#### TALLENT JIMMY C

Form 4

September 22, 2017

## FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

TALLENT JIMMY C

Symbol

UNITED COMMUNITY BANKS INC [UCBI]

(Last) (First) (Middle)

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

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify

(Check all applicable)

PO BOX 398

09/20/2017

below) Chairman & CEO

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

160,945.3

6. Individual or Joint/Group Filing(Check

BLAIRSVILLE, GA 30514

Common Stock

Issuable

| · · |                           |                     | Person                 |                  |                     |        |          |  |                                       |                               |  |  |
|-----|---------------------------|---------------------|------------------------|------------------|---------------------|--------|----------|--|---------------------------------------|-------------------------------|--|--|
|     | (City)                    | (State)             | (Zip) Tab              | ole I - Non-     | Derivative          | Secu   | rities A | Acquired, Disposed of, or Beneficially Owned     |                                       |                               |  |  |
|     | 1.Title of                | 2. Transaction Date |                        | 3.               | 4. Securiti         |        | _        |  | 6.                                    | 7. Nature of                  |  |  |
|     | Security (Instr. 3)       | (Month/Day/Year)    | Execution Date, if any | Transaction Code | or(A) or Dis<br>(D) | sposed | of       | Securities<br>Beneficially                       | Ownership Form:                       | Indirect Beneficial Ownership |  |  |
|     | (msu. 3)                  |                     | (Month/Day/Year)       | (Instr. 8)       | (Instr. 3, 4        | (A)    | 5)       | Owned<br>Following<br>Reported<br>Transaction(s) | Direct (D) or Indirect (I) (Instr. 4) | (Instr. 4)                    |  |  |
|     |                           |                     |                        | Code V           | Amount              | (D)    | Price    | (Instr. 3 and 4)                                 |                                       |                               |  |  |
|     | Common<br>Stock<br>(PSUs) | 09/20/2017          |                        | A                | 23,794<br>(1)       | A      | \$0      | 72,247   | D                                     |                               |  |  |
|     | Common<br>Stock<br>(RSUs) | 09/20/2017          |                        | A                | 10,198<br>(2)       | A      | \$ 0     | 30,964   | D                                     |                               |  |  |
|     | Common<br>Stock           |                     |                        |                  |                     |        |          | 102,549  | D                                     |                               |  |  |
|     |                           |                     |                        |                  |                     |        |          |  |                                       |                               |  |  |

#### Edgar Filing: TALLENT JIMMY C - Form 4

| Common<br>Stock | 38,584.3 | I | By 401k                                    |
|-----------------|----------|---|--|
| Common<br>Stock | 77       | I | Jeanne Tallent (spouse)                    |
| Common<br>Stock | 61       | I | as Custodian<br>for Minor<br>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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transa<br>Code<br>(Instr. | 8) ] | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     | ate                | Secur | int of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |
|---|---|--------------------------------------|---|---------------------------------|------|---|---------------------|--------------------|-------|--|---|
|   |   |                                      |   | Code                            | V    | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |

# **Reporting Owners**

Lois J. Rich, Attorney

in Fact

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

09/22/2017

\*\*Signature of Reporting Person Date

Reporting Owners 2

## **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 the securities awarded on September 15, 2017 in the form of performance-based restricted stock units ("PSUs") that will vest on February 15, 2019, February 15, 2020, February 15, 2021 and February 15, 2022, based on the certification of achievement by the Issuer of certain targeted performance criteria, specifically Return on Assets and Return on Tangible Common Equity. Each PSU
- (1) represents a contingent right to receive shares of common stock of the Issuer equal to the product of the applicable performance multiple and the target number of shares underlying the PSU, as set forth in the award agreement between the Issuer and the Reporting Person. The PSUs were issued to the Reporting Person pursuant to the Issuer's Amended and Restated 2000 Key Employee Stock Option Plan (the "Plan").
- Represents the securities awarded on September 15, 2017 in the form of restricted stock units ("RSUs"). The RSUs were issued to the Reporting Person pursuant to the Plan. Each RSU represents a contingent right to receive one (1) share of the Issuer's common stock. The grant vests in four (4) equal annual installments: February 15, 2019, February 15, 2020, February 15, 2021 and February 15, 2022.

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.