

UNITED COMMUNITY BANKS INC
Form 4
September 16, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
BURKE MICHAEL J

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)
C/O UCBI, PO BOX 398
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/12/2014

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 09/12/2014 | | S | 500 D \$ 18.08 | 2,838 ⁽¹⁾ | D | |
| Common Stock | 09/12/2014 | | S | 500 D \$ 18.2 | 2,338 | D | |
| Common Stock | 09/12/2014 | | S | 200 D \$ 18.34 | 2,138 | D | |
| Common Stock (RSUs) | | | | | 17,938 ⁽¹⁾ ⁽²⁾ | D | |
| Common Shares | | | | | 4,312 ⁽²⁾ | D | |

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Issuable

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 10 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities. Includes sub-headers for Date Exercisable, Expiration Date, Title, and Amount or Number of Shares.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address and Relationships. Includes Reporting Owner: BURKE MICHAEL J, C/O UCBI, PO BOX 398, BLAIRSVILLE, GA 30514. Relationships: Director, 10% Owner, Officer, Other.

Signatures

/s/ Lois J. Rich as Attorney in Fact 09/16/2014
**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 reclassification of 5,000 RSUs, less 1,662 RSUs exchanged pursuant to a cashless exercise on 8/1/14, to Common Stock for a net Direct Common holding of 3,338 shares.
(2) Reflects a reclassification of 4,312 RSUs into the Company's Deferred Compensation Plan as Common Shares Issuable on 9/13/14. The Common Shares Issuable are convertible to Common Stock at a one-for-one exchange ratio in January 2019.

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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