

FREEMAN GUY W  
Form 4  
May 06, 2008

**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 \*  
FREEMAN GUY W

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)  
PO BOX 1256  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/05/2008

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

BLAIRSVILLE, GA 30514

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

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D)	132,059 <sup>(1)</sup>	D	
Common Stock (RSU's)	05/05/2008		A	4,500 A \$ 0	10,000 <sup>(1)</sup>	D	
Common Stock					2,118 <sup>(2)</sup>	I	Elizabeth C. Freeman (Spouse)
Common Stock					11,029.248	I	By 401K

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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)	Amount or Number of Shares
Option to Purchase Common Stock	\$ 13.79	05/05/2008		A	23,500	05/05/2009 <sup>(3)</sup> 05/05/2018	Common Stock	23,500

**Reporting Owners**

Reporting Owner Name / Address	Director	10% Owner	Officer	Other	Relationships
FREEMAN GUY W PO BOX 1256 BLAIRSVILLE, GA 30514	X				Executive Vice President

**Signatures**

Lois J. Rich by Power of Attorney 05/05/2008  
\*\*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) Includes a reclassification of 750 RSU's that vested 1/31/08 to Direct ownership.
- (2) Includes 2,118 shares owned by Mr. Freeman's spouse for which he claims beneficial ownership.
- (3) 2008 Options vest over four consecutive years at 25% 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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