SEC Form 5

FORM 5

Form 3 Holdings Reported.

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

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

OMB APPROVAL							
OMB Number:	3235-0362						
Estimated average burden							
hours per response:	1.0						

X Form 4 Transactio	ns Reported.	File	d pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940					
1. Name and Address of Reporting Person* GILBERT BILL M (Last) (First) (Middle) C/O UNITED COMMUNITY BANKS, INC. PO BOX 398			2. Issuer Name and Ticker or Trading Symbol <u>UNITED COMMUNITY BANKS INC</u> [UCBI]	5. Relationship of Re (Check all applicable Director X Officer (give below)	n(s) to Issuer 10% Owner Other (specify below)			
		,	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2016	PRESIDENT COMMUNITY BANKING				
(Street) BLAIRSVILLE (City)	GA (State)	30514 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)		/Group Filing (C by One Reportir by More than Or	ng Person		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								

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)			5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
		(Montilibay) real)	0)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock							9,664	D	
Common Stock (Restricted Stock Units)							14,905	D	
Common Stock (Performance Stock Units)							12,320	D	
Common Shares Issuable							28,406	D	
Common Stock							1,764	Ι	401(k) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3A. Deemed Execution Date, 3. Transaction 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Transaction Code (Instr. 8) Conversion Expiration Date (Month/Day/Year) Derivative Date of Amount of derivative Ownership of Indirect Security (Instr. 3) or Exercise (Month/Day/Year) if any (Month/Day/Year) Derivative Securities Security Securities Form: Beneficial Direct (D) Price of Securities Underlying (Instr. 5) Beneficially Ownership Derivative Security Acquired Derivative Security Owned or Indirect (Instr. 4) (A) or Disposed (Instr. 3 and 4) Following (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Expiration Date Date of (D) Exercisable Title Shares (A) OPTION TO PURCHASE Commor \$147.6 12/30/2016 4D 1,247 04/25/2008 04/25/2017 1,247 **\$0.5**⁽¹⁾ 1,411 D COMMON Stock STOCK **OPTION TO** PURCHASE COMMON Common \$0.5⁽²⁾ \$66.4 12/30/2016 4D1.559 05/05/2009 05/05/2018 1.559 1.411 D Stock STOCK

Explanation of Responses:

1. The options were canceled by mutual agreement of the reporting person and United Community Banks, Inc. The reporting person received \$623.50 as consideration for the cancellation.

2. The options were canceled by mutual agreement of the reporting person and United Community Banks, Inc. The reporting person received \$779.50 as consideration for the cancellation.

Remarks:

Lois J. Rich as Attorney in Fact 02/13/2017

** Signature of Reporting Person 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.

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 14TH DAY OF APRIL 2009.

/s/ Bill M. Gilbert

Signature

Bill M. Gilbert

Print Name