

**BB&T CORPORATION  
SUPPLEMENTAL CODE OF ETHICS  
FOR  
SENIOR FINANCIAL OFFICERS**

**I. Supplemental Provisions.**

BB&T Corporation's ("BB&T") Chief Executive Officer, Chief Financial Officer and Controller (the "Senior Financial Officers") are responsible for the promotion of and adherence to the highest ethical standards of conduct in managing BB&T's financial operations and overseeing its compliance with laws, regulations and rules. Accordingly, each Senior Financial Officer must comply with the BB&T Code of Ethics for Associates (the "Code of Ethics"), which is applicable to all BB&T officers and associates, and with the additional standards set forth in this Supplemental Code of Ethics for Senior Financial Officers (this "Code"). To the extent any provision in this Code differs from or is in conflict with any provision contained in the Code of Ethics, the Senior Financial Officers shall comply with the provision of this Code.

**A. Regulatory and Public Reporting.**

Each Senior Financial Officer is responsible for providing, or causing to be provided, full, fair, accurate, timely and understandable disclosure that complies with all applicable federal securities laws, rules and regulations in all reports and documents that BB&T files with, or submits to, the Securities and Exchange Commission (the "SEC") and in other public communications. As such, each Senior Financial Officer should be familiar with, and is required to comply with, BB&T's disclosure controls and procedures and internal control over financial reporting and will cooperate fully with BB&T's accounting and internal audit departments, as well as the independent auditor. In addition, each Senior Financial Officer is responsible for ensuring that financial records pertaining to BB&T's operations are maintained in accordance with generally accepted accounting principles and any other applicable accounting rules and regulations. Each Senior Financial Officer should promptly report to BB&T's General Counsel (the "General Counsel") and/or the Audit Committee (the "Audit Committee") of the Board of Directors of BB&T (the "Board") any material information of which such Senior Financial Officer may become aware that could affect the disclosures made by BB&T in its filings with the SEC and in other public communications.

**B. Reporting Deficiencies and Fraud.**

Each Senior Financial Officer must promptly report to the General Counsel and/or the Audit Committee any information concerning: (1) significant deficiencies in the design or operation of BB&T's internal control over financial reporting that could adversely affect its ability to record, process, summarize and report financial data; and (2) any fraud, whether or not material, that involves management or other employees who have a significant role in: (a) financial reporting; (b) the disclosures made in filings with the SEC; or (c) other public communications or internal control over financial reporting. For more information regarding reporting deficiencies and fraud, see the BB&T Policies and Procedures for Accounting, Securities, and Legal Violations.

### **C. Reporting Code and Legal Violations.**

Any violation or suspected violation of the Code of Ethics or this Code that involves a Senior Financial Officer, or any information concerning a material violation of securities laws, regulations or rules, or other laws, regulations or rules applicable to BB&T and its business operations, must be promptly reported to the General Counsel and/or the Audit Committee. For more information regarding reporting deficiencies and fraud, see the BB&T Policies and Procedures for Accounting, Securities, and Legal Violations.

### **II. Disciplinary Measures.**

Any violation or suspected violation of the Code of Ethics or this Code by a Senior Financial Officer shall be reported to the Board by the General Counsel or Audit Committee, as appropriate, and the Board shall take such action as it deems necessary in its sole and absolute discretion, with or without investigation, to deter wrongdoing and to promote accountability by Senior Financial Officers for adherence to such Codes. As and when warranted, the Board shall provide the Senior Financial Officer(s) involved in any disciplinary matter with written notice of the Board's findings and shall include, as appropriate, any corrective action(s) that may be imposed, including, without limitation, censure, demotion, reassignment, suspension with or without pay or benefits, and/or termination of employment. In determining the appropriate corrective action in a particular case, the Board shall take into account all relevant information, including the nature and severity of the violation or potential violation, whether the violation or potential violation was a single occurrence or involved repeated occurrences, whether the violation or potential violation appears to have been intentional or inadvertent, whether the Senior Financial Officer(s) involved knew, should have known of or had been advised prior to the violation or potential violation as to the proper course of action, and whether the Senior Financial Officer(s) had committed other violations or potential violations in the past. In cases of illegal activity or wrongdoing, the Board (or its designee) will notify the appropriate legal authorities.

### **III. Waiver or Modification of the Code of Ethics or this Code for Senior Financial Officers.**

Any request for a waiver of or exception to the Code of Ethics or this Code, or for any modification or amendment thereto, made by or on behalf of a Senior Financial Officer, shall be directed to and shall only be approved by the Board. Any such waiver, exception, modification or amendment will be promptly disclosed as required by applicable law, regulation, and/or the listing standards of the New York Stock Exchange.

### **IV. Certification.**

Each Senior Financial Officer will annually certify to BB&T in writing that such Senior Financial Officer has read and is in compliance with this Code except as otherwise disclosed in the certification.

Reviewed and approved 10/22/2018

**ANNUAL CERTIFICATION**

The undersigned Senior Financial Officer hereby certifies that I have read and understand the BB&T Corporation Code of Ethics and BB&T Corporation Supplemental Code of Ethics for Senior Financial Officers and I agree to abide by their provisions as part of my employment obligations owed to BB&T Corporation. Except as noted below, I am in compliance with the BB&T Corporation Code of Ethics and BB&T Corporation Supplemental Code of Ethics for Senior Financial Officers.

If no known violations, state "None":

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Name of Senior Financial Officer (print): \_\_\_\_\_

Signature of Senior Financial Officer: \_\_\_\_\_

Date: \_\_\_\_\_