

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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Richards Robert Ryan (Last) (First) (Middle) 303 PEACHTREE STREET, NE (Street) ATLANTA, GA 30308 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol SUNTRUST BANKS INC [STI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Acct Officer & Corp Cont
3. Date of Earliest Transaction (MM/DD/YYYY) 2/8/2019		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
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/8/2019		M		648.027	A	\$64.37	3734.359	D	
Common Stock	2/8/2019		F		230	D	\$64.37	3504.359	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Units (1)	(1)	2/9/2019		M		648.027		2/9/2019	2/9/2019	Common Stock	648.027	(1)	0	D	
Phantom Stock Units (1)	(1)							2/14/2017	2/10/2019	Common Stock	379.697		379.697	D	
Phantom Stock Units (1)	(1)							2/14/2017	2/10/2020	Common Stock	379.693		379.693	D	
Phantom Stock Units (2)	(2)							2/13/2019	(2)	Common Stock	448.5759		448.5759	D	
Phantom Stock Units (2)	(2)							2/13/2020	(2)	Common Stock	448.5759		448.5759	D	
Phantom Stock Units (2)	(2)							2/13/2021	(2)	Common Stock	448.5759		448.5759	D	
Phantom Stock Units (3)	(3)							6/19/2019	(3)	Common Stock	1450.6666		1450.6666	D	
Phantom Stock Units (3)	(3)							6/19/2020	(3)	Common Stock	1450.6666		1450.6666	D	
Phantom Stock Units (3)	(3)							6/19/2021	(3)	Common Stock	1450.6666		1450.6666	D	
Phantom Stock Units (3)	(3)	2/8/2019		A		296.8664		2/8/2020	(3)	Common Stock	296.8664	(3)	296.8664	D	
Phantom Stock Units (3)	(3)	2/8/2019		A		296.8664		2/8/2021	(3)	Common Stock	296.8664	(3)	296.8664	D	
Phantom Stock Units (3)	(3)	2/8/2019		A		296.8664		2/8/2022	(3)	Common Stock	296.8664	(3)	296.8664	D	

Explanation of Responses:

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

- (3) Represents time-vested restricted stock units granted under the SunTrust Banks, Inc. 2018 Omnibus Incentive Compensation 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 Richards

2/11/2019

— Signature of Reporting Person

Date

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

* 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).

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

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.