

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2009-01-26** | Period of Report: **2008-06-06**
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REPORTING OWNER

MACCAULEY ALBERT O

CIK: **1195199**

Type: **4** | Act: **34** | File No.: **001-10853** | Film No.: **09546330**

Business Address
C/O BB&T
P O BOX 1250
WINSTON SALEM NC
27102-1250
3367333038

ISSUER

BB&T CORP

CIK: **92230** | IRS No.: **560939887** | State of Incorporation: **NC** | Fiscal Year End: **1231**
SIC: **6021** National commercial banks

Mailing Address
200 WEST SECOND STREET
WINSTON-SALEM NC 27101

Business Address
200 WEST SECOND STREET
WINSTON-SALEM NC 27101
3367332000

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

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

1. Name and Address of Reporting Person MACCAULEY ALBERT O			2. Issuer Name and Ticker or Trading Symbol BB&T CORP [BBT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2008					
PO BOX 1250			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) WINSTON-SALEM, NC 27102-1250								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/06/2008		<u>L</u>	<u>V</u>	4.368	A	\$28.6194	77,457.284 ⁽¹⁾	D	
Common Stock	10/03/2008		<u>L</u>	<u>V</u>	3.282	A	\$38.085	77,460.566	D	
Common Stock	12/05/2008		<u>L</u>	<u>V</u>	4.484	A	\$27.875	77,465.05	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (right to buy)	\$26.7641							01/01/2000	07/01/2009	Common Stock	3,530	3,530	D	

Stock Option (right to buy)	\$23.2375							06/30/2000	12/31/2009	Common Stock	1,032		1,032	D	
Stock Option (right to buy)	\$20.7438							01/03/2001	07/03/2010	Common Stock	4,989		4,989	D	
Stock Option (right to buy)	\$25.5031							06/30/2001	12/29/2010	Common Stock	941		941	D	
Stock Option (right to buy)	\$27.063							01/02/2002	07/02/2011	Common Stock	3,768		3,768	D	
Stock Option (right to buy)	\$26.24							06/30/2002	12/31/2011	Common Stock	685		685	D	
Stock Option (right to buy)	\$28.11							01/01/2003	07/01/2012	Common Stock	4,536		4,536	D	
Stock Option (right to buy)	\$28.14							06/30/2003	12/31/2012	Common Stock	1,119		1,119	D	
Stock Option (right to buy)	\$25.75							01/01/2004	07/01/2013	Common Stock	6,235		6,235	D	
Stock Option (right to buy)	\$28.89							06/30/2004	12/31/2013	Common Stock	1,090		1,090	D	
Stock Option (right to buy)	\$27.53							01/01/2005	07/01/2014	Common Stock	5,789		5,789	D	
Stock Option (right to buy)	\$31.8							06/30/2005	12/31/2014	Common Stock	1,132		1,132	D	
Stock Option (right to buy)	\$39.35							02/22/2006 ⁽²⁾	02/22/2015	Common Stock	3,050		3,050	D	
Stock Option (right to buy)	\$39.73							02/21/2007 ⁽³⁾	02/21/2016	Common Stock	6,272		6,272	D	
Stock Option (right to buy)	\$44.15							02/20/2008 ⁽⁴⁾	02/20/2017	Common Stock	4,672		4,672	D	
Stock Option (right to buy)	\$34.29							02/26/2009 ⁽⁵⁾	02/26/2018	Common Stock	5,797		5,797	D	

Explanation of Responses:

1. Includes 1,198.103 shares acquired in August 2008 and 968.417 shares acquired in November 2008, under Dividend Reinvestment Plans.
2. The option is exercisable in five equal annual installments beginning on 02/22/2006.
3. The option is exercisable in five equal annual installments beginning on 2/21/2007.
4. The option is exercisable in five equal annual installments beginning on 2/20/2008.
5. The option is exercisable in five equal annual installments beginning on 2/26/2009.

Remarks:

poa.TXT

Signatures

Carla Brenwald, Attorney-in-fact

** Signature of Reporting Person

01/26/2009

Date

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

* 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).

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

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 Number.

Power of Attorney

The undersigned, being a director and/or officer of BB&T Corporation ("Company"), hereby nominates, constitutes, and appoints Clarence W. Keel, Carla Brenwald, Sallie Stone, Frances B. Jones, and Robert J. Johnson, Jr., or any one of them severally, to be his or her true and lawful attorney-in-fact and to sign in his or her name and on his or her behalf, and to file with the Securities and Exchange Commission ("Commission") the Initial Statement of Beneficial Ownership of Securities on Form 3, the Statement of Changes in Beneficial Ownership of Securities on Form 4, the Annual Report on Form 5, and any other statements, reports or filings, making such changes in said reports and filings as such attorney-in-fact deems appropriate, and, generally, to do all such things on behalf of the undersigned to comply with the provisions of the Securities and Exchange Act of 1934, as amended, and all requirements of the Commission.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transaction in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, I hereby sign and seal this Power of Attorney this 24th day of June, 2008.

/s/ Albert O. McCauley
Albert O. McCauley