

HILL C T  
Form 4  
December 17, 2010

**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 \*  
HILL C T

(Last) (First) (Middle)

919 EAST MAIN STREET

(Street)

RICHMOND, VA 23219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SUNTRUST BANKS INC [STI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/15/2010

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)  
Corp. Executive Vice President

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock				V	33,488	D	
Common Stock				V	20,714.9884	D <sup>(1)</sup>	
Common Stock				V	36,258	D <sup>(2)</sup>	

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

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SEC 1474 (9-02)

number.

**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 Security (Instr. 3 and 4)
				Code	V	(A)	(D)	
								Title
Phantom Stock Units <u>(3)</u>	<u>(3)</u>							<u>(3)</u> <u>(3)</u> Common Stock
Phantom Stock Units <u>(4)</u>	<u>(4)</u>							<u>(4)</u> <u>(4)</u> Common Stock
Phantom Stock Units <u>(5)</u>	<u>(5)</u>	12/15/2010		A		905.1007		<u>(5)</u> <u>(5)</u> Common Stock
Phantom Stock Units <u>(5)</u>	<u>(5)</u>	12/15/2010		F		13.1242		<u>(5)</u> <u>(5)</u> Common Stock
Option <u>(6)</u>	\$ 64.57							11/13/2004    11/13/2011    Common Stock
Option <u>(6)</u>	\$ 54.28							02/11/2006    02/11/2013    Common Stock
Option <u>(6)</u>	\$ 73.19							02/10/2007    02/10/2014    Common Stock
Option <u>(7)</u>	\$ 73.14							02/08/2008    02/08/2015    Common Stock
Option <u>(7)</u>	\$ 71.03							02/14/2009    02/08/2016    Common Stock
Option <u>(7)</u>	\$ 85.06							02/13/2010    02/13/2017    Common Stock
Option <u>(7)</u>	\$ 64.58							02/12/2011    02/12/2018    Common Stock
Option <u>(7)</u>	\$ 29.54							12/31/2011    12/31/2018    Common Stock
Option <u>(7)</u>	\$ 9.06							02/10/2012    02/12/2019    Common Stock

