

GARROTT THOMAS M  
Form 3  
October 08, 2004

**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 <b>and</b> Ticker or Trading Symbol                     |  |
| Â GARROTT THOMAS M                        |         | (Month/Day/Year)                     | SUNTRUST BANKS INC [STI]   |  |
| (Last)                                    | (First) | 10/01/2004                           | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ONE COMMERCE SQUARE,Â FOURTH FLOOR        |         |                                      | (Check all applicable)   |  |
| (Street)                                  |         |                                      | <input checked="" type="checkbox"/> Director                           | <input type="checkbox"/> 10% Owner                   |
| MEMPHIS,Â TNÂ 38150                       |         |                                      | <input type="checkbox"/> Officer                                       | <input type="checkbox"/> Other                       |
| (City)                                    | (State) | (Zip)                                | (give title below)   | (specify below)                                      |
|   |         |                                      | 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 <sup>(1)</sup>     | 902,682   | D  | Â   |
| Common Stock                    | 51,548  | I  | NCF 401(k) Plan <sup>(2)</sup>                        |
| Common Stock                    | 21,291  | I  | Investment I, LP                                      |
| Common Stock                    | 134,582   | I  | Investment II, LP                                     |
| Common Stock                    | 99,007  | I  | Children <sup>(3)</sup>                               |

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)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |  |
| Option <sup>(4)</sup>                         | 10/01/2004   | 01/14/2013         | Common<br>Stock  | 2,069                            | \$ 48.33   | D  | Â  |
| Option <sup>(4)</sup>                         | 10/01/2004   | 01/15/2012         | Common<br>Stock  | 1,919                            | \$ 52.09   | D  | Â  |
| Option <sup>(4)</sup>                         | 01/14/2004   | 01/14/2013         | Common<br>Stock  | 120,418                          | \$ 48.33   | D  | Â  |
| Option <sup>(4)</sup>                         | 01/15/2003   | 01/15/2012         | Common<br>Stock  | 120,568                          | \$ 52.09   | D  | Â  |
| Option <sup>(5)</sup>                         | 01/16/2002   | 01/16/2011         | Common<br>Stock  | 59,089                           | \$ 49.97   | D  | Â  |
| Option <sup>(6)</sup>                         | 10/01/2004   | 01/21/2014         | Common<br>Stock  | 122,488                          | \$ 56.17   | D  | Â  |
| Phantom Stock Units <sup>(7)</sup>            | Â <sup>(7)</sup>   | Â <sup>(7)</sup>   | Common<br>Stock  | 28,467                           | \$ <sup>(7)</sup>  | D  | Â  |
| Phantom Stock Units <sup>(8)</sup>            | Â <sup>(8)</sup>   | Â <sup>(8)</sup>   | Common<br>Stock  | 21,306                           | \$ <sup>(8)</sup>  | D  | Â  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| GARROTT THOMAS M<br>ONE COMMERCE SQUARE<br>FOURTH FLOOR<br>MEMPHIS, TN 38150 | Â X           | Â         | Â       | Â     |

## Signatures

Thomas M.  
Garrott, III

10/08/2004

\*\*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) Exhibit List - Exhibit 24 - Power of Attorney
- (2) Acquired under the National Commerce Financial Corporation Investment Plan, which will be frozen on 12/31/04.

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- (3) Held in trust for children.
- (4) Granted pursuant to the National Commerce Financial Corporation Amended and Restated Long-Term Incentive Plan.
- (5) Granted pursuant to the National Commerce Financial Corporation 1994 Stock Plan Amended and Restated.
- (6) Granted pursuant to the National Commerce Financial Corporation 2003 Stock and Incentive Plan.
- (7) Acquired under the National Commerce Financial Corporation Equity Investment Plan, which will be frozen on 12/31/04. These securities convert to common stock on a one-for-one basis.
- (8) Acquired under the National Commerce Financial Corporation Balsaer Plan, which is a frozen plan. These securities convert to common stock on a one-for-one basis. Payouts occur annually in January, ending in 2006.

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.