HILL CT Form 4 December 23, 2004

(Street)

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#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HILL CT Issuer Symbol SUNTRUST BANKS INC [STI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify 919 EAST MAIN STREET 12/16/2004 below) **Executive Vice President**

	Filed(Month/Day/Year)	Applicable Line)
RICHMOND, VA 23219		_X_ Form filed by One Reporting Person Form filed by More than One Reporting
		Person

4. If Amendment, Date Original

(City)	(State) (	Zip) Table	e I - Non-D	Perivative Securities A	cquired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/16/2004		G V	1,000 D <u>(1)</u>	20,792	D	
Common Stock					14,350.046	I	401(k) (2)
Common Stock					2,210	I	Restricted Stock (3)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

6. Individual or Joint/Group Filing(Check

0.5

### Edgar Filing: HILL C T - Form 4

### number.

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

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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		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 Units (4)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	337.101
Phantom Stock Units (5)	<u>(5)</u>					(5)	(5)	Common Stock	380.7685
Option (6)	\$ 28.19					01/25/1996	01/25/2006	Common Stock	5,286
Option (6)	\$ 37.27					01/23/1997	01/23/2007	Common Stock	4,326
Option (6)	\$ 38.28					02/24/1997	02/24/2007	Common Stock	2,640
Option (6)	\$ 54.39					01/22/1998	01/22/2008	Common Stock	1,838
Option (6)	\$ 54.39					01/22/1998	01/22/2008	Common Stock	6,514
Option (6)	\$ 65.1875					12/31/2000	02/08/2009	Common Stock	1,534
Option (6)	\$ 73.0625					11/09/2002	11/09/2009	Common Stock	1,365
Option (6)	\$ 73.0625					11/09/2002	11/09/2009	Common Stock	4,635
Option (7)	\$ 51.125					11/14/2003	11/14/2010	Common Stock	15,000
Option (7)	\$ 64.57					11/13/2004	11/13/2011	Common Stock	15,000
Option (7)	\$ 54.28					02/11/2006	02/11/2013	Common Stock	15,000

Option  $\frac{(7)}{}$  \$ 73.19

02/10/2007 02/10/2014

Common Stock

18,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HILL C T 919 EAST MAIN STREET RICHMOND, VA 23219

**Executive Vice President** 

**Signatures** 

Margaret U. Hodgson, Attorney-in-Fact for Charles T. Hill

12/23/2004

\*\*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) This transaction is a gift.
- (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.
- Restricted stock held under SunTrust Banks, Inc. 2000 Stock Plan. Subject to certain vesting conditions. Restricted stock agreement contains tax withholding features allowing stock to be withheld to satisfy tax withholding obligations. This plan is exempt under Rule 16(b)-3.
- (4) The reported phantom stock units were acquired under SunTrust Banks, Inc.'s 401(k) excess benefit plan. These securities convert to common stock on a one-for-one basis.
- (5) The reported phantom stock units were acquired under Crestar Bank's ANEX plan. These securities convert to common stock on a one-for-one basis.
- (6) Granted pursuant to the 1995 SunTrust Executive Stock Plan.
- (7) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

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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