

Peoples Bancorp
OF NORTH CAROLINA, INC.

ANNUAL REPORT 2010



ANNUAL REPORT 2010

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FROM THE PRESIDENT

We are pleased to report to our shareholders, customers, and friends that 2010 was a profitable year at Peoples Bancorp of North Carolina, Inc. Net income amounted to \$1.8 million, or \$0.33 basic and diluted net earnings per share before adjustment for preferred stock dividends and accretion. After adjusting for dividends and accretion on preferred stock, net earnings available to common shareholders for the year ended December 31, 2010 were \$447,000, or \$0.08 basic and diluted net earnings per share. These results were accomplished during the most challenging economic climate that your management team has ever witnessed throughout our cumulative 155 years of banking experience. Financial results for the 2010 fiscal year compared with net income for the year ended December 31, 2009 of \$2.9 million, or \$0.53 basic and diluted net earnings per share before adjustment for preferred stock dividends and accretion. Net earnings available to common shareholders for the twelve months ended December 31, 2009 amounted to \$1.7 million, or \$0.30 basic and diluted net earnings per common share.

We are also pleased to share with you that Peoples Bancorp's risk-based capital ratio was 15.51% at December 31, 2010, which exceeded the regulatory "well-capitalized" threshold of 10.00%. Such designation as a well-capitalized financial institution provides an added measure of strength. Preservation of capital has been a key initiative as we have navigated our way through this period of economic turmoil. Even in difficult times, the Company has remained strong, profitable, and stable. Your Board of Directors continued to share a portion of earnings in the form of quarterly cash dividends in the amount of \$0.08 per common share during 2010.

Asset growth slowed to an increase of 2% during 2010 to \$1.1 billion. The increase was primarily attributable to an increase in investment securities available for sale. Available for sale securities increased 40% to \$272.4 million as of December 31, 2010. Total loans decreased to \$726.2 million at year-end 2010 compared to \$778.1 million one year ago. The decrease in outstanding loans reflected a decline in loan originations combined with continuing payments on existing loans and payoffs.

Non-performing assets increased 63% to \$46.9 million, or 4.40% of total assets, during 2010 compared to \$28.8 million, or 2.74% of total assets, one year ago. The increase in non-performing assets was primarily due to a \$17.3 million increase in non-accrual loans. The allowance for loan losses at December 31, 2010 amounted to \$15.5 million, or 2.31% of total loans, compared to \$15.4 million, or 1.98% of total loans, twelve months earlier. We would like to think that the current level of the allowance for loan losses is adequate; however, there is no assurance that additional adjustments to the allowance will not be required because of changes in economic conditions, regulatory requirements, or other factors.

Deposits during last fiscal year increased 4% to \$838.7 million which indicates our success in attracting additional funding sources as we work through this unstable economic environment. In particular, core deposits which account for the Bank's lowest cost of funding increased \$23.7 million to \$592.7 million at December 31, 2010. As we seek to enhance our net interest margin, a key initiative for 2011 is the continued growth of core deposits, which include non-interest bearing demand deposits, NOW, MMDA, savings, and non-brokered certificates of deposit of denominations less than \$100,000.

We enter 2011 with cautious optimism with respect to prevailing and forecasted economic conditions in our local markets. Due to events, both nationally and globally, it is difficult to gauge the pace of recovery from the recent recession. Our belief, however, is that

growth should remain moderate. It is anticipated that any self-sustaining expansion in the year would be influenced by job growth, consumer spending, and business investment. We have managed through 2010 without a double dip recession, but sluggish economic growth during the past year has not felt much like a recovery to anyone.

Even in the face of a struggling economic environment, there are other positive factors that should be highlighted. I want you to know how extremely proud we are of our dedicated staff who commit themselves to exceeding your expectations on a daily basis. Peoples Bank bankers differentiate themselves, on a daily basis, in the marketplace by consistently demonstrating a relentless desire to recommend financial solutions specifically tailored to the individual needs of our customers. We appreciate your participation and feedback in periodic customer surveys affirming a high level of customer service satisfaction throughout our market area. I wish to express appreciation to each banking associate for their resolve and determination to provide service excellence.

Your Board of Directors deserves recognition for their diligent oversight of the affairs of this Company. They have provided wise counsel and served shareholders effectively through the course of the year. I am grateful for their guidance and direction.

On January 1, 2012 Peoples Bank will be celebrating its 100th Business Anniversary. We are planning activities and events to be held throughout 2012 for this tremendous milestone in your Bank's history. We look forward to celebrating with you.

In closing, we wish to express our appreciation to each of you who has made Peoples Bank your bank of choice. We would also remind you of our wholly-owned subsidiaries—Peoples Investment Services, Inc. and Real Estate Advisory Services, Inc. which complement our suite of financial services. In addition, Community Bank Real Estate Solutions, LLC was created as a subsidiary of the Company to assist other community banks with fee-based appraisal services.

We encourage your comments and questions and invite the opportunity to assist you in meeting your financial goals.

Sincerely,



Tony W. Wolfe, President and Chief Executive Officer



FINANCIAL HIGHLIGHTS

December 31, 2010 and 2009
(dollars in thousands, except per share amounts)

	2010	2009	Change
Interest income	\$ 47,680	50,037	-5%
Interest expense	14,348	17,187	-17%
Net interest earnings	33,332	32,850	1%
Provision for loan losses	16,438	10,535	56%
Net interest earnings after provision for loan losses	16,894	22,315	-24%
Non-interest income	13,884	11,823	17%
Non-interest expense	28,948	29,883	-3%
Income taxes	(11)	1,339	-101%
Net earnings	1,841	2,916	-37%
Dividends and accretion of preferred stock	1,394	1,246	12%
Net earnings available to common shareholders	\$ 447	1,670	-73%

Per Share of Common Stock

Basic net earnings	\$ 0.08	0.30	-73%
Diluted net earnings	0.08	0.30	-73%
Cash dividends	0.08	0.26	-69%
Market price at December 31	5.25	4.95	6%
Book value at December 31	12.96	13.39	-3%

At Year-end

Loans, net	\$ 710,667	762,643	-7%
Available for sale securities	272,449	195,115	40%
Assets	1,067,652	1,048,494	2%
Deposits	838,712	809,343	4%
Shareholders' equity	96,858	99,223	-2%

Key Performance Ratios

Return on average assets	0.17%	0.29%
Return on average shareholders' equity	1.81%	2.88%
Dividend payout ratio *	100.11%	86.22%
Average shareholders' equity to total average assets	9.42%	9.95%

* As a percentage of net earnings available to common shareholders.



Porter Keadle Moore, LLP

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Shareholders
Peoples Bancorp of North Carolina, Inc.
Newton, North Carolina

We have audited the consolidated balance sheets of Peoples Bancorp of North Carolina, Inc. as of December 31, 2010 and 2009, and the related consolidated statements of earnings, changes in shareholders' equity, comprehensive income (loss) and cash flows for each of the three years in the period ended December 31, 2010. Such consolidated financial statements and our report thereon dated March 25, 2011, expressing an unqualified opinion (which are not included herein) are included in the proxy statement for the 2011 annual meeting of shareholders. The accompanying condensed consolidated balance sheets and consolidated statements of earnings are the responsibility of the Company's management. Our responsibility is to express an opinion on such consolidated balance sheets and consolidated statements of earnings in relation to the complete consolidated financial statements.

In our opinion, the information set forth in the accompanying condensed consolidated balance sheets as of December 31, 2010 and 2009 and the related consolidated statements of earnings for each of the three years in the period ended December 31, 2010, is fairly stated in all material respects in relation to the basic consolidated financial statements from which it has been derived.

Atlanta, Georgia
March 25, 2011

Porter Keadle Moore, LLP

Certified Public Accountants

Suite 1800 • 235 Peachtree Street NE • Atlanta, Georgia 30303 • Phone 404-588-4200 • Fax 404-588-4222 • www.pkm.com

CONSOLIDATED BALANCE SHEETS

December 31, 2010 and 2009 • (dollars in thousands)

	2010	2009
Assets		
Cash and due from banks, including reserve requirements of \$8,698,000 and \$5,017,000	\$ 22,521	29,633
Interest bearing deposits	1,456	1,707
Cash and cash equivalents	23,977	31,340
Certificates of deposit	735	3,345
Investment securities available for sale	272,449	195,115
Other investments	5,761	6,346
Total securities	278,210	201,461
Mortgage loans held for sale	3,814	2,840
Loans	726,160	778,056
Less allowance for loan losses	(15,493)	(15,413)
Net loans	710,667	762,643
Premises and equipment, net	17,334	17,947
Cash surrender value of life insurance	7,539	7,282
Accrued interest receivable and other assets	25,376	21,636
Total assets	\$ 1,067,652	1,048,494
Liabilities and Shareholders' Equity		
Deposits:		
Non-interest bearing demand	\$ 114,792	117,636
NOW, MMDA & savings	332,511	290,273
Time, \$100,000 or more	241,366	233,142
Other time	150,043	168,292
Total deposits	838,712	809,343
Demand notes payable to U.S. Treasury	1,600	636
Securities sold under agreement to repurchase	34,094	36,876
FHLB borrowings	70,000	77,000
Junior subordinated debentures	20,619	20,619
Accrued interest payable and other liabilities	5,769	4,797
Total liabilities	970,794	949,271
Commitments		
Shareholders' equity:		
Series A preferred stock, \$1,000 stated value; authorized 5,000,000 shares; issued and outstanding 25,054 shares in 2010 and 2009	24,617	24,476
Common stock, no par value; authorized 20,000,000 shares; issued and outstanding 5,541,413 shares in 2010 and 5,539,056 shares in 2009	48,281	48,269
Retained earnings	23,573	23,573
Accumulated other comprehensive income	387	2,905
Total shareholders' equity	96,858	99,223
Total liabilities and shareholders' equity	\$ 1,067,652	1,048,494

Refer to Appendix A of Peoples Bancorp of North Carolina, Inc. Proxy Statement, dated April 5, 2011, for a complete set of Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF EARNINGS

For the Years Ended December 31, 2010, 2009 and 2008 • (dollars in thousands, except per share amounts)

	2010	2009	2008
Interest income:			
Interest and fees on loans	\$ 40,267	43,211	50,604
Interest on federal funds sold	-	1	55
Interest on investment securities:			
U.S. Government sponsored enterprises	5,035	5,461	4,392
States and political subdivisions	2,173	1,242	904
Other	205	122	367
Total interest income	47,680	50,037	56,322
Interest expense:			
NOW, MMDA & savings deposits	3,472	2,965	3,249
Time deposits	6,786	9,687	15,008
FHLB borrowings	3,285	3,577	3,616
Junior subordinated debentures	411	546	1,016
Other	394	412	637
Total interest expense	14,348	17,187	23,526
Net interest income	33,332	32,850	32,796
Provision for loan losses	16,438	10,535	4,794
Net interest income after provision for loan losses	16,894	22,315	28,002
Other income:			
Service charges	5,626	5,573	5,203
Other service charges and fees	2,195	2,058	2,399
Other than temporary impairment losses	(291)	(723)	(300)
Gain on sale of securities	3,348	1,795	133
Mortgage banking income	532	827	660
Insurance and brokerage commissions	390	414	426
Loss on sale and write-down of other real estate and repossessed assets	(704)	(501)	(287)
Miscellaneous	2,788	2,380	2,261
Total non-interest income	13,884	11,823	10,495
Non-interest expense:			
Salaries and employee benefits	14,124	14,758	15,194
Occupancy	5,436	5,409	5,029
Other	9,388	9,716	8,670
Total non-interest expense	28,948	29,883	28,893
Earnings before income taxes	1,830	4,255	9,604
Income tax (benefit) expense	(11)	1,339	3,213
Net earnings	1,841	2,916	6,391
Dividends and accretion of preferred stock	1,394	1,246	-
Net earnings available to common shareholders	\$ 447	1,670	6,391
Basic net earnings per common share	\$ 0.08	0.30	1.14
Diluted net earnings per common share	\$ 0.08	0.30	1.13
Cash dividends declared per common share	\$ 0.08	0.26	0.48

Refer to Appendix A of Peoples Bancorp of North Carolina, Inc. Proxy Statement, dated April 5, 2011, for a complete set of Consolidated Financial Statements.

OFFICERS AND SUBSIDIARIES

Peoples Bancorp Officers

Tony W. Wolfe
President and Chief Executive Officer

Joseph F. Beaman, Jr.
Executive Vice President and
Corporate Secretary

A. Joseph Lampron, Jr.
Executive Vice President, Chief
Financial Officer and Corporate
Treasurer

Lance A. Sellers
Executive Vice President and
Assistant Corporate Secretary

William D. Cable, Sr.
Executive Vice President and
Assistant Corporate Treasurer

Peoples Bank Officers

Tony W. Wolfe – President and Chief
Executive Officer

Joseph F. Beaman, Jr. – Executive Vice
President, Chief Administrative Officer
and Corporate Secretary

A. Joseph Lampron, Jr. – Executive Vice
President, Chief Financial Officer

Lance A. Sellers – Executive Vice
President, Chief Credit Officer

William D. Cable, Sr. – Executive Vice
President, Chief Operating Officer

J. Manuel Rey – President, Banco de la
Gente

Kimberly L. Boyd – Senior Vice President,
Banking Support

James O. Perry – Senior Vice President,
Retail Banking Manager

David E. Reitzel – Senior Vice President,
Real Estate Administration

Daniel F. Richard – Senior Vice President,
Area Executive

Mark W. Sigmon – Senior Vice President,
Area Executive

Clifton A. Wike – Senior Vice President,
Area Executive

Kimberly D. Bazzle – First Vice President,
Marketing

David C. Brown – First Vice President,
Certified Financial Planner

Steven F. Cloninger – First Vice President,
Commercial Credit

George S. Earp – First Vice President,
Finance

Jeffrey P. Gniadek – First Vice President,
Area Executive

M. Beth LaBarbera – First Vice President,
Regional Sales Manager

Lucretia K. Rogers – First Vice President,
Regional Sales Manager

Kyle E. Sigmon – First Vice President,
Consumer Credit

Tammy H. Stephens – First Vice President,
Director of Information Technology

Brenda L. Terrell – First Vice President,
Operations Manager

Timothy P. Turner – First Vice President,
Commercial Credit

John M. Woods – First Vice President,
Area Executive

Angela J. Abernethy – Vice President,
Business Services Sales Manager

J. LaShae Bock – Vice President,
Human Resources Director

Velvet L. Bowman – Vice President,
Service Center Manager

Christopher L. Brookshire – Vice
President, RAA/GAA

Helga Y. Callaway – Vice President,
Business Center Manager, Catawba
Valley Blvd

Peggy W. Carpenter – Vice President,
Business Center Manager, North Newton

Shana R. Carpenter – Vice President,
Business Center Manager, Denver

Wendy E. Cordero – Vice President, Banco
de la Gente Operations Manager

Deborah W. Craig – Vice President,
Director of Learning and Development

Kay F. Deal – Vice President, Business
Center Manager, Conover

John R. Duncan – Vice President, Problem
Asset Manager

Barbara K. Farnsworth – Vice President,
Business Center Manager, Lincolnton

Mark W. Gustafson – Vice President,
Investment Account Executive

Tommie A. Hall – Vice President, Loan
Documentation

Leslie D. Hambrick – Vice President,
Internal Auditor

Diane L. Klein – Vice President, Business
Center Manager, Viewmont

E. Dean Lawing – Vice President,
Mortgage Lending Manager

David S. Lewis, Jr. – Vice President,
Business Development Officer

Wendy H. Moran – Vice President,
Business Center Manager, Triangle

Connie P. Ollis – Vice President,
Compliance Officer

Paula M. Parker – Vice President, Business
Center Manager, Claremont

Hight D. Reid – Vice President, Business
Center Manager, West Lincoln

Jeanette R. Ringley – Vice President,
Business Center Manager, Newton

Lisa G. Treadaway – Vice President,
Deposit Operations Manager

Joe S. Tripp – Vice President, Business
Development Officer

Denise C. Williams – Vice President,
Business Center Manager, Mooresville/
Gateway

Peoples Bancorp Subsidiary Board of Directors and Officers

Community Bank Real Estate Solutions, LLC

Board of Directors

Robert C. Abernethy
David E. Reitzel
Dan Ray Timmerman, Sr.
Tony W. Wolfe

Officers

Tony W. Wolfe – President
David E. Reitzel – Vice President
Joseph F. Beaman, Jr. – Secretary
A. Joseph Lampron, Jr. – Treasurer

Peoples Bank Subsidiaries' Board of Directors and Officers

Peoples Investment Services, Inc.

Board of Directors

Robert C. Abernethy
Billy L. Price, Jr., M.D.
David C. Brown
Larry E. Robinson
Douglas S. Howard
Tony W. Wolfe

Officers

Tony W. Wolfe – President
David C. Brown – Vice President and
Assistant Secretary
Joseph F. Beaman, Jr. – Secretary
A. Joseph Lampron, Jr. – Treasurer

Real Estate Advisory Services, Inc.

Board of Directors

Robert C. Abernethy
Dan Ray Timmerman, Sr.
David E. Reitzel
Tony W. Wolfe

Officers

Tony W. Wolfe – President
David E. Reitzel – Vice President
Joseph F. Beaman, Jr. – Secretary
A. Joseph Lampron, Jr. – Treasurer

SHAREHOLDER AND GENERAL INFORMATION

Annual Meeting

The Annual Meeting of Shareholders of Peoples Bancorp will be held at 11:00 A.M. on Thursday, May 5, 2011, at the Catawba Country Club located at 1154 Country Club Road, Newton, North Carolina.

Shareholders' Luncheon

Shareholders in attendance at the Annual Meeting are cordially invited to remain for a luncheon to be served immediately upon adjournment.

Common Stock

Peoples Bancorp common stock is traded on the over-the-counter (OTC) market and quoted in the NASDAQ (National Association of Securities Dealers Automated Quotations) Global Market, where our symbol is PEBK.

Price and volume information is contained in most major daily newspapers in the Over the Counter Markets section under the National Market System listing. Peoples Bancorp stock is marketed by Scott & Stringfellow, Inc. and Sterne Agee & Leach, Inc.

Dividend Reinvestment & Stock Purchase

Peoples Bancorp offers a Dividend Reinvestment and Stock Purchase Plan for the benefit of the Corporation's shareholders. The Plan provides for the full or partial reinvestment of cash dividends, optional cash purchases of the Corporation's stock, safekeeping of the share certificates, liquidation of shares, and gifting of shares and enrollment of the designated recipients.

Registrar and Transfer Company, Cranford, New Jersey, is the Plan Administrator. For more information, one may call the Investor Relations Department at Peoples Bancorp at 828-464-5620 or 800-948-7195 or contact the Plan Administrator at 800-368-5948.

Shareholders of Peoples Bancorp are entitled to receive dividends when and as declared by the Board of Directors out of funds legally available therefore.

Such dividend payments are declared based upon the guidelines of North Carolina and federal banking law.

As of March 17, 2011, the Company had 719 shareholders of record, not including the number of persons or entities whose stock is held in nominee or street name through various brokerage firms or banks.

Corporate Office

Peoples Bancorp of North Carolina, Inc.
518 West C Street
PO Box 467
Newton, NC 28658
828-464-5620

Stock Transfer Agent & Registrar

Registrar and Transfer Company
10 Commerce Drive
Cranford, NJ 07016-3572
www.rtco.com

Independent Auditors

Porter Keadle Moore, LLP
235 Peachtree Street, NE
Suite 1800
Atlanta, GA 30303

BOARD OF DIRECTORS

Peoples Bank and Peoples Bancorp Board of Directors

Robert C. Abernethy

Chairman of the Board
Peoples Bancorp of North Carolina, Inc. and Peoples Bank
President, Secretary and Treasurer
Carolina Glove Company, Inc.

James S. Abernethy

President and Assistant Secretary
Midstate Contractors, Inc.

Douglas S. Howard

Owner
Howard Ventures
Secretary and Treasurer
Denver Equipment of Charlotte, Inc.

John W. Lineberger, Jr.

President
Lincoln Bonded Warehouse Company

Gary E. Matthews

President and Director
Matthews Construction Company, Inc.

Billy L. Price, Jr., M.D.

Managing Partner and Practitioner of Internal Medicine
Catawba Valley Internal Medicine, PA

Larry E. Robinson

President and Chief Executive Officer
The Blue Ridge Distributing Company, Inc.

W. Gregory Terry

Executive Vice President
Drum and Willis-Reynolds Funeral Homes and Crematory

Dan Ray Timmerman, Sr.

President and Chief Executive Officer
Timmerman Manufacturing, Inc.

Benjamin I. Zachary

President, Treasurer, General Manager and Director
Alexander Railroad Company

LOCATIONS

TheRealPeoplesBank.com

Peoples Bancorp Center

518 West C Street
PO Box 467
Newton, NC 28658
(828) 464-5620
Toll-free (800) 948-7195

Customer Service Center

(828) 466-1765
Toll-free (877) 802-1212

Catawba

106 North Main Street
Catawba, NC 28609
(828) 241-3123

Catawba Valley Boulevard

2050 Catawba Valley Blvd. SE
Hickory, NC 28602
(828) 322-6372

Claremont

3261 East Main Street
Claremont, NC 28610
(828) 459-7152

Conover

213 First Street West
Conover, NC 28613
(828) 464-8456

Cornelius

9624-I Bailey Road
Cornelius, NC 28031
(704) 237-9270

Denver

6125 Highway 16 South
Denver, NC 28037
(704) 483-3050

Hiddenite

5153 NC Highway 90 East
Hiddenite, NC 28636
(828) 632-0118
(704) 585-6631

Lincolnton

1910 East Main Street
Lincolnton, NC 28092
(704) 732-0097

Maiden

200 Island Ford Road
Maiden, NC 28650
(828) 428-9874

Mooresville

1074 River Highway
Mooresville, NC 28117
(704) 658-3600

Mooresville Gateway

125-E Trade Court
Mooresville, NC 28117
(704) 663-0384

Newton

420 West A Street
Newton, NC 28658
(828) 464-5663

North Newton

2619 North Main Avenue
Newton, NC 28658
(828) 464-8664

Springs Road

3310 Springs Road NE
Hickory, NC 28601
(828) 256-9229

Triangle

142 Highway 16 South
Denver, NC 28037
(704) 483-7727
(704) 827-2370

Viewmont

1333 2nd Street NE
Hickory, NC 28601
(828) 345-6262

West Lincoln

760 Highway 27 West
Lincolnton, NC 28092
(704) 736-1447

Satellite Location Abernethy Laurels

102 Leonard Avenue
Newton, NC 28658
(828) 464-3077

Denver Loan Production Office

3754 Highway 16 North
Denver, NC 28037
(704) 489-8940

Banco de la Gente

6300 South Boulevard
Charlotte, NC 28217
(704) 554-7494

Banco de la Gente

4451-A Central Avenue
Charlotte, NC 28205
(704) 531-4571

Banco de la Gente

501 West Roosevelt Boulevard
Monroe, NC 28110
(704) 261-2020

Banco de la Gente

4011 Capital Boulevard
Suite 121
Raleigh, NC 27604
(919) 747-8000

OUR FOCUS

Real People. People like us. People who live and work in the same community. People we see at school, at church and at the grocery store. People who are our friends, our family and our customers. Day in, day out, we focus on what's important: being a real Peoples Bank.



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