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August 26, 2019

VIA EAPPS

Mr. Adam M. Drimer
Assistant Vice President
Federal Reserve Bank of Richmond
701 East Byrd Street
Richmond, VA 23219

Re: Updated Response to Additional Information Request on the
Application of BB&T Corporation to Acquire by Merger SunTrust
Banks, Inc., SunTrust Bank Holding Company and SunTrust Bank

Dear Mr. Drimer:

This relates to the application that BB&T Corporation submitted to the Board of Governors of the Federal Reserve System (the "Board") and the Federal Reserve Bank of Richmond, for prior approval to acquire by merger SunTrust Banks, Inc. and its subsidiary bank, SunTrust Bank, pursuant to sections 3(a)(3) and (5) of the Bank Holding Company Act, as amended. In particular, this submission provides certain updated information in response to Item 7 of the request for additional information that staff of the Board emailed to me on August 14,

Adam M. Drimer
August 26, 2019
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2019 (the "AI Request"), and supplements the responsive information that we provided on August 18, 2019 (the "August 18 Submission").

Item 7 in the AI Request stated: "In the April 16, 2019 submission, it was indicated that SunTrust International Banking Company was in the process of being dissolved, and that dissolution was expected to be completed by approximately the end of June 2019. Discuss the current status of the dissolution." SunTrust International Banking Company was successfully dissolved after we filed the August 18 Submission. A copy of the Certificate of Dissolution was issued by the Secretary of State of the State of Georgia on August 26, 2019, with an effective date of August 21, 2019. A copy of the Certificate of Dissolution is provided in the Appendix.

If you have any questions about this submission, please do not hesitate to contact me or Richard K. Kim at (212) 403-1354..

Sincerely,



Patricia A. Robinson

Attachment

cc: Michael J. Dean, Federal Deposit Insurance Corporation
Ray Grace, North Carolina Office of the Commissioner of Banks
Kevin B. Hagler, Georgia Department of Banking and Finance

(by email)

Richard L. Packard, Federal Deposit Insurance Corporation
Patrick D. Brennan, North Carolina Office of the Commissioner of Banks
Murali Ramachandran, Georgia Department of Banking and Finance
Daryl N. Bible, BB&T Corporation and Branch Banking and Trust Company
Robert J. Johnson, Jr., BB&T Corporation and Branch Banking and Trust Company
Lisa B. McDougald, BB&T Corporation and Branch Banking and Trust Company
Ellen M. Fitsimmons, SunTrust Banks, Inc. and SunTrust Bank
A. Michelle Willis, SunTrust Banks, Inc. and SunTrust Bank
Matthew M. Guest, Wachtell, Lipton, Rosen & Katz
Richard K. Kim, Wachtell, Lipton, Rosen & Katz
Eric M. Feinstein, Wachtell, Lipton, Rosen & Katz
Mitchell S. Eitel, Sullivan & Cromwell LLP
Michael T. Escue, Sullivan & Cromwell LLP

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Yael R. Tzipori, Sullivan & Cromwell LLP

APPENDIX

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF DISSOLUTION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

SUNTRUST INTERNATIONAL BANKING COMPANY
a Domestic Profit Corporation

has been duly dissolved, cancelled or terminated on 08/21/2019 under the laws of the State of Georgia by the filing of documents in the office of the Secretary of State and by the paying of fees as required by the Official Code of Georgia Annotated and the Rules and Regulations promulgated there under. Attached hereto is a true and correct copy of said documents.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **08/26/2019**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

ARTICLES OF DISSOLUTION

Electronically Filed
Secretary of State
Filing Date: 8/21/2019 11:59:16 AM

ARTICLE 1

Business Name : SUNTRUST INTERNATIONAL BANKING COMPANY

Control Number : K708377

ARTICLE 2

The date on which the Notice of Intent to Dissolve was filed with the Secretary of State was : 07/24/2019

ARTICLE 3

The Notice of Intent to Dissolve has not been revoked.

ARTICLE 4

All known debts, liabilities, and obligations of the corporation have been paid and discharged.

ARTICLE 5

All remaining property and assets of the corporation have been distributed to its shareholders in accordance with their respective rights and privileges.

ARTICLE 6

There are no actions pending against the corporation in any court.

ARTICLE 7

These Articles of Dissolution shall be effective on: 08/21/2019

AUTHORIZER INFORMATION

Authorizer Signature : Hasana Stanberry

Authorizer Title : Officer