

BB&T CORP
Form 4
December 21, 2006

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 *
Henson Christopher L

(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)
12/08/2006

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 13,426.937 (1) | D | |
| Common Stock | | | | | 24,812.201 (2) | I | By 401(k) |
| Common Stock | | | | | 2.463 (3) | I | By Custodian For Child - Kristen |
| Common Stock | | | | | 2.463 (4) | I | By Custodian For Child - |

Sydney

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

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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) | \$ 20.188 | | | | | 02/25/1998 ⁽⁵⁾ 02/24/2007 | Common Stock 2,982 |
| Employee Stock Option (right to buy) | \$ 31 | | | | | 02/24/1999 ⁽⁶⁾ 02/23/2008 | Common Stock 3,106 |
| Employee Stock Option (right to buy) | \$ 36.313 | | | | | 02/23/2000 ⁽⁷⁾ 02/23/2009 | Common Stock 4,433 |
| Employee Stock Option (right to buy) | \$ 23.938 | | | | | 02/22/2001 ⁽⁸⁾ 02/22/2010 | Common Stock 6,927 |
| Employee Stock Option (right to buy) | \$ 36.59 | | | | | 02/27/2002 ⁽⁹⁾ 02/27/2011 | Common Stock 4,926 |

| | | | | | |
|--|----------|----------------------------|------------|-----------------|--------|
| buy) | | | | | |
| Employee Stock Option (right to buy) | \$ 36.84 | 02/26/2003 ⁽¹⁰⁾ | 02/26/2012 | Common Stock | 5,255 |
| Employee Stock Option (right to buy) | \$ 32.66 | 02/25/2004 ⁽¹¹⁾ | 02/25/2013 | Common Stock | 9,688 |
| Employee Stock Option (right to buy) | \$ 36.68 | 02/24/2005 ⁽¹²⁾ | 02/24/2014 | Common Stock | 8,938 |
| Stock Option (Right to Buy) | \$ 38.64 | 02/22/2006 ⁽¹³⁾ | 02/22/2015 | Common Stock | 38,768 |
| Stock Option (right to buy) | \$ 39.73 | 02/21/2007 ⁽¹⁴⁾ | 02/21/2016 | Common Stock | 34,887 |

Reporting Owners

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

Signatures

By: Sallie Stone,
Attorney-in-fact

12/21/2006

**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 115,402 shares acquired in May 2006; 130,999 shares acquired in August 2006; 128,429 shares acquired in November 2006 under the Issuer's Dividend Reinvestment Plan.
- (2) Between January 1, 2006 and Sept. 30, 2006, the reporting person acquired 917,775 shares of common stock during the 1st quarter; 185,397 shares of common stock during the 2nd quarter and 227,965 shares of common stock during the 3rd quarter under the Issuer's 401(k) plan. The information in this report is based on plan statements dated as of January 31, 2006 thru Sept. 2006.

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- (3) Includes 0.021 shares acquired in May 2006; 0.024 shares acquired in August 2006 and 0.024 shares acquired in November 2006, under the Issuer's Dividend Reinvestment Plan.
- (4) Includes 0.021 shares acquired in May 2006; 0.024 shares acquired in August 2006 and 0.024 shares acquired in November 2006, under the Issuer's Dividend Reinvestment Plan.
- (5) The option is exercisable in three equal annual installments beginning on 02/25/1998.
- (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.

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

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