

FIRST CHARTER CORP /NC/
Form 4
March 18, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRATTON ROBERT O

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)
01/18/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CFO

CHARLOTTE, NC 28262-2373

(City) (State) (Zip)

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

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

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	01/18/2005		J ⁽¹⁾		113,9019	A	\$ 23.88	123,886.5872	D
Common Stock	03/17/2005		M		19,139	A	\$ 14.5	143,025.5872	D
Common Stock	03/17/2005		M		9,216	A	\$ 15.75	152,241.5872	D
Common Stock	03/17/2005		M		1,531	A	\$ 17.37	153,772.5872	D
Common Stock	03/17/2005		M		2,866	A	\$ 17.37	156,638.5872	D

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Common Stock	03/17/2005	M	3,360	A	\$ 17.9167	159,998.5872	D	
Common Stock	03/17/2005	M	3,000	A	\$ 17.9167	162,998.5872	D	
Common Stock	03/17/2005	M	7,729	A	\$ 18.125	170,727.5872	D	
Common Stock	03/17/2005	M	4,319	A	\$ 18.39	175,046.5872	D	
Common Stock	01/18/2005	<u>J(1)</u>	33.146	A	\$ 23.88	4,199.075	I	Catherine Bratton
Common Stock	01/18/2005	<u>J(1)</u>	1.6499	A	\$ 23.88	209.0178	I	Daughter - Caroline Bratton
Common Stock	01/18/2005	<u>J(1)</u>	28.5699	A	\$ 23.88	3,619.3405	I	Mother - Alice
Common Stock	01/18/2005	<u>J(1)</u>	1.6499	A	\$ 23.88	209.0178	I	Son - Robert O. Bratton, II

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

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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)	\$ 23.66					(2) 01/19/2015	Common Stock	13,989
Stock Options (Right to	\$ 25					(3) 12/01/2007	Common Stock	2,400

buy)									
Stock Options (Right to buy)	\$ 14.5	03/17/2005	M	19,139	<u>(3)</u>	01/20/2010	Common Stock	19,139	
Stock Options (Right to buy)	\$ 15.75	03/17/2005	M	9,216	<u>(4)</u>	01/17/2011	Common Stock	9,216	
Stock Options (Right to buy)	\$ 17.37	03/17/2005	M	2,866	<u>(5)</u>	01/16/2012	Common Stock	2,866	
Stock Options (Right to buy)	\$ 17.37	03/17/2005	M	1,531	<u>(5)</u>	01/16/2012	Common Stock	1,531	
Stock Options (Right to buy)	\$ 17.9167	03/17/2005	M	3,360	<u>(3)</u>	12/04/2006	Common Stock	3,360	
Stock Options (Right to buy)	\$ 17.9167	03/17/2005	M	3,000	<u>(3)</u>	12/14/2005	Common Stock	3,000	
Stock Options (Right to buy)	\$ 18.125	03/17/2005	M	7,729	<u>(3)</u>	01/21/2009	Common Stock	7,729	\$
Stock Options (Right to buy)	\$ 18.39	03/17/2005	M	4,319	<u>(6)</u>	01/15/2013	Common Stock	4,319	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRATTON ROBERT O 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			CFO	

Signatures

Jan H Hollar

03/18/2005

**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).
4,319 shares of 11,674 Non-Qualified are currently exercisable. The remaining shares become exercisable as follows, 4,319 shares become exercisable on 01/15/2005 and 3,036 shares 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.
- (6) (1) Shares aquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (2) Options are exercisable in 5 equal yearly installments beginning one year after grant date.
- (4) 14,080 of 14,080 Non-Qualified are currently exercisable. 4,556 of 9,216 Incentive are currently exercisable. The remaining 4,660 become exercisable on 01/17/2005
- (5) 13,191 of 16,057 Non-Qualified are currently exercisable. The remaining 2,866 become exercisable on 01/16/2005. 5,928 Incentive become exercisable as follows, 1,531 become exercisable on 01/16/2005 and 4,397 become exercisable on 01/16/2006
- (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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