

SUNTRUST BANKS INC

Reported by SCRUGGS FRANK P JR

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/03/15 for the Period Ending 06/01/15

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
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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2. Issuer Name and Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
RANK I	P JR		S	UN	TRUST	ΓВ	AN	KS	INC	C[S	TI]						
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)												
									_			below)	r (give title l	below) _	Other (specify	
	REE	Γ, NE										<u> </u>					
(Street)				4. If Amendment, Date Original Filed (MM/DD/YYYY)									6. Individual or Joint/Group Filing (Check Applicable Line)				
FA 3030	8											W F		n : n			
(City) (State) (Zip)													X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Table	I - Non-l	Deriv	ativ	ve Securit	ies	Acq	uire	d, Di	spos	ed of, o	r Beneficiall	y Owned				
			2. Tra Date	2. Trans. Date	2A. Deemed Execution Date, if	Cod	3. Trans. Code (Instr. 8)		Acquired (A) o Disposed of (D		Follo (Inst	owing Reported T	g Reported Transaction(s) Ownership of I nd 4) Form: Ber Direct (D) Ow		Beneficial Ownership		
					any	С	ode	V A	mount	or	Price					(Instr. 4)	
												7.	301		D		
le II - Dei	ivative	Securiti	es Be	nefi	icially Ov	vne	d (e.	.g. ,	puts,	call	s, warra	ants, options	, convert	ible secur	ities)		
2.	3. Trans.	Deemed	4. Trans. 5 Code (Instr. 8) S A		perivative ecurities ecquired (A) or risposed of (D)				ercisab	on Date Securit Deriva		nd Amount of Underlying e Security	Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security: Direct (D)	Beneficial	
			Code	v	(A)	(D)	Date Exerc	cisable		ration	Title	Amount or Number of Shares		Reported Transaction (s) (Instr. 4)	(I) (Instr.		
(1)								(1)		(1)	Phantom Stock	2916		2916	D		
1	6/1/2015										Phantom	1	I	I			
	RANK I (First) REE ST (Street) GA 3030 (State) REI - Der Conversion or Exercise Price of Derivative Security	RANK P JR (First) (Minimum (First)) (Minimum (F	RANK P JR (First) (Middle) REE STREET, NE (Street) GA 30308 (State) (Zip) Table I - Non-I 2. Table I - Non-I 2. Table I - Non-I Date or Exercise Price of Or Exercise Price of Derivative Security Security	RANK P JR (First) (Middle) 3. REE STREET, NE (Street) 4. (NA 30308 (State) (Zip) Table I - Non-Derive 2. Trable I - Non-Derive Date Conversion or Exercise Price of Derivative Security Code Code Code	RANK P JR (First) (Middle) 3. Date REE STREET, NE (Street) 4. If A (MM/E) (MM/E) Table I - Non-Derivative 2. Trans. Date 2. Trans. Date 2. Conversion or Exercise Price of Derivative Security A Date (Instr. 8) S A A A A A A A A A A A A A A A A A A	RANK P JR (First) (Middle) 3. Date of Earli REE STREET, NE (Street) 4. If Amendme (MM/DD/YYYY) GA 30308 (State) (Zip) Table I - Non-Derivative Securite 2. Trans. Date Date 2. Trans. Deemed Execution Date, if any Conversion or Exercise Price of Derivative Security 2. Code (Instr. 8) Deemed (Instr. 8) Code (Instr. 3, 4 and Code (Instr. 3,	RANK P JR (First) (Middle) 3. Date of Earliest REE STREET, NE (Street) 4. If Amendment, (MM/DD/YYYY) Table I - Non-Derivative Securities 2. Trans. Date Date 2. Trans. Deemed Execution Date, if any Conversion or Exercise Price of Derivative Security 3. Date 4. If Amendment, (MM/DD/YYYY) 4. If Amendment, (MM/DD/YYYY) 4. If Amendment, (MM/DD/YYYY) Code Execution Date, if any Code (Instr. 8) Code (Instr. 8) Code (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5)	RANK P JR (First) (Middle) 3. Date of Earliest Trans REE STREET, NE (Street) 4. If Amendment, Date (MM/DD/YYYY) Table I - Non-Derivative Securities Acq 2. Trans. Date Date, if any 2. Conversion of Exercise Price of Derivative Security Date Date, if any 3. 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If Amendment, Date Original (MM/DD/YYYY) Table I - Non-Derivative Securities Acquired, Disposed (Instr. 3, any Code V Amount Conversion of Execution Date, if any Code V Amount	SUNTRUST BANKS INC [S (First) (Middle) 3. Date of Earliest Transaction (MM/D REE STREET, NE (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) Table I - Non-Derivative Securities Acquired, Dispose (Instr. 8) Date Deemed Execution Date, if any Code V Amount (D) Instructive Security Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) REE STREET, NE (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 4. Securities Acquired, Disposed of (D) (Instr. 8) Disposed of (D) (Instr. 3, 4 and 5) 8. Code V Amount (D) Instructive Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 8. Code V Amount (D) Instructive Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 8. 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If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. A 30308 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Execution Date, if any) EI I - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3, 4 and 5) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3 and 4) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3) Le II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convert (Instr. 3) Le II - Derivative Securities (Instr. 8) Le II - De	RANK P JR (First) (Middle) (Street) (Street) (Street) (Street) (State) (State) (State) (Zip) (Street) (A. 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Explanation of Responses:

- (1) 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.
- (2) The phantom stock units were accrued under the SunTrust Banks, Inc. Directr's Deferred Compensation Plan and are to be settled following the reporting person's retirement. Director's 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.
- (3) This transactions reflects the deferral of meeting fees and accrued interest. The deferral account was credited as of June 1, 2015 for fees earned for meetings occurring on 1/5/2015, 1/12/2015, 2/13/2015, 3/16/2015, 3/25/2015, 4/14/2015, and 4/30/2015, and common stock equivalents were accrued at the closing market price on those dates.

Reporting Owners

Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10%	Owner	Officer	Other			
SCRUGGS FRANK P JR 303 PEACHTREE STREET, NE								
ATLANTA, GA 30308								

Signatures

David Wisniewski, Attorney-Fact for Frank P. Scruggs, Jr.

6/3/2015

** Signature of Reporting Person

Date

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.