FIRST BANCORP /NC/

Form 5

February 14, 2005

FORM 5

OMB APPROVAL

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no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
Reported
Form 4 30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **BRIGGS JACK D** Symbol FIRST BANCORP /NC/ [FBNC] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) _X_ Director 10% Owner _ Other (specify Officer (give title 12/31/2004 below) below) P.O. BOX 218 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

DENTON, NCÂ 27239

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

		10301										
(City)	(State)	(Zip) 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) (A) or Amount (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 Indire Beneficial Owners (Instr. 4)			
Common Stock	06/25/2004	Â	L	117.1875	A	\$ 21.3333	87,801.1197	D	Â			
Common Stock	11/25/2004	Â	L	92.5926	A	\$ 27	87,893.7123	D	Â			
Common Stock	Â	Â	Â	Â	Â	Â	800	I	Spouse			
Common Stock	Â	Â	Â	Â	Â	Â	859.6829	I	Custodian/Jodie Briggs/UGMA			
Common Stock	Â	Â	Â	Â	Â	Â	428.0924	I	Custodian/Jodie Briggs/UTTM/			

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

D

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)	Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to buy)	\$ 14.6667	Â	Â	Â	Â	Â	06/01/1998	06/01/2008	Common Stock	2,250	
Stock Options (Right to buy)	\$ 15.3667	Â	Â	Â	Â	Â	06/01/2002	06/01/2012	Common Stock	2,250	
Stock Options (Right to buy)	\$ 16	Â	Â	Â	Â	Â	06/01/2001	06/01/2011	Common Stock	2,250	
Stock Options (Right to buy)	\$ 17.3	Â	Â	Â	Â	Â	06/01/2003	06/01/2013	Common Stock	2,250	
Stock Options (Right to buy)	\$ 19.6867	Â	Â	Â	Â	Â	06/01/2004	06/01/2014	Common Stock	2,250	

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

BRIGGS JACK D P. O. BOX 218 DENTON, NCÂ 27239

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Signatures

Timothy S. 02/14/2005 Maples

**Signature of Date
Reporting Person

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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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