

FIRST CHARTER CORP /NC/
Form 5
February 11, 2005

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
President FCB

10200 DAVID TAYLOR DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

CHARLOTTE, NC 28262-2373

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount	(A) or (D)	Price			
Common Stock	11/11/2004	Â	G	200	D	\$ 27.13	10,716	D	Â
Common Stock	01/15/2004	Â	J ⁽¹⁾	1.01	A	\$ 19.8222	109.2432	I	Daughter - Caroline
Common Stock	04/15/2004	Â	J ⁽¹⁾	0.9811	A	\$ 20.6	110.2243	I	Daughter - Caroline
Common Stock	07/15/2004	Â	J ⁽¹⁾	0.9166	A	\$ 22.2451	111.1409	I	Daughter - Caroline

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Common Stock	10/18/2004	Â	J ⁽¹⁾	0.8318	A	\$ 25.391	111.9727	I	Daughter - Caroline
Common Stock	11/11/2004	Â	G	100	A	\$ 27.13	211.9727	I	Daughter - Caroline
Common Stock	01/15/2004	Â	J ⁽¹⁾	1.01	A	\$ 19.8222	109.2432	I	Son - Phillip
Common Stock	04/15/2004	Â	J ⁽¹⁾	0.9811	A	\$ 20.6	110.2243	I	Son - Phillip
Common Stock	07/15/2004	Â	J ⁽¹⁾	0.9166	A	\$ 22.2451	111.1409	I	Son - Phillip
Common Stock	10/18/2004	Â	J ⁽¹⁾	0.8318	A	\$ 25.391	111.9727	I	Son - Phillip
Common Stock	11/11/2004	Â	G	100	A	\$ 27.13	211.9727	I	Son - Phillip

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.

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(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. Amount or Number of Shares
Stock Options (Right to buy)	\$ 14.5	Â	Â	Â	Â Â Â (2)	01/20/2010	Common Stock	19,791
Stock Options (Right to buy)	\$ 15.75	Â	Â	Â	Â Â Â (2)	01/17/2011	Common Stock	23,296
Stock Options (Right to buy)	\$ 17.37	Â	Â	Â	Â Â Â (3)	01/16/2012	Common Stock	21,985

Stock Options (Right to buy)	\$ 18.375	^	^	^	^	^	^	^	(2)	01/29/2009	Common Stock	35,000
Stock Options (Right to buy)	\$ 18.39	^	^	^	^	^	^	^	(4)	01/15/2013	Common Stock	21,597
Stock Options (Right to buy)	\$ 23.66	^	^	^	^	^	^	^	(5)	01/19/2015	Common Stock	18,448

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 FCB ^

Signatures

Jan H Hollar 02/11/2005
 **Signature of Date
 Reporting Person

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) Shares aquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (5) Options are exercisable in 5 yearly installments beginning one year after grant date.
- (3) 5,928 Incentive become exercisable as follows, 1,531 are currently exercisable and 4,397 become exercisable on 01/16/2006
 8,638 shares of 11,674 Non-Qualified are currently exercisable. The remaining shares become exercisable as follows, 3,036 shares
 (4) become exercisable on 01/15/2006. 9,923 Incentive shares become exercisable as follows: 1,284 shares become exercisable on 01/15/2006, 4,319 shares become exercisable on 01/15/2007, and 4,320 shares become exercisable on 01/15/2008.
- (2) All Options are currently exercisable

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