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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. \_\_)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**UWHARRIE CAPITAL CORP**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which the transaction applies:

(2) Aggregate number of securities to which the transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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# Uwharrie Capital Corp

March 28, 2008

Dear Shareholder:

Your Board of Directors is pleased to extend this invitation for you to join our corporate family at the **Uwharrie Capital Corp Annual Meeting of Shareholders on Tuesday, May 13, 2008 at the Stanly County Agri-Civic Center, Albemarle.**

⌚ Buffet Dinner & Fellowship	4:30 p.m. – 6:00 p.m.
⌚ Recognitions	6:00 p.m. – 6:30 p.m.
⌚ Business Meeting	6:30 p.m.

Our objective for the Annual Meeting is for us, as a corporate family of associates, directors, and shareholders, to reflect on what has been accomplished by everyone working together and to learn about our company's future plans.

Enclosed you will find our 2007 Summary Annual Report, Proxy Statement, and Appointment of Proxy. The Summary Annual Report communicates our mission, 2007 highlights, and condensed financial statements in an informative, easy to read format. Complete financial statements and notes are contained in the full Annual Report, which is a part of the Proxy Statement. This document explains the two items to be voted upon at the meeting:

(1) Election of Directors, and (2) Ratification of Appointment of Independent Registered Public Accounting Firm.

**Please vote expediently. For your convenience, you may vote by telephone or the internet; there is an instruction sheet enclosed with your proxy materials. Your Appointment of Proxy (votes) can also be returned in the enclosed postage-paid envelope if you prefer to vote by mail.** Remember, we cannot conduct the business meeting without a majority of votes, and this would cause unnecessary expense to your organization.

**Please eMail [tsingletary@uwharrie.com](mailto:tsingletary@uwharrie.com) or call the Uwharrie Capital Corp office 704-982-4415 to: (1) Make a dinner reservation, and (2) Advise of any question you would like management to answer.**

Thank you for your continued support as a member of our corporate family. *You are making a difference!*  
We look forward to seeing you **Tuesday, May 13, 2008.**

Sincerely,  
UWHARRIE CAPITAL CORP

Tamara M. Singletary  
Executive Vice President  
Investor Relations  
and Corporate Secretary

*Enclosures*

P. O. Box 338, Albemarle, NC 28002-0338 Telephone: (704) 982-4415 Fax: (704) 982-4355  
[www.UwharrieCapitalCorp.com](http://www.UwharrieCapitalCorp.com)