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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

1. Richard H. Moore
   Name of the Holding Company Director and Official

Chief Executive Officer
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.

Signature of Holding Company Director and Official
03/31/2020
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
C.I.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate 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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2019
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:
Susan Mikels
Name
SVP/Controller
Title
910-246-2512
Area Code / Phone Number / Extension
910-693-7779
Area Code / FAX Number
smikels@localfirstbank.com
E-mail Address
www.localfirstbank.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission?
☐ 0
☐ 1

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report...

2. a letter justifying this request has been provided separately...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2019
Report Item 1: Annual Report to Shareholders. Registered with the SEC - Annual Report filed on February 28, 2020

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


Report Item 3 (1): 5% Shareholders at FY End. See below and page 3 of attached Proxy Statement

<table>
<thead>
<tr>
<th>Company</th>
<th>Address</th>
<th>Shares Held</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Blackrock Inc.</td>
<td>New York, NY 10055</td>
<td>2,207,962</td>
<td>7.56%</td>
</tr>
<tr>
<td>Dimensional Fund Advisors LP</td>
<td>Austin, TX 78746</td>
<td>1,492,308</td>
<td>5.11%</td>
</tr>
<tr>
<td>The Vanguard Group</td>
<td>Malvern, PA 19355</td>
<td>1,487,042</td>
<td>5.09%</td>
</tr>
</tbody>
</table>

Report Item 3 (2): 5% Shareholders at any time during year and not listed in Item 3(1). See below.

RMB Capital Holdings, LLC
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

To satisfy the Submission Procedure

When you are finished, send a 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.

Data Action | Effective Date | Branch Service Type | Branch ID | Street Address | City | State | Zip Code | County | Country | Fdic UNNUM | Office Number | Head Office | Head Office ID | RDSS* | Comments
--- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | ---
OK | Full Service | 187238 | ABERDEEN BRANCH | 205 S BROAD STREET | ABERDEEN | NC | 28315 | MOORE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 34346 | ASHEBORO BRANCH | 109 MONROE STREET | ASHEBORO | NC | 27203 | STANLY | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 44022 | ASHEVILLE - DOWNTOWN | 24 S BROAD STREET | ASHEVILLE | NC | 28801 | STANLY | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 30887 | ANGIER BRANCH | 455 HIGHWAY 52 | ANGIER | NC | 27203 | STANLY | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 31838 | ARMS BRANCH | 605 CAMPBELL STREET | ARMS | NC | 27202 | MARION | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 34217 | ASHEVILLE - SOUTH | 110 BROADWAY STREET | ASHEVILLE | NC | 28805 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 209719 | ASHEVILLE - EAST | 501 S BROAD STREET | ASHEVILLE | NC | 28803 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
C | Full Service | 209732 | ASHEVILLE - SOUTH | 590 BROADWAY STREET | ASHEVILLE | NC | 28803 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 209745 | ASHEVILLE - WEST | 2258 PATTON AVENUE | ASHEVILLE | NC | 28805 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 209437 | ASHEVILLE - MERRICK AV BRANCH | 1629 RANDOLPH AVENUE | ASHEVILLE | NC | 28804 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 234406 | BLOTTO | 506 BROADWAY STREET | BLOTTO | NC | 27204 | WAKE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 244657 | BROTHER BRANCH | 102 N MAIN STREET | BROTHER | NC | 27204 | WAKE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 49201 | BÜHLER BRANCH | 506 E MAIN STREET | BÜHLER | NC | 27204 | WAKE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 49201 | BÜHLER BRANCH | 506 E MAIN STREET | BÜHLER | NC | 27204 | WAKE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 209736 | BLACK MOUNTAIN BRANCH | 500 W MAIN STREET | BLACK MOUNTAIN | NC | 28711 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 367304 | BREVARD BRANCH | 3 MAIN STREET | BREVARD | NC | 28712 | TRANSYLVANIA | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 391291 | BUNCOMBE BRANCH | 514 S MAIN STREET | BUNCOMBE | NC | 28714 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 344411 | BURLINGTON BRANCH | 1224 S MAIN STREET | BURLINGTON | NC | 27215 | ALAMANCE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 392006 | CAROLINA BRANCH | 208 S MAIN STREET | CAROLINA | NC | 28722 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 3935201 | CASTLETON BRANCH | 100 S MAIN STREET | CASTLETON | NC | 28722 | BUNCOMBE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 502768 | CHARLOTTE BRANCH | 400 CONGRESS STREET | CHARLOTTE | NC | 28203 | MECKLENBURG | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 461872 | CIVIC CENTER BRANCH | 100 E MAIN STREET | CITRUS | NC | 27239 | WAKE | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 244654 | EDGECOMBRIDGE BRANCH | 135 S MAIN STREET | EDGECOM | NC | 28722 | MECKLENBURG | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 254547 | EDGECOMBRIDGE BRANCH | 135 S MAIN STREET | EDGECOM | NC | 28722 | MECKLENBURG | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 480580 | EDGECOMBRIDGE BRANCH | 135 S MAIN STREET | EDGECOM | NC | 28722 | MECKLENBURG | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 4231345 | EDGECOMBRIDGE BRANCH | 400 CONGRESS STREET | EDGECOM | NC | 28722 | MECKLENBURG | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 475193 | FAYETTEVILLE MAIN BRANCH | 501 S MAIN STREET | FAYETTEVILLE | NC | 28301 | CUMBERLAND | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
OK | Full Service | 2516024 | GREENSBORO - MAIN BRANCH | 111 NORTH SPRING STREET | GREENSBORO | NC | 27401 | GUILFORD | UNITED STATES | Not Required | Not Required | FIRST BANK | 210022 |
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<tr>
<th>Branch Name</th>
<th>Location</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Phone Number</th>
<th>Branch Type</th>
<th>Drive Through</th>
<th>Fax</th>
<th>Address</th>
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<td>C  Full Service</td>
<td>3993197</td>
<td>WINSTON-SALEM</td>
<td>OLIVER'S CROSSING BRANCH</td>
<td>5002 PETERS CREEK PARKWAY</td>
<td>WINSTON SALEM</td>
<td>NC</td>
<td>27127</td>
<td>Forsyth United States</td>
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<tr>
<td>E  Full Service</td>
<td>4883077</td>
<td>WINSTON-SALEM</td>
<td>PEACE HAVEN ROAD BRANCH</td>
<td>5002 PETERS CREEK PARKWAY</td>
<td>WINSTON SALEM</td>
<td>NC</td>
<td>27127</td>
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<td>C  Full Service</td>
<td>3155120</td>
<td>WINSTON-SALEM</td>
<td>UNIVERSITY PARKWAY BRANCH</td>
<td>5002 UNIVERSITY PARKWAY</td>
<td>WINSTON SALEM</td>
<td>NC</td>
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<td>SC</td>
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<td>CHERAW</td>
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<td>SC</td>
<td>29536</td>
<td>2393005</td>
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</table>
FIRST BANCORP (No LEI)  

FIRST BANK (LEI: 254900L67A0ZTJRS6614)  
100% OWNED BY FIRST BANCORP

FIRST BANK INS SERVICES, INC. (No LEI)  
100% OWNED BY FIRST BANK

SBA COMPLETE, INC. (No LEI)  
100% OWNED BY FIRST BANK

FIRST TROY SPE, LLC (No LEI)  
100% OWNED BY FIRST BANK (Managing Member)

WENOCA, INC. (No LEI)  
100% OWNED BY FIRST BANK (Managing Member)

FIRST BANCORP CAPITAL TRUST II (No LEI) (100% OWNED BY FIRST BANCORP)
FIRST BANCORP CAPITAL TRUST III (No LEI) (100% OWNED BY FIRST BANCORP)
FIRST BANCORP CAPITAL TRUST IV (No LEI) (100% OWNED BY FIRST BANCORP)
CAROLINA CAPITAL TRUST (No LEI) (100% OWNED BY FIRST BANCORP)

FIRST BANCORP  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
North Carolina

FIRST BANK  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
North Carolina

FIRST BANK INSURANCE SERVICES, INC.  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
North Carolina

SBA COMPLETE, INC.  
550 CONTINENTAL BLVD., SUITE 120 - EL SEGUNDO CA 90245 (USA)  
California

WENOCA, INC.  
11 CHURCH STREET - ASHEVILLE, NC 28801 (USA)  
North Carolina

FIRST TROY SPE, LLC  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
North Carolina

FIRST BANCORP CAPITAL TRUST II  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
Delaware

FIRST BANCORP CAPITAL TRUST III  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
Delaware

FIRST BANCORP CAPITAL TRUST IV  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
Delaware

CAROLINA CAPITAL TRUST  
300 SW BROAD STREET - SOUTHERN PINES, NC 28387 (USA)  
Delaware
### Directors

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Title or Position with:</th>
<th>BHC Dir/Indir subs BHC (First Bank - dir sub)</th>
<th>Other unrelated Companies Dir/Indir subs BHC (First Bank - dir sub)</th>
<th>Other unrelated Companies</th>
<th>% Control</th>
<th>Other Business Interests</th>
<th>% Control</th>
<th>Title and Position with Other Businesses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mary Clara Capel</td>
<td>Chapel Hill, N.C. 27514 (USA)</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>0.04%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dennis A. Wicker</td>
<td>Sanford, N.C. 27330 (USA)</td>
<td>Law Firm Partner</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.09%</td>
<td>N/A</td>
<td>N/A</td>
<td>Managing Member</td>
</tr>
<tr>
<td>Frederick L. Taylor, II</td>
<td>Biscoe, N.C. 27209 (USA)</td>
<td>President of Troy Lumber Company</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.11%</td>
<td>N/A</td>
<td>N/A</td>
<td>President</td>
</tr>
<tr>
<td>Thomas F. Phillips</td>
<td>Carrboro, N.C. 28327 (USA)</td>
<td>Retired automobile dealer and owner</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.26%</td>
<td>N/A</td>
<td>N/A</td>
<td>Partner</td>
</tr>
<tr>
<td>Virginia C. Thomasson</td>
<td>Vass, N.C. 28394 (USA)</td>
<td>CPA (Brownback &amp; Thomasson PLLC)</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.10%</td>
<td>N/A</td>
<td>N/A</td>
<td>Managing Member</td>
</tr>
<tr>
<td>James C. Crawford, III</td>
<td>Cheraw, S.C. 29520 (USA)</td>
<td>Private Investor</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.27%</td>
<td>N/A</td>
<td>N/A</td>
<td>Manager</td>
</tr>
<tr>
<td>Daniel T. Blue, Jr.</td>
<td>Raleigh, N.C. 27601 (USA)</td>
<td>Law Firm Partner</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.05%</td>
<td>N/A</td>
<td>N/A</td>
<td>Partner</td>
</tr>
<tr>
<td>Richard H. Moore</td>
<td>Raleigh, NC 27608 (USA)</td>
<td>BHC Officer</td>
<td>Dir / CEO</td>
<td>N/A</td>
<td>N/A</td>
<td>0.32%</td>
<td>N/A</td>
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<tr>
<td>O. Temple Sloan, III</td>
<td>Raleigh, N.C. 27609 (USA)</td>
<td>Private Investor</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.03%</td>
<td>N/A</td>
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</tr>
<tr>
<td>Michael G. Mayer</td>
<td>Pinehurst, N.C. 28374 (USA)</td>
<td>BHC Officer</td>
<td>Dir / President</td>
<td>N/A</td>
<td>N/A</td>
<td>0.12%</td>
<td>N/A</td>
<td>N/A</td>
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</tr>
<tr>
<td>Abby J. Donnelly</td>
<td>Greensboro, N.C. 27410 (USA)</td>
<td>CEO of Consulting Practice</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.01%</td>
<td>N/A</td>
<td>N/A</td>
<td>The Leadership and Legacy Group</td>
</tr>
<tr>
<td>Suzanne S. DeFerie</td>
<td>Asheville, NC 28813 (USA)</td>
<td>Retired EVP/Regional President of First Bank</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>0.40%</td>
<td>N/A</td>
<td>N/A</td>
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</tr>
<tr>
<td>John B. Gould</td>
<td>Flat Rock, NC 28731 (USA)</td>
<td>President of Cason Companies, Inc.</td>
<td>Director</td>
<td>See Column A &amp; C</td>
<td>See Column B</td>
<td>0.13%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
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</table>

### Executive Officers

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Title or Position with:</th>
<th>BHC Dir/Indir subs BHC (First Bank - dir sub)</th>
<th>Other unrelated Companies Dir/Indir subs BHC (First Bank - dir sub)</th>
<th>Other unrelated Companies</th>
<th>% Control</th>
<th>Other Business Interests</th>
<th>% Control</th>
<th>Title and Position with Other Businesses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Richard H. Moore</td>
<td>Raleigh, N.C. 27608 (USA)</td>
<td>BHC Officer</td>
<td>Dir/CEO</td>
<td>Dir/CEO</td>
<td>N/A</td>
<td>0.32%</td>
<td>N/A</td>
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<td>N/A</td>
</tr>
<tr>
<td>Michael G. Mayer</td>
<td>Pinehurst, N.C. 28374 (USA)</td>
<td>BHC Officer</td>
<td>Dir/President</td>
<td>Dir/President</td>
<td>N/A</td>
<td>0.12%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Eric P. Cradle</td>
<td>West End, N.C. 27376 (USA)</td>
<td>BHC Officer</td>
<td>EVP/CFO</td>
<td>EVP/CFO</td>
<td>N/A</td>
<td>0.14%</td>
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