### Edgar Filing: SUNTRUST BANKS INC - Form 4

SUNTRUST	BANKS INC									
Form 4										
January 06, 2	015									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL		
<b>CURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no longe	ar.							Expires:	January 31,	
subject to	STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF						·	Estimated average	
Section 16		SECURITIES						burden hours per		
Form 4 or Form 5								response	0.5	
obligation	· ·						ge Act of 1934,			
may conti				•	<b>.</b>		f 1935 or Sectio	n		
See Instru	ction	30(n) of t	ne Inv	estment (	Company	Act of 19	40			
1(b).										
(Print or Type R	esponses)									
· • • • •										
1. Name and Ad	ddress of Reporting	Person $\frac{*}{2}$ 2.	Issuer	Name and '	Ticker or T	rading	5. Relationship of	Reporting Person(s) to		
RATCLIFFE DAVID M Sym			ymbol				Issuer			
			UNTRUST BANKS INC [STI]				(Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)			
			(Month/Day/Year)				X Director	109	6 Owner	
			01/05/2015				Officer (give		er (specify	
			4. If Amendment, Date Original				below) below)			
							6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA,	GA 30303						Form filed by M	Nore than One R		
·····,	011 50505						Person			
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecurities Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	e 2A. Deemed		3.	4. Securit	ies	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Da	ate, if	Transactio	-			Form: Direct		
(Instr. 3)		any (Manth/Dav/	(Vaar)	Code	Disposed		Beneficially	(D) or Indirect (I)	Beneficial	
		(Month/Day/	rear)	(Instr. 8)	(Instr. 3, 4	+ and 3)		Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(A)	Reported	()	(	
						(A) or	Transaction(s)			
				Code V	Amount		(Instr. 3 and 4)			
Common							20,000	D		
Stock							20,000	D		

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

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of		6. Date Exerc	cisable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactie	orDerivative Expiration Date		ate	Underlying Securities		
Security	or Exercise		any	Code	Securities (Month/Day/Year)		Year)	(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) of					
	Derivative				Disposed of (E					
	Security				(Instr. 3, 4, and	ıd				
					5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock (1)	<u>(1)</u>	01/05/2015		А	410.0397		<u>(1)</u>	<u>(1)</u>	Common Stock	410.0397
Phantom Stock (2)	(2)						(2)	(2)	Common Stock	3,061.224

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh		
	Director	10% Owner	Officer	Other
RATCLIFFE DAVID M 303 PEACHTREE STREET, N.E. ATLANTA, GA 30303	Х			
Signatures				
David A. Wisniewski, Attorney-in- Ratcliffe		01/06/2015		
**Signature of Reporting		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).

The phantom stock units were accrued udner 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

- (1) the reporting person's remember. Directors rees are deterred into this plan and are accounted for as in invested in Sun rust common stock. The phantom stock units convert to common stock on a one-for-one basis. Includes shares acquired as a result of dividend reinvestment since last reported transaction.
- (2) 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.

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.