

UNITED COMMUNITY BANKS INC  
Form 10-K/A  
March 07, 2008

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

FORM 10-K/A

Amendment No. 1

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 2007

Commission File Number 0-21656

UNITED COMMUNITY BANKS, INC.  
(Exact name of registrant as specified in its charter)

Georgia 58-1807304  
(State or other jurisdiction of incorporation) (I.R.S. Employer Identification No.)

63 Highway 515, Blairsville, Georgia 30512  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (706) 781-2265

Securities registered pursuant to Section 12(b) of the Act: None

Name of exchange on which registered: Nasdaq Global Select

Securities registered pursuant to Section 12(g) of the Act:  
Common Stock, \$1.00 par value

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.  
Yes  No

Indicate by check mark if the registrant is not required to file reports pursuant to Sections 13 or 15(d) of the Act.  
Yes  No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Sections 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (check one):

Large accelerated filer  x

Accelerated filer  o

Non-accelerated filer  o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes  o No  x

State the aggregate market value of the voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter: \$1,088,226,189 based on shares held by non-affiliates at \$25.89 per share, the closing stock price on the Nasdaq stock market on June 29, 2007).

As of January 31, 2008, 48,744,457 shares of common stock were issued and outstanding, including presently exercisable options to acquire 1,694,064 shares and 84,627 shares issuable under United Community Banks, Inc.'s deferred compensation plan.

#### DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's Proxy Statement for the Annual Meeting of Shareholders to be held on April 30, 2008 are incorporated herein into Part III by reference.

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EXPLANTORY NOTE

United Community Banks, Inc. is filing this amendment on Form 10-K/A to its Form 10-K for the year ended December 31, 2007 to correct an error on the cover page for the reported number of shares of common stock issued and outstanding, including presently exercisable options to acquire common stock and shares issuable under United's deferred compensation plan at January 31, 2008. The number originally reported in error was 49,965,766. The correct number is 48,744,457. The cover page has been corrected to reflect the change.

United Community Banks, Inc. is filing an unofficial PDF copy of the entire Form 10-K, as amended, with this amendment.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(a) of the Securities Exchange Act of 1934, United has duly caused this Report on Form 10-K, as amended, to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Blairsville, State of Georgia, on the 7th day of March, 2008.

UNITED COMMUNITY  
BANKS, INC.  
(Registrant)

By: /s/ Jimmy C. Tallent  
Jimmy C. Tallent  
President and Chief  
Executive Officer  
(Principal Executive  
Officer)

By: /s/ Rex S. Schuette  
Rex S. Schuette  
Executive Vice President and Chief Financial Officer  
(Principal Financial  
Officer)

By: /s/ Alan H. Kumler  
Alan H. Kumler  
Senior Vice President, Controller and Chief Accounting  
Officer  
(Principal Accounting  
Officer)

/s/ Jimmy C. Tallent  
Jimmy C. Tallent  
President, Chief  
Executive Officer and  
Director

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Robert L. Head, Jr.  
Chairman of the Board

\*

W. C. Nelson, Jr.

Vice Chairman of the  
Board

\*

A. William Bennett  
Director

\*

Robert Blalock  
Director

\*

Guy W. Freeman  
Director

\*

Thomas C. Gilliland  
Director

\*

Charles E. Hill  
Director

\*

Hoyt O. Holloway  
Director

\*

Clarence W. Mason, Sr.  
Director

\*

John D. Stephens  
Director

\*

Tim Wallis  
Director

\* /s/ Jimmy C. Tallent

By:

Jimmy C. Tallent  
Attorney-in-Fact