

FIRST BANCORP /NC/
Form 5
February 14, 2005

FORM 5

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

OMB APPROVAL
OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
BRIGGS JACK D

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
FIRST BANCORP /NC/ [FBNC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)

P. O. BOX 218

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

DENTON, NC 27239

(City) (State) (Zip)

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

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)			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 Indirect Beneficial Owners (Instr. 4)
				Amount	(A) or (D)	Price			
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/UTTMA

Common Stock	^	^	^	^	^	^	165	I		Custodian/Side D. Briggs/UTM
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 14.6667	^	^	^	^ ^	06/01/1998 06/01/2008	Common Stock	2,250
Stock Options (Right to buy)	\$ 15.3667	^	^	^	^ ^	06/01/2002 06/01/2012	Common Stock	2,250
Stock Options (Right to buy)	\$ 16	^	^	^	^ ^	06/01/2001 06/01/2011	Common Stock	2,250
Stock Options (Right to buy)	\$ 17.3	^	^	^	^ ^	06/01/2003 06/01/2013	Common Stock	2,250
Stock Options (Right to buy)	\$ 19.6867	^	^	^	^ ^	06/01/2004 06/01/2014	Common Stock	2,250

Reporting Owners

Reporting Owner Name / Address	Relationships
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Reporting Owners

Director 10% Owner Officer Other

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

Signatures

Timothy S.
Maples 02/14/2005

Signature of
Reporting Person

Date

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.