

ADAMS RICHARD M JR
 Form 5
 February 11, 2009

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 *
 ADAMS RICHARD M JR

2. Issuer Name and Ticker or Trading Symbol
 UNITED BANKSHARES INC/WV [UBSI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EXECUTIVE VICE PRESIDENT

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2008

514 MARKET STREET
 (Street)

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

6. Individual or Joint/Group Reporting
 (check applicable line)

PARKERSBURG, WV 26101

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) | (A) or (D) | Price | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|-----------------------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 30,262.26 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 4,120.9 ⁽¹⁾ | I | By 401(k) |
| Common Stock | Â | Â | Â | Â | Â | Â | 8,174 | I | Family Trust |

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

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SEC 2270 (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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|-------------------------------|--------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | |
| Phantom Stock | \$ 0 ⁽²⁾ | Â | Â | Â | Â | Â | Â ⁽³⁾ | Â ⁽⁴⁾ | Common Stock | 204 |
| Stock Option | \$ 19.19 | Â | Â | Â | Â | Â | 11/02/2000 | 11/02/2010 | Common Stock | 355 |
| Stock Option | \$ 27.12 | Â | Â | Â | Â | Â | 11/01/2001 | 11/01/2011 | Common Stock | 1,919 |
| Stock Option | \$ 29.37 | Â | Â | Â | Â | Â | 11/08/2002 | 11/08/2012 | Common Stock | 7,428 |
| Stock Option | \$ 30.2 | Â | Â | Â | Â | Â | 11/06/2003 | 11/06/2013 | Common Stock | 10,000 |
| Stock Option | \$ 36.71 | Â | Â | Â | Â | Â | 11/04/2004 | 11/04/2014 | Common Stock | 10,000 |
| Stock Option | \$ 37.19 | Â | Â | Â | Â | Â | 11/03/2005 | 11/03/2015 | Common Stock | 10,000 |
| Stock Option | \$ 27.77 | Â | Â | Â | Â | Â | 11/01/2007 | 11/01/2017 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ADAMS RICHARD M JR 514 MARKET STREET PARKERSBURG, WV 26101 | Â | Â | Â EXECUTIVE VICE PRESIDENT | Â |

Signatures

By: Jennie S Singer, Lmted Pwr Atty,
Attorney-in-fact

02/11/2009

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).
- (1) Includes additional shares acquired under the UBSI 401K plan since the date of the reporting person's last 401K ownership report.
- (2) 1 for 1
- (3) The reporting person's shares of phantom stock arose through his deferral of compensation under the United Bankshares, Inc, Non-qualified Retirement and Savings Plan (the Plan). Shares of phantom stock are exercisable immediately.
- (4) Shares of phantom stock are payable in cash following the reporting persons termination of employment with UBSI.
- (5) Additional stock acquired in the Dividend Reinvestment Plan.

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.