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FIRST BANCORP /NC/

	UNITED STATES	
SECURIT	IES AND EXCHANGE COMM	ISSION
1.7	450 Fifth Street NW	
W	ashington, D.C. 29549	
-		
	Form 8-K	
	 T TO SECTION 13 OR 15	(d) OF
	URITIES EXCHANGE ACT	
Date of Report (Date of earlie	st event reported):	August 23, 2005
-		
	First Bancorp	
(Exact Name of Rev	gistrant as Specified	in its Charter)
North Carolina	0-15572	56-1421916
(State or Other Jurisdiction of Incorporation)		
341 North Main Street, Troy, N	orth Carolina	27371
(Address of Principal Executi		(Zip Code)
	(910) 576-6171	
	lephone number, inclu	ding area code)
(Registrant's te		
	Not Applicable	
	Not Applicable er Address, if change	
	er Address, if change	
 (Former Name or Former 	er Address, if change	d since last report)
	er Address, if change	d since last report)

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Signatu	res								4	
Exhibit	99	(a)	News	Release	dated	August	23,	2005	5	
						2				

Item 7.01 -- Regulation FD Disclosure

On August 23, 2005, the Registrant issued a news release to announce that its Board of Directors had declared a cash dividend of 18 cents per share payable on October 25, 2005 to shareholders of record as of September 30, 2005. The 18 cents per share represents a 5.9% increase over the previous dividend rate of 17 cents per share. The news release is attached hereto as Exhibit 99(a) and is incorporated by reference.

Item 9.01 - Financial Statements and Exhibits

Exhibit 99(a) - News Release dated August 23, 2005

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," "projects," 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.

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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

August 23, 2005

By: /s/ James H. Garner James H. Garner President and Chief Executive Officer