

FIRST CHARTER CORP /NC/  
Form 8-K  
January 18, 2008

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**FORM 8 K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 18, 2008

**FIRST CHARTER CORPORATION**

(Exact name of registrant as specified in its charter)

North Carolina  
(State or other  
jurisdiction of  
incorporation)

0-15829  
(Commission  
File Number)

56-1355866  
(IRS Employer  
Identification No.)

10200 David Taylor Drive, Charlotte, North Carolina 28262-2373  
(Address of principal executive offices, including zip code)

(704) 688-4300  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name or former address, if changed since last report)

-----  
Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 8.01. OTHER EVENTS**

On January 18, 2008, the shareholders of First Charter Corporation ("First Charter") approved at a special shareholders meeting the Amended and Restated Agreement and Plan of Merger, dated as of September 14, 2007, by and among First Charter, Fifth Third Bancorp and Fifth Third Financial Corporation ("Fifth Third Financial") pursuant to which First Charter will merge with and into Fifth Third Financial (the "Merger"). The Merger is subject to approval of banking regulatory authorities and the satisfaction of other closing conditions. A news release is attached hereto as Exhibit 99.1.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	News Release disseminated on January 18, 2008 by First Charter Corporation.

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FIRST CHARTER CORPORATION

By: /s/ STEPHEN J. ANTAL  
Stephen J. Antal  
Executive Vice President, General Counsel,  
and Secretary

Dated: January 18, 2008