

BB&T CORP
Form 4
February 28, 2008

FORM 4

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

OMB APPROVAL

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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 *
Starnes Clarke R III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2008

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

Sr. Executive Vice President

P O BOX 1250

(Street)

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

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

WINSTON-SALEM, NC 271021250

(City) (State) (Zip)

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	9,417.23 ⁽¹⁾	D	
Common Stock					14,046.508	I	By 401(k)

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 44.15					02/20/2008 ⁽¹¹⁾	02/20/2017	Common Stock	36,000
Stock Option (right to buy)	\$ 34.29	02/26/2008		A	46,642	02/26/2009 ⁽²⁾	02/26/2018	Common Stock	46,642
Employee Stock Option (right to buy)	\$ 36.313					02/23/2000 ⁽³⁾	02/23/2009	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 23.938					02/22/2001 ⁽⁴⁾	02/22/2010	Common Stock	6,300
Employee Stock Option (right to buy)	\$ 36.59					02/27/2002 ⁽⁵⁾	02/27/2011	Common Stock	4,800
Employee Stock Option (right to buy)	\$ 36.84					02/26/2003 ⁽⁶⁾	02/26/2012	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 32.66					02/25/2004 ⁽⁷⁾	02/25/2013	Common Stock	5,800
	\$ 36.68					02/24/2005 ⁽⁸⁾	02/24/2014		5,300

Employee
Stock
Option
(right to
buy)

Common
Stock

Stock
Option
(Right to
Buy) \$ 38.64

02/22/2006⁽⁹⁾ 02/22/2015

Common
Stock 7,6

Stock
Option
(right to
buy) \$ 39.73

02/21/2007⁽¹⁰⁾ 02/21/2016

Common
Stock 7,3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Starnes Clarke R III P O BOX 1250 WINSTON-SALEM, NC 271021250			Sr. Executive Vice President	

Signatures

By: Sallie Stone,
Attorney-in-fact 02/28/2008

__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 101.059 shares acquired in February 2008, under the Issuer's Dividend Reinvestment Plan.
- (2) The option is exercisable in five equal annual installments beginning on 2/26/2009.
- (3) The option is exercisable in three equal annual installments beginning on 02/23/2000.
- (4) The option is exercisable in three equal annual installments beginning on 02/22/2001.
- (5) The option is exercisable in three equal annual installments beginning on 02/27/2002.
- (6) The option is exercisable in three equal annual installments beginning on 02/26/2003.
- (7) The option is exercisable in five equal annual installments beginning on 02/25/2004.
- (8) The option is exercisable in five equal annual installments beginning on 02/24/2005.
- (9) The option is exercisable in five equal annual installments beginning on 2/22/2006.
- (10) The option is exercisable in five equal annual installments beginning on 02/21/2007.
- (11) 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.