

TALLENT JIMMY C  
Form 4  
January 02, 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 \*  
TALLENT JIMMY C

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 398  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/30/2008

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

BLAIRSVILLE, GA 30514

(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)
			Code	V	Amount	(D)	Price
Common Stock	10/30/2008 <sup>(1)</sup>		G		2,749	D	\$ 0
Common Stock	12/30/2008		F		25,753	D	\$ 13.59
Common Stock	12/30/2008		M		26,656	A	\$ 13.13
Common Stock (RSU's)							8,187 <sup>(2)</sup>
Common Stock							20,176.271 <sup>(2)</sup>

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Issuable <u>(3)</u>							
Common Stock		377 <u>(2)</u> <u>(4)</u>	I				Jeanne Tallent (Spouse)
Common Stock		116,090.011 <u>(2)</u>	I				By 401k
Common Stock		151 <u>(2)</u> <u>(5)</u>	I				Jimmy C. Tallent CUST FBO Trenli Mae Tallent (Minor Grandchild)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 13.13	12/30/2008		M	26,656	01/01/1999	01/01/2009	Common Stock	26,656 <u>(2)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TALLENT JIMMY C PO BOX 398 BLAIRSVILLE, GA 30514	X		President & CEO	

## Signatures

Lois J. Rich by Power of  
Attorney

01/02/2009

\_\_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) Gift is not subject to 2 day reporting requirement.
- (2) Reflects an increase in shares pursuant to a stock dividend payable 10/1/08 at a ratio of 131/130.
- (3) 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.
- (4) Includes 377 shares owned by Mr. Tallent's spouse for which he claims beneficial ownership.
- (5) Includes 151 shares owned by Mr. Tallent's minor grandchild for which he claims beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space 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.