### Edgar Filing: HILL C T - Form 4

HILL C T Form 4 April 05, 2011 <b>FORM</b> Check this if no longe subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	<b>4</b> UNITED ST box str STATEME Filed pursua Section 17(a) of	Was NT OF CHANG ant to Section 16 of the Public Ut	ITIES AND EXCHANGE hington, D.C. 20549 GES IN BENEFICIAL OV SECURITIES 5(a) of the Securities Exchan ility Holding Company Act vestment Company Act of 19	<b>VNERSHIP OF</b> age Act of 1934, of 1935 or Section	OMB APPROVAL OMB 3235-0287 Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)						
1. Name and Ad HILL C T	dress of Reporting Per	Symbol	Name and Ticker or Trading UST BANKS INC [STI]	Issuer	Reporting Person(s) to		
(Last)	(First) (Mide	dle) 3. Date of	Earliest Transaction	(Chec	k all applicable)		
919 EAST M	AIN STREET	(Month/Da 04/01/20	ay/Year)	Director 10% Owner X_ Officer (give title Other (specify below) below) Corp. Executive Vice President			
RICHMOND	(Street)		ndment, Date Original th/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
		-)		Person			
(City)	(State) (Zij	Table	e I - Non-Derivative Securities A		-		
			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
Common Stock				37,459	D		
Common Stock				20,706.4341	D (1)		
Common Stock				49,770	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. Transactio Code (Instr. 8)	5. Numb orDerivativ Securitie Acquired or Dispo- (D) (Instr. 3, and 5)	ve s I (A) sed of	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units <u>(3)</u>	<u>(3)</u>						<u>(3)</u>	<u>(3)</u>	Common Stock	2,314.2
Phantom Stock Units <u>(4)</u>	<u>(4)</u>						<u>(4)</u>	<u>(4)</u>	Common Stock	460.89
Phantom Stock Units <u>(5)</u>	<u>(5)</u>						<u>(5)</u>	(5)	Common Stock	10,830.5
Phantom Stock Units <u>(6)</u>	<u>(6)</u>						<u>(6)</u>	<u>(6)</u>	Common Stock	4,590.7
Option (7)	\$ 64.57						11/13/2004	11/13/2011	Common Stock	15,00
Option (7)	\$ 54.28						02/11/2006	02/11/2013	Common Stock	15,00
Option (7)	\$ 73.19						02/10/2007	02/10/2014	Common Stock	18,00
Option (8)	\$ 73.14						02/08/2008	02/08/2015	Common Stock	18,00
Option (8)	\$ 71.03						02/14/2009	02/08/2016	Common Stock	20,00
Option (8)	\$ 85.06						02/13/2010	02/13/2017	Common Stock	19,00
Option (8)	\$ 64.58						02/12/2011	02/12/2018	Common Stock	34,50
Option (8)	\$ 29.54						12/31/2011	12/31/2018	Common Stock	50,00
Option (8)	\$ 9.06						02/10/2012	02/12/2019	Common Stock	186,11

Option (9)	\$ 29.2	04/01/2011	А	18,882	04/01/2012	04/01/2021	Stock	18,88
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## **Reporting Owners**

Reporting Owner Name / Address	ress Relationships						
	Director	10% Owner	Officer	Other			
HILL C T 919 EAST MAIN STREET RICHMOND, VA 23219			Corp. Executive Vice President				
Signatures							
David A. Wisniewski, Attorne C.T. Hill	y-in-Fact	for	04/05/2011				

### <u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) 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.

Restricted stock held under SunTrust Banks, Inc. 2004 Stock Plan and the 2009 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 5,000 shares which vest on 10/31/2011 and 25,400 shares which vest on 02/10/2012 and 19,370 shares which vest on 12/16/2012.
- (3) The reported phantom stock units were acquired under SunTrust Banks, Inc.'s Deferred Compensation Plan. These phantom stock units convert to common stock on a one-for-one basis.
- (4) The reported phantom stock units were acquired under Crestar Bank's ANEX plan. These securities convert to common stock on a one-for-one basis.
- (5) Represents stock units granted under the SunTrust Banks, Inc. 2009 Stock Plan paid as salary. Reflects settlement of one-half in cash on March 31, 2011. Remainder will be settled on March 31, 2012, unless settled earlier due to the executive's death.
- (6) Represents stock units granted under the SunTrust Banks, Inc. 2009 Stock Plan paid as salary on March 15, 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.
- (9) Granted pursuant to the SunTrust Banks, Inc. 2009 Stock Plan. Award vests annually over three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.