

HILL C T
Form 4
July 19, 2010

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
HILL C T

(Last) (First) (Middle)

919 EAST MAIN STREET

(Street)

RICHMOND, VA 23219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUNTRUST BANKS INC [STI]

3. Date of Earliest Transaction (Month/Day/Year)
07/15/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Corp. Executive Vice President

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 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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 33,488 | D | |
| Common Stock | | | | | 20,709.4077 | D ⁽¹⁾ | |
| Common Stock | | | | | 36,258 | D ⁽²⁾ | |

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

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number.

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------------|---|
| | | | | Code | V | (A) | (D) | Title |
| | | | | | | | | |
| Phantom Stock Units ⁽³⁾ | <u>(3)</u> | | | | | | | Common Stock |
| Phantom Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | | | Common Stock |
| Phantom Stock Units ⁽⁵⁾ | <u>(5)</u> | 07/15/2010 | | A | | 934,5641 | | Common Stock |
| Phantom Stock Units ⁽⁵⁾ | <u>(5)</u> | 07/15/2010 | | F | | 13,5514 | | Common Stock |
| Option ⁽⁶⁾ | \$ 51.125 | | | | | | 11/14/2003 11/14/2010 | Common Stock |
| Option ⁽⁶⁾ | \$ 64.57 | | | | | | 11/13/2004 11/13/2011 | Common Stock |
| Option ⁽⁶⁾ | \$ 54.28 | | | | | | 02/11/2006 02/11/2013 | Common Stock |
| Option ⁽⁶⁾ | \$ 73.19 | | | | | | 02/10/2007 02/10/2014 | Common Stock |
| Option ⁽⁷⁾ | \$ 73.14 | | | | | | 02/08/2008 02/08/2015 | Common Stock |
| Option ⁽⁷⁾ | \$ 71.03 | | | | | | 02/14/2009 02/08/2016 | Common Stock |
| Option ⁽⁷⁾ | \$ 85.06 | | | | | | 02/13/2010 02/13/2017 | Common Stock |
| Option ⁽⁷⁾ | \$ 64.58 | | | | | | 02/12/2011 02/12/2018 | Common Stock |
| Option ⁽⁷⁾ | \$ 29.54 | | | | | | 12/31/2011 12/31/2018 | Common Stock |
| Option ⁽⁷⁾ | \$ 9.06 | | | | | | 02/10/2012 02/12/2019 | Common Stock |

