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UNITED COMMUNITY BANKS INC

Form 4

January 27, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

UNITED COMMUNITY BANKS

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(PSUs)

(Print or Type Responses)

1. Name and Address of Reporting Person *

SCHUETTE REX S

(First) (Middle)

C/O UNITED COMMUNITY BANKS, INC., PO BOX 398

BLAIRSVILLE, GA 30514

(Street)

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

Filed(Month/Day/Year)

4. If Amendment, Date Original

INC [UCBI]

01/25/2016

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Symbol

Issuer

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Director 10% Owner Other (specify X_ Officer (give title

below) **EVP & CFO**

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(City)	(State) (Z	Zip) Table	I - Non-D	Derivative Securities Acqui	red, Disposed of,	or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transacti Code	4. Securities Acquired (A) ionor Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of 6. Securities Ownership Beneficially Form:	7. Nature of Indirect Ber Ownership (Instr. 4)	
		(Month/Day/Year)	(Instr. 8) Code V	(A) or	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	
COMMON STOCK	01/25/2016		F	459.981 D \$ 16.78	33,721	D	

COMMON 01/25/2016 D 454 (2) \$0 D **STOCK** D 21,406

COMMON 60,444.5 (3) **STOCK** D **ISSUABLE**

COMMON 16,263 D **STOCK**

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(RSUs)

COMMON STOCK 16,479.7 (5) I BY 401k

COMMON ANDREA

STOCK 1,800 I RAFFERTY-SCHU (SPOUSE)

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)
	Derivative		•		Securities			(Instr. 3 and	4)
	Security				Acquired			`	
	J				(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
					.,				
								Amou	ınt
						Date Expiration Exercisable Date	Expiration	or	
							Title Number	per	
							Date	of	
				Code V	(A) (D)			Share	s

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHUETTE REX S C/O UNITED COMMUNITY BANKS, INC. PO BOX 398

EVP & CFO

BLAIRSVILLE, GA 30514

Signatures

Lois J. Rich as Attorney 01/27/2016 in Fact

**Signature of Reporting Person Date

Reporting Owners 2

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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) Represents shares of United Community Banks, Inc. common stock withheld to satisfy tax obligations upon vesting of Performance-Based Restricted Stock Units ("PSUs").
- (2) These shares of PSUs were forfeited due to failure to achieve performance criteria on date of vest.
- (3) Reflects reclassification of PSUs into Phantom Stock pursuant to the United Community Banks Deferred Compensation Plan.
- (4) Includes 307.202 shares purchased pursuant to dividend reinvestment purchases.
- (5) Reflects forfeiture of 6 shares as payment for fees associated with the United Community Banks Profit Sharing Plan.

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.