Edgar Filing: FLAG FINANCIAL CORP - Form 4

FLAG FINA Form 4 December 19	NCIAL CORP 9, 2006										
FORM	14									APPROVAL	
	UNITED	ITIES AND EXCHANGE COMMISS hington, D.C. 20549					N OMB Number:	3235-0287	,		
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio	^{ger} STATEN .6. ^r Filed put ^{ns} Section 17(STATEMENT OF CHANG Filed pursuant to Section 16 Section 17(a) of the Public Uti				ies E	txchan	ge Act of 1934,	Estimated burden he response	Estimated average burden hours per response 0.5	
<i>See</i> Instruction 1(b). 30(h) of the Investment Company Act of 1940											
(Print or Type I	Responses)										
			2. Issuer Name and Ticker or Trading Symbol FLAG FINANCIAL CORP [FLAG]				-	 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 			
(Last)	(First) (Middle)	3. Date of	Earliest Tr	ansaction			(Ch	eck all applica	ble)	
(Mon				Month/Day/Year) 2/08/2006				X Director 10% Owner Officer (give title Other (specify below) below)			
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA	, GA 30305							Form filed by Person	More than One	Reporting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities A	cquired, Disposed	of, or Benefic	ially Owned	
(Instr. 3) any			on Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or))	SecuritiesForBeneficially(D)OwnedIntegrationFollowing(Integration)ReportedTransaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	12/08/2006			D	3,000	D	<u>(1)</u>	0	Ι	By Wife	
Common Stock	12/08/2006			D	7,000	D	<u>(1)</u>	0	Ι	Retirement Accounts	

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Gecurities (Month/Day/Year) Acquired (A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 6.25	12/08/2006		D	24,000	(2)	08/19/2008	Common Stock	24,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
her rand a start of the start o	Director	10% Owner	Officer	Other			
Houser John D 3475 PIEDMONT ROAD, NE, SUITE 550 ATLANTA, GA 30305	Х						
Signatures							
/s/ John D.							

 12/18/2006

 Houser

 <u>**Signature of Reporting Person</u>

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) Disposed of pursuant to a merger agreement between issuer and RBC Centura Banks, Inc. in exchange for cash in the amount of \$25.50 per share.
- (2) This option, which was fully vested on the grant date, was canceled in the merger in exchange for a cash payment of \$462,000, representing the difference between the exercise price of the option and \$25.50.

Note: File three copies of this Form, one of which must be manually signed. If space 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.