

# **SUNTRUST BANKS INC**

# Reported by **DAFT DOUGLAS N**

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 01/05/04 for the Period Ending 01/02/04

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**

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OMB APPROVAL

#### 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 *				2	2. Issuer Name <b>and</b> Ticker or Trading Symbol							g Syn	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DAFT DOUGLAS N				S	SUNTRUST BANKS INC [ STI ]													
(Last) (First) (Middle)				3	3. Date of Earliest Transaction (MM/DD/YYYY)							D/YYY	X Director 10% Owner					
													Officer (give title below) Other (specify below)					
310 NORTH AVENUE					1/2/2004								below)					
(Street)				4	4. If Amendment, Date Original Filed (MM/DD/YYYY)							l	6. Individual or Joint/Group Filing (Check Applicable Line)					
ATLANTA, GA 30313												V Form filed by One Penerting Person						
(City) (State) (Zip)												X 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)					rans.	2A. Deemed Execution Date, if	Co	Trans. ode ustr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5		r   F	5. Amount of Securities Benef Following Reported Transaction (Instr. 3 and 4)				Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
					any	(	Code V		Amount	(A) or nount (D) P			or Indirec (I) (Instr. 4)			(Instr. 4)		
Common Stock													3000			D		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	Deemed	Trans. Code (Instr. 8) Ac Di		Number of Derivative ecurities acquired (A) Disposed of (Instr. 3, 4 and	or D)					7. Title and A Securities Und Derivative Se (Instr. 3 and 4		Inderlying Security	8. Price of Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exerc	cisable	Expire Date	ration	Title	]	Amount or Number of Shares		Following Reported Transaction (s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Phantom Stock Units (1)	(1)	1/2/2004		A		159.1231		(1)			(1)		mon ek	159.1231	\$70.70	3660.8667	D	
Option (2)	\$51.125							11/14/2000		0 11/14	11/14/2010		mon k	2000		2000	D	
Option (2)	\$64.57		_					11/13/2001		1 11/13	11/13/2011		mon :k	2000		2000	D	
Option (2)	\$54.28							2/11/2	2003	2/11/	2013	Comr Stoc		2000		2000	D	

#### **Explanation of Responses:**

- (1) 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 securities convert to common stock on a one-for-one basis. Includes additional phantom shares acquired as a result of reinvestment of dividends since the reporting person's last filing.
- (2) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

**Reporting Owners** 

Paparting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		

DAFT DOUGLAS N			
310 NORTH AVENUE	X		
ATLANTA, GA 30313			

**Signatures** 

Margaret Hodgson, Attorney-in-Fact for Douglas N. Daft

\*\*Circle & P. Date

Date

\*\* 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 valid OMB control number.