

Koebler Ellen
 Form 3
 January 02, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Koebler Ellen | | (Month/Day/Year) | SUNTRUST BANKS INC [STI] | |
| (Last) | (First) | 01/01/2019 | | |
| 303 PEACHTREE STREET, NE | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| ATLANTA, GA 30308 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Risk Officer | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 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 | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 1,986.855 | D | GA |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Title | Amount or Number of | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|------------------------------|------------|------------|--------------|-----------|-------------------|-------------------|---|
| Phantom Stock ⁽¹⁾ | 11/14/2019 | 11/14/2019 | Common Stock | 4,265 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 11/14/2020 | 11/14/2020 | Common Stock | 4,264 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 11/14/2021 | 11/14/2021 | Common Stock | 4,263 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 02/13/2019 | 02/13/2019 | Common Stock | 1,364.067 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 02/13/2020 | 02/13/2020 | Common Stock | 1,363.038 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 02/13/2021 | 02/13/2021 | Common Stock | 1,362.01 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 02/14/2019 | 02/14/2019 | Common Stock | 1,588.719 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 02/14/2020 | 02/14/2020 | Common Stock | 1,588.718 | \$ ⁽¹⁾ | D | Â |
| Phantom Stock ⁽¹⁾ | 11/08/2019 | 11/08/2019 | Common Stock | 7,340.043 | \$ ⁽¹⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Koebler Ellen 303 PEACHTREE STREET, NE ATLANTA, GA 30308 | Â | Â | Â Chief Risk Officer | Â |

Signatures

Curt Phillips, Attorney-in-Fact for Ellen C. Koebler
01/02/2019

**Signature of Reporting Person
Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Represents time-vested restricted stock units granted pursuant to the SunTrust Banks, Inc. 2009 Stock Plan or 2018 Omnibus Incentive Compensation Plan. These Plans are exempt under Rule 16b-3. Units will be settled in shares of common stock. The award agreements contain tax withholding features that allow us to withhold units to satisfy tax withholding obligations.

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Remarks:

Exhibit List: Â Â Â Exhibit 24 - Power of Attorney

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

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