

EDMUNDS STERLING JR  
Form 4  
December 16, 2002

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response. . .0.5

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(h) of the Investment Company Act of 1940

Filed By Romeo & Dye's Instant Form 4 Filer  
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s)		
<b>Edmunds, Jr., Sterling</b>			<b>SunTrust Banks, Inc. - STI</b>			to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year		
			58-1575035			December 13, 2002		
901 Semmes Avenue						10% Owner <input type="checkbox"/>		
(Street)						X Officer (give title below) <input checked="" type="checkbox"/>		
Richmond, VA 23224						Other (specify below)		
						<b>President and CEO - SunTrust Mortgage</b>		
			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line)		
						X Form filed by One Reporting Person <input checked="" type="checkbox"/>		
						Form filed by More than One Reporting Person <input type="checkbox"/>		

1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price										
Common Stock												5,395	D				
Common Stock												7,537.534	I	401(k) <sup>(1)</sup>			
Common Stock												200	I	Custodian Account <sup>(2)</sup>			

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).

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

**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion or	3. Transaction	3A. Deemed	4. Trans-	5. Number	6. Date Exercisable and Expiration	7. Title and Amount of	8. Price of Derivative	9. Number of Derivative	10. Owner-	11. Nature of Indirect
------------------------	------------------	----------------	------------	-----------	-----------	------------------------------------	------------------------	------------------------	-------------------------	------------	------------------------

Edgar Filing: EDMUNDS STERLING JR - Form 4

Security (Instr. 3)	Exercise Price of Derivative Security	Date (Month/ Day/ Year)	Execution Date, if any (Month/ Day/ Year)	Action Code (Instr. 8)			Date (Month/Day/ Year)		Underlying Securities (Instr. 3 & 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exer-cisable	Expira- tion Date	Title				
Phantom Stock Units <sup>(3)</sup>	1 for 1	12/13/02		A		1.487	(3)	(3)	Common Stock	1.487	56.63	197.340	D	
Option <sup>(4)</sup>	21.68							1/27/97	1/27/04	Common Stock		1,344	D	
Option (4)	19.70							1/26/98	1/26/05	Common Stock		2,304	D	
Option (4)	28.20							1/25/99	1/25/06	Common Stock		1,920	D	
Option (4)	37.28							1/23/00	1/23/07	Common Stock		2,016	D	
Option (4)	54.40							1/22/01	1/22/08	Common Stock		456	D	
Option (4)	54.39							1/22/01	1/22/08	Common Stock		1,559	D	
Option <sup>(5)</sup>	65.1875							2/9/02	2/9/09	Common Stock		1,100	D	
Option (5)	70.8125							4/19/02	4/19/09	Common Stock		20,000	D	
Option (5)	73.0625							11/9/02	11/9/09	Common Stock		2,500	D	
Option <sup>(6)</sup>	51.125							11/14/03	11/14/10	Common Stock		8,000	D	
Option (6)	64.57							11/13/04	11/13/11	Common Stock		10,000	D	

Explanation of Responses:

(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.

(2) In a custodial account for children, Cabell Marie Edmunds and Chesley Katherine Edmunds.

(3) The reported phantom stock units were acquired under SunTrust Banks, Inc.'s 401(k) excess benefit plan.

(4) Granted pursuant to the Crestar Financial Corporation Stock Plan and converted to the 1995 SunTrust Executive Stock Plan.

(5) Granted pursuant to the 1995 SunTrust Executive Stock Plan.

(6) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

By: /s/ **Margaret Hodgson, Attorney-in-Fact for Sterling  
Edmunds, Jr.**

**December 16, 2002**  
Date

\*\*Signature of Reporting Person

## Edgar Filing: EDMUNDS STERLING JR - Form 4

\*\*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 Number.