

MALLORY MARCUS EDWARD
 Form 5
 February 10, 2006

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 *
MALLORY MARCUS EDWARD

2. Issuer Name and Ticker or Trading Symbol
NBC CAPITAL CORP [NBY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

P. O. BOX 1187

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2005

6. Individual or Joint/Group Reporting

(check applicable line)

(Street)

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

STARKVILLE, MS 39760

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 Ownership (Instr. 4) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| NBC Capital Corporation Common Stock | 12/31/2005 ⁽²⁾ | Â | J | 32.5457 A \$0 | 1,406.6642 ⁽¹⁾ | I | By IRA |
| NBC Capital Corporation Common Stock | 12/31/2005 | Â | J | 2.3229 A \$0 | 61.2368 | I | By Wife IRA |

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| | | | | | | | | | |
|--|------------|---|---|--------|---|------|----------|---|-----------------------------------|
| NBC Capital Corporation Common Stock | 12/31/2005 | Â | J | 1.5848 | A | \$ 0 | 67.0054 | I | By Employee Benefit Plan |
| NBC Capital Corporation Common Stock | 12/31/2005 | Â | J | 22.043 | A | \$ 0 | 124.4413 | I | By Employee 401K 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 Amount of Underlying Securities (Instr. 3 and 4) | 8 |
|---|---|---|---|---|---|--|--------------------|--|--|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option Right to Buy | \$ 20.75 | Â | Â | Â | Â Â | 06/13/2002 | 06/12/2011 | common stock | 2,000 |
| Employee Stock Option Right to Buy | \$ 24.11 | Â | Â | Â | Â Â | 06/13/2003 | 06/12/2012 | common stock | 2,000 |
| Employee Stock Option Right to Buy | \$ 25.2 | Â | Â | Â | Â Â | 05/01/2005 | 04/30/2014 | common stock | 6,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MALLORY MARCUS EDWARD P. O. BOX 1187 STARKVILLE, MS 39760 | Â | Â | Â Vice President | Â |

Signatures

Marcus Mallory 02/09/2006

__Signature of Date
Reporting Person

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) Share total corrected.
- (2) Late filing from 8/9/05

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