Edgar Filing: UNITED COMMUNITY BANKS INC - Form 4

UNITED COMMUNITY BANKS INC

Form 4

December 06, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 January 31,

Expires: 2005
Estimated average

0.5

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Issuable

(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) PO BOX 398	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2016	_X Director 10% Owner _X Officer (give title Other (specify below) Chairman & CEO			
	(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			
BLAIRSVILLE, GA 30514				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tal	ole I - Non-	-Derivative	e Secu	rities A	Acquired, Dispose	ed of, or Bene	ficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (PSUs)	12/02/2016		A	25,353 (1)	A	\$ 0	71,553	D	
Common Stock (RSUs)	12/02/2016		A	10,866 (2)	A	\$0	30,666	D	
Common Stock							102,549	D	
Common Stock							127,480.046 (3)	D	

Edgar Filing: UNITED COMMUNITY BANKS INC - Form 4

Common Stock	38,730.71 (3)	I	By 401k
Common Stock	77	I	Jeanne Tallent (spouse)
Common Stock	61	I	as Custodian for Minor Grandchildren

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 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. Transac Code (Instr. 8	5. etionNuml of Secur Acqu (A) o Dispo of (D (Instr	ber Expire (Montative rities spired or cosed cosed cosed)	te Exerci ration Da hth/Day/Y		Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)
				Code	V (A)			Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

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

Signatures

Lois J. Rich, Attorney 12/06/2016 in Fact

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: UNITED COMMUNITY BANKS INC - Form 4

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).
 - Represents a grant of multi-year performance based Restricted Stock Units ("PSUs"). PSUs will vest at 25% on February 15, 2018, 2019, 2020 and 2021 based upon meeting certain operating performance criteria for each year. The annual operating performance for Threshold,
- (1) Target and Maximum levels range are 50%, 100% and 150%, respectively, and are based upon meeting or exceeding certain annual operating return on assets and operating return on tangible common equity levels, which are weighted 50/50. If an individual Threshold level is not met, then that portion of the vesting level payable is zero.
- (2) Represents a grant of multi-year time based Restricted Stock Units ("RSUs") that were granted in connection with the grant of PSUs. RSUs will vest at 25% on February 15, 2018, and November 15, 2018, 2019 and 2020.
- (3) Includes shares acquired pursuant to dividend reinvestment.

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.