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 *
Â Cummins Hugh S. III
(Last) (First) (Middle)

303 PECHTREE 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
__X__ Officer (give title below)
_____ Other (specify below)
CEVP & Wholesale Banking Exec

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
Common Stock	25,635.91	D	Â
common Stock	2,858.9519	I	401(k) (1)

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Phantom Stock (3)	Â (3)	Â (3)	Common Stock	1,080.196	$ (3)	D	Â
Phantom Stock (2)	02/14/2020	02/14/2020	Common Stock	1,971.813	$ (2)	D	Â
Phantom Stock (2)	02/14/2019	02/14/2019	Common Stock	1,971.813	$ (2)	D	Â
Phantom Stock (2)	02/14/2018	02/14/2018	Common Stock	1,972.818	$ (2)	D	Â
Phantom Stock (2)	02/09/2020	02/09/2020	Common Stock	46,488.511	$ (2)	D	Â
Phantom Stock (2)	02/09/2019	02/09/2019	Common Stock	46,488.514	$ (2)	D	Â
Phantom Stock (2)	02/09/2019	02/09/2019	Common Stock	3,625.766	$ (2)	D	Â
Phantom Stock (2)	02/09/2018	02/09/2018	Common Stock	3,625.765	$ (2)	D	Â
Phantom Stock (2)	02/10/2018	02/10/2018	Common Stock	3,332.148	$ (2)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cummins Hugh S. III 303 PECHTREE STREET, NE ATLANTA,Â GAÂ 30308	Â	Â	Â CEVP & Wholesale Banking Exec	Â

Signatures

David Wisniewski, Attorney-in-Fact for Hugh S. Cummins, III	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) Because the stock fund component of the 401(k) Plan is accounted for in unit accounting, the number of share equivalents varies based on the closing price of SunTrust stock on the applicable measurement date.

(2) Represents time-vested restricted stock units under the 2009 Stock Plan. The Plan is exempt under Rule 16b-3. The restricted stock unit award agreements contain tax withholding features which allow us to withhold units to satisfly withholding obligations. Units will be settled in shares.

(3) 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.

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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