

BB&T CORP
Form 4
January 22, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Goodrich Donna C

(Last) (First) (Middle)

P O BOX 1250

(Street)

WINSTON-SALEM, NC 271021250

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BB&T CORP [(BBT)]

3. Date of Earliest Transaction (Month/Day/Year)
01/17/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Sr. Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) Price | 6,546.181 ⁽¹⁾ <u>(2)</u> | D | |
| Common Stock | | | | | 10,232.378 ⁽³⁾ | I | By 401(k) |
| Common Stock | | | | | 2,560.731 ⁽²⁾ <u>(4)</u> | I | By Spouse |
| Common Stock | | | | | 8,686.989 ⁽⁵⁾ | I | By Spouse's - 401(k) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 31 | | | | | 02/24/1999 ⁽⁶⁾ | 02/23/2008 | Common Stock | 3,952 |
| Employee Stock Option (right to buy) | \$ 36.313 | | | | | 02/23/2000 ⁽⁷⁾ | 02/23/2009 | Common Stock | 3,971 |
| Employee Stock Option (right to buy) | \$ 23.938 | | | | | 02/22/2001 ⁽⁸⁾ | 02/22/2010 | Common Stock | 6,325 |
| Employee Stock Option (right to buy) | \$ 36.59 | | | | | 02/27/2002 ⁽⁹⁾ | 02/27/2011 | Common Stock | 4,413 |
| Employee Stock Option (right to buy) | \$ 36.84 | | | | | 02/26/2003 ⁽¹⁰⁾ | 02/26/2012 | Common Stock | 4,628 |
| Employee Stock | \$ 32.66 | | | | | 02/25/2004 ⁽¹¹⁾ | 02/25/2013 | Common Stock | 5,542 |

Edgar Filing: BB&T CORP - Form 4

| | | | | | |
|--|-----------|----------------------------|------------|-----------------|-------|
| Option (right to buy) | | | | | |
| Employee Stock Option (right to buy) | \$ 36.68 | 02/24/2005 ⁽¹²⁾ | 02/24/2014 | Common Stock | 5,077 |
| Employee Stock Option (right to buy) | \$ 31 | 02/24/1999 ⁽⁶⁾ | 02/23/2008 | Common Stock | 1,374 |
| Employee Stock Option (right to buy) | \$ 36.313 | 02/23/2000 ⁽⁷⁾ | 02/23/2009 | Common Stock | 1,238 |
| Employee Stock Option (right to buy) | \$ 23.938 | 02/22/2001 ⁽⁸⁾ | 02/22/2010 | Common Stock | 2,121 |
| Employee Stock Option (right to buy) | \$ 36.59 | 02/27/2002 ⁽⁹⁾ | 02/27/2011 | Common Stock | 1,454 |
| Employee Stock Option (right to buy) | \$ 36.84 | 02/26/2003 ⁽¹⁰⁾ | 02/26/2012 | Common Stock | 2,644 |
| Employee Stock Option (right to buy) | \$ 32.66 | 02/25/2004 ⁽¹¹⁾ | 02/25/2013 | Common Stock | 3,076 |
| Employee Stock Option (right to buy) | \$ 36.68 | 02/24/2005 ⁽¹²⁾ | 02/24/2014 | Common Stock | 2,757 |
| Stock Option (Right to | \$ 38.64 | 02/22/2006 ⁽¹³⁾ | 02/22/2015 | Common Stock | 6,223 |

Buy)

| | | | | | |
|--------------------------------------|----------|----------------------------|------------|-----------------|--------|
| Stock Option (right to buy) | \$ 39.73 | 02/21/2007 ⁽¹⁴⁾ | 02/21/2016 | Common Stock | 8,429 |
| Stock Option (right to buy) | \$ 44.15 | 02/20/2008 ⁽¹⁵⁾ | 02/20/2017 | Common Stock | 36,635 |
| Stock Option (Right to Buy) | \$ 38.64 | 02/22/2006 ⁽¹³⁾ | 02/22/2015 | Common Stock | 3,295 |
| Stock Option (right to buy) | \$ 39.73 | 02/21/2007 ⁽¹⁴⁾ | 02/21/2016 | Common Stock | 3,652 |
| Stock Option (right to buy) | \$ 44.15 | 02/20/2008 ⁽¹⁵⁾ | 02/20/2017 | Common Stock | 3,490 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Goodrich Donna C P O BOX 1250 WINSTON-SALEM, NC 271021250 | | | Sr. Executive Vice President | |

Signatures

By: Carla Brenwald,
Attorney-in-fact

01/22/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 15.420 shares acquired in May 2007, 19.000 shares acquired in August 2007 and 20.377 shares in November 2007, under the Issuer's Dividend Reinvestment Plan.
- (2) Includes Restricted Stock Units previously reported in Table II.
- (3) Between January 1, 2007 and December 31, 2007, the reporting person acquired 355.830 shares of common stock in the 1st qtr; 191.505 shares in the 2nd qtr; 63.223 shares in the 3rd qtr and 125.489 shares of common stock in the 4th qtr under the Issuer's 401(k) plan. The information in this report is based on plan statements dated as of January 31, 2007 thru December 31, 2007.
- (4)

Edgar Filing: BB&T CORP - Form 4

Includes 0.104 shares acquired in May 2007, 0.128 shares acquired in August 2007 and 0.137 shares in November 2007, under the Issuer's Dividend Reinvestment Plan.

Between January 1, 2007 and December 31, 2007, the reporting person acquired 129.725 shares of common stock in the 1st qtr; 77.656 shares in the 2nd qtr; 82.624 shares in the 3rd qtr and 211.154 shares of common stock in the 4th qtr under the Issuer's 401(k) plan. The information in this report is based on plan statements dated as of January 31, 2007 thru December 31, 2007.

- (6) The option is exercisable in three equal annual installments beginning on 02/24/1999.
- (7) The option is exercisable in three equal annual installments beginning on 02/23/2000.
- (8) The option is exercisable in three equal annual installments beginning on 02/22/2001.
- (9) The option is exercisable in three equal annual installments beginning on 02/27/2002.
- (10) The option is exercisable in three equal annual installments beginning on 02/26/2003.
- (11) The option is exercisable in five equal annual installments beginning on 02/25/2004.
- (12) The option is exercisable in five equal annual installments beginning on 02/24/2005.
- (13) The option is exercisable in five equal annual installments beginning on 2/22/2006.
- (14) The option is exercisable in five equal annual installments beginning on 02/21/2007.
- (15) The option is exercisable in five equal annual installments beginning on 2/20/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.