

SUNTRUST BANKS INC

Form 3

April 04, 2017

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â ARRIETA JORGE

(Last) (First) (Middle)

303 PEACHTREE STREET, NE

(Street)

ATLANTA,Â GAÂ 30308

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/03/2017

3. Issuer Name **and** Ticker or Trading Symbol
SUNTRUST BANKS INC [STI]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

CEVP & General Auditor

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

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

SEC 1473 (7-02)

**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.****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)

Date Expirable Date Expiration

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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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 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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