

MAR 30 2016

Board of Governors of the Federal Reserve

COPY



FRB RICHMOND
Annual Report of Holding Companies—FR Y-6

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.

I, Richard H. Moore
Name of the Holding Company Director and Official
CEO & President
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.

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.

Richard H. Moore
Signature of Holding Company Director and Official
03/29/2016
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. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year
N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)
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

Physical Location (if different from mailing address)
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
910-572-3167
Area Code / FAX Number
lmclaurin@localfirstbank.com
E-mail Address
localfirstbank.com
Address (URL) for the Holding Company's web page

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 1/29/2016.

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

Wellington Management Company, LLP
Boston, MA 02210 (USA)
1,448,005 shares (7.33% of class)

Blackrock Inc.
New York, NY 10022 (USA)
1,217,887 shares (6.17% of class)

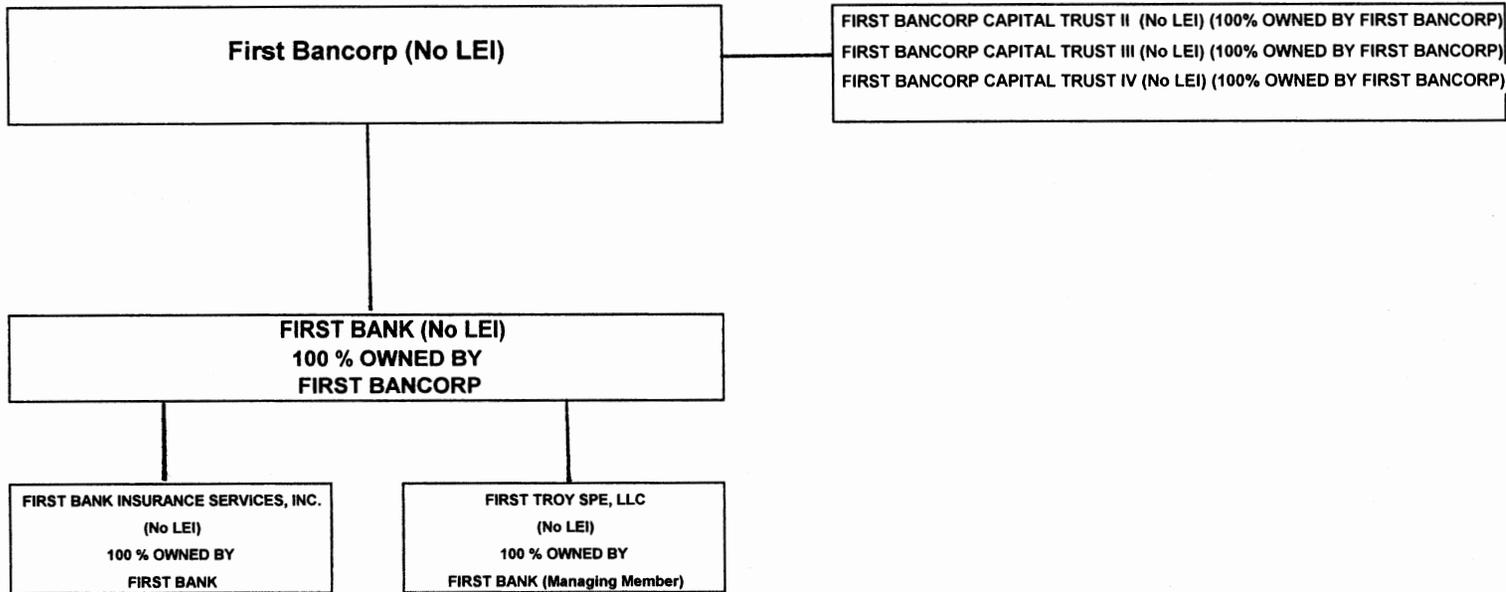
Basswood Capital Management
New York, NY 10022 (USA)
1,068,895 shares (5.41% of class)

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 8 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 holding company: FIRST BANCORP (1076431) of SOUTHERN PINES, NC.
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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	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	101	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	535279	126	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	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	4905943	FAYETTEVILLE BRANCH	2939 VILLAGE DRIVE	FAYETTEVILLE	NC	28304	CUMBERLAND	UNITED STATES	Not Required	Not Required	FIRST BANK	216922	
OK		Full Service	4718198	FUQUAY VARINA BRANCH	125 NORTH MAIN STREET	FUQUAY VARINA	NC	27526	WAKE	UNITED STATES	Not Required	Not Required	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	4110 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	203	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	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 BEACH	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	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	365438	127	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	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
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	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
OK		Full Service	2887803	WALLACE MAIN BRANCH	108 TOBACCO DRIVE	WALLACE	NC	28466	DUPLIN	UNITED STATES	190582	71	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	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	539302	129	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	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	531945	124	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:			A	B	C
		BHC	Dir/Indir subs BHC (First Bank - dir sub)	Other unrelated Companies	BHC	Dir/Indir subs BHC (First Bank - dir sub)	Other unrelated Companies			
Directors										
<u>Name</u>	<u>Address</u>							<u>Other Business Interests</u>	<u>% Control</u>	<u>Title and Position with Other Businesses</u>
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. Capel, Inc.	25% 30%	Partner Director of Administration
Dennis A. Wicker	Raleigh, N.C. 27611 (USA)	Law Firm Partner	Director	Director	See Column A & C	0.18% N/A	See Column B	Triassic, LLC QJH Real Estate, LLC	40% 100%	Member Managing Member
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% 100%	President President
Thomas F. Phillips	Carthage, N.C. 28327 (USA)	Automobile dealer and owner	Director	Director	See Column A & C	0.43% N/A	See Column B	Phillips Motor Co. Inc. Hillcrest 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	0.15% 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	0.06% 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	N/A	0.65% N/A	N/A	N/A	N/A	N/A
O. Temple Sloan, III	Raleigh, N.C. 27604 (USA)	Private Investor	Director	Director	N/A	0.02% N/A	N/A	N/A	N/A	N/A
Executive Officers										
Richard H. Moore	Kittrell, N.C. 27544 (USA)	BHC Officer	Dir / Pres & CEO	Dir / CEO	N/A	0.65% N/A	N/A	N/A	N/A	N/A
Michael G. Mayer	Pinehurst, N.C. 28374 (USA)	BHC Officer	Executive Officer	President	N/A	0.03% N/A	N/A	N/A	N/A	N/A
Eric P. Credle	West End, N.C. 27376 (USA)	BHC Officer	EVP / CFO	EVP / CFO	N/A	0.18% N/A	N/A	N/A	N/A	N/A
Edward F. Soccorso	Pinehurst, N.C. 28374 (USA)	BHC Officer	EVP / Chief Strategy Officer	EVP / Chief Strategy Officer	N/A	0.03% N/A	N/A	N/A	N/A	N/A