

UNITED COMMUNITY BANKS INC

Form 4

January 31, 2017

**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  
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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EDWARDS ROBERT A.

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/27/2017

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
EVP, CHIEF CREDIT OFFICER

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

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

BLAIRSVILLE, GA 30514

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 12/04/2016                              |                                                             | G                                       | V 400 <sup>(1)</sup> D \$ 0                                         | 8,881                                                                                                              | D                                                                    |                                                                   |
| Common<br>Stock                       | 01/27/2017                              |                                                             | F                                       | 496 <sup>(2)</sup> D \$ 29                                          | 9,635 <sup>(4)</sup>                                                                                               | D                                                                    |                                                                   |
| Common<br>Stock                       | 01/27/2017                              |                                                             | F                                       | 5,321 <sup>(3)</sup> D \$ 28.61                                     | 19,523 <sup>(5)</sup>                                                                                              | D                                                                    |                                                                   |
| Common<br>Stock<br>(PSUs)             |                                         |                                                             |                                         |                                                                     | 2,500 <sup>(4)</sup>                                                                                               | D                                                                    |                                                                   |
|                                       |                                         |                                                             |                                         |                                                                     | 24,583 <sup>(5)</sup>                                                                                              | D                                                                    |                                                                   |

Common  
Stock  
(RSUs)

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)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |                                 |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|---------------------------------|-------|
|                                                                                              | Director      | 10% Owner | Officer                         | Other |
| EDWARDS ROBERT A.<br>C/O UNITED COMMUNITY BANKS, INC.<br>PO BOX 398<br>BLAIRSVILLE, GA 30514 |               |           | EVP, CHIEF<br>CREDIT<br>OFFICER |       |

## Signatures

Lois J. Rich as Attorney  
in Fact 01/30/2017

\_\_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) Represents shares of United Community Banks, Inc. common stock gifted by the reporting person for no consideration.

(2) Represents shares of United Community Banks, Inc. common stock withheld to satisfy tax obligations upon vesting of performance-based Restricted Stock Units ("PSUs").

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- (3) Represents shares of United Community Banks, Inc. common stock withheld to satisfy tax obligations upon vesting of Restricted Stock Units ("RSUs").
- (4) Reflects reclassification of PSUs into United Community Banks, Inc. common stock upon vesting.
- (5) Reflects reclassification of RSUs into United Community Banks, Inc. common stock upon vesting.

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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