

UNITED COMMUNITY BANKS INC  
 Form 4  
 August 03, 2006

**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 \*  
**BENNETT A WILLIAM**

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)  
 10 COURT STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/01/2006

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

WASHINGTON, GA 30673

(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  | (A) or (D)   | Price   |
| Common Stock Issuable <sup>(1)</sup> | 08/01/2006                           |  | A                              |   | 197.9569  | A  | \$ 31.57 <sup>(3)</sup>                               |
| Common Stock Issuable <sup>(2)</sup> | 08/03/2006 <sup>(2)</sup>            |  | M                              |   | 335   | A  | \$ 27.91 <sup>(3)</sup>                               |
| Common Stock Issuable <sup>(2)</sup> | 08/03/2006 <sup>(2)</sup>            |  | M                              |   | 105.77  | A  | \$ 29.61 <sup>(3)</sup>                               |
| Common Stock                         |                                      |  |                                |   |   |  | 8,750   |

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)

| 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 or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| Phantom Stock Units <sup>(2)</sup>         | <u>(3)</u>   | 08/03/2006                           |  | M                              | 335   | <u>(3)</u>   | <u>(3)</u>  | Common Stock  | 335 \$                     |
| Phantom Stock Units <sup>(2)</sup>         | <u>(3)</u>   | 08/03/2006                           |  | M                              | 105.77  | <u>(3)</u>   | <u>(3)</u>  | Common Stock  | 105.77 \$                  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BENNETT A WILLIAM<br>10 COURT STREET<br>WASHINGTON, GA 30673 |               | X         |         |       |

## Signatures

Lois J. Rich by Power of Attorney 08/03/2006

                 \*\*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) Acquired pursuant to The United Community Banks Deferred Compensation Plan.
  - (2) Acquired pursuant to The United Community Banks Deferred Compensation Plan. Reclassified from Table II to show aggregate balance.
  - (3) The units are to be settled in United Community Banks common stock at the NAV after termination of employment.
  - (4) Aggregate total includes adjustment to accommodate growth in NAV.

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