

SUNTRUST BANKS INC
 Form 4
 February 16, 2006

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 *
HUMANN L PHILLIP

(Last) (First) (Middle)
 303 PEACHTREE STREET
 (Street)

ATLANTA, GA 30308

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/14/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					60,546	D	
Common Stock					150,000	I	Limited Partnership ⁽¹⁾
Common Stock					24,016	I	Trust ⁽²⁾
Common Stock					30,033.65	I	401(k) ⁽³⁾
Common Stock					33,200	I	Spouse

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Common Stock 180,000 I Restricted Stock ⁽⁴⁾

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

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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 Number Shares
Phantom Stock Units ⁽⁵⁾	⁽⁵⁾					⁽⁵⁾ ⁽⁵⁾	Common Stock 10,203
Phantom Stock Units ⁽⁶⁾	⁽⁶⁾					⁽⁶⁾ ⁽⁶⁾	Common Stock 110,
Option ⁽⁷⁾	\$ 73.0625					11/09/2002 11/09/2009	Common Stock 75,0
Option ⁽⁸⁾	\$ 51.125					11/14/2003 11/14/2010	Common Stock 150,
Option ⁽⁸⁾	\$ 64.57					11/13/2004 11/13/2011	Common Stock 150,
Option ⁽⁸⁾	\$ 54.28					02/11/2006 02/11/2013	Common Stock 150,
Option ⁽⁸⁾	\$ 73.19					02/10/2007 02/10/2014	Common Stock 150,
Option ⁽⁹⁾	\$ 73.14					02/08/2008 02/08/2015	Common Stock 97,0
Option ⁽⁹⁾	\$ 71.03	02/14/2006		A	163,000	02/14/2009 02/14/2016	Common Stock 163,

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

