VEST EDWARD D

Form 4

February 22, 2006

FORM 4

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

OMB

Check this box if no longer subject to

3235-0287 Number: January 31,

2005

OMB APPROVAL

Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

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

Expires:

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **VEST EDWARD D**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

BB&T CORP [(BBT)]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner Other (specify X_ Officer (give title

P O BOX 1250

(City)

(Month/Day/Year) 02/21/2006

below) Corp.Controller,Sr. V.P.

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

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

below)

WINSTON-SALEM, NC 271021250

(State)

(Street)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4) Price

Common Stock

Code V Amount (D) 4,592.921 (1)

Common Stock

 $3,737.777 \stackrel{(2)}{=} I$

By 401(k)

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

| 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) | Code | 5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisabl Expiration Date (Month/Day/Year) | | 7. Title and Amour Underlying Securit (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--------|--|---|--------------------|--|---------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Sh |
| Restricted Stock Units | (3) | 02/21/2006 | | A | 2,151 | 02/21/2011 | 02/21/2011 | Common Stock | 2,1 |
| Stock Option (right to buy) | \$ 39.73 | 02/21/2006 | | A | 11,929 | 02/21/2007(4) | 02/21/2016 | Common Stock | 11,9 |
| Employee Stock Option (right to buy) | \$ 31 | | | | | 02/24/1999 <u>(5)</u> | 02/23/2008 | Common Stock | 2,2 |
| Employee Stock Option (right to buy) | \$ 36.313 | | | | | 02/23/2000(6) | 02/23/2009 | Common Stock | 2,2 |
| Employee Stock Option (right to buy) | \$ 23.938 | | | | | 02/22/2001(7) | 02/22/2010 | Common Stock | 72 |
| Employee Stock Option (right to buy) | \$ 36.59 | | | | | 02/27/2002(8) | 02/27/2011 | Common Stock | 2,7 |
| Employee Stock Option (right to buy) | \$ 36.84 | | | | | 02/26/2003(9) | 02/26/2012 | Common Stock | 2,8 |
| Employee Stock | \$ 32.66 | | | | | 02/25/2004(10) | 02/25/2013 | Common Stock | 3,2 |

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Option (right to buy)

Employee

Stock

Option \$ 36.68 02/24/2005(11) 02/24/2014

Common 6,1 Stock

(right to buy)

Stock

Option \$ 38.64 (Right to

Common 02/22/2006(12) 02/22/2015

Stock

9.5

Buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

VEST EDWARD D P O BOX 1250 WINSTON-SALEM, NC 271021250

Corp.Controller,Sr. V.P.

Signatures

By: Sandra B. Lewis, Attorney-in-fact

02/22/2006

**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 44.224 shares acquired in February under Dividend Reinvestment Plans.
- Between October 1, 2005 and December 31, 2005, the reporting person acquired 25.201 shares of common stock during the 4th quarter **(2)** under the Issuer's 401(k) plan. The information in this report is based on a plan statement dated as of December 31, 2005
- **(3)** Each restricted stock unit represents a contingent right to receive one share of BB&T common stock.
- **(4)** The option is exercisable in five equal annual installments beginning on 02/21/2007.
- The option is exercisable in three equal annual installments beginning on 02/24/1999. **(5)**
- **(6)** The option is exercisable in three equal annual installments beginning on 02/23/2000.
- **(7)** The option is exercisable in three equal annual installments beginning on 02/22/2001.
- (8)The option is exercisable in three equal annual installments beginning on 02/27/2002.
- The option is exercisable in three equal annual installments beginning on 02/26/2003. **(9)**
- (10) The option is exercisable in five equal annual installments beginning on 02/25/2004.
- (11) The option is exercisable in five equal annual installments beginning on 02/24/2005.
- (12) The option is exercisable in five equal annual installments beginning on 2/22/2006.

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.

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