Richards Robert Ryan Form 4 February 15, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

Name and Address Richards Rober		ng Person *	2. Issuer Name and Ticker or Trading Symbol SUNTRUST BANKS INC [STI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
303 PEACHTREE STREET, NE			(Month/Day/Year) 02/13/2018	Director 10% OwnerX Officer (give title Other (specify below) Chief Acct Officer & Corp Cont		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ATLANTA, GA	A 30308		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficiall	y 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. Securitie on Disposed (Instr. 3, 4 and Amount	d of (D))	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)
Common Stock	02/14/2018		M	386.606	A	\$ 70.07	3,224.332	D	
Common Stock	02/14/2018		F	138	D	\$ 70.07	3,086.332	D	

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

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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	3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. 5. Number of Derivative TransactionSecurities Acquired (A) Code or Disposed of (D) (Instr. 8) (Instr. 3, 4, and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ai Underlying Se (Instr. 3 and 4
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units (1)	(1)	02/14/2018		M	(71)	` '	02/14/2017	02/14/2018	Common Stock
Phantom Stock Units (1)	(1)						02/09/2016	02/10/2019	Common Stock
Phantom Stock Units (1)	(1)						02/14/2017	02/10/2019	Common Stock
Phantom Stock Units (1)	(1)						02/14/2017	02/10/2020	Common Stock
Phantom Stock (2)	<u>(2)</u>	02/13/2018		A	448.5759		02/13/2019	(2)	Common Stock
Phantom Stock (2)	(2)	02/13/2018		A	448.5759		02/13/2020	(2)	Common Stock
Phantom Stock (2)	(2)	02/13/2018		A	448.5759		02/13/2021	<u>(2)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships							
Transfer and the same	Director	10% Owner	Officer	Other				
Richards Robert Ryan 303 PEACHTREE STREET, NE ATLANTA, GA 30308			Chief Acct Officer & Corp Cont					
Signatures								

Curt Phillips, Attorney-in-Fact for Robert Ryan 02/15/2018 Richards

> **Signature of Reporting Person Date

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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).
- Represents time-vested restricted stock units granted under the 2009 Stock Plan. The Plan is exempt under Rule 16b-3. The restricted (1) stock unit award agreements contain tax withholdings features which allow us to withhold units to satisfy withholding obligations. Units will be settled in shares.
- Represents time-vested restricted stock units granted on February 13, 2018 under the SunTrust Banks, Inc. 2009 Stock Plan. The plan is exempt under Rule 16b-3. Units will be settled in shares. The award agreement contains tax withholding features which allow us to withhold units to satisfy tax withholding obligations.

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.