

SUNTRUST BANKS INC

Form 3

December 17, 2004

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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burden hours per
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Fortin Raymond D

(Last) (First) (Middle)

303 PEACHTREE STREET

(Street)

ATLANTA,Â GAÂ 30308

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/09/2004

3. Issuer Name **and** Ticker or Trading Symbol
SUNTRUST BANKS INC [STI]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

EVP, General Counsel&Corp.Sec.

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

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Common Stock ⁽¹⁾

6,800

D

Â

Common Stock

1,776.6236

I

401(k) ⁽²⁾

Common Stock

12,310

I

Restricted Stock ⁽³⁾Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Phantom Stock Units ⁽⁴⁾	Â ⁽⁴⁾	Â ⁽⁴⁾	Common Stock	565.0737	\$ ⁽⁴⁾	D	Â
Phantom Stock Units ⁽⁵⁾	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock	9,600	\$ ⁽⁵⁾	D	Â
Option ⁽⁶⁾	11/10/2001	11/10/2008	Common Stock	1,400	\$ 70.8125	D	Â
Option ⁽⁶⁾	11/09/2002	11/09/2009	Common Stock	5,000	\$ 73.0625	D	Â
Option ⁽⁷⁾	11/14/2003	11/14/2010	Common Stock	10,000	\$ 51.125	D	Â
Option ⁽⁷⁾	11/13/2004	11/13/2011	Common Stock	12,500	\$ 64.57	D	Â
Option ⁽⁷⁾	02/11/2006	02/11/2013	Common Stock	15,000	\$ 54.28	D	Â
Option ⁽⁷⁾	02/10/2007	02/10/2014	Common Stock	15,000	\$ 73.19	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fortin Raymond D 303 PEACHTREE STREET ATLANTA, GA 30308	Â	Â	Â EVP, General Counsel&Corp.Sec.	Â

Signatures

Raymond D. Fortin
12/17/2004

^{**}Signature of
Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Exhibit List - Exhibit 24 - Power of Attorney

(2) Because the stock fund component of the 401(k) is accounted for in unit accounting, the number of share equivalents varies based on the closing price of SunTrust stock on the applicable measurement date.

Restricted stock held under 1986 SunTrust Executive Stock Plan, 1995 SunTrust Executive Stock Plan and SunTrust Banks, Inc. 2000 Stock Plan. Subject to certain vesting conditions. Restricted stock agreements contain tax withholding features allowing stock to be withheld to satisfy tax withholding obligations. All plans are exempt under Rule 16(b)-3.

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- (4) The reported phantom stock units were acquired under SunTrust Banks, Inc.'s 401(k) excess benefit plan. These securities convert to common stock on a one-for-one basis.
- (5) Granted in exchange for restricted stock. Will be paid out on various dates. These securities convert to common stock on a one-for-one basis.
- (6) Granted pursuant to the 1995 SunTrust Executive Stock Plan.
- (7) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

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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