

**CHARTER  
OF THE EXECUTIVE COMMITTEE  
OF THE  
BOARD OF DIRECTORS OF BB&T CORPORATION**

Purpose

The Executive Committee of BB&T Corporation is appointed by the Board of Directors with the primary responsibility to exercise the authority of the Board of Directors between Board meetings, to the extent permitted by law. The Committee acts on behalf of the BB&T Board of Directors in the best interest of the Corporation and its shareholders in all matters for which the Board may act.

Committee Membership

The Committee members shall be appointed annually by the Board and may be replaced by the Board. The Committee shall number at least three.

The Committee may delegate to its Chairman such power and authority as the Committee deems to be appropriate, except such powers and authorities required by law or regulation to be exercised by the whole Committee, by a subcommittee of at least two members, or as conferred on other Board committees.

Meetings

The Executive Committee shall meet as often as it determines. The Executive Committee meetings may be attended by any officer or employee of the Company, the Company's outside counsel or independent auditor as the Committee deems appropriate. The Executive Committee may meet in Executive Session without members of management in attendance as often as deemed appropriate. The Executive Session may be called by any member of the Executive Committee.

Committee Authority and Responsibilities

Specific duties include, but are not limited to, the following:

- ◆ Review Investment Portfolio Report and recommend related policy and policy changes to the Board.
- ◆ Review ALCO Management and Liability Management Reports and recommend related policy and policy changes to the Board.
- ◆ Review Loan Portfolio and Mortgage Banking reports and recommend related policy and policy changes to the Board.

The Executive Committee shall report regularly to the Board of Directors on its activities and maintain minutes of its meetings.

The Executive Committee shall annually review and assess the adequacy of its Charter and recommend to the Board any changes to this Charter. The Committee shall annually review its own performance.