## Edgar Filing: Fortin Raymond D - Form 4

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March 07, 20	)13										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL OMB 3235-028 Number: January 31 Expires: January 31 2009 Estimated average burden hours per response 0.5			
Washington, D.C. 20549Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue.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											
l(b).	<b>Deemonage</b>										
Fortin Raymond D Symbol			Symbol	r Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check				k all applicable)				
303 PEACH	ITREE STREET	<sup>-</sup> , N.E.	(Month/D 03/06/20	•				Director X_ Officer (give below) Corp. EVE		Owner er (specify unsel	
Filed(Mon				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
ATLANTA,	, GA 30308							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	) Executio any	ned n Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securi r(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/06/2013			Code V F	Amount 408	(D) D	Price \$ 28.17	(Instr. 3 and 4) 73,404 ( <u>1</u> )	D		
Common Stock								3,073.3759	Ι	401(k) (2)	

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

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## 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. Transactio Code (Instr. 8)	5. 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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock $(3)$	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Common Stock	1,796.0309
Phantom Stock (4)	<u>(4)</u>					(4)	(4)	Common Stock	11,690.621
Option (5)	\$ 73.19					02/10/2007	02/10/2014	Common Stock	15,000
Option (6)	\$ 73.14					02/08/2008	02/08/2015	Common Stock	18,000
Option (6)	\$ 71.03					02/14/2009	02/14/2016	Common Stock	20,000
Option (6)	\$ 85.06					02/13/2010	02/13/2017	Common Stock	18,000
Option (6)	\$ 64.58					02/12/2011	02/12/2018	Common Stock	33,500
Option (6)	\$ 9.06					02/10/2012	02/08/2019	Common Stock	183,273
Option (7)	\$ 32.27					02/08/2014	02/08/2021	Common Stock	66,300
Option (8)	\$ 21.67					(8)	02/14/2022	Common Stock	30,000
Option (8)	\$ 27.41					02/26/2014	02/26/2023	Common Stock	7,753
Option (8)	\$ 27.41					02/26/2015	02/26/2023	Common Stock	7,753
Option (8)	\$ 27.41					02/26/2016	02/26/2023	Common Stock	7,754

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Fortin Raymond D 303 PEACHTREE STREET, N.E. ATLANTA, GA 30308			Corp. EVP & General Counsel				
Signatures							
David A. Wisniewski, Attorney-in-Fact Fortin	03/07/2013						
**Signature of Reporting Person			Date				

**Explanation of Responses:** 

- \* 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).
- (1) Includes the following shares which are subject to forfeiture: 1,200 which vest on 7/14/2013; and 21,000 which vest on 2/8/2014.
- (2) 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.
- (3) The phantom stock units were acquired under the SunTrust Banks, Inc. Deferred Compensation Plan and convert to common stock on a one-to-one basis.
- (4) Represents restricted stock units, half of which vest on 2/14/2014 and half on 2/15/2015.
- (5) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.
- (6) Granted pursuant to the SunTrust Banks, Inc. 2004 Stock Plan.
- (7) Granted pursuant to the SunTrust Banks, Inc. 2009 Stock Plan.
- (8) Granted pursuant to the SunTrust Banks, Inc. 2009 Stock Plan. One third of the award vests each year for three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.