GARROTT THOMAS M

Form 4

December 29, 2006

FORM 4

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

OMB

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response...

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * GARROTT THOMAS M			2. Issuer Name and Ticker or Trading Symbol SUNTRUST BANKS INC [STI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	ast) (First) (Middle)		3. Date of Earliest Transaction	(check all applicable)		
P.O. BOX 11	227		(Month/Day/Year) 12/26/2006	XDirector 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
MEMPHIS, 7	ΓN 38111			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	(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. 4. Securities Acquire TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				A) or	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	or (D)	or (Instr. 3 and 4)		(Instr. 4)		
Common Stock	12/29/2006		G	V		A	<u>(1)</u>	402,449	D		
Common Stock	12/26/2006		G	V	148,540.285	A	<u>(1)</u>	256,392.285	I	GRAT (2)	
Common Stock	12/27/2006		G	V	117,341.9648	D	<u>(1)</u>	139,050.3202	I	GRAT (2)	
Common Stock	12/29/2006		G	V	88,947	A	<u>(1)</u>	227,997.3202	I	GRAT (2)	
Common Stock	12/29/2006		G	V	227,997	D	<u>(1)</u>	0.3202	I	GRAT (2)	
								21,291	I		

Edgar Filing: GARROTT THOMAS M - Form 4

Common Stock									Investment I, LP
Common Stock							134,582	I	Investment II, LP
Common Stock							59,007	I	Children (3)
Common Stock	12/26/2006	G	V	148,540.285	D	(1)	311,094.715	I	Garrott 2005 Investments, LTD (4)
Common Stock	12/27/2006	G	V	117,341.9648	A	(1)	428,436.6798	I	Garrott 2005 Investments, LTD (4)
Common Stock	12/29/2006	G	V	88,947	D	(1)	339,489.6798	I	Garrott 2005 Investments, LTD (4)

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

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.

SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		re e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (5)	\$ 48.33					10/01/2004	01/14/2013	Common Stock	2,069
Option (5)	\$ 52.09					10/01/2004	01/15/2012	Common Stock	1,919
Option (5)	\$ 48.33					01/14/2004	01/14/2013	Common Stock	120,418
Option (5)	\$ 52.09					01/15/2003	01/15/2012	Common Stock	120,568

Edgar Filing: GARROTT THOMAS M - Form 4

Option (6)	\$ 49.97	01/16/2002	01/16/2011	Common Stock	53,086
Option (7)	\$ 56.17	10/01/2004	01/21/2014	Common Stock	122,488
Option (8)	\$ 73.14	02/08/2008	02/08/2015	Common Stock	122,488
Option (8)	\$ 71.03	02/14/2009	02/14/2016	Common Stock	122,488
Phantom Stock Units (9)	<u>(9)</u>	<u>(9)</u>	<u>(9)</u>	Common Stock	24,921.2235

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
GARROTT THOMAS M P.O. BOX 11227 MEMPHIS, TN 38111	X						

Signatures

Raymond D. Fortin, Attorney-in-Fact for Thomas M.

Garrott

12/29/2006

**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) This transaction is a gift.
- (2) Thomas M. Garrott 2005-1 Grantor Retained Annuity Trust.
- (3) Held in trust for children.
- (4) Garrott 2005 Investments LTD with respect to which the Reporting Person serves as general partner.
- (5) Granted pursuant to the National Commerce Financial Corporation Amended and Restated Long-Term Incentive Plan.
- (6) Granted pursuant to the National Commerce Financial Corporation 1994 Stock Plan Amended and Restated.
- (7) Granted pursuant to the National Commerce Financial Corporation 2003 Stock and Incentive Plan.
- (8) Granted pursuant to the SunTrust Banks, Inc. 2004 Stock Plan.
- (9) Acquired under the National Commerce Financial Corporation Equity Investment Plan, which was frozen 12/31/04, and under the SunTrust Banks, Inc. 401(k) Excess Benefit Plan. These phantom stock units convert to common stock on a one-for-one basis.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 3