

DUKES LAURA ALLISON
Form 4
February 11, 2019

FORM 4

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

OMB APPROVAL

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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 *
DUKES LAURA ALLISON

(Last) (First) (Middle)
303 PEACHTREE STREET, NE

(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)
02/08/2019

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)
Chief Financial Officer

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/08/2019		M		2,336.983	A	\$ 64.37
Common Stock	02/08/2019		F		767	D	\$ 64.37
							22,323.983
							21,556.983

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

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(9-02)

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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 Underlying Instrument (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units ⁽¹⁾	⁽¹⁾	02/08/2019		M		2,336.983		02/09/2019	⁽¹⁾	Common Stock
Options ⁽²⁾	\$ 27.41							02/26/2016	02/26/2023	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							02/14/2019	02/14/2019	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							02/14/2020	02/14/2020	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							02/13/2019	02/13/2019	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							02/13/2020	02/13/2020	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							02/13/2021	02/13/2021	Common Stock
Phantom Stock Units ⁽¹⁾	⁽¹⁾							08/09/2019	08/09/2019	Common Stock
Phantom Stock Units ⁽³⁾	⁽³⁾	02/08/2019		A		3,206.8902		02/08/2020	⁽³⁾	Common Stock
Phantom Stock Units ⁽³⁾	⁽³⁾	02/08/2019		A		3,206.8902		02/08/2021	⁽³⁾	Common Stock
Phantom Stock Units ⁽³⁾	⁽³⁾	02/08/2019		A		3,206.8902		02/08/2022	⁽³⁾	Common Stock

