SUNTRUST BANKS INC

Form 4 March 17, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Add			me and Tic		Po	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Minor, III G. Gi (Last) P.O. Box 27626	of Reporting Person,					Statement for nth/Day/Year rch 14, 2003	X Director			
Richmond, VA 2	1	`able	I Non-F	N orivot	Dat (Mo	e of Original ((Conth/Day/Year) X	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
1. Title of Security	tle of 2. Trans- 2A. Deemed		3. Transaction C	- Code	4. Securities Acquired (A) or Disposed of (I			5. Amount of Securities	6. Owner- ship Form:	7. Nature of Indirect
(Instr. 3)	Date (Month/ Day/ Year)	Date, if any (Month/Day/ Year)	(Instr. 8 Code	V	(Instr. 3, 4 Amount	& 5) (A) or (D)	Price	Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Common Stock								10,125.3425	D	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

(e.g., pais, variance, operans, convertible securities)													
2. Conver-	3.	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natur			
sion or	Trans-	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirec			
Exercise	action	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Beneficia			
Price of	Date	Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownershi			
Derivative		if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)			
Security	(Month/	(Month/	(Instr.	(A) or				Following	ative				
			8)	Disposed				Reported	Security:				
	Year)	Year)		of (D)				Transaction(s)	Direct				
	sion or Exercise Price of Derivative Security	2. Conver- 3. sion or Trans-Exercise action Price of Derivative Security (Month/Day/	2. Conver- 3. 3A. sion or Trans- Deemed Exercise action Execution Price of Date Date, Derivative Security (Month/ Day/ Day/	2. Conver- 3. 3A. 4. Sion or Trans- Deemed Trans- Exercise action Execution Date, Code of Derivative Security (Month/ Day/ Day/ B) 3A. 4. Trans- Deemed Trans- Execution action Date, Code of any (Month/ Day/ Day/ 8)	2. Conversion or Trans- Deemed Trans- of Exercise action Execution Derivative Derivative Security (Month/ Day/ Day/ Sion or Trans- Deemed Trans- of Derivative Acquired (Month/ (Month/ (Instr. (A) or Disposed)	2. Conver- 3. 3A. 4. 5. Number 6. Date Exercisable sion or Trans- Exercise action Execution Date Price of Date Date, Code Derivative If any Security (Month/ Day/ Day/ Day/ 8) 3A. 4. 5. Number 6. Date Exercisable and Expiration Derivative Date Code Securities (Month/Day/ Acquired Year)	sion or Trans- Deemed Trans- of and Expiration Amount of Exercise action Execution action Derivative Price of Derivative Derivative Security (Month/ Day/ Day/ Day/ B) Disposed Amount of Date Underlying Securities (Month/Day/ Securities (Instr. 3 & 4)	2. Conver- 3. 3A. 4. 5. Number 6. Date Exercisable 7. Title and Service of Deemed Exercise action Date Date, Derivative Derivative Derivative Security (Month/ Day/ Month/ Day/ Day/ 8) Disposed Security 1. Security 1. Security 1. Security 1. Security 1. Security 2. Security 3. Securities 4. Securities 3. Number 6. Date Exercisable 7. Title and Amount of Derivative Date Underlying Security Securities (Month/Day/ Securities (Instr. 5) (Instr. 3 & 4)	2. Conver- 3. SA. 4. 5. Number of Sion or Trans- Deemed Trans- Deemed Exercise action Date Date, Code Derivative Derivative Derivative Derivative Derivative Derivative Securities (Month/Day/ Securities (Month/Day/ Securities (Month/Day/ Security (Month/ Month/ (Month/ Month/ Day/ Day/ Day/ B) Disposed Security Securities (Month/Day/ Securitie	2. Conversion or Trans- Deemed Trans- action Date Date, Price of Date Date, Derivative Derivative Derivative Derivative Derivative Derivative Derivative Security (Month/ Day/ Day/ Day/ Security Securit			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					(Instr. 3 & 5)	, 4						,	(D) or Indirect (I) (Instr. 4)	
			Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares				
Phantom Stock Units(1)	1 for 1	3/14/03	A		13.073		(1)		Common Stock		54.04	1,582.8541	D	
Option(2)	64.57						11/13/01		Common Stock			2,000	D	
Option (2)	54.28						2/11/03		Common Stock			2,000	D	

Explanation of Responses:

(1) Phantom stock units represent stock equity awards and deferred cash and/or stock payable to the Reporting Person as an annual retainer for past service on the Board of Crestar Bank, which was acquired by SunTrust. Units will be distributed to the Reporting Person in stock on February 15 of the year following the year in which he ends service on the Board of SunTrust Bank, the Issuer's wholly-owned subsidiary.
(2) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

By: /s/ Raymond Fortin, Attorney-in-Fact for G. Gilmer Minor, III

March 17, 2003
Date

**Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).