

SUNTRUST BANKS INC
 Form 3
 April 04, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â ARRIETA JORGE		(Month/Day/Year)	SUNTRUST BANKS INC [STI]	
(Last)	(First)	(Middle)	04/03/2017	
303 PEACHTREE STREET, NE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
ATLANTA,Â GAÂ 30308			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			CEVP & General Auditor	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

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Phantom Stock	Acquired	Terminated	Common Stock	Shares	Value	Code	Notes
Phantom Stock ⁽¹⁾	Â ⁽¹⁾	Â ⁽¹⁾	Common Stock	882.2709	\$ ⁽¹⁾	D	Â
Phantom Stock ⁽²⁾	02/14/2020	09/21/2020	Common Stock	431.93	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	02/14/2019	02/14/2019	Common Stock	431.931	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	02/14/2018	02/14/2018	Common Stock	432.935	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	12/31/2019	12/31/2019	Common Stock	5,532.27	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	02/09/2019	02/09/2019	Common Stock	794.422	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	02/09/2018	02/09/2018	Common Stock	795.448	\$ ⁽²⁾	D	Â
Phantom Stock ⁽²⁾	02/10/2018	02/21/2018	Common Stock	729.859	\$ ⁽²⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARRIETA JORGE 303 PEACHTREE STREET, NE ATLANTA, GA 30308	Â	Â	Â CEVP & General Auditor	Â

Signatures

David Wisniewski, Attorney-in-Face for Jorge Arrieta
Date: 04/04/2017

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) The phantom stock units were acquired under SunTrust Banks, Inc.'s Deferred Compensation Plan. These securities convert to common stock on a one-for-one basis.

Represents time-vested restricted stock units under the 2009 Stock Plan. The Plan is exempt under Rule 16b-3. The restricted stock unit

(2) award agreements contain tax withholding features which allow us to withhold units to satisfy withholding obligations. Units will be settled in shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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