Edgar Filing: IVESTER M DOUGLAS - Form 4

IVESTER M	DOUGLAS							
Form 4								
October 24, 2								
FORM		TATES SECUR				COMMERICAN	r	PPROVAL
	UNITED 5		hington,			COMMISSION	OMB Number:	3235-0287
Check this if no long	er						Expires:	January 31,
subject to	STATEM	ENT OF CHAN			CIAL OW	NERSHIP OF	Estimated a	2005 average
Section 16			SECUR	ITIES			burden hou	irs per
Form 4 or Form 5		uant to Saction 1	S(a) of the	Sooniti	og Evolop	a A at of 1024	response	0.5
obligation	·	uant to Section 10) of the Public Ut				•	n	
may conti <i>See</i> Instru 1(b).	nue.	30(h) of the In	•	U	• •		11	
(Print or Type R	esponses)							
					5. Relationship of Issuer	o of Reporting Person(s) to		
IVESTER M	Symbol				155001			
		SUNTR	UST BAN	NKS INC	[511]	(Chec	k all applicable	e)
(Last)	(First) (M	,	Earliest Tra	ansaction			100	
338/ PEACE	HTREE RD., SUI	(Month/D TE 375 10/22/20	•			X_ Director Officer (give		6 Owner er (specify
5504 I LACI	TIRLE RD., 501	112 575 10/22/20	108			below)	below)	
	(Street)	4. If Amer	ndment, Dat	e Original		6. Individual or Jo	oint/Group Filin	ng(Check
		Filed(Mon	th/Day/Year)			Applicable Line)		
ATLANTA,	GA 30326					_X_ Form filed by 0 Form filed by M Person	One Reporting Po More than One Ro	
(City)	(State) (Z	Zip) Tabl	e I - Non-D	erivative S	ecurities Ac	quired, Disposed of	f or Beneficia	llv Owned
1 T:4 f	2 Transation Date					• • •		•
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transactio	 Securit onAcquired 			6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	(· · · · ·)	any	Code	Disposed	of (D)		(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)		Indirect (I)	Ownership
						Following Reported	(Instr. 4)	(Instr. 4)
					(A)	Transaction(s)		
			Code V	Amount	or (D) Price	(Instr. 3 and 4)		
Common Stock						70,000	D	

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

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.

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

Reporting Owners

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Phantom Stock Units <u>(1)</u>	<u>(1)</u>	10/22/2008	А	74.757	<u>(1)</u>	<u>(1)</u>	Common Stock	74.75
Option (2)	\$ 51.125				11/14/2000	11/14/2010	Common Stock	2,000
Option (2)	\$ 64.57				11/13/2001	11/13/2011	Common Stock	2,000
Option (2)	\$ 54.28				02/11/2003	02/11/2013	Common Stock	2,000
Phantom Stock (3)	<u>(3)</u>				<u>(3)</u>	(3)	Common Stock	6,674.17

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
IVESTER M DOUGLAS 3384 PEACHTREE RD. SUITE 375 ATLANTA, GA 30326	Х			
Signatures				
David A Wisniewski Attorney	v_in_Fact	for M Doug	190	

David A. Wisniewski, Attorney-in-Fact for M. Douglas Ivester

**Signature of Reporting Person

Date

10/24/2008

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).

The phantom stock units were accrued under the SunTrust Banks, Inc. Directors Deferred Compensation Plan and are to be settled upon
 (1) the reporting person's retirement. Directors fees are deferred into this plan and are accounted for as if invested in SunTrust common stock. These phantom stock units convert to common stock on a one-for-one basis.

- (2) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.
- (3) Restricted stock units granted under the SunTrust Banks, Inc. 2004 Stock Plan. Payments commence following the reporting person's departure from the Board of Directors of SunTrust Banks, Inc. These securities 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.

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