### Edgar Filing: CLEMENT DALLAS S - Form 4

CLEMENT Form 4 April 26, 20	DALLAS S									
FORN Check t if no lor subject Section Form 4 Form 5 obligation	W٤ F CHAI Section	nshington NGES IN SECU 16(a) of th	h, D.C. 20 BENEF RITIES	<b>549</b> ICIAL O ties Excha	E COMMISSION WNERSHIP OF nge Act of 1934, of 1935 or Sectio	OMB Number: Expires: Estimated a burden hou response	irs per			
may con <i>See</i> Inst 1(b). (Print or Type	ruction			•	•	iy Act of 1		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
1. Name and Address of Reporting Person <u>*</u> CLEMENT DALLAS S			2. Issuer Name <b>and</b> Ticker or Trading Symbol SUNTRUST BANKS INC [STI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 303 PEACHTREE STREET, NE			3. Date of Earliest Transaction (Month/Day/Year) 04/24/2018			Officer (give title Officer (specify below)				
ATLANTA	4. If Amendment, Date Original Filed(Month/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 Person</li> </ul>						
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont ed to resp sys a curre	or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB col	are not m	SEC 1474 (9-02)	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

8. De Se

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	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	04/24/2018	А		1,851		<u>(1)</u>	(1)	Common Stock	1,851	\$
Phantom Stock (3)	<u>(3)</u>						<u>(3)</u>	(3)	Common Stock	4,832.189	

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
CLEMENT DALLAS S 303 PEACHTREE STREET, NE ATLANTA, GA 30308	Х							
Signatures								
Curt Phillips, Attorney-in-Fact for Clement		04/26	/2018					
<b><u>**</u>Signature of Reporting Perso</b>		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).

Restricted stock units granted under the SunTrust Banks, Inc. 2018 Omnibus Incentive Compensation Plan. Payments commence
(1) following the reporting person's departure from the Board of Directors of SunTrust Banks, Inc. These securities convert to common stock on a one-for-one basis. Includes shares acquired as a result of dividend reinvestment since last reported transaction.

(2) Includes shares acquired as a result of dividend reinvestment since last reported transaction.

The phantom stock units were accrued under the SunTrust Banks, Inc. Directors' Deferred Compensation Plan and are to be settled upon(3) 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.

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.