SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no I Section 16. Form 4 o obligations may conti Instruction 1(b).	r Form 5
--	----------

to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Address of Reporting Person* TALLENT JIMMY C			2. Issuer Name and Ticker or Trading Symbol <u>UNITED COMMUNITY BANKS INC</u> [UCBI]		ionship of Reporting Person all applicable) Director Officer (give title below)	(s) to Issuer 10% Owner Other (specify below)
(Last) PO BOX 398	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/07/2004		President & CE	,
(Street) BLAIRSVILLE	GA	30514	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing (C Form filed by One Reporti Form filed by More than O	ng Person
(City)	(State)	(Zip)			Person	nie Reporting

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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/07/2004		A		3,750 ⁽²⁾	A	\$ <mark>0</mark>	328,896	D	
Common Stock								375(1)	I	Jeanne Tallent (Spouse)
Common Stock								84,326.6128	Ι	By 401k

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. Transa Code (8)		5. Number Derivative Securities Acquired or Dispose of (D) (Ins 4 and 5)	(A) ed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Option to Purchase Common Stock	\$23.75	06/07/2004		A		17,000 ⁽³⁾		06/07/2005	06/07/2014	Common Stock	17,000	\$0	319,250	D	

Explanation of Responses:

1. Includes 375 shares owned by Mr. Tallent's spouse for which he claims beneficial ownership.

2. 2004 Restricted Stock Award vests over four consecutive years at 25% on the anniversary date of January 31, beginning in the year 2005.

3. 2004 Options vest over four consecutive years at 25% each anniversary date.

Remarks:

Jimmy C. Tallent

** Signature of Reporting Person

06/09/2004 Date

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

* 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.