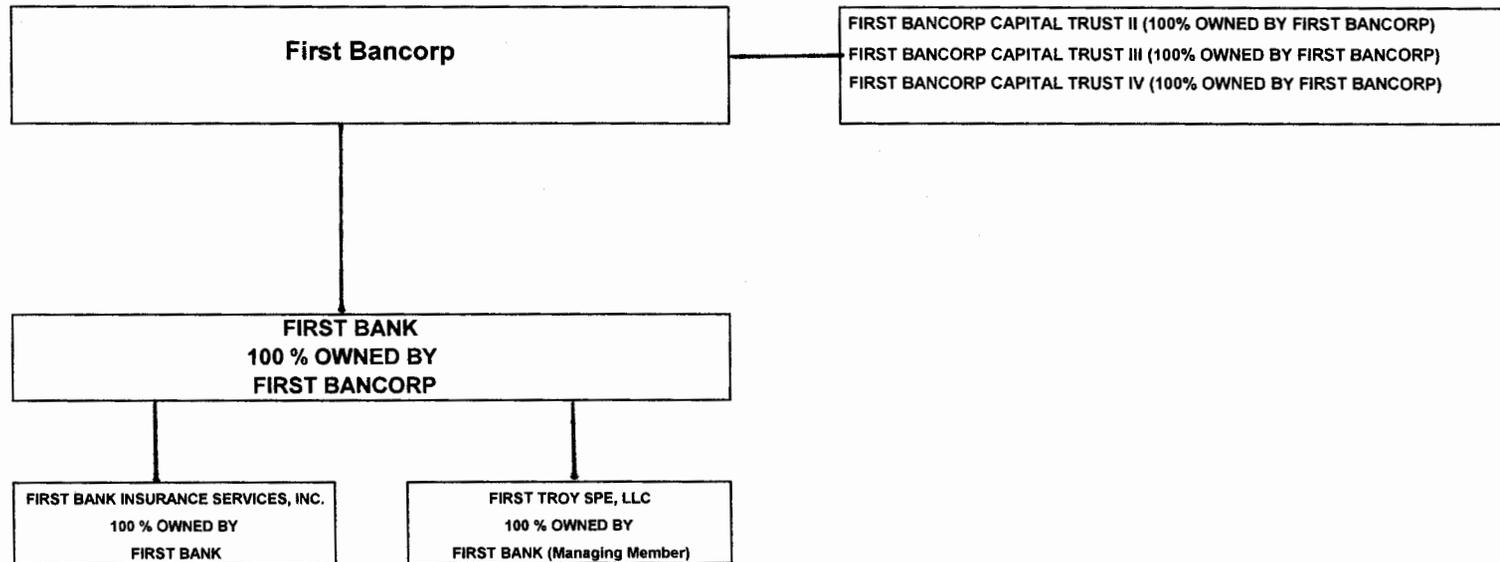
Blackrock Inc.
New York, NY 10022 (USA)
1,237,022 shares (6.29% of class)

Report Item 3 (2) : Shareholders - Not Listed in Item 3 (1).

None

Report Item 4 : Directors and Officers - See attachment and refer to pages 4 thru 10 of attached Proxy Statement.

Report Item 2 (A) : Organizational Chart -



FIRST BANCORP
 FIRST BANK
 FIRST BANK INSURANCE SERVICES, INC.
 FIRST TROY SPE, LLC
 FIRST BANCORP CAPITAL TRUST II
 FIRST BANCORP CAPITAL TRUST III
 FIRST BANCORP CAPITAL TRUST IV

300 SW BROAD STREET - SOUTHERN PINES, N.C. 28387 (USA)
 300 SW BROAD STREET - SOUTHERN PINES, N.C. 28387 (USA)
 341 NORTH MAIN STREET - TROY, N.C. 27371 (USA)
 341 NORTH MAIN STREET - TROY, N.C. 27371 (USA)
 341 NORTH MAIN STREET - TROY, N.C. 27371 (USA)
 341 NORTH MAIN STREET - TROY, N.C. 27371 (USA)
 341 NORTH MAIN STREET - TROY, N.C. 27371 (USA)

State of Incorporation
North Carolina
North Carolina
North Carolina
North Carolina
Delaware
Delaware
Delaware

Results: A list of branches for your depository institution: FIRST BANK (ID_RSSD: 216922).
 This depository institution is held by FIRST BANCORP (1076431) of SOUTHERN PINES, NC.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
 To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	216922	FIRST BANK	341 NORTH MAIN STREET	TROY	NC	27371	MONTGOMERY	UNITED STATES	9417		0	FIRST BANK	216922
OK		Full Service	1872398	ABERDEEN BRANCH	105 SOUTH SANDHILLS BLVD	ABERDEEN	NC	28315	MOORE	UNITED STATES	232774		27	FIRST BANK	216922
OK		Full Service	43520	EASTGATE BRANCH	1910 EAST MAIN ST	ALBEMARLE	NC	28001	STANLY	UNITED STATES	291627		13	FIRST BANK	216922
OK		Full Service	44022	HIGHWAY 52 BRANCH	2317 NORTH FIRST ST	ALBEMARLE	NC	28001	STANLY	UNITED STATES	291626		12	FIRST BANK	216922
OK		Full Service	3088737	ANGIER BRANCH	415 NORTH RALEIGH STREET	ANGIER	NC	27501	HARNETT	UNITED STATES	232786		44	FIRST BANK	216922
OK		Full Service	3083862	APEX BRANCH	402 EAST WILLIAMS STREET	APEX	NC	27502	WAKE	UNITED STATES	365369		62	FIRST BANK	216922
OK		Full Service	535128	ASHEBORO BRANCH	176 NORTH FAYETTEVILLE ST	ASHEBORO	NC	27203	RANDOLPH	UNITED STATES	205484		25	FIRST BANK	216922
OK		Full Service	3088755	ASHEBORO NORTH BRANCH	1724 NORTH FAYETTEVILLE STREET	ASHEBORO	NC	27203	RANDOLPH	UNITED STATES	232784		42	FIRST BANK	216922
OK		Full Service	3140859	ASHEVILLE LEICESTER BRANCH	349 NEW LEICESTER HIGHWAY	ASHEVILLE	NC	28806	BUNCOMBE	UNITED STATES	430584		121	FIRST BANK	216922
OK		Full Service	4233655	ASHEVILLE MAIN BRANCH	79 WOODFIN PLACE	ASHEVILLE	NC	28801	BUNCOMBE	UNITED STATES	59023		119	FIRST BANK	216922
OK		Full Service	3282496	SOUTH ASHEVILLE BRANCH	1985 HENDERSONVILLE ROAD, SUITE 120	ASHEVILLE	NC	28803	BUNCOMBE	UNITED STATES	445175		122	FIRST BANK	216922
OK		Full Service	2446415	BEAUFORT BRANCH	1503 LIVE OAK STREET	BEAUFORT	NC	28516	CARTERET	UNITED STATES	263693		103	FIRST BANK	216922
OK		Full Service	2446442	BELHAVEN BRANCH	770 WEST MAIN STREET	BELHAVEN	NC	27810	BEAUFORT	UNITED STATES	263696		104	FIRST BANK	216922
OK		Full Service	4036146	LELAND BRANCH	10 WATERFORD BUSINESS WAY	BELVILLE	NC	28451	BRUNSWICK	UNITED STATES	Not Required	Not Required		FIRST BANK	216922
OK		Full Service	584528	BENNETT BRANCH	3948 CHATHAM ST	BENNETT	NC	27208	CHATHAM	UNITED STATES	232761		9	FIRST BANK	216922
OK		Full Service	48927	BISCOE BRANCH	104 NATIONAL DRIVE	BISCOE	NC	27209	MONTGOMERY	UNITED STATES	232756		4	FIRST BANK	216922
OK		Full Service	147129	BROADWAY BRANCH	229 NORTH MAIN STREET	BROADWAY	NC	27505	LEE	UNITED STATES	253181		63	FIRST BANK	216922
OK		Full Service	3140840	CANDLER BRANCH	6 DOGWOOD ROAD	CANDLER	NC	28715	BUNCOMBE	UNITED STATES	290673		120	FIRST BANK	216922
OK		Full Service	355625	CANDOR BRANCH	129 SOUTH MAIN ST	CANDOR	NC	27229	MONTGOMERY	UNITED STATES	5702		20	FIRST BANK	216922
OK		Full Service	3592551	CARTHAGE BRANCH	109 MONROE STREET	CARTHAGE	NC	28327	MOORE	UNITED STATES	462566		86	FIRST BANK	216922
OK		Full Service	461722	DENTON BRANCH	17948 SOUTH NC HIGHWAY 109	DENTON	NC	27239	DAVIDSON	UNITED STATES	232755		3	FIRST BANK	216922
OK		Full Service	2446349	ELIZABETHTOWN BRANCH	232 W BROAD STREET	ELIZABETHTOWN	NC	28337	BLADEN	UNITED STATES	263686		94	FIRST BANK	216922
OK		Full Service	2140414	FAIRMONT MAIN BRANCH	301 SOUTH MAIN STREET	FAIRMONT	NC	28340	ROBESON	UNITED STATES	190546		70	FIRST BANK	216922
OK		Full Service	851127	HARMONY BRANCH	3364 HARMONY HWY	HARMONY	NC	28634	IREDELL	UNITED STATES	205123		68	FIRST BANK	216922
OK		Full Service	2639084	ARCHDALE BRANCH	11410 NORTH MAIN STREET	HIGH POINT	NC	27263	RANDOLPH	UNITED STATES	221407		29	FIRST BANK	216922
OK		Full Service	199520	HIGH POINT MAIN BRANCH	1200 NORTH MAIN ST	HIGH POINT	NC	27262	GUILFORD	UNITED STATES	6304		28	FIRST BANK	216922
OK		Full Service	2446385	NEW BRIDGE STREET BRANCH	827 NEW BRIDGE STREET	JACKSONVILLE	NC	28540	ONSLow	UNITED STATES	263690		98	FIRST BANK	216922
OK		Full Service	2446424	WESTERN BOULEVARD BRANCH	400 WESTERN BOULEVARD	JACKSONVILLE	NC	28546	ONSLow	UNITED STATES	263694		102	FIRST BANK	216922
OK		Full Service	1158092	KANNAPOLIS BRANCH	421 SOUTH MAIN STREET	KANNAPOLIS	NC	28081	CABARRUS	UNITED STATES	232768		19	FIRST BANK	216922
OK		Full Service	3131464	KENANSVILLE BRANCH	205 SOUTH MAIN STREET	KENANSVILLE	NC	28349	DUPLIN	UNITED STATES	190548		69	FIRST BANK	216922
OK		Full Service	2446460	KILL DEVIL HILLS BRANCH	2007 SOUTH CROATAN HIGHWAY	KILL DEVIL HILLS	NC	27948	DARE	UNITED STATES	263697		105	FIRST BANK	216922
OK		Full Service	1199246	LAUREL HILL BRANCH	9101 MORGAN ST	LAUREL HILL	NC	28351	SCOTLAND	UNITED STATES	232771		23	FIRST BANK	216922
OK		Full Service	868527	LAURINBURG MAIN OFFICE	601 SOUTH MAIN ST	LAURINBURG	NC	28352	SCOTLAND	UNITED STATES	204854		58	FIRST BANK	216922
OK		Full Service	2639093	LILLINGTON BRANCH	1000 MAIN ST	LILLINGTON	NC	27546	HARNETT	UNITED STATES	232779		37	FIRST BANK	216922
OK		Full Service	118521	LOCUST BRANCH	114 WEST MAIN ST	LOCUST	NC	28097	STANLY	UNITED STATES	221393		10	FIRST BANK	216922
OK		Full Service	6824	LUMBERTON BRANCH	2801 NORTH ELM ST	LUMBERTON	NC	28358	ROBESON	UNITED STATES	204802		55	FIRST BANK	216922
OK		Full Service	3088997	MAXTON BRANCH	107 WEST CENTRAL STREET	MAXTON	NC	28364	ROBESON	UNITED STATES	232785		43	FIRST BANK	216922
OK		Full Service	3367722	MAYODAN BRANCH	402 SOUTH 2ND STREET	MAYODAN	NC	27027	ROCKINGHAM	UNITED STATES	424261		72	FIRST BANK	216922
OK		Full Service	3592579	MOORESVILLE BRANCH	553 EAST PLAZA DRIVE	MOORESVILLE	NC	28115	IREDELL	UNITED STATES	450665		79	FIRST BANK	216922
OK		Full Service	3366716	MOREHEAD CITY BRANCH	137 HIGHWAY 24 WEST	MOREHEAD CITY	NC	28557	CARTERET	UNITED STATES	419328		108	FIRST BANK	216922
OK		Full Service	3150344	MOUNT PLEASANT BRANCH	8252 HWY 49	MOUNT PLEASANT	NC	28124	CABARRUS	UNITED STATES	365621		64	FIRST BANK	216922
OK		Full Service	3592122	OCEAN ISLE BRANCH	120 CAUSEWAY DRIVE	OCEAN ISLE BEACH	NC	28469	BRUNSWICK	UNITED STATES	461347		85	FIRST BANK	216922
OK		Full Service	10728	PEMBROKE BRANCH	210 WEST 3RD ST	PEMBROKE	NC	28372	ROBESON	UNITED STATES	204806		56	FIRST BANK	216922
OK		Full Service	122023	PINEBLUFF BRANCH	140 NORTH WALNUT ST	PINEBLUFF	NC	28373	MOORE	UNITED STATES	232762		11	FIRST BANK	216922
OK		Full Service	462224	PINEHURST SOUTH BRANCH	560 NC HIGHWAY 5 SOUTH	PINEHURST	NC	28374	MOORE	UNITED STATES	232760		8	FIRST BANK	216922
OK		Full Service	2445801	PINEHURST VILLAGE BRANCH	10 CHINQUAPIN ROAD	PINEHURST	NC	28374	MOORE	UNITED STATES	264869		50	FIRST BANK	216922
OK		Full Service	3089006	PITTSBORO BRANCH	18 CHATHAM STREET	PITTSBORO	NC	27312	CHATHAM	UNITED STATES	357332		46	FIRST BANK	216922
OK		Full Service	3089015	POLKTON BRANCH	7996 US HIGHWAY 74 WEST	POLKTON	NC	28135	ANSON	UNITED STATES	232781		39	FIRST BANK	216922
OK		Full Service	1158113	RICHFIELD BRANCH	135 NORTH HIGHWAY 49	RICHFIELD	NC	28137	STANLY	UNITED STATES	232766		17	FIRST BANK	216922
OK		Full Service	49429	ROBBINS BRANCH	180 N MIDDLETON ST	ROBBINS	NC	27325	MOORE	UNITED STATES	232754		2	FIRST BANK	216922
OK		Full Service	555920	ROCKINGHAM BRANCH	35 RICHMOND PLAZA, MAIN STREET	ROCKINGHAM	NC	28379	RICHMOND	UNITED STATES	258248		34	FIRST BANK	216922
OK *		Full Service	3203174	ROCKINGHAM MAIN BRANCH	1401 FAYETTEVILLE ROAD	ROCKINGHAM	NC	28379	RICHMOND	UNITED STATES	Not Required	Not Required		FIRST BANK	216922

OK		Full Service	3355493	ROSE HILL BRANCH	501 S. SYCAMORE STREET	ROSE HILL	NC	28458	DUPLIN	UNITED STATES	439900		77	FIRST BANK	216922	
OK		Full Service	19628	SAINT PAULS BRANCH	301 WEST BROAD ST	SAINT PAULS	NC	28384	ROBESON	UNITED STATES	204814		57	FIRST BANK	216922	
OK		Full Service	3089024	SALISBURY CONCORD ROAD BRANCH	1525 JAKE ALEXANDER BOULEVARD SOUTH	SALISBURY	NC	28146	ROWAN	UNITED STATES	357333		47	FIRST BANK	216922	
OK		Full Service	17521	SALISBURY MAIN BRANCH	215 WEST INNES ST	SALISBURY	NC	28144	ROWAN	UNITED STATES	365368		61	FIRST BANK	216922	
OK		Full Service	2639114	SANFORD BRANCH	1333 PLAZA BOULEVARD	SANFORD	NC	27330	LEE	UNITED STATES	232780		38	FIRST BANK	216922	
OK		Full Service	3089033	SANFORD-HORNER BRANCH	2630 SOUTH HORNER BOULEVARD	SANFORD	NC	27332	LEE	UNITED STATES	232782		40	FIRST BANK	216922	
Close	9/27/2013	Full Service	3367704	TRAMWAY BRANCH	2204 JEFFERSON DAVIS HIGHWAY	SANFORD	NC	27330	LEE	UNITED STATES	424746		73	FIRST BANK	216922	
OK		Full Service	2639132	SEAGROVE BRANCH	121 WEST MAIN ST	SEAGROVE	NC	27341	RANDOLPH	UNITED STATES	232778		36	FIRST BANK	216922	
OK		Full Service	3592588	SHALLOTTE BRANCH	347 WHITEVILLE ROAD	SHALLOTTE	NC	28470	BRUNSWICK	UNITED STATES	456602		82	FIRST BANK	216922	
OK		Full Service	3088988	BELLE MEADE BRANCH	100 WATERS DRIVE	SOUTHERN PINES	NC	28387	MOORE	UNITED STATES	264873		54	FIRST BANK	216922	
OK		Full Service	2445829	PINECREST PLAZA BRANCH	46 PINECREST PLAZA	SOUTHERN PINES	NC	28387	MOORE	UNITED STATES	264871		52	FIRST BANK	216922	
OK		Full Service	928373	SOUTHERN PINES BRANCH	205 SE BROAD ST	SOUTHERN PINES	NC	28387	MOORE	UNITED STATES	40908		49	FIRST BANK	216922	
OK		Full Service	3289721	SOUTHPORT BRANCH	5210 SOUTHPORT-SUPPLY ROAD	SOUTHPORT	NC	28461	BRUNSWICK	UNITED STATES	424741		111	FIRST BANK	216922	
OK		Full Service	3088698	ANDERSON CREEK BRANCH	3210 RAY ROAD	SPRING LAKE	NC	28390	HARNETT	UNITED STATES	357541		48	FIRST BANK	216922	
OK		Full Service	2446367	TABOR CITY BRANCH	102 EAST FIFTH STREET	TABOR CITY	NC	28463	COLUMBUS	UNITED STATES	263688		96	FIRST BANK	216922	
OK		Full Service	687371	THOMASVILLE BRANCH	22 WINSTON STREET	THOMASVILLE	NC	27360	DAVIDSON	UNITED STATES	43846		59	FIRST BANK	216922	
OK		Full Service	3592618	THOMASVILLE LIBERTY SQUARE BRANCH	201 KENNEDY ROAD	THOMASVILLE	NC	27360	DAVIDSON	UNITED STATES	447425		78	FIRST BANK	216922	
OK		Full Service	121521	MONTGOMERY SQUARE BRANCH	1040 ALBEMARLE RD	TROY	NC	27371	MONTGOMERY	UNITED STATES	232764		15	FIRST BANK	216922	
OK		Limited Service	217424	MOTOR BANK BRANCH	866 NORTH MAIN ST	TROY	NC	27371	MONTGOMERY	UNITED STATES	232757		5	FIRST BANK	216922	
OK		Full Service	1357336	VASS BRANCH	200 SEABOARD ST	VASS	NC	28394	MOORE	UNITED STATES	232769		21	FIRST BANK	216922	
Change	1/13/2014	Full Service	2887803	WALLACE MAIN BRANCH	108 Tobacco Drive	WALLACE	NC	28466	DUPLIN	UNITED STATES	190582		71	FIRST BANK	216922	Branch Relocated
OK		Full Service	2446488	JOHN SMALL AVENUE BRANCH	1296 JOHN SMALL AVENUE	WASHINGTON	NC	27889	BEAUFORT	UNITED STATES	263699		106	FIRST BANK	216922	
OK		Full Service	2446433	WASHINGTON BRANCH	132 WEST SECOND STREET	WASHINGTON	NC	27889	BEAUFORT	UNITED STATES	263695		103	FIRST BANK	216922	
OK		Full Service	523929	SEVEN LAKES BRANCH	4295 HWY 211	WEST END	NC	27376	MOORE	UNITED STATES	232759		7	FIRST BANK	216922	
OK		Full Service	3366707	WHITEVILLE BRANCH	1104 NORTH JK POWELL BOULEVARD	WHITEVILLE	NC	28472	COLUMBUS	UNITED STATES	360346		107	FIRST BANK	216922	
OK		Full Service	3366695	MONKEY JUNCTION BRANCH	5102 S COLLEGE ROAD	WILMINGTON	NC	28412	NEW HANOVER	UNITED STATES	422374		109	FIRST BANK	216922	
OK		Full Service	2446394	OLEANDER DRIVE BRANCH	3605 OLEANDER DRIVE	WILMINGTON	NC	28403	NEW HANOVER	UNITED STATES	263691		99	FIRST BANK	216922	
OK		Full Service	3289703	PORTERS NECK BRANCH	8286 MARKET STREET	WILMINGTON	NC	28411	NEW HANOVER	UNITED STATES	449794		112	FIRST BANK	216922	
OK		Full Service	3971455	WILMINGTON BRANCH	201 MARKET STREET	WILMINGTON	NC	28401	NEW HANOVER	UNITED STATES	40671		93	FIRST BANK	216922	
OK		Full Service	3592636	WILMINGTON LANDFALL BRANCH	1701 EASTWOOD ROAD	WILMINGTON	NC	28403	NEW HANOVER	UNITED STATES	455600		81	FIRST BANK	216922	
OK		Full Service	3787245	CHERAW MARKET STREET BRANCH	515 MARKET STREET	CHERAW	SC	29520	CHESTERFIELD	UNITED STATES	425581		90	FIRST BANK	216922	
OK		Full Service	980072	CHEREW BRANCH	901 CHESTERFIELD HIGHWAY	CHERAW	SC	29520	CHESTERFIELD	UNITED STATES	40866		88	FIRST BANK	216922	
OK		Full Service	2393005	DILLON BRANCH	101 WEST MAIN STREET	DILLON	SC	29536	DILLON	UNITED STATES	224937		66	FIRST BANK	216922	
OK		Full Service	3189326	MONROE STREET BRANCH	206 E MONROE ST	DILLON	SC	29536	DILLON	UNITED STATES	224938		67	FIRST BANK	216922	
OK		Full Service	3787254	FLORENCE LOOP ROAD BRANCH	452 2ND LOOP ROAD	FLORENCE	SC	29505	FLORENCE	UNITED STATES	418995		89	FIRST BANK	216922	
OK		Full Service	3926950	FLORENCE MAIN BRANCH	2170 WEST EVANS STREET	FLORENCE	SC	29501	FLORENCE	UNITED STATES	490147		92	FIRST BANK	216922	
OK		Full Service	54124	LATTA BRANCH	100 EAST LEITNER STREET	LATTA	SC	29565	DILLON	UNITED STATES	7370		65	FIRST BANK	216922	
OK		Full Service	3290343	ABINGDON BRANCH	102 SOUTH WALL ST	ABINGDON	VA	24210	WASHINGTON	UNITED STATES	426807		74	FIRST BANK	216922	
OK		Full Service	4522304	BLACKSBURG BRANCH	220 SOUTH MAIN STREET	BLACKSBURG	VA	24060	MONTGOMERY	UNITED STATES	Not Required	Not Required			FIRST BANK	216922
OK		Full Service	4172240	CHRISTIANSBURG BRANCH	109 ROANOKE STREET	CHRISTIANSBURG	VA	24073	MONTGOMERY	UNITED STATES	509276		118	FIRST BANK	216922	
OK		Full Service	3592560	DUBLIN BRANCH	205 BROAD STREET	DUBLIN	VA	24084	PULASKI	UNITED STATES	212765		80	FIRST BANK	216922	
OK		Full Service	3903193	FORT CHISWELL BRANCH	145 IVANHOE ROAD	MAX MEADOWS	VA	24360	WYTHE	UNITED STATES	473601		87	FIRST BANK	216922	
OK		Full Service	3290352	RADFORD BRANCH	1400 TYLER AVENUE	RADFORD	VA	24141	RADFORD CITY	UNITED STATES	429728		75	FIRST BANK	216922	
OK		Full Service	4423241	SALEM BRANCH	1406 SOUTH COLORADO STREET	SALEM	VA	24153	SALEM CITY	UNITED STATES	Not Required	Not Required			FIRST BANK	216922
OK		Full Service	3077450	WYTHEVILLE BRANCH	150 VIRGINIA AVENUE	WYTHEVILLE	VA	24382	WYTHE	UNITED STATES	432796		76	FIRST BANK	216922	

Report Item 4 : Directors and Officers

4.1 City, State or Country	4.2 Principle Occupation, other than BHC	4.3 Title or Position with:			4.4 % each class sec owned:		
		BHC	Dir/Indir sub BHC (First Bank - dir sub)	Other unrelated Companies	BHC	BHC (First Bank - dir sub)	Other unrelated Companies

A

B **C**

Directors

Name	Address						Other Business Interests	% Control	Title and Position with Other Businesses	
Jack D. Briggs	Denton, N.C. 27239 (USA)	Funeral Home Director	Director	Director	See Column A & C	0.76% N/A	See Column B	J. Briggs, Inc. Davidson Funeral Home, Inc. Carter Funeral Home, Inc. Mountain View of Denton, Inc. Briggs-Morrison, LLC J Briggs Holdings, LLC SLHJ Holdings, LLC	49% 32% 33% 48% 33% 48% 50%	President President President President President President President
David L. Burns	Laurel Hill, N.C. 28351 (USA)	Farming & Timber interests	Director	Director	See Column A & C	0.27% N/A	See Column B	Bums' Farms, Inc.	50%	President
Mary Clara Capel	Troy, N.C. 27371 (USA)	Senior Management Capel, Inc. (rug manufacturer, importer and exporter)	Director	Director	See Column A & C	0.10% N/A	See Column B	Grand Strands, Inc. Bloom Global LLC	25% 100%	Partner President
George R. Perkins, Jr.	Sanford, N.C. 27331 (USA)	Private Investor	Director	Director	See Column A & C	2.58% N/A	See Column B	Perkins Investments, LLC	100%	Chairman & CEO
Dennis A. Wicker	Raleigh, N.C. 27611 (USA)	Law Firm Partner	Director	Director	See Column A & C	0.15% N/A	See Column B	Triassic, LLC Nelson Mullins Riley & Scarborough, LLP	37%	Member Partner
Frederick L. Taylor, II	Biscoe, N.C. 27209 (USA)	President Troy Lumber Company	Director	Director	See Column A & C	0.15% N/A	See Column B	Troy Lumber Company Long Leaf Truss Company	80% 50%	President Partner
John C. Willis	Troy, N.C. 27371 (USA)	Private Investor	Director	Director	See Column A & C	1.63% N/A	See Column B	Better Burger, LLC	50%	Partner
James G. Hudson, Jr.	Thomasville, N.C. 27360 (USA)	Retired	Director	Director	See Column A & C	0.51% N/A	See Column B			
Thomas F. Phillips	Carthage, N.C. 28327 (USA)	Automobile dealer and owner	Director	Director	See Column A & C	0.46% N/A	See Column B	Phillips Motor Co. Inc. Hillicrest Enterprise Company	100% 50%	President Partner
Virginia C. Thomasson	Southern Pines, N.C. 28388 (USA)	CPA (Holden, Thomasson, & Longfellow, P.C.)	Director	Director	See Column A & C	0.16% N/A	See Column B	Holden, Thomasson and Longfellow PC	50%	Partner
James C. Crawford, III	Cheraw, S.C. 29520 (USA)	Private Investor	Director	Director	See Column A & C	0.37% N/A	See Column B	Crawford Capital, LLC	50%	Manager
Daniel T. Blue, Jr.	Raleigh, N.C. 27604 (USA)	Law Firm Partner	Director	Director	See Column A & C	0.04% N/A	See Column B	Blue, Stephens & Fellers LLP Thigpen, Blue & Stephens	60% 42%	Partner Partner
Richard H. Moore	Kittrell, N.C. 27544 (USA)	BHC Officer	Dir / Pres & CEO	Dir / CEO	See Column A & C	0.35% N/A	See Column B			

Report Item 4 : Directors and Officers

4.1 City, State or Country	4.2 Principle Occupation, other than BHC	4.3 Title or Position with:			4.4 % each class sec owned:		
		BHC	Dir/indir subs BHC (First Bank - dir sub)	Other unrelated Companies	BHC	Dir/indir subs BHC (First Bank - dir sub)	Other unrelated Companies

A

B	C
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Executive Officers

Richard H. Moore	Kitrell, N.C. 27544 (USA)	BHC Officer	Dir / Pres & CEO	Dir / CEO	0.35% N/A
Anna G. Hollers	Cander, N.C. 27229 (USA)	BHC Officer	EVP / COO	EVP / COO	0.73% N/A
Eric P. Credle	West End, N.C. 27376 (USA)	BHC Officer	EVP / CFO	EVP / CFO	0.17% N/A
Tim S. Maples	West End, N.C. 27376 (USA)	BHC Officer	EVP / Asst Secretary	EVP / Chief Inv Officer	0.15% N/A
Lee C. McLaurin	Albemarle, N.C. 28001 (USA)	BHC Officer	EVP / Controller	EVP / Controller	0.09% N/A
Edward F. Soccorso	Pinehurst, N.C. 28374 (USA)	BHC Officer	EVP / Co-Chief Credit Officer	EVP / Co-Chief Credit Officer	0.00% N/A