

## **SUNTRUST BANKS INC**

# Reported by **KUNTZ THOMAS G**

### FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 02/26/10 for the Period Ending 02/24/10

Address 303 PEACHTREE ST N E

ATLANTA, GA 30308

Telephone 4045887711

CIK 0000750556

Symbol STI

SIC Code 6021 - National Commercial Banks

Industry Regional Banks

Sector Financial

Fiscal Year 12/31





[] 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

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *														g Syml	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Kuntz Thoma	s G				SUI	NTR	US	T BA	N	KS	IN	<b>IC</b>		STI]						
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)										Director 10% Owner					
200 SOUTH ORANGE AVE.						2/24/2010									X Officer (give title below) Other (specify below) Corp. Executive Vice President					
	(Street)							ent, D	ate	Ori	gin	al F	ile	d		6. Individu		nt/Group	Filing (Ch	eck
ODI ANDO I	ET 2200	.1		(	MM/	DD/YY	(YY)	)								Applicable Li	ne)			
ORLANDO, FL 32801 (City) (State) (Zip)															_ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tabl	e I - Non	-Deri	vati	ive Se	cur	ities A	cq	uire	d, l	Disp	os	ed of,	or B	Beneficially	<b>Owned</b>			
				2. Tr Date		Execu Date,	Deemed Execution Date, if	3. Trans Code (Instr. 8)	8) Acqu Dispo		ecurities nired (A) or osed of (D) r. 3, 4 and 5)		Foll	5. Amount of Securities Benef Following Reported Transactio (Instr. 3 and 4)			)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
						any		Code	V	Amo		(A) or (D)	Pr	ice					or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock				2/24/		<u> </u>		A		800		A S	\$23	.52		179	40		<b>D</b> (1)	
Common Stock				2/24/	2010			F		212	2	D	\$23	.52		177	28		D	
Common Stock																6332	.452		I	401(k) (2)
Common Stock														10000			T	Kuntz Limited Partnership		
Common Stock													34416			T	Restricted Stock (3)			
Tab	le II - De	rivativ	e Securi	ties B	ene	ficiall	ly O	wned	( e	e.g. ,	put	ts, c	all	s, warı	rant	ts, options,	convert	ible secu	rities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any	4. Tran Code (Instr. 8	3) S A D	Derivative		Exp or (D)		6. Date Exer Expiration D		Date		Securitie Derivativ	Title and Amount of curities Underlying erivative Security astr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following		11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D	Dat Exe		sable		iratio e	on	Title	Nu	mount or imber of ares		Reported Transaction (s) (Instr. 4	(I) (Instr. 4)	
Phantom Stock Units (4)	(4)								(4	4)		(4)		Common Stock	n	1738.408		1738.408	D	
Phantom Stock Units (5)	(5)								(5	5)		(5)		Common Stock	n	8000		8000	D	
Phantom Stock Units <sup>(6)</sup>	(6)								(6	5)		(6)		Common Stock	n 2	2745.4672		2745.4672	D	
Option (7)	\$51.125							11/	14/	2003	11/1	14/20	10	Common Stock	n	10000		10000	D	
Option (7)	\$64.57							11/	13/	2004	11/1	13/20	11	Common Stock	n	12000		12000	D	
	\$63.74							8/1	1/20	005	8/2	/2012	2	Commo	n	10000		10000	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivate Security (Instr. 3)	Derivate  2. Conversion or Exercise Price of Derivative Security  3. Deemed Execution Date, if any  34. Trans. Code Derivative Execution Date, if any  4. Trans. Code Derivative Securities Acquired (A) or Disposed of (D (Instr. 3, 4 and))		es ed (A) or ed of (D)	Expiration I				(Instr. 5)	of derivative Securities Beneficially Owned	Derivative Security: Direct (D)	Beneficial				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction (s) (Instr. 4)		
Option (7)										Stock					
Option (7)	\$54.28							2/11/2006	2/11/2013	Common Stock	11000		11000	D	
Option (7)	\$73.19							2/10/2007	2/10/2014	Common Stock	15000		15000	D	
Option (8)	\$73.14							2/8/2008	2/8/2015	Common Stock	18000		18000	D	
Option (8)	\$71.03							2/14/2009	2/14/2016	Common Stock	24000		24000	D	
Option (8)	\$85.06							2/13/2010	2/13/2017	Common Stock	19000		19000	D	
Option (8)	\$64.58							2/12/2011	2/12/2018	Common Stock	34000		34000	D	
Option (8)	\$29.54							12/31/2011	12/31/2018	Common Stock	50000		50000	D	
Option (8)	\$9.06							2/10/2012	2/10/2019	Common Stock	186128		186128	D	

### **Explanation of Responses:**

- (1) Includes 800 shares of restricted stock which vested on 02/24/2010.
- (2) Because the stock fund component of the 401(k) Plan 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.
- (3) Restricted stock held under the SunTrust Banks, Inc. 2004 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. Includes 4,500 shares which vest on 02/12/2011, 5,000 shares which vest on 10/31/2011, 25,400 shares which vest on 02/10/2012 and 316 shares which vest on 03/19/2016.
- (4) The reported phantom stock units were acquired under SunTrust Banks, Inc.'s 401(k) excess benefit plan. These phantom stock units 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) Represents stock units granted under the SunTrust Banks, Inc. 2009 Stock Plan paid as salary. The stock units will be settled in cash one half on March 31, 2011 and one half on March 31, 2012, unless settled earlier due to the executive's death.
- (7) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.
- (8) Granted pursuant to the SunTrust Banks, Inc. 2004 Stock Plan.

Reporting Owners

Reporting Owners										
Reporting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Kuntz Thomas G										
200 SOUTH ORANGE AVE.			Corp. Executive Vice President							
ORLANDO, FL 32801										

#### **Signatures**

David A. Wisniewski, Attorney-in-Fact for Thomas G. Kuntz

\*\*\*\*Circuture of Properties Present

\*\* Signature of Reporting Person

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

- \* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently

