(December 2017) Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-0123

Parial Reporting Is	suer				
1 Issuer's name		2 Issuer's employer identification number (EIN)			
Tarint Financial Composition	IEINIA DE ST. Como	56-0939887			
Truist Financial Corporation (f/k/a BB&T Corporat 3 Name of contact for additional information 4			e No. of contact	5 Email address of contact	
Investor Relations		(336) 747-9795		rstaylor@bbandt.com	
6 Number and street (or P.C	D. box if mail is not	delivered to street address) of contact		7 City, town, or post office, state, and ZIP code of contact	
200 S. College Street, Floor	11			Charlotte, NC 28202	
8 Date of action		9 Classification and description			
				S. Cat. A. S. Cat. Brown Cont.	
December 6, 2019 10 CUSIP number	11 Serial number(s		ization pursuant to Section 368(a 12 Ticker symbol	13 Account number(s)	
10 COSIP number	11 Senai number(s	·)	12 Hokel Symbol	Account number(c)	
867914BP7 / 89832QAC3	N/A		N/A	N/A	
Parall Organization		h additional	statements if needed. See ba	The second secon	ions.
			date of the action or the date aga		
the action ▶ See attac					
Name and the second					The state of the s
		·			
46 0 11 11 11 11 11 11		nimation of oot	tion on the basis of the security in t	the hands of a LLS taynayar as ar	adjustment per
15 Describe the quantitative share or as a percentage				the hands of a 0.0. taxpayor as a	radjustment per
	·				-
	ana ya ya sana sa sana sa				

16 Describe the calculation	of the change in b	asis and the	data that supports the calculation,	such as the market values of secu	urities and the
valuation dates ▶ See a					

	######################################				ANTICOTES CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR C
			and the second s	ot No. 277E2D	Form 8937 (12-2017)

Form 893	37 (12-2	017)			Page Z
Part		Organizational Action (continued)			
HEIRS		or Amineralian in Aminer (Courtinged)			
			N	otmont is he-sal h	Can attachmant
17 Li	st the a	applicable Internal Revenue Code section(s) and subsection(s) upon which the tax tre	eatment is based >	See attachment.
-				ennyk-jagannajanjanjanyan anakamin manaminin ini ini ini ini ini ini ini ini in	
					- Control of the second

					$-\frac{1}{2} \left(\frac{1}{2} \right) $
1					
				And the second s	2000 - 10
Vannumentinistisis					
18 C	an any	resulting loss be recognized? ▶ See atta			
	-				
-					

19 P	rovide	any other information necessary to implem	nent the adjustment, such as the reportable	e tax year ▶ <u>See at</u> l	achment.

				, y	
***************************************			.,		
					VMODAN Committee and any and programment community and any production of the complete of the community and any any and any and any and any and any and any any and any and any and any and any any and any any and any any any any and any any any and any any any and any any any any any and any any any any and any any any and any any and any any any any and any any any any any any any and any any any and any any and any any and any any any and any any any any and any any any and any any any any and any any any and any any and any any any and any any any and any any any and any any and any any any any and any any any and any any any and any any any and any any any and any any any and any and any any and any and any any any and any any any any and any any any and any any any and any any any and any any any any any and any
www.comess.com	т				and to the heat of my knowledge and
	Unde	r penalties of perjury, I declare that I have exam f, it is true, correct, and complete. Declaration of	nined this return, including accompanying sched	ules and statements,	and to the best of my knowledge and
	peliel	r, it is true, correct, and complete. Declaration of	preparer (other than officer) is based on an infor-	liation of which propal	or has any knowledge.
Sign		1/		,/,	10/900
Here	1	· · · · · · · · · · · · · · · · · · ·	•	Data b	31 6472 A
8 80 8 0	Signa	ature ▶ <u> </u>	<u>La companya de la companya dela companya dela companya dela companya de la compa</u>	Date ▶ ///	1-000
		/		£	
	Print	your name ▶ Terry Vacheron		Title ▶ Corporate	Tax Director
100 " -		Print/Type preparer's name	Preparer's signature	Data	Check if PTIN
Paid		The brokers of trains			self-employed
Prep	arer			L	
Use		Firm's name ▶			Firm's EIN ▶
40C /	willy.	Firm's address ▶			Phone no.
0	Cormo Oc	337 (including accompanying statements) to	or Department of the Treasury Internal Po		COLUMN TO SERVICE DE LA COMPANSION DE LA
Send F	orm 89	os i (including accompanying statements) t	o. Department of the Treasury, internal her	renue Service, Ogu	OII, OT OTEO FOODT

Page 2

TRUIST FINANCIAL CORPORATION (F/K/A BB&T CORPORATION AND SUCCESSOR TO SUNTRUST BANKS, INC.) EIN: 56-0939887 ATTACHMENT TO FORM 8937

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the "Code"), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations related to the effects of the Merger (as defined below). The information contained herein does not constitute tax advice and does not purport to be complete or describe the tax consequences that may apply to particular persons or categories of persons. SunTrust shareholders are encouraged to consult their independent tax advisors regarding the particular consequences of the Merger to them (including the applicability and effect of all federal, state, local and non-U.S. laws) and should carefully read the joint proxy statement/prospectus (the "Proxy Statement"), dated June 19, 2019, and filed with the Securities and Exchange Commission, noting especially the discussion under the heading "MATERIAL U.S. FEDERAL INCOME TAX CONSEQUENCES OF THE MERGER." The information provided herein is subject to such discussion in all respects. The Proxy Statement may be accessed at www.sec.gov.

Part II, Item 14

On December 6, 2019, pursuant to the terms and conditions of the Agreement and Plan of Merger dated as of February 7, 2019, and amended as of June 14, 2019 (the "Agreement"), by and between SunTrust Banks, Inc., a Georgia corporation ("SunTrust"), and BB&T Corporation, a North Carolina corporation ("BB&T"), SunTrust merged with and into BB&T, with BB&T surviving (the "Merger"). Also in connection with the Merger, BB&T changed its name from "BB&T Corporation" to "Truist Financial Corporation" and changed its ticker symbol to "TFC".

As a result of the Merger, each share of Perpetual Preferred Stock, Series H, no par value of SunTrust issued and outstanding immediately prior to the effective time of the Merger, other than dissenting shares ("SunTrust Series H Preferred Stock") was converted into the right to receive one share of a newly created series of preferred stock of BB&T having substantially the same terms (taking into account that SunTrust will not be the surviving entity in the Merger) as the SunTrust Series H Preferred Stock (all shares of such newly created series, collectively, the "BB&T Series M Preferred Stock") pursuant to the terms of the Agreement.

In addition, at the effective time of the Merger, each outstanding SunTrust depositary share representing a 1/100th interest in a share of SunTrust Series H Preferred Stock (other than in respect of dissenting shares of such stock) was converted into a BB&T depositary share representing a 1/100th interest in a share of BB&T Series M Preferred Stock.

Part II, Item 15

The Merger was intended to qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"). Assuming the Merger qualifies as a "reorganization" within the meaning of Section 368(a) of the Code, the aggregate tax basis of the shares of BB&T Series M Preferred Stock received pursuant to the Merger will be the same as the aggregate tax basis of the shares of SunTrust Series H Preferred Stock surrendered in exchange therefor, and the holding period of the BB&T Series M Preferred Stock received pursuant to Merger will include the holding period of the shares of SunTrust Series H Preferred Stock surrendered in exchange therefor.

Part II, Item 16

Please see Part II, Item 15 above for a general description of a shareholder's basis calculation.

Part II, Item 17

Tax consequences to surrendering shareholders of SunTrust Series H Preferred Stock are determined under Sections 354, 356, and 358 of the Code.

Part II, Item 18

If the Merger qualifies as a "reorganization" within the meaning of Section 368(a) of the Code, SunTrust shareholders generally will not recognize any loss as a result of having received BB&T Series M Preferred Stock pursuant to the Merger.

Part II, Item 19

Any adjustment to the tax basis of securities resulting from the Merger is reportable in the tax year that includes December 6, 2019. For calendar year taxpayers, the reportable tax year is 2019.