SUNTRUST BANKS, INC. 2015
165(d) RESOLUTION PLAN

Public Section

December 28, 2015

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Public Section

(a) 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 or FRB”) 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”). The DFA Rule requires a strategic analysis by the covered company of how it can be resolved under Title 11 of the U.S. Code (the ‘‘Bankruptcy Code’’) in a way that would not pose systemic risk to the financial system. 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”).

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.[1]

Pursuant to the requirements of the DFA Rule, covered firms must construct a hypothetical scenario that leads to their insolvency. The scenario must include the imposition of a fabricated, idiosyncratic event which results in the immediate failure of the covered entity. Such scenario 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 CIDI Rule also requires 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. Additionally, the Rule also mandates that the scenarios adopt highly contrived severely adverse macroeconomic stress conditions that far exceed any negative conditions that have been experienced in recent economic history. In total, the Rule imposes 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.

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

(1) Names of material entities

The Dodd-Frank Act ("DFA") and Covered Insured Depository Institution ("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[2] or core business line of a covered company. SunTrust identified the following material entities:

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[1] FitchRatings.com (October 5, 2015).
[2] 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 Federal Deposit Insurance Corporation ("FDIC"), would pose a threat to the financial stability of the United States. SunTrust has no critical operations.

- **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 Insured Depository Institution ("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 STI. 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 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.

(2) 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 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.[3]

- **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.

[3] SunTrust 2015-2017 Strategic Plan

- **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. [4]

- **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.

(3) Consolidated or segment financial information regarding assets, liabilities, capital and major funding sources

The consolidated balance sheet and regulatory capital of STI and STB are presented below.

[4] STM began winding down the broker channel in mid to late 2013 and fully exited the broker channel in early 2014.

Table a.3-1 - Consolidated Balance Sheets of SunTrust Banks, Inc. and SunTrust Bank

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 STI and STB, consolidated with their subsidiaries.

Table a.3-2 - 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 a.3-3 - 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 the SunTrust interpretation of final Basel III rule issued by the Federal Reserve Board in October 2013.

Table a.3-4 - 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 the SunTrust current interpretation 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 Securities and Exchange Commission and available at www.sec.gov.

STB is the most significant source of funding for STI. 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 a.3-5 - 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

(4) 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.

Table a.4-1 presents SunTrust's derivative positions as of December 31, 2014.

Table a.4-1 - 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.

Note: CD = Certificate of Deposit; IRLC = Interest Rate Lock Commitments; LFHS = Loans Held for Sale; MSR = Mortgage Servicing Rights

(5) List of 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.

Table a.5-1 - Memberships in Material Payment, Clearing, and Settlement Systems

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				
Depository Trust and Clearing Corporation (2095)	STRH	None	STRH	CIB
Depository Trust and Clearing Corporation (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

System	Legal Entity with Membership	Legal Entity Guaranteeing Membership	Legal Entities Using System	Business Lines Supported by System
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 (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: ACH = Automated Clearing House; CIB = Corporate and Investment Banking; FHA = Federal Housing Administration; FHLMC = Freddie Mac; FNMA = Fannie Mae; FX = Foreign Exchange; GNMA = Ginnie Mae; MTG = Mortgage Banking; NSCC = National Securities Clearing Corporation.

(6) Description of foreign operations

SunTrust does not have material foreign banking operations.

(7) Identification 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.

(8) Identification of the principal officers

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

Table a.8-1 - 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

(9) Description of the corporate governance structure and processes related to resolution planning

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.

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.

(10) 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 information technology 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 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.

(11) Description, at a high level, of the covered company’s resolution strategy, covering such items as the range of potential purchasers of the covered company, its material entities and core business lines

SunTrust has constructed the hypothetical insolvency scenario for the purpose of developing the Resolution Plan required by the joint rulemaking of the FRB and FDIC in section 165(d) of the Dodd-Frank Act. 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 the Bank's successful endurance through all nine quarters of Dodd-Frank Act Stress Test ("DFAST") severely adverse macroeconomic 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.

Under the hypothetical insolvency scenario, factors that would influence potential purchasers of STI include buyer size, strategic intent, capabilities, geography, and business model compatibility. The most likely potential purchasers of STI would be those with either publicly expressed interest in expanding in the STI footprint or those who had demonstrated interest/intent by doing bank or other acquisitions in the STI footprint. Those with current footprints that overlap with STI would likely have good cost synergies, which could increase the price realized through resolution. Other possible buyers would include larger banks that have expressed the desire to either enter the United States or expand their United States footprints. SunTrust identified four U.S. banks and three foreign banks as the most likely to fit the criteria above.

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.

The actions of SunTrust and any losses reflected in the Plan do not reflect a SunTrust view of the actual risk characteristics of its portfolios but rather represent a hypothetical scenario developed solely for purposes of creating a loss event large enough to render STB insolvent for purposes of the 165(d) Tailored Resolution Plan for SunTrust.