

FIRST CHARTER CORP /NC/

Form 4

May 29, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

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

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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JAMES ROBERT E JR

2. Issuer Name **and** Ticker or Trading
Symbol
**FIRST CHARTER CORP /NC/
[FCTR]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
10200 DAVID TAYLOR DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2008

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
President & CEO

CHARLOTTE, NC 28262-2373

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					13,716	D	
Common Stock	05/27/2008	05/27/2008	I		3,813.5	A	\$ 30.26
Common Stock					11,519.479 (1)	I	401K
Common Stock					235.2103 (2)	I	Daughter - Caroline
Common Stock					235.2103 (2)	I	Son - Phillip

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

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to buy)	\$ 14.5					<u>(3)</u>	01/20/2010	Common Stock	959	
Stock Options (Right to buy)	\$ 15.75					<u>(3)</u>	01/17/2011	Common Stock	23,296	
Stock Options (Right to buy)	\$ 17.37					<u>(3)</u>	01/16/2012	Common Stock	21,985	
Stock Options (Right to buy)	\$ 18.375					<u>(3)</u>	01/29/2009	Common Stock	27,210	
Stock Options (Right to buy)	\$ 18.39					<u>(3)</u>	01/15/2013	Common Stock	21,597	
Stock Options (Right to buy)	\$ 23.66					<u>(4)</u>	03/09/2016	Common Stock	18,000	
Stock Options	\$ 23.66					<u>(3)</u>	01/19/2015	Common Stock	18,448	

(Right to
buy)

Stock

Options \$ 24.46
(Right to
buy)

(4)

02/08/2017

Common
Stock

20,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAMES ROBERT E JR 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			President & CEO	

Signatures

Stephen J Antal, by Power of
Attorney 05/29/2008

__Signature of Reporting Person

Date

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).
- (1) Includes 3813.5 shares acquired under First Charter's 401(k) plan and 102.11 shares acquired under the dividend reinvestment plan plan of the 401(k) plan since the date of the reporting person's last ownership report.
- (4) Options are exercisable in 5 equal yearly installments beginning one year after grant date.
- (2) Includes 3.3634 shares aquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (3) All Options are currently exercisable

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

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