

FIRST CHARTER CORP /NC/  
Form 5  
February 14, 2007

# 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 \*  
**WARLICK L D 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)  
12/31/2006

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

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)	Amount (A) or Price (D)	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)
Common Stock	08/08/2006	^	J <sup>(1)</sup>	1,104 A	\$ 0	118,297	D	^
Common Stock	12/31/2006	^	J <sup>(2)</sup>	535 D	\$ 0	117,762	D	^
Common Stock	^	^	^	^	^	1,622.1762 <sup>(3)</sup>	I	LD Warlick - Custodian Laura
Common Stock	^	^	^	^	^	1,622.1762 <sup>(3)</sup>	I	LD Warlick - Custodian

Common Stock	Â	Â	Â	Â	Â	Â	1,518.8933 (4)	I	Sarah M. E. Warlick - Custodian Laura
Common Stock	Â	Â	Â	Â	Â	Â	1,518.8933 (4)	I	M. E. Warlick - Custodian Sarah
Common Stock	Â	Â	Â	Â	Â	Â	6,807	I	Souise IRA - M. E. Warlick
Common Stock	Â	Â	Â	Â	Â	Â	24,129.8351 (5)	I	Spouse - M. E. Warlick
Common Stock	Â	Â	Â	Â	Â	Â	135 (6)	I	Spouse - Mary E Goldsmith Warlick Trust
Common Stock	Â	Â	Â	Â	Â	Â	13,125.4821 (7)	I	Warlick Funeral Home, Inc.

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
Phantom Stock	Â	Â	Â	Â	Â	Â (9)	Common Stock	39.054
	\$ 15.75	Â	Â	Â	Â	Â (11) 01/17/2011		720

Stock Options (Right to buy)										Common Stock		
Stock Options (Right to buy)	\$ 17.37	^	^	^	^	^	^	^	(11)	01/16/2012	Common Stock	2,500
Stock Options (Right to buy)	\$ 18.81	^	^	^	^	^	^	^	(11)	01/22/2013	Common Stock	5,000
Stock Options (Right to buy)	\$ 20.02	^	^	^	^	^	^	^	(11)	01/21/2014	Common Stock	1,800
Stock Options (Right to buy)	\$ 23.66	^	^	^	^	^	^	^	(11)	01/19/2015	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARLICK L D JR 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373	^ X	^	^	^

## Signatures

Stephen J Antal, by Power of Attorney 02/14/2007

\_\_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).
- (6) Includes 135 shares received as a liquidating distribution from MGGW Limited Partnership. See footnote (1); the reporting person reported beneficial ownership of 4,243 shares of First Charter Corporation common stock held by MGGW.
- (10) Includes 0.912 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (2) Includes 535 shares adjustment (reduction) to Direct holdings due to previously double - counting (2005) of distribution from First Charter Corporation Non-Employee director deferred compensation plan.
- (9) Non-Employee directors may withdraw common stock from the deferred comp plan the first day of the calendar month following retirement, death, or termination.
- (7)

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Includes 408.7303 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.

- (1) Includes 1,104 shares received as a liquidating distribution from MGGW Limited Partnership. In prior reports, the reporting person reported indirect beneficial ownership of 4,243 shares of First Charter Corporation common stock (full amount) held by MGGW.
- (11) All Options are currently exercisable
- (5) Includes 751.4087 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (4) Includes 47.2989 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (8) One for One
- (3) Includes 50.515 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.