

GILBERT BILL M
Form 4
June 24, 2009

FORM 4

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GILBERT BILL M

2. Issuer Name and Ticker or Trading Symbol
UNITED COMMUNITY BANKS
INC [UCBI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4545 BROOK GREEN COURT
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/22/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Retail Banking

BLAIRSVILLE, GA 30512
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) | 14,896.413 ⁽¹⁾ | D | |
| Common Stock (RSU's) | 06/22/2009 | | A | 500 A | \$ 0 2,693 ⁽¹⁾ ⁽²⁾ ⁽³⁾ | D | |
| Common Shares Issuable | | | | | 1,864.154 ⁽¹⁾ ⁽²⁾ ⁽⁴⁾ | D | |
| Common Stock | | | | | 8,957.472 ⁽¹⁾ | I | 401(k) Plan |
| | | | | | 872.66 ⁽¹⁾ | I | |

Common
Stock

Joanna R.
Gilbert
(Spouse)

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to Purchase Common Stock | \$ 6.22 | 06/22/2009 | | A | 7,000 | 06/22/2010 06/22/2019 | Common Stock | 7,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GILBERT BILL M 4545 BROOK GREEN COURT BLAIRSVILLE, GA 30512 | | | SVP, Retail Banking | |

Signatures

Lois J. Rich 06/24/2009

**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) Reflects a 131/130 stock dividend in April 2009.

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- (2) Reflects 387 share reclassification from Restricted Stock Units to Common Shares Issuable.
- (3) 2009 Restricted Stock Units vest over four consecutive years at 25% on June 29, 2010, January 31, 2011, January 31, 2012, and January 31, 2013.
- (4) Acquired pursuant to The United Community Banks Deferred Compensation Plan. The units are to be settled in United Community Banks common stock at the NAV after termination of employment.
- (5) 2009 Non-Qualified Stock Option Awards vest over four consecutive years on each anniversary date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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