

MENDEZ JOHN M  
Form 5  
February 06, 2013

# FORM 5

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

OMB APPROVAL

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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 \*  
MENDEZ JOHN M

2. Issuer Name and Ticker or Trading Symbol  
FIRST COMMUNITY  
BANCSHARES INC /NV/ [FCBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

P. O. BOX 989

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BLUEFIELD, VA 24605-0989

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

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|-------|--|--|---|
|                                 |                                      |  |                                | (A) Amount  | or (D) | Price |  |  |   |
| COMMON STOCK                    | 03/06/2012                           | ^  | G                              | 416   | D      | \$ 0  | 900  | D  | ^   |
| COMMON STOCK                    | ^                                    | ^  | ^                              | ^   | ^      | ^     | 22,299.192   | I  | By Employee Stock Ownership & Savings Plan            |
|                                 | ^                                    | ^  | ^                              | ^   | ^      | ^     | 4,024  | I  |   |

COMMON  
STOCK

By 401(K)  
Wrap Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Underlying (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title                                    |
| SERIES A<br>NONCUMULATIVE<br>CONVERTIBLE<br>PREFERRED<br>STOCK | Â  | Â                                    | Â  | Â                              | Â Â   | 05/20/2011 Â <sup>(1)</sup>                              | COMMON STOCK                             |
| STOCK OPTION   | \$ 19.8  | Â                                    | Â  | Â                              | Â Â   | 12/31/1999 <sup>(2)</sup> Â <sup>(3)</sup>               | COMMON STOCK                             |
| STOCK OPTION   | \$ 13.94   | Â                                    | Â  | Â                              | Â Â   | 12/31/2001 <sup>(2)</sup> Â <sup>(3)</sup>               | COMMON STOCK                             |
| STOCK OPTION   | \$ 24.65   | Â                                    | Â  | Â                              | Â Â   | 12/31/2002 <sup>(2)</sup> Â <sup>(3)</sup>               | COMMON STOCK                             |
| STOCK OPTION   | \$ 29.15   | Â                                    | Â  | Â                              | Â Â   | 12/31/2003 <sup>(2)</sup> Â <sup>(3)</sup>               | COMMON STOCK                             |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| MENDEZ JOHN M<br>P. O. BOX 989<br>BLUEFIELD, VA 24605-0989 | Â X           | Â         | Â President & CEO | Â     |

## Signatures

John M. Mendez by: Robert L. Schumacher (His  
Attorney-in-Fact)

02/06/2013

\_\_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).
- (1) Each share of preferred stock is convertible into 69 shares of common stock at any time at the option of the holder. If not converted sooner, the preferred stock is mandatorily convertible on May 20, 2016 and has no expiration date.
  - (2) Stock options vest and become exercisable in seven equal annual installments beginning with the date listed.  
Stock options are exercisable until 5 years after retirement at or after age 62, disability or death. If employment is terminated other than
  - (3) by retirement at or after 62, disability or death vested options must be exercised within 90 days after the effective date of termination. Any option not exercised within such period shall be deemed cancelled.

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.