

BB&T CORP  
Form FWP  
March 16, 2017

**Filed Pursuant to Rule 433**

**Registration No. 333-197375**

**March 16, 2017**

BB&T Corporation

Pricing Term Sheet

March 16, 2017

Medium-Term Notes, Series E (Senior)

\$350,000,000

Senior Floating Rate Notes due April 1, 2022

Issuer	BB&T Corporation
Security	Senior Floating Rate Notes due April 1, 2022
Ratings	A2 (Moody's) / A- (S&P) / A+ (Fitch) / AH (DBRS)
Currency	USD
Size	\$350,000,000
Security Type	SEC Registered Medium-Term Notes, Series E (Senior)
Maturity	April 1, 2022
Benchmark	3-month USD LIBOR
Benchmark Spread	65 bps
Interest Rate	3-month USD LIBOR + 65 bps
Payment Frequency	Quarterly
Reset Frequency	Quarterly
Day Count Convention	Actual/360, modified following
Redemption Date	March 1, 2022
Redemption Terms	Redeemable in whole or in part on or after the Redemption Date at 100% of the principal amount of the notes (par), plus accrued and unpaid interest thereon to, but excluding, the date of redemption. BB&T Corporation shall provide 10 to 60 calendar days' notice of redemption to the registered holder of the Senior Floating Rate Notes.

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Price to Public	100% of face amount
Proceeds (Before Expenses) to Issuer	\$349,510,000 (99.86%)
Interest Payment Dates	January 1, April 1, July 1 and October 1, commencing July 1, 2017
Interest Reset Dates	January 1, April 1, July 1 and October 1 of each year.

Trade Date	March 16, 2017
Settlement Date	March 21, 2017 (T+3)
Denominations	\$2,000 x \$1,000
CUSIP / ISIN	05531FAY9 / US05531FAY97
Joint Bookrunners	BB&T Capital Markets, a division of BB&T Securities, LLC  Merrill Lynch, Pierce, Fenner & Smith  Incorporated  Goldman, Sachs & Co.  Morgan Stanley & Co. LLC Mischler Financial Group, Inc.  The Williams Capital Group, L.P.
Co-Managers	

Note: A securities rating is not a recommendation to buy, sell or hold securities and should be evaluated independently of any other rating. The rating may be subject to revision or withdrawal at any time by the assigning rating organization.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling BB&T Capital Markets, a division of BB&T Securities, LLC toll-free at (844) 499-2713, Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at (800) 294-1322, Goldman, Sachs & Co. toll-free at (866)471-2526 or Morgan Stanley & Co. LLC toll-free at (866) 718-1649.**