SUNTRUST BANK
2015 CIDI RESOLUTION PLAN

Public Section

December 28, 2015

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Public Section

PUBLIC SECTION

Introduction

Section 165(d) of the Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act") requires bank holding companies with $50 billion or more in total assets to periodically submit to the Board of Governors of the Federal Reserve System ("Federal Reserve Board") and Federal Deposit Insurance Corporation ("FDIC") a plan for the bank holding companies' rapid and orderly resolution in the event of material distress or failure. The Federal Reserve Board and FDIC subsequently jointly adopted a final rule implementing this provision of the Dodd-Frank Act (Federal Reserve Regulation QQ, Part 381 of the FDIC regulations, the "DFA Rule").[1] Separately, the FDIC's final rule requires insured depository institutions ("IDIs") with $50 billion or more in total assets to periodically submit to the FDIC a plan ("Covered Insured Depository Institution ('CIDI') Resolution Plan") for the institutions' resolution (Part 360 of the FDIC regulations, the "CIDI Rule").[2]

SunTrust Bank ("STB"), STI's wholly-owned IDI, is subject to the CIDI Rule because its total assets exceed $50 billion.

SunTrust[3] is a diversified financial services holding company with businesses that provide a broad range of financial services to consumer, business, and corporate and institutional clients. Through STB, SunTrust offers deposit, credit, trust, and investment services. Additional subsidiaries provide mortgage banking, asset management, securities brokerage, equipment leasing, capital markets, and investment banking services. Within its retail, commercial, and private wealth businesses, STB operates primarily within the Southeastern and Mid-Atlantic United States, most notably Florida, Georgia, Virginia, Tennessee, Maryland, North Carolina, South Carolina, and the District of Columbia (the "SunTrust footprint"). Within the SunTrust footprint, the company possesses strong market positions and provides clients with a wide selection of branch and 24-hour technology-based channels, including ATMs, call centers, and digital banking (Internet, mobile, tablet). Within its corporate and investment banking, commercial real estate, certain consumer lending, and mortgage businesses, SunTrust has a more national presence. The SunTrust client base encompasses a broad range of individuals, businesses, corporations, institutions, and government agencies. SunTrust has three primary Business Segments:

- Consumer Banking and Private Wealth Management
- Wholesale Banking
- Mortgage Banking

Over recent years, SunTrust has made a concerted effort to diversify its business mix, enhance its focus on executional excellence and Risk Management, as well as materially de-risk its balance sheet, which has led to a lower risk profile and improved asset quality. A ratings upgrade from Fitch of SunTrust Banks, Inc.'s long-term Issuer Default Ratings ("IDRs") to 'A-' from 'BBB+' was supported by improving earnings, the company's balanced and diverse business mix, and good asset quality.[4]

Pursuant to the requirements of the DFA Rule, covered firms must construct a hypothetical scenario that leads to their insolvency. Such scenarios must impose a number of facts, conditions, and actions that are highly unlikely to actually occur and, in some instances, assume that federal regulators will not proceed with certain actions they are required by law to undertake. For example, the FDI Act (12 U.S. Code Chapter 16) requires that Federal bank regulators take specific actions under certain conditions. The requirements, however, instruct firms to develop scenarios where the banking regulators do not take such actions notwithstanding their legal obligations. The requirements also mandate the scenarios to include a number of suppositions that are not consistent with and/or directly contradictory to the internal SunTrust policies and contingency plans that would be used to respond to problems or deteriorating conditions. The requirements also mandate that the scenarios adopt highly contrived severely adverse macroeconomic stress conditions that far exceed any negative conditions that have been

[1] Federal Reserve Board and FDIC, Resolution Plans Required, 76 Fed. Reg. 67323 (Nov. 1, 2011).
[2] FDIC, Resolution Plans Required for Insured Depository Institutions with $50 billion or more in Total Assets, 77 Fed. Reg. 3075 (Jan. 23, 2012).
[3] The term "SunTrust" refers to the consolidated enterprise.
[4] FitchRatings.com (October 5, 2015).

experienced in recent economic history. Finally, the requirements demand scenarios to include the imposition of a fabricated, idiosyncratic event which results in the immediate failure of the covered entity. In total, the requirements impose facts, conditions, acts, and omissions that ignore the likely or prescribed response to any actual scenario, and thereby guarantee the certain failure of the covered institution.
SunTrust has constructed a hypothetical insolvency scenario solely for the purpose of developing the Resolution Plan required by the FDIC's regulations and related supervisory guidance. The Resolution Plan provides for the resolution of STB following a hypothetical, idiosyncratic shock that must result in the imminent failure of STI and STB. The SunTrust Plan illustrates the bank's successful endurance through all nine quarters of 2014 Dodd Frank Act Stress Test's ("DFAST")[5] severely adverse macroeconomic stress scenario before the incremental stress of a hypothetical idiosyncratic shock occurs. The United States financial system is assumed not to be experiencing a system-wide financial panic or other crisis incident at the time of the hypothetical shock. The Resolution Plan also addresses the resolution of STI, SunTrust Robinson Humphrey, Inc. ("STRH"), and SunTrust Mortgage ("STM") and evaluates strategies under the DFAST baseline and adverse macroeconomic scenarios in addition to the severely adverse scenario analyzed. The Resolution Plan demonstrates how SunTrust material entities could be resolved in a reasonable period of time, without the use of extraordinary government support, funds from the United States taxpayer, nor the use of Title II Orderly Liquidation Authority, and in a manner that substantially mitigates the risk that the failure of these material entities or core business lines would have a serious adverse effect on financial stability in the United States. Any actions or losses reflected in the Plan do not reflect a view of the actual risk characteristics of portfolios but rather represent a hypothetical scenario developed solely for purposes of creating a loss event large enough to render SunTrust insolvent for purposes of the CIDI Resolution Plan.

In addition, the SunTrust resolution strategies:

- Enable STB to be resolved at the least cost to the Deposit Insurance Fund.
- Ensure depositors have access to their insured deposits within one business day of the STB's failure.
- Maximize the net present value return from the sale or disposition of assets and minimize the amount of any loss realized by the creditors in the resolution of STB.
- Ensure the continuation of critical services of STB despite STB's failure.
- Facilitate STB's separability from the rest of SunTrust.
- Maintain public confidence in the United States banking system and minimize disruption to depositors and other stakeholders.
- Maximize return to claimants.

This Public Section summarizes the key elements of the Resolution Plan. Unless otherwise indicated, information in this Public Section is provided as of December 31, 2014.

[5] 2014 Supervisory Scenarios for Annual Stress Tests Required under the DFA Stress Testing Rules and the Capital Plan Rule (Nov. 1, 2013).

I. The Names of Material Entities

DFA and CIDI Rules require covered companies to identify material entities. Under the DFA Rule, a material entity is any subsidiary significant to the activities of a critical operation[6] or core business line of a covered company. Under the CIDI Rule, a material entity is any company significant to the activities of a critical service[7] or core business line. SunTrust identified the following material entities:

- **SunTrust Banks, Inc. ("STI")** is the top-tier legal entity in SunTrust's organizational structure. It is a bank holding company that has elected financial holding company status under the Bank Holding Company Act. Its shares are publicly-traded on the New York Stock Exchange. It is a material entity under the CIDI Rule and the covered company under the DFA Rule.

- **SunTrust Bank ("STB")** is a wholly-owned, indirect subsidiary of STI, is Georgia state-chartered and a state member bank of the Federal Reserve System. STB and its subsidiaries hold approximately 98% of SunTrust's total assets and employ over 94% of total SunTrust teammates. The vast majority of the material elements of the core business lines are contained within STB, as are the vast majority of the internally provided critical services. It is a material entity under the DFA Rule and the covered IDI under the CIDI Rule.

- **SunTrust Mortgage ("STM")** is a wholly-owned subsidiary of STB that originates, purchases, sells, and services mortgage loans. STM contains those material elements of the Mortgage Banking core business line and associated internally provided critical services that are not housed in STB. It is a material entity under both the DFA and CIDI Rules.

- **SunTrust Robinson Humphrey, Inc. ("STRH")** is a wholly-owned subsidiary of STI, with SunTrust Robinson Humphrey also being the trade name of the corporate and investment banking services of SunTrust Banks, Inc. It provides comprehensive capital raising and lending, deposit and treasury, strategic advisory, risk management, and investment solutions to serve the needs of corporate and institutional clients across the nation. STRH also offers debt and equity underwriting, trading, research and sales, loan syndications, municipal securities trading, and sales, and merger and acquisition advisory services. STRH is a material entity under both the DFA and CIDI Rules because it is integral to the Corporate and Investment Banking core business line.

II. Description of Core Business Lines

Under the DFA and CIDI Rules, core business lines are defined as those business lines, including associated operations, services, functions, and support that upon failure would result in a material loss of revenue, profit or franchise value. SunTrust identified the following five core business lines:

- **Retail Banking** provides banking, lending, and other financial services to retail and small business clients exclusively within the SunTrust footprint through an extensive network of traditional and in-store retail branches, ATMs, contact centers, and digital channels (Internet, mobile, and tablet). It also serves the Private Wealth Management business line and Wholesale Banking segment clients with its network of branches. The SunTrust retail footprint is entirely contained in the United States and is concentrated in high-density urban metropolitan markets across the Southeast and Mid-Atlantic. As of December 31, 2014, the branch network consisted of 1,445 full-service branches and 2,178 ATMs located in 11 states and the District of Columbia, including some in-store branches. Since 2008, client mindsets have shifted as consumers have grown more conservative and apprehensive about the financial services industry. Consumers are demanding greater transparency and customized service. The SunTrust Retail Banking

[6] Critical operations are those operations, including associated services, functions, and support, the failure or discontinuance of which, in the view of the covered company or as jointly directed by the Federal Reserve Board and the FDIC, would pose a threat to the financial stability of the United States. SunTrust has no critical operations.

[7] Critical services are those services and operations of the IDI, such as servicing information technology ("IT") support and operations, human resources and personnel that are necessary to continue the day-to-day operations of the IDI.

clients choose SunTrust because of teammates who listen to the clients' unique needs, help organize and prioritize financial objectives, and assist clients in planning for short and long term goals. Different life events or circumstances trigger different sets of client needs. Retail Banking has designed services offerings around these circumstances that will facilitate financial well-being for clients.[8]

- **Commercial and Business Banking** offers a comprehensive line of products and services, including deposit, treasury and cash management, lending, leasing, and access to capital markets and investment management solutions to businesses, institutions, not-for-profit organizations and government entities through geographically based units across the Southeast and Mid-Atlantic.

- **Mortgage Banking** offers residential mortgage products nationally through its retail, consumer direct, and correspondent channels. The Mortgage Banking business line services loans for itself, for STB, and for other investors, the majority of which are government-sponsored enterprises or government agencies. [9]

- **Private Wealth Management** provides wealth management services, including brokerage, trust, estate, financial planning, private banking, and family office and lending, through multiple channels to high and ultra-high net worth individuals and other targeted entities inside and outside the SunTrust footprint.

- **Corporate and Investment Banking** offers traditional banking products such as loans, deposits and treasury banking solutions. Other product offerings include syndicated lending, trading and various investment banking services to larger corporate and commercial middle markets clients of SunTrust on a national basis. Corporate and Investment Banking is organized around two businesses: Corporate Banking Group and Investment Banking Group. These businesses are differentiated by client needs with Investment Banking clients accessing the capital markets more frequently than Corporate Banking clients. The businesses are integrated and the products of each segment are utilized as needed and when required by clients.

[8] SunTrust 2015-2017 Strategic Plan
[9] STM began winding down the broker channel in mid to late 2013 and fully exited the broker channel in early 2014.

III. Consolidated Financial Information Regarding Assets, Liabilities, Capital and Major Funding

Information on the consolidated balance sheet and regulatory capital of STI and STB are presented below.

Table III-1 – Consolidated Balance Sheets

As of December 31, 2014
($ in millions)

Assets	STI Consolidated $ Amount	STB Consolidated $ Amount
Cash and due from banks	7,047	7,047
Federal funds sold and securities borrowed or purchased under agreements to resell	1,160	141
Interest-bearing deposits in other banks	22	1
Cash and cash equivalents	8,229	7,189
Trading assets and derivatives	6,202	4,283
Securities available for sale	26,770	25,998
Loans held for sale	3,232	3,124
Loans held for investment	133,112	133,212
Allowance for loan losses	(1,937)	(1,936)
Net loans	131,175	131,276
Premises and equipment	1,508	1,315
Goodwill	6,337	5,880
Other intangible assets	1,219	1,210
Other assets	5,656	5,406
Total assets	**190,328**	**185,681**

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014; Tables Manager 1 - Consolidated Balance Sheet EOM-Subsidiary Detail as of December 31, 2014; SunTrust Bank Call Report as of December 31, 2014

As of December 31, 2014
($ in millions)

Liabilities & Equity	STI Consolidated $ Amount	STB Consolidated $ Amount
Noninterest-bearing deposits	41,096	41,359
Interest-bearing deposits	98,138	100,549
Total consumer and wholesale deposits	139,234	141,908
Brokered time deposits	958	958
Foreign deposits	375	375
Total deposits	140,567	143,241
Funds purchased	1,276	1,276
Securities sold under agreements to repurchase	2,276	873
Other short-term borrowings	5,634	4,353
Subordinated notes and debentures	2,610	1,783
Other long-term debt	10,412	8,452
Trading liabilities	1,227	589
Other liabilities	3,321	2,395
Total liabilities	167,323	162,962
Total shareholders' equity	23,005	22,719
Total liabilities and shareholders' equity	**190,328**	**185,681**

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014; Tables Manager 1 - Consolidated Balance Sheet EOM-Subsidiary Detail as of December 31, 2014; SunTrust Bank Call Report as of December 31, 2014

The following table depicts Basel I calculations of regulatory capital ratios for SunTrust and STB, consolidated with their subsidiaries.

Table III-2 – Regulatory Capital Summary
As of December 31, 2014

Capital Ratios	STI Consolidated	STB Consolidated
Tier 1 capital	10.80%	10.67%
Total capital	12.51%	12.29%
Tier 1 leverage	9.64%	9.57%

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014

The following table depicts Basel I calculations of SunTrust Tier 1 common equity, risk-weighted assets ("RWA"), and Tier 1 common equity ratio.

Table III-3 - SunTrust Regulatory Capital - Basel I

As of December 31, 2014
($ in billions)

STI Consolidated Tier 1 Common Equity under Basel I	
Tier 1 Capital	$17.6
Less:	
Qualifying trust preferred securities	$0.6
Preferred stock	$1.2
Allowable minority interest	$0.1
Tier 1 common equity	$15.6
Total risk-weighted assets	$162.5
Tier 1 common equity ratio	9.60%

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014

The following table depicts the Basel III calculations of SunTrust common equity Tier 1, RWA, and common equity Tier 1 ratio. These calculations were based on an interpretation by SunTrust of final Basel III rule issued by the Federal Reserve Board in October 2013.

Table III-4 - SunTrust Regulatory Capital - Final Basel III

As of December 31, 2014
($ in billions)

STI Consolidated Estimated Tier 1 Common Equity under Final Basel III	
Tier 1 common equity under Basel I	$15.6
Adjustments from Basel I to Basel III	$0.0
CET 1 capital under Basel III [a]	$15.6
Risk-weighted assets - Basel I	$162.5
Adjustments from Basel I to Basel III	($1.7)
Risk-weighted assets - Basel III [a]	$160.8
Common equity tier 1 ratio - Basel III [a]	9.69%

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014

[a] The Basel III calculations of CET 1, RWA, and the common equity Tier 1 ratio are based upon a current interpretation by SunTrust of the final Basel III rules published by the Federal Reserve during October 2013, on a fully phased in basis.

For additional financial information on SunTrust, refer to annual, quarterly, and current reports filed with the SEC and available at www.sec.gov.

STB is the most significant source of funding for SunTrust. STB is funded primarily by core client deposits, with secondary sources of funding from Federal Home Loan Bank advances, and senior and subordinated debt issuances.

Table III-5 – Average Balance of Funding Sources

2014 and 2013
($ in millions)

STI Consolidated Funding Sources	Average Balance 2014	Average Balance 2013
Interest-bearing deposits		
Negotiable order of withdrawal accounts	28,879	26,083
Money market accounts	44,813	42,655
Savings	6,076	5,740
Consumer time deposits	7,539	9,018
Other time deposits	4,294	4,937
Brokered time deposits	1,584	2,030
Foreign deposits	146	35
Total interest-bearing deposits	**93,331**	**90,498**
Funds purchased	931	639
Securities sold under agreements to repurchase	2,202	1,857
Interest-bearing trading liabilities	806	705
Other short-term borrowings	6,135	4,953
Long-term debt	12,359	9,872
Total interest-bearing liabilities	115,764	108,524
Noninterest-bearing deposits	40,411	38,643
Total funding sources	156,175	147,167

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014

IV. Description of Derivative Activities and Hedging Activities

SunTrust uses various derivative financial instruments, both in a dealer capacity to facilitate client transactions and for risk management purposes. SunTrust generally manages the risk associated with these derivatives within the framework of its value-at-risk approach that monitors the risk associated with covered positions' exposures. Derivatives are used as a risk management tool to hedge SunTrust's balance sheet exposure to changes in identified cash flow and fair value risks, either economically or in accordance with hedge accounting provisions. SunTrust's Corporate Treasury function is responsible for employing various hedging strategies to manage these objectives. Additionally, as a normal part of its operations, SunTrust enters into interest rate lock commitments ("IRLCs") on mortgage loans that are accounted for as freestanding derivatives and has certain contracts containing embedded derivatives that are carried, in their entirety, at fair value.

The following tables present SunTrust's derivative positions as of December 31, 2014.

Table IV-1 – Derivatives Assets and Liabilities
As of December 31, 2014
($ in millions)

STI Consolidated				
	Asset Derivatives		Liability Derivatives	
Derivatives Assets and Liabilities	**Notional Amount**	**Fair Value**	**Notional Amount**	**Fair Value**
Derivatives designated in cash flow hedging relationships				
Interest rate contracts hedging floating rate loans	18,150	208	2,850	8
Derivatives designated in fair value hedging relationships				
Interest rate contracts covering fixed rate debt	2,700	30	2,600	1
Interest rate contracts covering brokered CDs	30	0	0	0
Total	20,880	238	5,450	9
Derivatives not designated as hedging instruments				
Interest rate contracts				
Fixed rate debt	0	0	60	6
MSRs	5,172	163	8,807	30
LHFS, IRLCs [a]	1,840	4	4,923	23
Trading activity [b]	61,049	2,405	61,005	2,219
Foreign exchange rate contracts covering Trading activity	2,429	104	2,414	100
Credit contracts covering				
Loans	0	0	392	5
Trading activity [c]	2,282	20	2,452	20
Equity contracts - Trading activity	21,875	2,809	28,128	3,090
Other contracts				
IRLCs and other [d]	2,231	25	139	5
Trading activity	381	71	374	70
Total	97,259	5,601	108,694	5,568
Total derivatives [e]	118,139	5,839	114,144	5,577

Source(s): SunTrust Banks, Inc. 10-K as of December 31, 2014

[a] Amounts include $791 million of notional amounts related to interest rate futures. These futures contracts settle in cash daily, one day in arrears. The derivative asset or liability associated with the one day lag is included in the fair value column of this table.
[b] Amounts include $10.3 billion and $563 million of notional related to interest rate futures and equity futures, respectively. These futures contracts settle in cash daily, one day in arrears. The derivative assets/liabilities associated with the one day lag are included in the fair value column of this table.
[c] Asset and liability amounts include $4 million of notional from purchased and written credit risk participation agreements, respectively, whose notional is calculated as the notional of the derivative participated adjusted by the relevant RWA conversion factor.
[d] Includes a notional amount that is based on the number of Visa Class B shares, 3.2 million, the conversion ratio from Class B shares to Class A shares, and the Class A share price at the derivative inception date of May 28, 2009. This derivative was established upon the sale of Class B shares in the second quarter of 2009 as discussed in Note 16 of the SunTrust 10-K, “Guarantees.” The fair value of the derivative liability, which relates to a notional amount of $49 million, is immaterial and is recognized in trading assets and derivatives in the Consolidated Balance Sheets.
[e] Does not include the effects of netting

V. Memberships in Material Payment, Clearing, and Settlement Systems

The following table identifies the memberships of SunTrust legal entities in material payment, clearing, and settlement systems.

<u>Table V-1 – Memberships in Material Payment, Clearing, and Settlement Systems</u>

As of December 31, 2014

System	Legal Entity with Membership	Legal Entity Guaranteeing Membership	Legal Entities Using System	Business Lines Supported by System
Payment Utilities Direct Participation				
Electronic Payments Network (The Clearing House)	STB	None	STB, STM	All
FedACH	STB	None	STB, STM	All
FedWire	STB	None	STI, STB, STM, STRH	All
SWIFT	STB	None	STI, STB, STM, STRH	All
Viewpointe [(a)]	STI	None	STB, STM	All
Clearinghouses Direct Participation				
DTCC (2095)	STRH	None	STRH	CIB
DTCC (2114)	STB	None	STB	All
NSCC	STRH	None	STRH	CIB
Settlement Utilities Direct Participation				
Viewpointe [(a)]	STI	None	STB, STM	All
FRBCheck via Viewpointe[(a)]	STI	None	STB, STM	All
NSCC	STRH	None	STRH	CIB
Securities Depositories Direct Access				
DTC	STRH	None	STRH	CIB
NSCC	STRH	None	STRH	CIB
FedLine	STB	None	STB	All
Government Agencies Direct Access				
FHA	STM	None	STM	MTG
FHLMC	STM	None	STM	MTG
FNMA	STM	None	STM	MTG
GNMA	STM	None	STM	MTG
Other Systems Direct Participation				
MasterCard (debit and credit)	STB	None	STB	All
Visa (gift and prepaid)	STB	None	STB	All
STAR (ATM)	STB	None	STB	All
Cirrus (ATM)	STB	None	STB	All
PLUS (ATM)	STB	None	STB	All
NYCE (ATM)	STB	None	STB	All
Interlink (POS)	STB	None	STB	All
Payment (Trade Settlement) Utilities Through an Affiliate				
SunTrust Funds Transfer System via Online Cash Manager system ("OCM") (FedWire and SWIFT)	STB	None	STRH	CIB
SunTrust Treasury Management (ACH) for FX & Fixed Income via Online Treasury Manager (OTM)	STB	None	STRH STB	CIB

Source(s): Interviews with Line of Business and Function Subject Matter Experts

[(a)] STB connects to FRBCheck indirectly through Viewpointe via a connection owned by STI, but as an affiliate can be used by STB.
Note: CIB = Corporate and Investment Banking; MTG = Mortgage Banking; NSCC = National Securities Clearing Corporation

VI. Description of Foreign Operations

SunTrust does not have material foreign banking operations.

VII. Identities of Material Supervisory Authorities

As a bank holding company, STI is supervised on a fully consolidated basis by the Federal Reserve Board. The Federal Reserve Bank of Atlanta supports the Federal Reserve Board in the fulfillment of its supervision and regulation of STI under delegated authority. STB is a member of the Federal Reserve System and regulated by the Federal Reserve Board, Federal Reserve Bank of Atlanta, FDIC, and Georgia Department of Banking and Finance. Some of STI's nonbank subsidiaries are regulated and supervised by various other regulatory bodies, including, but not limited to, the Securities and Exchange Commission, Commodity Futures Trading Commission, Financial Industry Regulatory Authority, National Futures Association, and state insurance authorities.

VIII. Identities of Principal Officers

STI's and STB's principal officers are the same and are identified below.

Table VIII-1 – Principal Officers in Alphabetical Order

As of December 31, 2014

Principal Officer	Title
Kenneth J. Carrig	Corporate Executive Vice President, Chief Human Resources Officer
Mark A. Chancy	Corporate Executive Vice President, Wholesale Banking Executive
Anil T. Cheriyan	Corporate Executive Vice President, Chief Information Officer
Brad R. Dinsmore	Corporate Executive Vice President, Consumer Banking and Private Wealth Management Executive
Raymond D. Fortin	Corporate Executive Vice President, General Counsel and Corporate Secretary
Thomas E. Freeman	Corporate Executive Vice President, Chief Risk Officer
Aleem Gillani	Corporate Executive Vice President, Chief Financial Officer
Susan Johnson	Corporate Executive Vice President, Chief Marketing and Client Experience Officer
Jerome T. Lienhard, II	Corporate Executive Vice President, Mortgage Banking Executive President and Chief Executive Officer of SunTrust Mortgage, Inc.
William H. Rogers, Jr.	Chairman and Chief Executive Officer

Source: SunTrust Organizational Chart as of December 31, 2014

Note: The Role of Chief Risk Officer is fulfilled by Jerome Lienhard as of November 1st, 2015.

IX. Description of the Corporate Governance Structure and Processes Related to Resolution

SunTrust has implemented a governance framework for development, review, and approval of its Resolution Plan and for ongoing monitoring of resolution planning matters. As required under the DFA and CIDI Rules, on November 10, 2015, the Resolution Plan was approved by both the STI and STB Boards of Directors pursuant to a process that involved active, informed participation across SunTrust's lines of business and support functions.

SunTrust recognizes the importance of integration of resolution planning to its strategic and business-as-usual activities and therefore, maintains a sustainable governance structure. The governance framework for the development, review, and approval of this Resolution Plan and for ongoing monitoring of resolution planning matters is executed on an annual basis.

Full-time SunTrust resources have been and continue to be devoted to resolution planning activities. SunTrust has created a Capital Adequacy and Resolution ("CAR") team to coordinate the development, review, and approvals related to the Resolution Plan and conduct ongoing monitoring and related maintenance. CAR operates as a unit within SunTrust's Corporate Finance function and is the central point of control with respect to the resolution planning governance structure. CAR collaborated with key executives to create teams specific to resolution planning, as well as to engage existing ones. Together, these teams engage in the development, review, approval, and maintenance activities throughout the year that sustain and support the Resolution Plan.

CAR works with a Core Leadership Team ("CLT") comprised of executive leaders from Corporate Strategy, Corporate Treasury, Corporate Functions Services, Enterprise Information Services ("EIS"), and other stakeholders from key corporate functions, to gather and synthesize information for inclusion in the Resolution Plan. CAR and the CLT conduct regular meetings during the Resolution Plan's critical formative and approval stages, where methodologies, key analyses, and impactful conclusions are discussed.

Further, CAR and the CLT frequently meet with and report to an Executive Strategy Team ("EST") during the course of the Resolution Plan's development to conduct reviews and determine executive approvals. The EST is comprised of select executive team members who together provide oversight and set direction. The EST and the Corporate Risk Committee ("CRC") monitor resolution planning progress throughout the year. The engagement of the EST's select executive team members and the CRC is designed to promote transparency and communication of resolution planning considerations across SunTrust existing governance structures.

The SunTrust Board Risk Committee oversees Resolution Plan development through updates several times a year, where key aspects of the Resolution Plan are presented and discussed. Both STI's and STB's Boards of Directors are required to confirm and approve the final Resolution Plan.

In addition to the oversight and approval processes noted above, the resolution planning process incorporates layers of internal controls to ensure the accuracy and relevance of information included in the Resolution Plan. Resolution Plan sections are reviewed in detail by relevant members of business and corporate function management.

X. Description of Material Management Information Systems

SunTrust EIS provides technology and operations services in support of SunTrust's clients and teammates. EIS is responsible for developing and operating technology services, and managing technology outsourcing to third-party vendors. EIS reports to the Chief Information Officer of SunTrust. EIS, in conjunction with the business lines, maintains management information systems that support business activities, branch banking, lending operations, accounting, finance, risk, and compliance management. Two primary deposit application systems house savings and checking accounts, as well as certificates of deposit and individual retirement accounts. SunTrust also utilizes management information systems to produce management and regulatory reports, as well as some information underlying the Resolution Plan.

EIS employs an operating model where major technology services are paired with business units to deliver and support critical applications and systems. The primary IT data center for SunTrust supports back-end operations, hosts the majority of in-house and vendor-licensed applications, and serves as a gateway to vendor-hosted applications. SunTrust maintains a related separate backup data center for disaster recovery.

A Business Continuity/Disaster Recovery program was created to enable SunTrust to resume normal business operations, minimize financial losses, continue financial and risk reporting within established parameters, and serve clients in the event of disaster. SunTrust also has a process to identify applications and systems critical in resolution.

XI. High-level Description of Resolution Strategy

SunTrust has constructed the hypothetical insolvency scenario for the purpose of developing the Resolution Pan required by the FDIC's regulations and related supervisory guidance. The Resolution Plan provides for the resolution of STI and STB following a hypothetical, idiosyncratic shock that must result in the imminent failure of STI and STB. The SunTrust Plan illustrates SunTrust's successful endurance through all nine quarters of DFAST severely adverse stress scenario before the incremental stress of a hypothetical idiosyncratic shock occurs. SunTrust is required to disregard internal policies and contingency plans and assume that STI and STB would refrain from taking mitigating actions to prevent failure. Similarly, in the resolution planning requirements, the normal prompt and corrective actions of the FDIC that would be expected to occur during any runway to failure according to the legal obligations of the Federal Deposit Insurance Act (12 U.S. Code § 1831o) are precluded. The United States financial system is assumed not to be experiencing a system-wide financial panic or other crisis incident at the time of the hypothetical shock.

In the event of failure, STB would be subject to FDIC receivership under the Federal Deposit Insurance Act. The Plan addresses the resolution of STB, its subsidiary STM, and the resolution of STI and its subsidiary STRH. The Plan contemplates a number of sale and disposition options, comparing alternatives in an effort to maximize value for the receivership, minimize any cost to the Deposit Insurance Fund, and provide access to deposits within one business day as required by the CIDI rulemaking. These options include, but are not limited to, the sale of STB in its entirety together with STM to a third-party purchaser pursuant to a purchase and assumption agreement, the selling of material assets and the creation of a smaller, attractive new bank ("NewBank") to be sold through an initial public offering, and the liquidation of all STB assets. Given STI's dependency on STB, STI would file a voluntary Chapter 11 bankruptcy petition as soon as practicable following a hypothetical scenario of STB's failure, and STI would likely proceed with a liquidation of its remaining individual assets. STRH would be wound down. These strategies are designed to ensure the rapid and orderly resolution of SunTrust pursuant to an effective and feasible plan. The Resolution Plan evaluates these strategies under the DFAST baseline and adverse macroeconomic scenarios in addition to the severely adverse scenario analyzed and demonstrates how, in all such economic conditions, SunTrust material entities could be resolved in a reasonable period of time without the use of extraordinary government support, funds from the United States taxpayer, or the use of Title II Orderly Liquidation Authority, and in a manner that substantially mitigates the risk that the failure of these material entities or core business lines would have a serious adverse effect on financial stability in the United States.

Any actions or losses reflected in the Plan do not reflect a view of the actual risk characteristics of portfolios but rather represent a hypothetical scenario developed solely for purposes of creating a loss event large enough to render SunTrust insolvent for purposes of the CIDI Resolution Plan.