

# **SUNTRUST BANKS INC**

# Reported by IVESTER M DOUGLAS

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 04/08/11 for the Period Ending 04/06/11

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 OMB Number: 3235-0287 Expires: February 28, 2011 Estimated average burden hours per response... 0.5

### 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 Symb		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
IVESTER M DOUGLAS				5	SUNTRUST BANKS INC [ STI ]												
(Last) (First) (Middle)				3	3. Date of Earliest Transaction (MM/DD/YYYY)							D/YYYY				10%	
													Offic below)	Officer (give title below) Other (specify			
3384 PEACHTREE RD., SUITE 37				75	4/6/2011								below)				
(Street)											1		6. Individual or Joint/Group Filing (Check				
				(1	(MM/DD/YYYY)								Applicable I	Applicable Line)			
ATLANTA, G													_ <b>X</b> _ Form	filed by One	Reporting Pe	rson	
(City)	(State)	(Zip	p)										Form fi	ed by More t	than One Rep	orting Person	n
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1.Title of Security				2. Tı		2A.		Trans.		. Securi			mount of Securit			6.	7. Nature
(Instr. 3)				Date		Deemed Execution		Code (Instr. 8)		Acquired (A) or Disposed of (D)		) (Inst	r. 3 and 4)	ng Reported Transaction(s) and 4)			of Indirect Beneficial
					Date, if any	_			(Instr. 3, 4 and		5)				Direct (D) or Indirect	Ownership (Instr. 4)	
											(A) or					(I) (Instr.	(======================================
							(	Code	V A	Amount	(D) F	rice				4)	
Common Stock													10	00000		D	
	le II - Dei						wne					·	ants, option			ities)	
1. Title of Derivate Security				4. Trans	5. Number of Derivative			6. Date Expiration		exercisable and			nd Amount of s Underlying	8. Price of Derivative	1	10. Ownership	11. Nature
(Instr. 3)	or Exercise	Date	Execution	Code Se		ecurities		Expiratio		ii Bute		Derivativ	e Security	ecurity Security	derivative	Form of 1	Beneficial
Price of Date, if Operivative any			(Instr.	- /	cquired (A) Disposed of (I	(Instr. 3 and				(Instr. 3	and 4)	(Instr. 5)	Securities Beneficially		Ownership (Instr. 4)		
Security						str. 3, 4 and 5)								Owned Following	Direct (D) or Indirect	ĺ ,	
						Expiration		m: 1	Amount or		Reported	(I) (Instr.					
				Code	v	(A)	(D)	Date Exerc	isabl	le Date		Title	Number of Shares		Transaction (s) (Instr. 4)	(4)	
Phantom Stock Units	(1)	4/6/2011		A		50.2008		(	(1)		(1)	Common Stock	50.2008	\$29.88	28443.9059	D	
Option (2)	\$64.57				+		$\vdash$	11/13	/2001	1 11/13	3/2011	Commo	1 2000		2000	D	
_	ψ04.57				$\vdash$							Stock			2000		
Option (2)	\$54.28				Щ			2/11/2	2003	2/11/	2013	Common Stock	2000		2000	D	
Phantom Stock (3)	(3)							(	(3)		(3)	Common Stock	9341.3536		9341.3536	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 phantom stock units convert to common stock on a one-for-one basis.
- (2) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.
- (3) Restricted stock units granted under the SunTrust Banks, Inc. 2004 Stock Plan and the 2009 Stock Plan. Payments commence following the reporting person's departure from the Board of Directors of SunTrust Banks, Inc. These securities convert to common stock on a onefor-one basis.

-	4.	$\sim$
K O	nartina	Owners
110	ը և և և և և	Owners

Deporting Over an Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Own	er Officei	Other			
IVESTER M DOUGLAS 3384 PEACHTREE RD. SUITE 375 ATLANTA, GA 30326	X						

#### **Signatures**

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

4/8/2011 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.