## SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES	s and	EXCHANGE	COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL								
OWNERSHIP								

OMB APPROVAL OMB Number: 3235-0362

Estimated average burden 1.0 hours per response:

Form 3 H	Holdings Repo	rted.			Own	NEKSHIP					hours per	response:	1.0				
X Form 4 1	Transactions R	eported.	I			of the Securities E vestment Compar											
1. Name and Address of Reporting Person <sup>*</sup> HEAD ROBERT L JR						er or Trading Symb		5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Own Officer (give title Other (spe									
(Last) PO BOX	(Fir 147	st)	(Middle)	3. Stateme 12/31/200	nt for Issuer's )9	uue		ow)									
(Street) BLAIRSV	VILLE GA	Δ	30514		4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Cline)   02/16/2010 X   Form filed by One Reporting   Form filed by More than Cline												
(City)	(Sta	ate)	(Zip)		Person												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date Ex. (Month/Day/Year) if a		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 Securities Beneficially Owned at e	y	Ownersh Form: Di	hip In Direct B	Nature of direct eneficial wnership (Instr.						
				0,	Amount	(A) or (D)	Price	Issuer's Fis Year (Instr. 4)	scal	Indirect (Instr. 4	:(I) 4)	4)					
Common S	Stock		09/19/2008		G4 <sup>(1)</sup>	10,311(2)	D	\$ <mark>0</mark>	1,670,9	38(3)	D						
Common S	Stock		09/22/2008		G4 <sup>(1)</sup>	12,374 <sup>(2)</sup>	D	\$ <mark>0</mark>	1,658,	564	D						
Common S	Stock		10/27/2008		S4 <sup>(4)</sup>	144 <sup>(2)</sup>	D	\$14.02 <sup>(2)</sup>	300,83	<b>30</b> <sup>(5)</sup>	I	H C R	obert L. ead, Jr. haritable emainder rust				
Common S	Stock		01/14/2009		S4 <sup>(4)</sup>	149%)	D	\$10.31(6)	300,6	81	I	H C R	obert L. ead, Jr. haritable emainder rust				
Common S	Stock		01/16/2009		S4 <sup>(4)</sup>	4,911 <sup>(6)</sup>	D	<b>\$</b> 9.59 <sup>(6)</sup>	295,7	70	I	H C R	obert L. ead, Jr. haritable emainder rust				
Common S	Stock		01/22/2009		S4 <sup>(4)</sup>	255 <sup>(6)</sup>	D	\$8.38 <sup>(6)</sup>	295,5	515	I	H C R	obert L. ead, Jr. haritable emainder rust				
Common Stock 10/19/2009			S4 <sup>(4)</sup>	6,600	D	\$5.1	288,915		I He I Ch Re		obert L. ead, Jr. haritable emainder rust						
Common Stock							5,697	5,697 <sup>(7)</sup> I			Carol Head (spouse)						
Common Stock					3		36,69	36,699 <sup>(8)</sup> I			Cust FBO Grandchildren						
			Гаble II - Deriv (e.g.,			red, Disposed options, conv											
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date,	4. Transaction Code (Instr.	5. Number of	6. Date Exercisable Expiration Date (Month/Day/Year)	able and 7. Title and Amount of		8. Price of Derivative Security (Instr. 5)	9. Num derivat Securi Benefi Owneo Follow Report Transa (Instr.	tive Owne ities Form: icially Direct d or Ind ving (I) (Ins ted action(s)		Beneficial Ownership ct (Instr. 4)				

		Та	ble II - Derivat (e.g., p				ired, Disp options, o	· ·		lor 1	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	4. Transaction	6A,Nur	n <b>(102</b> )r	ExPetiesEblero	isDatatlee and	7itTëtle Amour	a <b>6t</b> iares	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
<b>Beplantigtion</b> (Instr. 3) 1. Reflects a g 2. Adjusted for	of Responses Price of The made by Mi Derivative or Security stock	•\$Month/Day/Year) . Head to First United c splits which occurre	if any (Month/Day/Year) d Methodist Church v ed in January, April, J	Code (Instr. 8) which was inad- uly, and Octob	e1(A))09	ities v not p red	(Month/Day/) reviously repor	<b>'ear)</b> ted.	Securit Underly Derivat Securit	ties ying tive ty (Instr. 3	Security (Instr. 5)	Securities Beneficially Owned Following	Form: Direct (D)	Beneficial Ownership (Instr. 4)
3. Reflects a reclassification of 55,596 shares from the Indirect ownership of Mr. Head's HDJscoed of bis Direct ownership which occurred throughout 2009; a reclassification (0.974 shares from Direct ownership to the Indirect ownership of Robert L. Head, Jr. Charitable Remainder Trust (HTST) shares from the Indirect ownership of Stock dividends. 4. Reflects a sale of shares within the Robert L. Head, Jr. Charitable Remainder Trust to fund required distributions according to the terms of the irrevocable trust which were inadvertently not previously reported.														
5. Reflects a reclassification of 300,974 shares from Direct ownership to the Indirect ownership of Robert L. Head, Jr. Charitable Remainder Trust for which Mr. Head claims beneficial ownership, less the subsequent and reported sale of 144 shares.														
6. Adjusted for	r 130/131 stocl	split which occurred	d in April, July, and C	october 2009.						or Number				
7. Includes 5,6 2009.	597 shares own	ed by Mr. Head's spo	use for which he claim	ms beneficial o	wnersh (A)	ip. Also (D)	Datects a recla Exercisable		55,596 s Title	hotes to Mr. Shares	Head's Direc	t ownership which	h occurred thro	oughout
8. Includes 36,699 shares owned by Mr. Head's grandchildren for which he is custodian.														
Remarks:	:													

Lois J. Rich by POA \*\* Signature of Reporting Person 03/10/2010

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

KNOW ALL BY THESE PRESENTS, THAT THE UNDERSIGNED HEREBY CONSTITUTES AND APPOINTS (A) REX S. SCHUETTE; (B) LOIS J. RICH; AND (C) LORRAINE G. MCKAY, SIGN-ING SINGLY, THE UNDERSIGNED'S TRUE AND LAWFUL ATTORNEY-IN-FACT TO:

- (1) Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of United Community Banks, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS CAUSED THIS POWER OF ATTORNEY TO BE EXECUTED AS OF THIS 16TH DAY OF APRIL 2009.

/s/ Robert L. Head, Jr.

Signature

Robert L. Head, Jr.

Print Name