FIRST BANCORP /NC/
Form 8-K
May 13, 2013

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

Form 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **May 9, 2013**

First Bancorp

(Exact Name of Registrant as Specified in its Charter)

North Carolina (State or Other Jurisdiction of Incorporation)	0-15572 (Commission File Number)	56-1421916 (I.R.S. Employer Identification Number)

341 North Main Street, Troy, North Carolina (Address of Principal Executive Offices)	27371 (Zip Code)

(910) 576-6171

(Registrant's telephone number, including area code)

Not Applicable

(Former Name or Former Address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 – Submission of Matters to a Vote of Security Holders

On May 9, 2013, First Bancorp held its annual meeting of shareholders. At the meeting, the Company's shareholders: (i) elected each of the thirteen persons listed below under Proposal 1 to serve as a director of the Company until the 2014 annual meeting; (ii) ratified the appointment of Elliott Davis, PLLC as the independent auditors of the Company for 2013; and (iii) approved, on a non-binding advisory basis, the Company's named executive officer compensation ("Say on Pay").

The following table describes the results of the voting at the annual meeting.

Proposal or Name of Nominee	Shares Voted "For"	Shares Voted "Against"	Shares Withheld	Shares Abstained	Broker Non-Votes
Proposal 1: To elect thirteen nominees to the Board of Directors to serve until the 2014 annual meeting of shareholders, or until their successors are elected and qualified					
Daniel T. Blue, Jr.	11,741,048	—	467,882	—	2,871,752
Jack D. Briggs	11,836,000	—	372,930	—	2,871,752
David L. Burns	11,823,318	—	385,612	—	2,871,752
Mary Clara Capel	11,837,997	—	370,933	—	2,871,752
James C. Crawford, III	11,960,124	—	248,806	—	2,871,752
James G. Hudson, Jr.	11,897,854	—	311,076	—	2,871,752
Richard H. Moore	11,834,938	—	373,992	—	2,871,752
George R. Perkins, Jr.	11,784,838	—	424,092	—	2,871,752
Thomas F. Phillips	11,826,155	—	382,775	—	2,871,752
Frederick L. Taylor II	11,927,879	—	281,051	—	2,871,752
Virginia C. Thomasson	11,808,418	—	400,512	—	2,871,752
Dennis A. Wicker	11,481,431	—	727,499	—	2,871,752
John C. Willis	11,920,161	—	288,769	—	2,871,752
Proposal 2: To ratify the appointment of Elliott Davis, PLLC as the independent auditors of the Company for 2013.	14,840,477	119,557	—	120,648	—
Proposal 3: To approve, on a non-binding advisory basis, the Company's named executive officer compensation ("Say on Pay").	11,641,324	328,416	—	239,190	2,871,752

Disclosures About Forward Looking Statements

The discussions included in this document and its exhibits may contain forward looking statements within the meaning of the Private Securities Litigation Act of 1995, including Section 21E of the Securities Exchange Act of 1934 and Section 27A of the Securities Act of 1933. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially. For the purposes of these discussions, any statements that are not statements of historical fact may be deemed to be forward looking statements. Such statements are often characterized by the use of qualifying words such as “expects,” “anticipates,” “believes,” “estimates,” “plans,” “proje or other statements concerning opinions or judgments of the Company and its management about future events. The accuracy of such forward looking statements could be affected by such factors as, including but not limited to, the financial success or changing conditions or strategies of the Company’s customers or vendors, fluctuations in interest rates, actions of government regulators, the availability of capital and personnel or general economic conditions.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

First Bancorp

May 13, 2013 By: /s/ Richard H. Moore
Richard H. Moore
President and Chief Executive Officer

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