

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA

TRULIANT FEDERAL CREDIT UNION,

Plaintiff,

v.

SUNTRUST BANKS, INC. and
BB&T CORPORATION.

Defendants.

Civil Action No.: 19-CV-601

COMPLAINT

JURY TRIAL DEMANDED

The Plaintiff, Truliant Federal Credit Union (“Truliant”), by its attorneys, as and for its Complaint against the Defendants SunTrust Banks, Inc. (“SunTrust”) and BB&T Corporation (“BB&T”) (SunTrust and BB&T are hereinafter collectively referred to as “Defendants”), alleges the following:

PARTIES

1. Truliant is a federally chartered credit union having its principal place of business in Winston-Salem, North Carolina.
2. SunTrust Trust is a corporation duly organized and existing under the laws of the State of Georgia, having its principal place of business in Atlanta, Georgia.
3. BB&T is a corporation duly organized and existing under the laws of the State of North Carolina, having its principal place of business in Winston-Salem, North Carolina.

JURISDICTION AND VENUE

4. This is a civil action for trademark infringement, false designation of origin, and unfair competition arising under the Trademark Act of 1946 (the “Lanham Act”), as amended 15 U.S.C. § 1051 *et seq.* This court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §§ 1331 and 1338(a), and 15 U.S.C. § 1121 in that this action arises in part under 15 U.S.C. § 1125. This Court has jurisdiction over Truliant’s state law claims under 28 U.S.C. § 1338(b) and the doctrine of supplemental jurisdiction because these claims are joined with substantial and related claims under federal trademark law.

5. This court has personal jurisdiction over Defendants based on their systematic and continuous contacts with the Middle District of North Carolina, and pursuant to the underlying due process principles of the United States Constitution.

6. Defendants have caused and are causing injury within this district by causing confusion in the marketplace through their infringing conduct as alleged herein.

7. Venue is proper in the Middle District of North Carolina pursuant to 28 U.S.C. § 1391(b) and (c).

FACTS COMMON TO ALL CLAIMS FOR RELIEF

Truliant’s TRULIANT Mark and Portfolio of TRU Marks

8. Truliant, has been providing, among other things, credit union services, automobile loan and lease services, mortgage services, financial planning services, investment brokerage services, and insurance services (collectively, the “Truliant

Services”) in connection with the trademark TRULIANT (the “TRULIANT Mark”) since at least June 1999.

9. Truliant is the owner of U.S. Trademark Registration No. 2,437,545 for the TRULIANT Mark (the “TRULIANT Registration”), a true and correct copy of which is attached hereto as Exhibit A.

10. The TRULIANT Registration was placed on the Principal Register of the United States Patent and Trademark office on March 20, 2001, and is valid and existing, incontestable, unrevoked, and uncanceled.

11. Truliant’s incontestable registration for TRULIANT provides conclusive evidence of Truliant’s exclusive right to use its TRULIANT Mark in commerce pursuant to 15 U.S.C. § 1115(b), and it also provides nationwide constructive notice of Truliant’s exclusive rights pursuant to 15 U.S.C. § 1072.

12. Truliant has enjoyed continuous and substantially exclusive use of its TRULIANT Mark for its services since June of 1999.

13. Truliant has also been providing its Truliant Services in connection with a number of trademarks with the prefix “TRU,” as a play on its TRULIANT Mark, including: TRULIANCES since at least as early as April 2001, the federal registration for which is attached as Exhibit B; TRU-FINANCIAL CHECKUP since at least as early as April 2006, as shown in Exhibit C; TRU2GO since at least as early as May 2015, as shown in Exhibit D; TRUISM since at least as early as January 2019, as shown in Exhibit E; TRUCERATOPS since at least as early as June 2018, as shown in Exhibit F;

TRUGUIDANCE since at least as early as 2018, as shown in Exhibit G; TRULY DIFFERENT., TRULY CARING., TRULY REFRESHING., TRULY HELPFUL., TRULY PERSONAL., and TRULY AFFORDABLE., each since at least as early as 2017, as shown in Exhibit H; and #TRUCOMMUNITY since at least as early as 2017, as shown in Exhibit I. The foregoing trademarks are hereinafter collectively referred to as the “TRU Marks.”

14. Truliant’s advertisement and sale of its Truliant Services in connection with its TRULIANT Mark and the TRU Marks have been considerable.

15. Based upon the continuous and substantially exclusive use of the TRULIANT Mark, and as a consequence of the extensive advertising, promotion, and sale of services under the TRULIANT Mark, the TRULIANT Mark has become exceedingly strong and is distinctive of Truliant’s services in the minds of the consuming public. The public recognizes the TRULIANT Mark as representing the quality and value of the Truliant Services, identifying the Truliant Services as coming from a single source, and distinguishing the Truliant Services from services provided by other sources.

Defendants’ Use of the Term TRUIST

16. Each of BB&T and SunTrust is a bank regulated by the Federal Deposit Insurance Corporation, providing financial services, including banking services, automobile loan and lease services, mortgage services, financial-planning services, and investment-brokerage services.

17. Each of BB&T and SunTrust provides its respective financial services in geographic areas that directly overlap with the geographic areas in which Truliant provides its financial services.

18. In February 2019, BB&T and SunTrust collectively announced that the companies are planning to merge in the third or fourth quarter of 2019 to create the sixth largest bank in the United States (the “Merged Bank”).

19. On June 12, 2019, Defendants publicly announced Merged Bank will be named “Truist Financial Corporation,” and branded as “Truist Bank” and “Truist,” (hereinafter collectively referred to as the “TRUIST Term”), and that the BB&T and SunTrust brands will be transitioned to the Truist brand. *See Exhibit J.*

20. By virtue of Defendants’ public announcement and use of the TRUIST Term as the brand name for the Merged Bank, and Defendants’ extensive marketing campaign relating to same, Defendants are attempting to establish a brand reputation and goodwill in the TRUIST Term in advance of completion of the merger. *See Exhibit K.*

21. On information and belief, Defendants had actual knowledge of the existence of Truliant’s TRULIANT Mark, including the TRULIANT Registration and the TRU Marks, prior to Defendants’ adoption and public announcement of the TRUIST Term for the Merged Bank.

22. Defendants were aware or should have been aware that the trade and purchasing public recognize and rely upon the TRULIANT Mark and the TRU Marks to

identify the Truliant Services and to distinguish the Truliant Services from the services of others.

23. Defendants were aware or should have been aware that their announcement and use of the TRUIST Term is likely to confuse, mislead, and otherwise deceive consumers into believing that Defendants' financial services originate from and/or are licensed, sponsored, approved, or authorized by Truliant.

24. Defendants were aware or should have been aware that their use of the TRUIST Term is likely to cause confusion with Truliant's well-known TRULIANT Mark and the TRU Marks.

25. Defendants' acts are likely to cause confusion among the consuming public, purchasers of personal and commercial financial services, as to the source, approval, sponsorship, or affiliation of Defendants' services with the like services of Truliant.

26. By the aforementioned acts, Defendants have taken advantage of and sought to trade upon the reputation and goodwill developed by Truliant in connection with its TRULIANT Mark and TRU Marks and to capitalize on the market created by Truliant for its Truliant Services.

27. Upon information and belief, Defendants' acts were committed with the reckless disregard of Truliant's rights and the likelihood that purchasers and prospective purchasers would be confused and falsely believe that Defendants' services are provided by, licensed by, sponsored by, endorsed by, or otherwise affiliated with Truliant.

28. Defendants' acts will likely induce consumers to believe that the same company provides both Truliant's financial services and Defendants' financial services. Defendants' acts will also likely induce other consumers to utilize Defendants' financial services in the mistaken belief that they have actually affiliated with Truliant's services.

29. As a result of Defendants' conduct, Truliant has suffered and, unless enjoined by this Court, will continue to suffer damage to its business, reputation, and goodwill.

30. The infringing activities of Defendants are wanton, willful, and deliberate.

FIRST CLAIM FOR RELIEF
(Trademark Infringement in Violation of Lanham Act § 32, 15 U.S.C. § 1114)

31. Truliant repeats and reincorporates each and every allegation contained in the preceding paragraphs as if fully set forth herein.

32. As alleged above, Defendants are actively marketing their Merged Company's financial services in connection with the TRUIST Term. TRUIST has not acquired distinctiveness, has not been exclusively used by Defendants, and will not distinguish the source of the Merged Company's services.

33. Defendants' provision, sale, advertisement, and marketing of financial services in connection with the TRUIST Term is likely to cause confusion, cause mistake, or deceive.

34. Defendants' acts are without license, consent, or permission of Truliant.

35. Defendants' acts constitute trademark infringement in violation of Section 32 of the Lanham Act, 15 U.S.C. § 1114.

36. Defendants' conduct has and continues to cause irreparable injury to Truliant and to its business, reputation, and goodwill, and unless said conduct is restrained by this Court, will continue to cause irreparable injury to Truliant for which there is no adequate remedy at law.

37. Truliant also has suffered and continues to suffer injury and is entitled to recover all damages sustained by Defendants' actions, all profits realized or to be realized by Defendants, and costs of suit, pursuant to 15 U.S.C § 1117.

38. Defendants knew or had reason to know of Truliant's longstanding and widely recognized use of its TRULIANT Mark and TRU Marks and nevertheless intentionally adopted and began advertising the TRUIST Term, which is confusingly similar to Truliant's TRULIANT Mark and TRU Marks.

39. Given that Defendants' actions were willful and deliberate, Truliant is entitled to an award of reasonable attorneys' fees against the Defendants, pursuant to 15 U.S.C § 1117.

SECOND CLAIM FOR RELIEF
(False Designation of Origin and Unfair Competition in Violation of Lanham Act
§ 43(a), 15 U.S.C. § 1125(a))

40. Truliant repeats and reincorporates each and every allegation contained in the preceding paragraphs as if fully set forth herein.

41. Defendants' provision, sale, advertisement, and marketing of financial services in connection with the TRUIST Mark falsely designates and misrepresents the origin of said services and is likely to cause confusion, cause mistake, or deceive as to the

affiliation, connection, or association of Defendants with Truliant or as to the sponsorship or approval of Defendants' services by Truliant.

42. Defendants' acts are without license from or permission of Truliant.

43. Defendants' acts have damaged, impaired, and diluted that part of Truliant's goodwill symbolized by Truliant's TRULIANT Mark, and Defendants' acts will continue to do so.

44. Defendants' acts constitute false designation of origin and unfair competition in violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

45. Defendants' conduct has and continues to cause irreparable injury to Truliant and to its business, reputation, and goodwill, and unless said conduct is restrained by this Court, will continue to cause irreparable injury to Truliant for which there is no adequate remedy at law.

46. Truliant also has suffered and continues to suffer injury and is entitled to recover all damages sustained by Defendants' actions, all profits realized or to be realized by Defendants, and costs of suit, pursuant to 15 U.S.C § 1117.

47. Defendants knew or had reason to know of Truliant's longstanding and widely recognized use of its TRULIANT Mark and TRU Marks, and nevertheless intentionally adopted the TRUIST Term, which is very similar to Truliant's TRULIANT Mark and the TRU Marks.

48. Given that Defendants' actions were willful and deliberate, Truliant is entitled to an award of reasonable attorneys' fees against the Defendants, pursuant to 15 U.S.C § 1117.

THIRD CLAIM FOR RELIEF
(Trademark Infringement Under the Common Law)

49. Truliant repeats and reincorporates each and every allegation contained in the preceding paragraphs as if fully set forth herein.

50. Truliant owns common law trademark rights in its TRULIANT Mark and the TRU Marks.

51. Defendants advertise and market their services in connection with the TRUIST Term.

52. Defendants' advertisement and marketing of financial services in connection with the TRUIST Term are likely to cause confusion, cause mistake, or deceive as to the source of Defendants' services.

53. Defendants' acts are without license, consent, or permission of Truliant.

54. Defendants' acts constitute trademark infringement under the common law.

55. Defendants knew or had reason to know of Truliant's longstanding and widely recognized use of its TRULIANT Mark and TRU Marks, and nevertheless intentionally adopted the TRUIST Term, which is very similar to Truliant's TRULIANT Mark and the TRU Marks.

56. Defendants' conduct has and continues to cause irreparable injury to Truliant and to its business, reputation, and goodwill, entitling Truliant to remedies under

the common law. Unless said conduct is restrained by this Court, will continue to cause irreparable injury to Truliant for which there is no adequate remedy at law.

Prayer for Relief

WHEREFORE, Truliant prays for the following relief:

1. For a trial by jury on all issues so triable.
2. The Defendants, their officers, agents, co-conspirators, servants, affiliates, employees, successors, and assigns, and all those in privity or acting in concert with Defendants, be enjoined and restrained from directly or indirectly:
 - (a) providing, manufacturing, producing, distributing, circulating, selling, offering for sale, advertising, promoting, or displaying any products or services in connection with the TRUIST Term, or any simulation, reproduction, copy, or colorable imitation thereof;
 - (b) registering, or applying to register, the TRUIST Term, or any other trademark similar to Truliant's TRULIANT Mark;
 - (c) using any false designation of origin, or performing any act which can, or is likely to lead, members of the trade or public to believe that any products or services provided by Defendants are any way associated or connected with Truliant or are provided, sold, licensed, sponsored, approved, or authorized by Truliant;
 - (d) using the domain name www.truist.com or any other domain name which colorably simulates Truliant's TRULIANT Mark, which can, or is likely to

lead, members of the trade or public to believe that any service provided by Defendants is any way associated or connected with Truliant or is sold, licensed, sponsored, approved, or authorized by Truliant;

- (e) transferring, consigning, selling, shipping, or otherwise moving any products, in Defendants' possession, custody or control in connection with the TRUIST Term or any mark that is substantially similar or identical to Truliant's TRULIANT Mark, or disposing of in any way Defendants' records relating to the design, appearance, sales, or orders for the purchase of services bearing or in connection with any marks confusingly similar to Truliant's TRULIANT Mark;
- (f) engaging in any activity constituting unfair competition with Truliant, or with Truliant's rights in, or to use, or exploit, the TRULIANT Mark, or causing injury to Truliant's name, reputation, or goodwill; and
- (g) assisting, aiding, or abetting any other person or business entity in engaging or performing any of the activities referred to in subparagraphs (a) through (f) above.

3. Directing that Defendants to deliver up for destruction all products, labels, signs, prints, packaging, wrappers, advertisements, promotional materials, catalogues, brochures, information sheets, website materials, or other printed or graphic materials of any type in their possession or control bearing any of the matter enjoined under Paragraph 2 of the Prayer for Relief.

4. Directing that Defendants demand that all their customers cease distributing, circulating, selling, offering for sale, advertising, promoting, providing, or displaying any financial services in connection with the TRUIST Term or any simulations, reproductions, copies, or colorable imitations thereof.

5. For monetary damages sustained by Truliant as a result of Defendants' unlawful conduct, and all profits realized or to be realized, in an amount to be proved at trial, and to be trebled or enhanced as allowed by law because of Defendants' activities described herein.

7. Directing that the aforesaid amounts be multiplied or otherwise enhanced as permitted by law.

8. Awarding punitive damages against Defendants and in favor of Truliant in amount to be determined at trial for the intentional, willful, and wanton acts of Defendants.

9. Awarding Truliant its reasonable attorneys' fees and costs herein.

10. Granting Truliant such other and further relief as the Court may deem just and proper.

This the 17th day of June, 2019.

FOX ROTHSCHILD, LLP

/s/ Richard Coughlin

Kimberly B. Gatling

N.C. State Bar No. 27234

Richard Coughlin

N.C. State Bar No. 19894

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Exhibit A

Int. Cl.: 36

Prior U.S. Cls.: 100, 101, and 102

United States Patent and Trademark Office

Reg. No. 2,437,545

Registered Mar. 20, 2001

**SERVICE MARK
PRINCIPAL REGISTER**

TRULIANT

TRULIANT FEDERAL CREDIT UNION (UNITED
STATES FEDERALLY CHARTERED CREDIT UN-
ION)
2098 FRONTIS PLAZA BOULEVARD
WINSTON-SALEM, NC 27114 BY CHANGE OF
NAME AT&T FAMILY FEDERAL CREDIT UN-
ION (UNITED STATES FEDERALLY CHAR-
TERED CREDIT UNION) WINSTON-SALEM,
NC 27114

FOR: CREDIT UNION SERVICES, IN CLASS 36
(U.S. CLS. 100, 101 AND 102).

FIRST USE 6-25-1999; IN COMMERCE 6-25-1999.

SN 75-679,019, FILED 4-12-1999.

KEVON CHISOLM, EXAMINING ATTORNEY

Exhibit B

Int. Cls.: 35 and 36

Prior U.S. Cls.: 100, 101, and 102

Reg. No. 2,993,020

United States Patent and Trademark Office

Registered Sep. 6, 2005

**SERVICE MARK
PRINCIPAL REGISTER**

TRULIANCES

TRULIANT FEDERAL CREDIT UNION (UNITED
STATES FEDERALLY CHARTERED CREDIT
UNION)

3200 TRULIANT WAY

WINSTON-SALEM, NC 27103

FOR: AUTOMOBILE BUYING SERVICES, IN
CLASS 35 (U.S. CLS. 100, 101 AND 102).

FIRST USE 4-1-2001; IN COMMERCE 4-1-2001.

FOR: INSURANCE AGENCY SERVICES, FINAN-
CIAL PLANNING SERVICES, AND INVESTMENT
BROKERAGE SERVICES, IN CLASS 36 (U.S. CLS.
100, 101 AND 102).

FIRST USE 4-1-2001; IN COMMERCE 4-1-2001.

SN 78-103,539, FILED 1-18-2002.

PRISCILLA MILTON, EXAMINING ATTORNEY

Exhibit C



ABA Routing# 253177832

ONLINE BANKING LOGIN

[Personal Banking \(/Personal-Banking\)](#) // [Accounts & Services \(/Personal-Banking/Accounts-Services\)](#)
// [Other Member Services \(/Personal-Banking/Accounts-Services/Other-Member-Services\)](#) // [TruFinancial Checkup](#)



TRUFINANCIAL CHECKUP

Helps you find ways to strengthen your finances

Identifies areas in your personal finances where you can make changes to help you reach your goals

The trusted advisors at Truliant will help you uncover areas where you can save money

Let's Get Started

[Schedule an Appointment \(https://timetrade.com/app/truliant/workflows/TFCULPA/schedule?ch=webbutton\)](https://timetrade.com/app/truliant/workflows/TFCULPA/schedule?ch=webbutton)

[Open an Account \(https://loans.truliantfcu.org/consumer/v2/login/landing.aspx?lenderid=73ee773393bf44f4a7e44e8e1028f33a&ExternalSource=\)](https://loans.truliantfcu.org/consumer/v2/login/landing.aspx?lenderid=73ee773393bf44f4a7e44e8e1028f33a&ExternalSource=)

[Contact Us \(/Need-Help/Contact-Truliant\)](#) and More

DETAILS

REVIEWS

Making all the right decisions when managing your money is a challenge, and sometimes you need helpful advice from a trusted source. Truliant offers the TruFinancial Checkup to our member-owners at no cost, so we can discuss your financial situation and what you want to accomplish. Then we identify steps to take, a little bit at a time, to help you get to where you want to be in life.

Member Testimonials

Each year, we assist tens of thousands of member-owners by performing the TruFinancial Checkup so they can reach their goals faster, save money on loans and earn more on deposits. Whatever your personal financial goals may be, we're ready to listen to your personal story and create a plan that's unique to you. Take a look at how we've improved the lives of other [member-owners with our TruFinancial Checkup \(/About-Us/What-Makes-Us-Different/Member-Testimonials\)](#).

Ready to Meet?

When you're striving to reach your goals, Truliant can help you achieve them as your financial partner. [Make an appointment \(https://goo.gl/UBxbWT\)](#) for a personal TruFinancial Checkup, and let's discuss what we can do to help. Feel free to visit one of our Member Financial Centers in [North Carolina \(/Ways-to-Bank/Branch-ATM-Locations/North-Carolina-Branch-Locations\)](#), [South Carolina \(/Ways-to-Bank/Branch-ATM-Locations/South-Carolina-Branch-Locations\)](#), and [Virginia \(/Ways-to-Bank/Branch-ATM-Locations/Virginia-Branch-Locations\)](#). Truliant is committed to providing the products and services members need to strengthen their finances and improve their lives.

WE PROVIDE PEACE OF MIND (/PERSONAL-BANKING/ACCOUNTS-SERVICES/OTHER-MEMBER-SERVICES/NO-COST-CREDIT-REVIEW)



A No-Cost Credit Review shows you the ins and outs of your score.

How can we help you? 

LIFE IMPROVEDSM

Bank with Truliant Federal Credit Union [online \(/Ways-to-Bank/Online-Banking\)](#), [mobile \(/Ways-to-Bank/Mobile-Banking-Tru2Go-Apps\)](#) or at any of our [branches/ATMs \(/Ways-to-Bank/Branch-ATM-Locations\)](#) in [North Carolina \(/Ways-to-Bank/Branch-ATM-Locations/North-Carolina-Branch-Locations\)](#), [South Carolina \(/Ways-to-Bank/Branch-](#)

[ATM-Locations/South-Carolina-Branch-Locations](#)), and [Virginia \(/Ways-to-Bank/Branch-ATM-Locations/Virginia-Branch-Locations\)](#)).

[Rates \(/Resources/Rates\)](#) | [Contact \(/Need-Help/Contact-Us\)](#) | [Find a Location \(/Ways-to-Bank/Branch-ATM-Locations\)](#) | [Careers \(/About-Us/Careers-at-Truliant\)](#) | [Blog \(/Resources/Truliant-Blog\)](#) | [About Us \(/About-Us\)](#) | [Español \(/Espanol\)](#)

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Truliant is federally insured by the [National Credit Union Administration \(/Truliant/media/PDFs/NCUA_HowYourAcctInsured.pdf\)](#) and is an Equal Housing Lender.

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Your Goals.

Now more attainable with a TruFinancial CheckUp.

- Free credit report review
- Uncover areas & solutions to reach your financial goals
- Strengthen your finances
- No product pushing

Together, we will review your current financial situation to see if we can help improve your financial life.

No games, gimmicks or fine print.

Truly personal.

TruFint.org/FinancialReviews

LIFE IMPROVEDSM _____

TRULIANT[®]
Federal Credit Union

Federally insured by NCUA.

Exhibit D



ABA Routing# 253177832

ONLINE BANKING LOGIN

[Ways to Bank \(/Ways-to-Bank/Online-Banking\)](#) // [Mobile Banking \(/Ways-to-Bank/Mobile-Banking-Tru2Go-Apps\)](#)

// Tru2Go Mobile App



TRU2GO MOBILE APP

Works on most Android, iPhone, iPad or Kindle Fire devices for easy access

Get to your account information quickly and manage your money on the go

Take care of multiple tasks through the app to save time and money

Biometric technology for login functions including Touch ID and FaceID

Download 5.12 for Apple (<https://itunes.apple.com/us/app/tru2go/id432533783?mt=8&ign-mpt=uo%3D4>)

Download 5.12 for Android (<https://play.google.com/store/apps/details?id=com.ifs.banking.fid3160>)

Download 5.5 for Kindle (<http://www.amazon.com/dp/B00F2IWFJO/>)

DETAILS

MOBILE SECURITY

FEES & TERMS

Truliant's **Tru2Go™** app puts the power of high technology and smart mobile banking right in your hands, so you can manage your money no matter where you are - or where you are going.

Version 5.12 is now available!

- A new Auto-Capture feature that will focus and capture the image for you
- Self-Service Reset feature offering to send a temporary password via your text or phone
- View critical messages on the Tru2Go App login page. If a message is available, a megaphone with a red indicator will appear
- Set up and receive account alerts with Push Notifications
- Schedule one-time and/or recurring transfers
- Number of transfers made from savings account(s) display on Transfers screen
- Split-Screen allows viewing transactions and balances at the same time
- Free,¹ convenient, secure, fully supported and easy to use
- Features **biometrics** for both iPhones and Androids, including log-in functions with FaceID or Touch ID (https://www.truliantfcu.org/Truliant/media/PDFs/FAQ_TouchID-226-MECH3.pdf).²

Download Tru2Go 5.12 today!

When you're striving to reach your goals, Truliant helps you achieve them as your financial partner. Download the latest Tru2Go™ app for **Apple Products** (<https://itunes.apple.com/us/app/tru2go/id432533783?mt=8&ign-mpt=uo%3D4>), **Android** (<https://play.google.com/store/apps/details?id=com.ifs.banking.fid3160>), and **Kindle** (<http://www.amazon.com/dp/B00F2IWFJO/>) to take care of your tasks quickly and conveniently. If you have any questions, call [800.822.0382](tel:+18008220382) (tel:+18008220382) or visit one of our Member Financial Centers in North Carolina (<https://www.truliantfcu.org/Ways-to-Bank/Branch-ATM-Locations/North-Carolina-Branch-Locations>), South Carolina (<https://www.truliantfcu.org/Ways-to-Bank/Branch-ATM-Locations/South-Carolina-Branch-Locations>) and Virginia (<https://www.truliantfcu.org/Ways-to-Bank/Branch-ATM-Locations/Virginia-Branch-Locations>). Truliant is committed to providing the latest technology in its products and services to strengthen our members' finances and help improve their lives.

(1) Some charges may apply. Please check your text/data plan with your mobile provider.

(2) Touch ID is only relevant to end users with an iPhone 5S or higher, running iOS 8 or higher. FaceID™ is available for iPhone X, with a front-facing one-megapixel camera. Check "Settings" in the Tru2Go app to see if your device is compatible with this feature.

Member Resources

[Online Services Brochure \(/Truliant/media/Brochures/online-services/online-services.html\)](/Truliant/media/Brochures/online-services/online-services.html)

[Calculators \(/Resources/Calculators\)](/Resources/Calculators)

[Rates \(/Resources/Rates\)](/Resources/Rates)

[Online and Mobile FAQs \(/Resources/FAQs/Online-Mobile-Banking-FAQs\)](/Resources/FAQs/Online-Mobile-Banking-FAQs)

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[Online and Mobile FAQs \(/Resources/FAQs/Online-Mobile-Banking-FAQs\)](/Resources/FAQs/Online-Mobile-Banking-FAQs)

How can we help you?

LIFE IMPROVEDSM

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ABA Routing# 253177832



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Brochure #3a91bf94eb87

Schedule an Appointment



Truliant Savings

[Why this product? | Learn More](#)

[Apply Now](#)

Our Truliant Savings serves as the foundation to your relationship with Truliant, allowing you to save for the future with competitive rates while accessing a variety of products and services tailored to improve your life and help you meet your financial goals.

IRA Savings

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Choose your financial path with flexible IRA options that best fit your needs for saving for retirement. Choose from Traditional, Roth, SEP and Coverdell.

Rainy Day Savings

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[Apply Now](#)

Life's unexpected expenses won't shock you if you prepare for them. Save money by sweeping the change from your checking account into your Rainy

Day Savings automatically.

\$ Truly Free Checking with Tru2Go

[Why this product?](#) | [Learn More](#)

[Apply Now](#)

Free checking with Tru2Go mobile and online banking. Save money while earning dividends to help strengthen your finances and manage your accounts 24/7.

[← Go To Beginning](#)

This tool is provided by Truliant Federal Credit Union for informational and marketing purposes only. By using this tool, you understand that Truliant Federal Credit Union is not undertaking to provide impartial investment advice or to give advice in a fiduciary capacity. Further, understand that deposit products offered through this website are NCUA-insured, lending products are not NCUA or otherwise federally-insured. You acknowledge that using this tool may involve investment risk including possible loss of principal, of which Truliant Federal Credit Union is not responsible.

LIFE IMPROVED™



Exhibit E



ABA Routing# 253177832

ONLINE BANKING LOGIN

TRUism #30

Go for a ride
instead of being
taken for one. ▸

Auto loan rates as low as

3.49% APR¹

(/Ride)

Learn About Our Savings Options. (/Personal-Banking/Accounts-Services/Savings) ▶



(/Personal-Banking/Accounts-Services/Savings)

Choose the Right Checking Account. (/Personal-Banking/Accounts-Services/Checking) ▶



(/Personal-Banking/Accounts-Services/Checking)

Explore Our Loan Options. (/Personal-Banking/Loans) ▶



How can we help you? ▼

LIFE IMPROVEDSM

Bank with Truliant Federal Credit Union [online \(/Ways-to-Bank/Online-Banking\)](#), [mobile \(/Ways-to-Bank/Mobile-Banking-Tru2Go-Apps\)](#) or at any of our [branches/ATMs \(/Ways-to-Bank/Branch-ATM-Locations\)](#) in [North Carolina \(/Ways-to-Bank/Branch-ATM-Locations/North-Carolina-Branch-Locations\)](#), [South Carolina \(/Ways-to-Bank/Branch-ATM-Locations/South-Carolina-Branch-Locations\)](#) and [Virginia \(/Ways-to-Bank/Branch-ATM-Locations/Virginia-Branch-Locations\)](#).

[Rates \(/Resources/Rates\)](#) | [Contact \(/Need-Help/Contact-Us\)](#) | [Find a Location \(/Ways-to-Bank/Branch-ATM-Locations\)](#) | [Careers \(/About-Us/Careers-at-Truliant\)](#) | [Blog \(/Resources/Truliant-Blog\)](#) | [About Us \(/About-Us\)](#) | [Español \(/Espanol\)](#)

ABA Routing# 253177832



Truliant is federally insured by the [National Credit Union Administration \(/Truliant/media/PDFs/NCUA_HowYourAcctInsured.pdf\)](#) and is an Equal Housing Lender.

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Exhibit F

Welcome to
the Dino Dollar
Kids Club!



Thanks for joining!

I am so excited that you are a part of the Dino Dollar Kids Club!

My name is Truceratops. I am originally from the tropical forest area of North America, where I used to eat plants and leafy greens all day. Now, I live in North Carolina where I love to snack on veggie tacos and teach kids really cool stuff about money. My job is to help you learn how you can save!

We're going to have a lot of fun together and I hope you enjoy the gifts I picked out for you in this packet!

I have some tips on how you can get started with saving money:

1. Make sure to set a goal for how much money you'd like to save!
2. Did you get money for a birthday present or from the chores you finished around the house? Make sure to save it and bring it into your local Truliant branch to make a deposit!
3. Don't keep all of your money in your pockets, wallet, or bag – that's how it can get lost!

If you ever have any questions about money, be sure to email me at the credit union. My email address is truceratops@truliantfcu.org

And don't forget to stop by anytime to watch a movie or play games on the kid's TV located at your nearest Truliant branch!

See you soon!

Your Friend,



Truceratops

P.S. Don't forget –
the more money
you save, the more
you earn!



Exhibit G



TruGuidance

Are you a Truliant member?

- ☒ Yes, Personal
- ☐ Yes, Business
- ☐ Yes, both
- ☐ No

What types of accounts do you have currently?

Check all that apply.

- ☐ Truliant checking
- ☐ Truliant savings

Do you currently have a relationship with a Truliant Financial Advisor?

- ☐ Yes
- ☐ No

LIFE IMPROVED™

Exhibit H

There's no business like **your business.**

And your business is our top priority.

- Commercial Real Estate Lending
- Operating Lines and Equipment Purchases
- Debt Refinancing
- SBA 7a/USDA Loans
- Business Acquisition and Expansion

Truly different.

Our commercial lending officers are easily accessible, and offer fast approvals and solutions to help your business grow. Email an officer in your area directly to discuss your lending needs.



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LIFE IMPROVED™



Federally insured by NCUA. Equal Housing Lender. Loans subject to credit approval.

Your car should be your baby, not your baggage.

And did we mention
auto loans from

2.24%
APR*

Truly caring.



Visit one of our 14 convenient Charlotte locations,
apply online at TruLiant.org/AutoLoans or call us
24/7 for a loan at 704-522-1955.

LIFE IMPROVEDSM

TRULIANT[®]
Federal Credit Union

Federally insured by NCUA. *APR = Annual Percentage Rate. Loans subject to credit approval.
Rates/terms subject to change. Additional terms apply for refinancing existing TruLiant auto loans.



Home equity lines starting at **3.75%** APR¹
Closing costs² starting never.

Truly refreshing.

Visit one of our 14 convenient Charlotte locations,
apply online at TruLiant.org/HomeEquity or call us
24/7 for a loan at 855-293-2957.

LIFE IMPROVEDSM

TRULIANT[®]
Federal Credit Union

Federally insured by NCUA. Equal Housing Lender. (1) APR = Annual Percentage Rate. Loans subject to credit approval. Rates/terms subject to change. Home Equity Line of Credit is a variable rate loan with a maximum of APR of 18%. Available in FL, GA, NC, OH, SC, TN and VA only. (2) No closing costs if loan is not paid off and closed within 24 months. No closing costs not applicable in GA. Appraisal fees may apply if appraisal is ordered and loan does not close. Up to \$400 in closing costs paid on residential property in SC.

Grow your money with Truliant's Certificate Special.

Truly helpful.

Limited-time offer!

Truliant.org/Special
800-822-0382

LIFE IMPROVED™



Federally insured by NCUA. (1) APY = Annual Percentage Yield. Limited-time offer. Penalty for early withdrawal. Special requires a minimum deposit of \$1,000 from funds not currently on deposit at Truliant. (2) Federal law may require substantial tax penalty for withdrawal from an IRA.

CERTIFICATE

60 Month

2.05%
APY¹

\$1,000 Minimum¹

Includes Personal, Business and IRA Certificates²

Convertible? Pickup? That car you test drove five times?

Whatever car you get, we've got a loan that's right for you.

Auto loans from

2.24%
APR*

Truly personal.



Visit our 6 convenient Winston-Salem locations, apply online at TruLiant.org/AutoLoans or call us 24/7 for a loan at 855-293-2957.

LIFE IMPROVED™ _____



Federally insured by NCUA. *APR = Annual Percentage Rate. Loans subject to credit approval. Rates/terms subject to change. Rate includes .25% discount for automatic payment from TruLiant account. Additional terms apply for refinancing existing TruLiant auto loans.

Surf's up. Auto loan rates aren't.

Auto loans from

2.24%
APR*

Truly affordable.



Visit a branch, apply online at
Truliant.org/AutoLoans or call us
24/7 for a loan at 855-293-2957.

LIFE IMPROVEDSM _____

TRULIANT[®]
Federal Credit Union

Federally insured by NCUA. *APR = Annual Percentage Rate. Loans subject to credit approval. Rates/terms subject to change prior to consummation of the loan. Rate good for new autos, model years 2016 and newer. Rate includes .25% discount for automatic payment from a Truliant account. Additional terms apply for refinancing existing Truliant auto loans.

Exhibit I



Truliant Federal Credit Union

4,728 followers

2d • Edited

+ Follow ...

Here's to our happy group of [#teamtruliant](#) runners and supporters at Saturday's [#tasteofcharlotte](#) Race to the Taste 5k, of which we were a proud presenting sponsor! [#trucommunity](#) [#charlotte](#) [#queencity](#) [#runners](#) [#nc](#)



63



Like



Comment



Share

Be the first to comment on this



Truliant Federal Credit Union

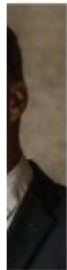
4,728 followers

4mo



Shout out to our own Sarah Dove and Lis Mulcahy on their new member orientation into the [Guilford Merchants Association](#). We make active participation in our communities a priority, and we're proud to support GMA's focus on supporting member companies with educational programming, lead generation activities, marketing opportunities, and overall enrichment while serving as a catalyst for community growth and prosperity. [#guilfordcounty](#) [#trucommunity](#)

and



trate:
on,
lp an-

New member orientation

GMA staff and volunteers in December welcomed new members with an orientation session at GMA headquarters. Seated (from left) are Judy Thomas, SpringHill Suites; Shawn Straub, ALT HR Partners; Sarah Dove, Truliant; Lis Mulcahy, Truliant; and Kimberly Vaughan, The Original Relocation Guide. Standing (from left) are Mark Prince, GMA/FirstPoint; Mark Podolle, Wireless Ventures; Tom Pullara, Dream Vacations; Brandon Kemp, ALT HR Partners; Alison Huber, Sprint; Kristin Anne Krajewski, RE/MAX of Greensboro; Lindy Fuller, Summit Credit Union; José Sandoval, American National Bank; and Kathy Cates, PIP Triad.



31



Like



Comment



Share

Be the first to comment on this

Exhibit J



June 12, 2019

FOR IMMEDIATE RELEASE

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Merger of Equals Between BB&T and SunTrust Will Create Truist

New name reflects rich heritage of both companies and a shared belief in building a better future

WINSTON-SALEM, NC and ATLANTA – BB&T Corporation (NYSE: BBT) and SunTrust Banks, Inc., (NYSE: STI) today announced Truist as the name for the combined company to be created through their merger of equals. Truist will be the sixth-largest U.S. bank holding company serving more than 10 million households in the U.S., with a leading presence in many of the most attractive, high-growth markets in the country. Building on 275 years of combined history and culture, Truist's additional size and scale will redefine the client experience through innovative technology and create meaningful change in its communities.

"With the merger of equals, our goal is to create a bold, transformative organization that delivers a smarter and easier client experience through technology and human connection," said BB&T Chairman and Chief Executive Officer Kelly S. King, who will serve as the Chairman and CEO of the combined company. "True to the heritage of both companies, Truist will reflect what we stand for – a shared belief in building a better future for our clients and communities."

"Truist is a brand name representative of two mission- and purpose-driven companies coming together to serve our clients as a true financial partner," said SunTrust Chief Executive Officer Bill Rogers, who will be President and Chief Operating Officer of the combined company until he succeeds King as Chief Executive Officer in September 2021. "As part of our relentless pursuit to create a better experience, we're making a commitment to always look forward, pursue what's next and strive to do more to further financial well-being for everyone."

The two companies partnered with Interbrand, a global brand consultancy, to lead in the development of the new name and brand identity. The rigorous, data-driven brand development process prioritized input from BB&T associates, SunTrust teammates and clients. Through focus groups and analytical research, these stakeholders shared their expectations and aspirations for the new brand, which led to the name revealed today.

Additional brand elements, such as the logo, typography and visual identity will be revealed at a later date. The combined holding company will be named Truist Financial Corporation and the combined bank will be named Truist Bank. While the new names will be effective upon completion of the merger, clients will continue to be served post-closing under the BB&T and SunTrust brands for the near future. Over time following the closing, both the BB&T and SunTrust brands will be seamlessly transitioned to the full Truist client experience, products and services.

In the coming months, shareholders of both BB&T and SunTrust will vote on the proposed merger of equals. Shareholders of BB&T will also vote on the new holding company name. The merger is expected to close in the third or fourth quarter of 2019, subject to satisfaction of customary closing conditions, including receipt of regulatory approvals and approval by the shareholders of each company. BB&T and SunTrust remain separate and independent companies until the transaction closes.

For more information, visit <https://thepremierfinancialinstitution.com>.

About BB&T

BB&T is one of the largest financial services holding companies in the U.S. with \$227.7 billion in assets and market capitalization of approximately \$35.6 billion as of March 31, 2019. Building on a long tradition of excellence in community banking, BB&T offers a wide range of financial services including retail and commercial banking, investments, insurance, wealth management, asset management, mortgage, corporate banking, capital markets and specialized lending. Based in Winston-Salem, N.C., BB&T operates more than 1,800 financial centers in 15 states and Washington, D.C. and is consistently recognized for outstanding client service by Greenwich Associates for small business and middle market banking. More information about BB&T and its full line of products and services is available at www.bbt.com.

About SunTrust

SunTrust Banks, Inc. (NYSE: STI) is a purpose-driven company dedicated to Lighting the Way to Financial Well-Being for the people, businesses, and communities it serves. SunTrust leads onUp, a national movement inspiring Americans to build financial confidence. Headquartered in Atlanta, the Company has two business segments: Consumer and Wholesale. Its flagship subsidiary, SunTrust Bank, operates an extensive branch and ATM network throughout the high-growth Southeast and Mid-Atlantic states, along with 24-hour digital access. Certain business lines serve consumer, commercial, corporate, and institutional clients nationally. As of March 31, 2019, SunTrust had total assets of \$220 billion and total deposits of \$162 billion. The Company provides deposit, credit, trust, investment, mortgage, asset management, securities brokerage and capital market services. Learn more at www.suntrust.com.

Cautionary Note Regarding Forward-Looking Statements

This communication contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 regarding the financial condition, results of operations, business plans and the future performance of BB&T and SunTrust. Words such as “anticipates,” “believes,” “estimates,” “expects,” “forecasts,” “intends,” “plans,” “projects,” “could,” “may,” “should,” “will” or other similar words and expressions are intended to identify these forward-looking statements. These forward-looking statements are based on BB&T’s and SunTrust’s current expectations and assumptions regarding BB&T’s and SunTrust’s businesses, the economy, and other future conditions. Because forward-looking statements relate to future results and occurrences, they are subject to inherent uncertainties, risks, and changes in circumstances that are difficult to predict. Many possible events or factors could affect BB&T’s or SunTrust’s future financial results and performance and could cause actual results or performance to differ materially from anticipated results or performance. Such risks and uncertainties include, among others: the occurrence of any event, change or other circumstances that could give rise to the right of one or both of the parties to terminate the definitive merger agreement between BB&T and SunTrust, the outcome of any legal proceedings that may be instituted against BB&T or SunTrust, delays in completing the transaction, the failure to obtain necessary regulatory approvals (and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the transaction) and shareholder approvals or to satisfy any of the other conditions to the transaction on a timely basis or at all, the possibility that the anticipated benefits of the transaction are not realized when expected or at all, including as a result of the impact of, or problems arising from, the integration of the two companies or as a result of the strength of the economy and competitive factors in the areas where BB&T and SunTrust do business, the possibility that the transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events, diversion of management’s attention from ongoing business operations and opportunities, potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the transaction, the ability to complete the transaction and integration of BB&T and SunTrust successfully, and the

dilution caused by BB&T's issuance of additional shares of its capital stock in connection with the transaction. Except to the extent required by applicable law or regulation, each of BB&T and SunTrust disclaims any obligation to update such factors or to publicly announce the results of any revisions to any of the forward-looking statements included herein to reflect future events or developments. Further information regarding BB&T, SunTrust and factors which could affect the forward-looking statements contained herein can be found in BB&T's Annual Report on Form 10-K for the fiscal year ended December 31, 2018 and its other filings with the Securities and Exchange Commission ("SEC"), and in SunTrust's Annual Report on Form 10-K for the fiscal year ended December 31, 2018 and its other filings with the SEC.

Additional Information about the Merger and Where to Find It

In connection with the proposed merger with SunTrust, BB&T has filed with the SEC a registration statement on Form S-4 to register the shares of BB&T's capital stock to be issued in connection with the merger. The registration statement includes a joint proxy statement/prospectus which will be sent to the shareholders of BB&T and SunTrust seeking their approval of the proposed transaction.

INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT ON FORM S-4, THE JOINT PROXY STATEMENT/PROSPECTUS INCLUDED WITHIN THE REGISTRATION STATEMENT ON FORM S-4 AND ANY OTHER RELEVANT DOCUMENTS FILED OR TO BE FILED WITH THE SEC IN CONNECTION WITH THE PROPOSED TRANSACTION BECAUSE THESE DOCUMENTS DO AND WILL CONTAIN IMPORTANT INFORMATION ABOUT BB&T, SUNTRUST, AND THE PROPOSED TRANSACTION.

Investors and security holders may obtain copies of these documents free of charge through the website maintained by the SEC at www.sec.gov or from BB&T at its website, www.bbt.com, or from SunTrust at its website, www.suntrust.com. Documents filed with the SEC by BB&T will be available free of charge by accessing BB&T's website at <http://bbt.com/> under the tab "About BB&T" and then under the heading "Investor Relations" or, alternatively, by directing a request by telephone or mail to BB&T Corporation, 200 West Second Street, Winston-Salem, North Carolina, (336) 733-3065, and documents filed with the SEC by SunTrust will be available free of charge by accessing SunTrust's website at <http://suntrust.com/> under the tab "Investor Relations," and then under the heading "Financial Information" or, alternatively, by directing a request by telephone or mail to SunTrust Banks, Inc., 303 Peachtree Street, N.E., Atlanta, Georgia 30308, (877) 930-8971.

Participants in the Solicitation

BB&T, SunTrust and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the shareholders of BB&T and SunTrust in connection with the proposed transaction under the rules of the SEC. Certain information regarding the interests of these participants and a description of their direct and indirect interests, by security holdings or otherwise, will be included in the joint proxy statement/prospectus regarding the proposed transaction when it becomes available. Additional information about BB&T, and its directors and executive officers, may be found in the definitive proxy statement of BB&T relating to its 2019 Annual Meeting of Shareholders filed with the SEC on March 19, 2019, and other documents filed by BB&T with the SEC. Additional information about SunTrust, and its directors and executive officers, may be found in the definitive proxy statement of SunTrust relating to its 2019 Annual Meeting of Shareholders filed with the SEC on March 8, 2019, and other documents filed by SunTrust with the SEC. These documents can be obtained free of charge from the sources described above.

#

Exhibit K

One Name. One Future.

BB&T and SunTrust are coming together in a transformational merger of equals to create Truist, the premier financial institution in the country. The combination of these two iconic franchises will create the sixth-largest U.S. bank with 275 years of combined history. With our shared mission- and purpose-driven cultures, Truist will be true to our legacy as BB&T and SunTrust – the trust and transparency you’ve come to expect. It also signals a shared belief in relentlessly building a better future – for our clients, associates, teammates, and communities.

BRAND STORY

FACT SHEET PDF

PRESS RELEASE PDF

CLIENTS

A message from BB&T Chief Executive Officer Kelly King and SunTrust Chief Executive Officer Bill Rogers:

“Together with Bill’s leadership and our new SunTrust teammates, we’re going to bring the best of both companies forward to serve our clients and communities more than ever before.”

– Kelly King

“Kelly and I know each other well, and we believe that by bringing together these two purpose-driven institutions, we will accelerate our capacity to invest in transformational technologies for our clients and drive our shared mission further forward than either of us could do alone.”

– Bill Rogers

[Video Transcript PDF](#)

[Video Transcript PDF](#)

Our New, Combined Company by the Numbers





6th

Largest U.S. Bank by Assets + Deposits



\$441B

Assets



\$301B

Loans



Based on the separate financial statements of BB&T and SunTrust as of December 31, 2018.

Contacts

Investor Contacts

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Investor	Baytosh
Relations	Investor
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Client and Public Questions

SunTrust: 800-SUNTRUST (800-786-8787)
BB&T: 800-BANK-BBT (800-226-5228)

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[BRAND STORY](#)

[INVESTORS](#)

[TEAMMATES+ASSOCIATES](#)

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One Name. One Future.

Bringing together two organizations with rich histories and deep values takes commitment, care, and creativity. Turning them into one bank will prove to be an unparalleled opportunity for transformation. To build our new brand for success, we started by talking to the people closest to it. Associates, teammates, prospects, and clients all shared inputs and insights to shape who we are and where we're going, ensuring that we're creating the bank people want.

Now, we're thrilled to announce our new name: Truist. Truist is the first signal of our bold future together. It reflects a shared belief in building a better future for our clients and communities. Throughout our process, one thing has always been clear: we are creating a bank that

will be built around you and what you want in a financial institution. We want to do more than just understand your financial goals; we believe in helping you on the road to achieving them. Making that belief real involves innovating and building new technology, helping you grow your own financial confidence, and taking action to help you pursue the goals that drive you forward. And that's why we're taking a stand to always look forward, pursue what's next, and do more for you.

The transaction between BB&T and SunTrust to form Truist is subject to regulatory approvals. BB&T and SunTrust remain separate and independent companies until the transaction closes.

Are You Ready

Making of The
Brand

01:36



Truist is about always looking forward and building a better future. Truist is about standing for better. So get ready! #Truist

03:45



Building a brand is about more than just a new name. Here's how BB&T and SunTrust used a little science, a little art, and a whole lot of collaboration to begin creating a financial services company that stands for better.

Contacts

Investor Contacts

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Investor	Baytosh
Relations	Investor
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Relations	Communicatio
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Sue.mallino@SunTrust.com	(336)733-2542
	Media@BBT.com



BRAND STORY

INVESTORS

TEAMMATES+ASSOCIATES

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Client and Public Questions

SunTrust: 800-SUNTRUST (800-786-8787)

BB&T: 800-BANK-BBT (800-226-5228)

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[CONTACT](#)

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A Premier Financial Institution

Two Legacies, One Future

BB&T and SunTrust, two iconic franchises, are combining in a merger of equals to create the sixth-largest U.S. bank holding company with 275 years of combined history serving clients and communities in high growth markets.

Strategic Fit

- ✓ Proven Leadership Teams
- ✓ Compatible Cultures
- ✓ Identifiable Synergies
- ✓ Strong Risk Management Practices
- ✓ Expanded Market Share Through Combined Footprint
- ✓ Enhanced Innovation and Superior Client Service

Creating Shareholder Value with a Leading Financial Profile

Positioned to achieve industry leading financial and operating metrics with the strongest return profile amongst its peers

51%
efficiency ratio

22%
ROATCE

\$1.6B
estimated run-rate cost synergies net of investments by 2022

13/17%
GAAP/Cash accretive to BB&T in 2021

9/16%
GAAP/Cash accretive to SunTrust in 2021

6%
accretive to TBV

5%
dividend increase for SunTrust shareholders

Transaction Terms

- 1.295 BB&T shares for each SunTrust share
- Share Ownership: 57% BB&T / 43% SunTrust
- New name, to be determined prior to close
- New HQ in Charlotte
- Closing expected late in Q3 2019 or Q4 2019

Combined Company by the Numbers¹



6th
largest U.S. bank
by assets & deposits



\$441^{BN}
assets



\$301^{BN}
loans



\$324^{BN}
deposits



~10^{MM}
households in the U.S.

¹ Based on the separate financial statements of BB&T and SunTrust as of December 31, 2018.

Positioned well for integration

~100

Collective number of bank acquisitions successfully integrated over last 35 years



Shared commitment to delivering superior service to clients and serving their respective communities

50/50

Equally split board and management team

Capable Leadership Team

with a history of successful merger integrations and strong risk management



Kelly S. King, Chairman and CEO, BB&T Corporation

"Together with Bill's leadership and our new SunTrust teammates, we're going to bring the best of both companies forward to serve our clients and communities more than ever before."



William H. Rogers, Jr., Chairman and CEO, SunTrust Banks, Inc.

"Kelly and I know each other well, and we believe that by bringing together these two purpose-driven institutions, we will accelerate our capacity to invest in transformational technologies for our clients and drive our shared mission further forward than either of us could do alone."

