

GARROTT THOMAS M  
Form 4  
March 06, 2007

**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 \*  
GARROTT THOMAS M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
P.O. BOX 11227  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/02/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MEMPHIS, TN 38111  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Code V Amount (D) Price                                                                       |                                                          |                                                                 |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 402,606 <sup>(1)</sup>                                                                        | D                                                        |                                                                 |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 130,059 <sup>(2)</sup>                                                                        | I                                                        | Children's Trust                                                |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 339,489                                                                                       | I                                                        | Garrott 2005 Investments, LTD <sup>(3)</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 Amount of Underlying Securities (Instr. 3 and 4) |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title        | Amount or Number of Shares |
| Option <sup>(4)</sup>                      | \$ 48.33                                               |                                      |                                                    |                                |                                                                                         | 10/01/2004                                               | 01/14/2013                                                    | Common Stock | 2,069                      |
| Option <sup>(4)</sup>                      | \$ 52.09                                               |                                      |                                                    |                                |                                                                                         | 10/01/2004                                               | 01/15/2012                                                    | Common Stock | 1,919                      |
| Option <sup>(4)</sup>                      | \$ 48.33                                               |                                      |                                                    |                                |                                                                                         | 01/14/2004                                               | 01/14/2013                                                    | Common Stock | 120,418                    |
| Option <sup>(4)</sup>                      | \$ 52.09                                               |                                      |                                                    |                                |                                                                                         | 01/15/2003                                               | 01/15/2012                                                    | Common Stock | 120,568                    |
| Option <sup>(5)</sup>                      | \$ 49.97                                               |                                      |                                                    |                                |                                                                                         | 01/16/2002                                               | 01/16/2011                                                    | Common Stock | 53,086                     |
| Option <sup>(6)</sup>                      | \$ 56.17                                               |                                      |                                                    |                                |                                                                                         | 10/01/2004                                               | 01/21/2014                                                    | Common Stock | 122,488                    |
| Option <sup>(7)</sup>                      | \$ 73.14                                               |                                      |                                                    |                                |                                                                                         | 02/08/2008                                               | 02/08/2015                                                    | Common Stock | 122,488                    |
| Option <sup>(7)</sup>                      | \$ 71.03                                               |                                      |                                                    |                                |                                                                                         | 02/14/2009                                               | 02/14/2016                                                    | Common Stock | 122,488                    |
| Phantom Stock Units <sup>(8)</sup>         | <sup>(8)</sup>                                         |                                      |                                                    |                                |                                                                                         | <sup>(8)</sup>                                           | <sup>(8)</sup>                                                | Common Stock | 25,082.4898                |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |         |       |
|---------------------------------------------------------|---------------|-----------|---------|-------|
|                                                         | Director      | 10% Owner | Officer | Other |
| GARROTT THOMAS M<br>P.O. BOX 11227<br>MEMPHIS, TN 38111 | X             |           |         |       |

## Signatures

David A. Wisniewski, Attorney-in-Fact for Thomas M.  
Garrott

03/06/2007

\_\_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).  
Includes 21 shares received as a liquidating distribution from Garrott Family Investments I, LP and 135 shares received as a liquidating distribution from Garrott Family Investments II, LP. In prior reports, the reporting person reported indirect beneficial ownership of 21,291 shares of STI common stock held by Investments I, LP and 134,582 shares of STI common stock held by Investments II, LP.
- (1) Held in trust for children. Includes 67,223 shares received as a liquidating distribution from Garrott Family Investments II, LP.
- (2) Garrott 2005 Investments LTD with respect to which the Reporting Person serves as general partner.
- (4) Granted pursuant to the National Commerce Financial Corporation Amended and Restated Long-Term Incentive Plan.
- (5) Granted pursuant to the National Commerce Financial Corporation 1994 Stock Plan Amended and Restated.
- (6) Granted pursuant to the National Commerce Financial Corporation 2003 Stock and Incentive Plan.
- (7) Granted pursuant to the SunTrust Banks, Inc. 2004 Stock Plan.
- (8) Acquired under the National Commerce Financial Corporation Equity Investment Plan, which was frozen 12/31/04, and under the SunTrust Banks, Inc. 401(k) Excess Benefit Plan. These phantom stock units convert to common stock on a one-for-one basis.

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.