## Edgar Filing: SUNTRUST BANKS INC - Form 4

SUNTRUST	BANKS INC									
Form 4										
June 29, 2015	5									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL		
	- UNITED	SIAIES		hington, 1				OMB Number:	3235-0287	
Check this	s box		vv as	inington, i	D.C. 203	47			January 31,	
if no longe	IENT OI	F CHANGES IN BENEFICIAL OW				NERSHIP OF	Expires:	2005		
subject to Section 16	SECURITIES					Estimated a burden hou	•			
Form 4 or								response	•	
Form 5 obligation	~ ~						ge Act of 1934,			
may contin				•	<b>.</b>		f 1935 or Sectio	n		
See Instructure 1(b).		30(h)	of the Inv	vestment (	Company	Act of 19	40			
1(0).										
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name <b>and</b> Ticker or T					Trading	5. Relationship of Reporting Person(s) to				
IVESTER M	I DOUGLAS		Symbol				Issuer			
			SUNTRUST BANKS INC [STI]				(Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check an applicable)			
303 PEACTHTREE ST. NE (Street)			(Month/Day/Year) 06/26/2015				XDirector		6 Owner	
							Difficer (give title Other (specify below) below)			
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
	C A 20202							Ine Reporting Po Infore than One Ro		
ATLANTA,	GA 30303						Person			
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of	2. Transaction Date 2A.			3.	4. Securit		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
Security (Instr. 3)	(Month/Day/Year)	Execution Execut	on Date, if	Transactio Code	Acquired (A) or Disposed of (D)					
(IIIsu: 5)		•	Day/Year)	(Instr. 8)	(Instr. 3,		2	Indirect (I)	Ownership	
			-				Following	(Instr. 4)	(Instr. 4)	
						(A)	Reported Transaction(s)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Common				coue v	Amount	(D) Price				
Stock							100,000	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

**Reporting Owners** 

## Edgar Filing: SUNTRUST BANKS INC - Form 4

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. Transac Code (Instr. 8			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock (2)	<u>(2)</u>						(2)	(2)	Common Stock	2,916.1604
Phantom Stock (1)	<u>(1)</u>	06/26/2015		А	34.19	19	(1)	(1)	Common Stock	34.1919

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0	Director	10% Owner	Officer	Other			
IVESTER M DOUGLAS 303 PEACTHTREE ST. NE ATLANTA, GA 30303	Х						
Signatures							
David Wigniawski Attornay in Fast for M. Dauglas							

David Wisniewski, Attorney-in-Fact for M. Douglas Ivester

\*\*Signature of Reporting Person

06/29/2015 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).

The phantom stock units were accrued under the SunTrust Banks, Inc. Directors Deferred Compensation Plan and are to be settled upon the reporting person's retirement. Directors' fees are deferred into this plan and are accounted for as if invested in SunTrust common stock. These phantom stock units convert to common stock on a one for one basis. A mount reported includes reinvested dividende

- (1) the reporting person's retirement. Directors recs are deterred into this plan and are accounted for as it invested in sum rust common stock. These phantom stock units convert to common stock on a one-for-one basis. Amount reported includes reinvested dividends received since last report.
- (2) Restricted stock units granted under the SunTrust Banks, Inc. 2009 Stock Plan. Payments commence following the reporting person's departure from the Board of Directors of the SunTrust Banks, Inc. These securities 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.