

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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

Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Callihan Ma	argaret I	_		\mathbf{S}^{γ}	UN	TRUS	ΓBA	ANI	KS IN	NC	[STI]						
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)								Director10% Owner				
								2/9	0/201	ι Δ		Officer (give title below) Other (specify below) CEVP Chief HR Officer					
303 PEACHTREE STREET, NE (Street)					TC A	·	4 D		8/201		1-1000	6. Individual or Joint/Group Filing (Check Applicable Line)					
	(31	(661)		4.	II A	Amendme	ent, D	ate (Jrigina	ai Fi	iea (MM/I	OD/YYYY)	6. Individual	or Joint/G	roup Filing	(Check Appl	licable Line)
ATLANTA, GA 30308					2/11/2019								X Form filed by One Reporting Person Form filed by More than One Reporting Person				
((City) (S	tate) (Z	Zip)														
			Table I	- Non-De	riva	ative Seco	uritie	es Ac	quire	d, D	isposed	of, or Be	neficially Own	ed			
1. Title of Security (Instr. 3) 2. Trans. E			2. Trans. Date	Date 2A. Deemed Execution Date, if any			3. Trans. Co (Instr. 8)		or Disposed of (D) Fol		Amount of Securities Beneficially Collowing Reported Transaction(s) nstr. 3 and 4)		lly Owned	6. Ownership Form:	7. Nature of Indirect Beneficial		
						, ,	Co	ode	v	Amo	(A) c		,				Ownership (Instr. 4)
	Tal	ole II - Dei	rivative S	Securities	Ben	neficially	Owr	ned (e.g. ,	puts	s, calls, v	varrants,	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deeme Execution Date, if an		5. Number Derivative Acquired (Disposed o (Instr. 3, 4		Securities (A) or of (D)		6. Date Exercisable and Expiration Date			Underlying Security		9. Number of derivative Securities Beneficially Owned	Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security			Code	v	(A)		(D)	Date Exercis		Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Phantom Stock Units (1)	<u>(1)</u>	2/8/2019		A		5192.108	<u>(2)</u>		2/8/20	20	<u>(1)</u>	Common Stock	5192.108	<u>(1)</u>	5192.108	D	
Phantom Stock Units (1)	<u>(1)</u>	2/8/2019		A		5192.108	<u>(2)</u>		2/8/20	21	<u>(1)</u>	Common Stock	5192.108	<u>(1)</u>	5192.108	D	
Phantom Stock Units (1)	<u>(1)</u>	2/8/2019		A		5192.108	<u>(2)</u>		2/8/20	22	<u>(1)</u>	Common Stock	5192.108	<u>(1)</u>	5192.108	D	

Explanation of Responses:

- (1) Represents time-vested restricted stock units 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. Units will be settled in shares.
- (2) This amendment is being filed to reflect that 100% of the executive's stock award (rather than the 30% previously stated) will be a time-based grant, vesting over three years.

Reporting Owners

Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Callihan Margaret L									
303 PEACHTREE STREET, NE			CEVP Chief HR Officer						
ATLANTA, GA 30308									

Signatures

Curt Phillips, Attorney-in-Fact for Margaret L. Callihan

**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.