

PEOPLES BANCORP OF NORTH CAROLINA INC
Form 8-K
May 03, 2019

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 2, 2019

Peoples Bancorp of North Carolina, Inc.
(Exact Name of Registrant as Specified in Its Charter)

North Carolina
(State or Other Jurisdiction of Incorporation)

000-272056-2132396

(Commission
File No.) (IRS
Employer
Identification
No.)

518
West
C
Street, 28658
Newton,
North
Carolina
(Address
of
Principal
Executive
Offices)
(Zip
Code)

(828)
464-5620
(Registrant's
Telephone
Number,
Including
Area Code)

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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:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Peoples Bancorp of North Carolina, Inc.
INDEX

| | |
|---|------|
| | Page |
| Item 5.07 – Submission of Matters to a Vote of Security Holders | 3 |
| Signatures | 4 |

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

(a)
Annual Shareholders’ Meeting – May 2, 2019

(b)
Directors elected at the meeting are as follows: James S. Abernethy, Robert C. Abernethy, Douglas S. Howard, John W. Lineberger, Jr., Gary E. Matthews, Billy L. Price, Jr. MD, Larry E. Robinson, William Gregory Terry, Dan Ray Timmerman, Sr. and Benjamin I. Zachary

At the May 2, 2019 Annual Shareholders’ Meeting the following items were submitted to a vote of shareholders:

1)
Election of Directors:

| | Votes For | Votes Against | Votes Withheld | Broker Non-votes |
|-------------------------|-----------|---------------|----------------|------------------|
| James S. Abernethy | 3,757,660 | - | 965,696 | 915,460 |
| Robert C. Abernethy | 3,523,593 | - | 1,199,763 | 915,460 |
| Douglas S. Howard | 3,809,595 | - | 913,761 | 915,460 |
| John W. Lineberger, Jr. | 4,035,346 | - | 688,010 | 915,460 |
| Gary E. Matthews | 4,038,260 | - | 685,096 | 915,460 |
| Billy L. Price, Jr. MD | 4,037,978 | - | 685,378 | 915,460 |
| Larry E. Robinson | 4,036,209 | - | 687,147 | 915,460 |
| William Gregory Terry | 3,806,583 | - | 916,773 | 915,460 |
| Dan Ray Timmerman, Sr. | 3,757,588 | - | 965,768 | 915,460 |
| Benjamin I. Zachary | 3,984,066 | - | 739,290 | 915,460 |

2)
Participation in advisory (non-binding) vote to approve the compensation of the Company’s named executive officers

Votes For – 3,951,783; Votes Against – 675,315; Votes Abstained – 96,258; Broker Non-votes – 915,460

3)

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Participation in advisory (non-binding) vote to determine the frequency in which shareholders approve the compensation of the Company's named executive officers

Votes For 3 Years – 2,677,906; Votes For 2 Years – 155,773; Votes For 1 Year – 1,800,489; Votes Abstained – 89,188; Broker Non-votes – 915,460

4) Ratification of appointment of Independent Registered Public Accountants – Elliott Davis, PLLC

Votes For – 5,611,599; Votes Against – 10,357; Votes Abstained – 16,860; Broker Non-votes – 0

(c)

Not applicable

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 hereunto duly authorized.

PEOPLES BANCORP OF
NORTH CAROLINA, INC.

Date: May 3, 2019 By: /s/ A. Joseph Lampron, Jr.
A. Joseph Lampron, Jr.
Executive Vice President and
Chief Financial Officer