

FIRST CHARTER CORP /NC/  
Form 4  
May 20, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**KIMBROUGH LAWRENCE M**

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)  
**05/20/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**President & CEO of FCC**

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/20/2005		M	37,720 A \$ 17.37	178,264	D	
Common Stock					692.6132	I	Spouse - Letitia

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

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SEC 1474 (9-02)

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**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					(1) 01/20/2010	Common Stock	7,985
Stock Options (Right to buy)	\$ 15.75					(1) 01/17/2011	Common Stock	6,349
Stock Options (Right to buy)	\$ 17.9167					(1) 12/14/2005	Common Stock	4,920
Stock Options (Right to buy)	\$ 17.9167					(1) 12/04/2006	Common Stock	5,400
Stock Options (Right to buy)	\$ 18.125					(1) 01/21/2009	Common Stock	25,405
Stock Options (Right to buy)	\$ 18.39					(2) 01/15/2013	Common Stock	47,716
Stock Options (Right to buy)	\$ 23.125					(1) 01/21/2009	Common Stock	19,904
Stock Options (Right to buy)	\$ 25					(1) 12/01/2007	Common Stock	3,900
	\$ 17.37	05/20/2005		M	37,720	(3) 01/16/2012		37,720

Stock  
Options  
(Right to  
buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIMBROUGH LAWRENCE M 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			President & CEO of FCC	

## Signatures

Jan H Hollar, by Power of  
Attorney

05/20/2005

\_\_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).  
19,086 shares of non-qualified stock are currently exercisable. The remaining 17,756 shares become exercisable as follows: 9,543 on  
(2) 01/15/2006, 4,106 on 01/15/2007, and 4,107 on 01/15/2008 10,874 shares of incentive stock become exercisable as follows: 5,437 on  
01/15/2007 and 5,437 on 01/15/2008  
(1) All Options are currently exercisable  
(3) 37,720 shares of non-qualified stock are currently exercisable. The remaining 3,673 shares become exercisable on 01/16/2006. 5,757  
shares of incentive stock are exercisable on 01/16/2006

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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