

SUNTRUST BANKS INC
Form 4
March 10, 2008

FORM 4

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

OMB APPROVAL

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fortin Raymond D

(Last) (First) (Middle)
303 PEACHTREE STREET
(Street)

ATLANTA, GA 30308

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUNTRUST BANKS INC [STI]

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Corp. EVP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 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 and 5) | 5. Amount of 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 03/09/2008 | | A | 1,600 A (4) | 19,784 | D | |
| Common Stock | | | | | 2,472.323 | I | 401(k) (1) |
| Common Stock | | | | | 15,700 | I | Restricted Stock (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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | 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 | 975,915 |
| Phantom Stock Units <u>(4)</u> | <u>(4)</u> | 03/09/2008 | | M | | 1,600 | | <u>(4)</u> | <u>(4)</u> | Common Stock | 1,600 |
| Option <u>(5)</u> | \$ 70.8125 | | | | | | | 11/10/2001 | 11/10/2008 | Common Stock | 1,400 |
| Option <u>(5)</u> | \$ 73.0625 | | | | | | | 11/09/2002 | 11/09/2009 | Common Stock | 5,000 |
| Option <u>(6)</u> | \$ 51.125 | | | | | | | 11/14/2003 | 11/14/2010 | Common Stock | 8,050 |
| Option <u>(6)</u> | \$ 64.57 | | | | | | | 11/13/2004 | 11/13/2011 | Common Stock | 10,955 |
| Option <u>(6)</u> | \$ 54.28 | | | | | | | 02/11/2006 | 02/11/2013 | Common Stock | 13,158 |
| Option <u>(6)</u> | \$ 73.19 | | | | | | | 02/10/2007 | 02/10/2014 | Common Stock | 15,000 |
| Option <u>(7)</u> | \$ 73.14 | | | | | | | 02/08/2008 | 02/08/2015 | Common Stock | 18,000 |
| Option <u>(7)</u> | \$ 71.03 | | | | | | | 02/14/2009 | 02/14/2016 | Common Stock | 20,000 |
| Option <u>(7)</u> | \$ 85.06 | | | | | | | 02/13/2010 | 02/13/2017 | Common Stock | 18,000 |
| Option <u>(7)</u> | \$ 64.58 | | | | | | | 02/12/2011 | 02/12/2018 | Common Stock | 33,500 |

