

GILBERT BILL M
Form 4
June 22, 2011

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)
97 BROOK GREEN COURT
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/20/2011

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

BLAIRSVILLE, GA 30512

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 (D) Price | | | |
| Common Stock | | | | | 3,308 ⁽¹⁾ ⁽²⁾ | D | |
| Common Stock (RSU's) | 06/20/2011 | | A | 13,500 A \$ 0 | 13,629 ⁽¹⁾ ⁽³⁾ ₍₂₎ | D | |
| Common Shares Issuable | | | | | 580 ⁽¹⁾ ⁽²⁾ ⁽⁴⁾ | D | |
| Common Stock | | | | | 1,804 ⁽¹⁾ | I | 401(k) Plan |
| | | | | | 177 ⁽¹⁾ ⁽⁵⁾ | I | |

Common
Stock

Joanna R.
Gilbert
(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.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GILBERT BILL M 97 BROOK GREEN COURT BLAIRSVILLE, GA 30512 | | | SVP, Retail Banking | |

Signatures

Lois J. Rich 06/22/2011
 **Signature of Date
 Reporting Person

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) Adjusted pursuant to a 1 for 5 reverse stock split effective at close of business on June 17, 2011.
 Includes the following reclassifications from RSUs: 25 RSUs to Direct registration upon vesting of RSUs on June 29, 2010; 103 RSUs to
- (2) Direct Registration upon vesting of RSUs on January 31, 2011; and 78 RSUs to Common Shares Issuable under the Deferred Compensation Plan upon vesting of the RSUs on January 31, 2011.

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(3) 2011 Restricted Stock Units vest equally at one third on July 9, 2012, June 20, 2013, and June 20, 2014.

Acquired pursuant to The United Community Banks Deferred Compensation Plan. The number of shares can fluctuate with the stock's

(4) market price. The units are to be settled in United Community Banks common stock at the NAV after termination of employment, or earlier if so indicated.

(5) Includes 177 shares owned by Mr. Gilbert's spouse 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.

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