

VOTE BY INTERNET OR TELEPHONE
24 Hours a Day—7 Days a Week
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Your telephone or Internet vote authorizes the named attorneys-in-fact to vote your shares in the same manner as if you marked, signed and returned the proxy card. If you have submitted your proxy by telephone or the Internet, there is no need for you to mail back your proxy card. Telephone and Internet voting facilities will close at 11:59 p.m. Eastern Daylight Time on April 27, 2009.

TELEPHONE

1-800-830-3542

- Use any touch-tone telephone
- Have your proxy form in hand
- Follow the simple recorded instructions

OR

INTERNET

<https://www.2voteproxy.com>

- Go to the website address listed above
- Have your proxy form in hand
- Follow the simple instructions

OR

MAIL

- Mark, sign and date the proxy card
- Detach the proxy card below
- Return the proxy card in the postage-paid envelope provided

PROXY TABULATOR
PO BOX 859232
BRAINTREE, MA 02185-9919

CALL TOLL-FREE TO VOTE: 1-800-830-3542

▼ FOLD AND DETACH HERE ▼

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" PROPOSALS 1, 2, 3 and 4, AND RECOMMENDS A VOTE "AGAINST" PROPOSAL 5.

Please mark your votes as indicated in this example



	FOR ALL	WITHHOLD ALL		FOR ALL EXCEPT																				
<p>1. To elect seventeen nominees as Directors of BB&T as described in Proposal 1 of the Proxy Statement, namely:</p> <table border="0" style="width: 100%; font-size: 10px;"> <tr> <td>(01) John A. Allison IV</td> <td>(06) Tom D. Efrid</td> <td>(10) John P. Howe III, M.D.</td> <td>(14) J. Holmes Morrison</td> </tr> <tr> <td>(02) Jennifer S. Banner</td> <td>(07) Barry J. Fitzpatrick</td> <td>(11) Kelly S. King</td> <td>(15) Nido R. Qubein</td> </tr> <tr> <td>(03) Anna R. Cablik</td> <td>(08) L. Vincent Hackley, PhD.</td> <td>(12) James H. Maynard</td> <td>(16) Thomas N. Thompson</td> </tr> <tr> <td>(04) Nelle R. Chilton</td> <td>(09) Jane P. Helm</td> <td>(13) Albert O. McCauley</td> <td>(17) Stephen T. Williams</td> </tr> <tr> <td>(05) Ronald E. Deal</td> <td></td> <td></td> <td></td> </tr> </table> <p>To withhold authority to vote for any individual nominee, mark "For All Except" and write the nominee's name here:</p> <p>Nominee exception(s) _____</p>	(01) John A. Allison IV	(06) Tom D. Efrid	(10) John P. Howe III, M.D.	(14) J. Holmes Morrison	(02) Jennifer S. Banner	(07) Barry J. Fitzpatrick	(11) Kelly S. King	(15) Nido R. Qubein	(03) Anna R. Cablik	(08) L. Vincent Hackley, PhD.	(12) James H. Maynard	(16) Thomas N. Thompson	(04) Nelle R. Chilton	(09) Jane P. Helm	(13) Albert O. McCauley	(17) Stephen T. Williams	(05) Ronald E. Deal				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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(05) Ronald E. Deal																								
<p>2. To approve amendments to the Corporation's 2004 Stock Incentive Plan and re-approve the plan for certain federal tax purposes.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																				
<p>3. To approve an advisory proposal regarding BB&T's overall pay-for-performance executive compensation program.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																				
<p>4. To ratify the appointment of PricewaterhouseCoopers LLP as BB&T's independent registered public accounting firm for 2009.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																				
<p>5. To approve a shareholder proposal regarding majority voting in director elections.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																				

The undersigned hereby ratifies and confirms all that said attorneys-in-fact, or any of them or their substitutes, may lawfully do or cause to be done hereof, and acknowledges receipt of the Notice of the BB&T Annual Meeting and Proxy Statement.

BB&T

▼ FOLD AND DETACH HERE ▼

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PLEASE DETACH HERE IF YOU ARE NOT VOTING BY TELEPHONE OR INTERNET

BB&T CORPORATION
ANNUAL MEETING APRIL 28, 2009

THIS PROXY IS SOLICITED BY THE BOARD OF DIRECTORS OF BB&T CORPORATION

The undersigned shareholder of BB&T Corporation, a North Carolina corporation ("BB&T"), appoints Kelly S. King, Christopher L. Henson and Frances B. Jones, or any of them, with full power to act alone, the true and lawful attorneys-in-fact of the undersigned, with full power of substitution and revocation, to vote all shares of stock of BB&T that the undersigned is entitled to vote at the annual meeting of shareholders of BB&T to be held at Embassy Suites, 460 North Cherry Street, Winston-Salem, North Carolina 27101, on April 28, 2009, at 11:00 a.m. Eastern Daylight Time and at any adjournment thereof, with all powers the undersigned would possess if personally present, as follows:

THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE DIRECTIONS OF THE UNDERSIGNED. IF NO INSTRUCTION TO THE CONTRARY IS GIVEN, THIS PROXY WILL BE VOTED "FOR" THE NOMINEES FOR DIRECTOR DESCRIBED IN PROPOSAL 1, "FOR" PROPOSALS 2, 3 AND 4, AND "AGAINST" PROPOSAL 5, EACH AS LISTED ON THE REVERSE SIDE. IF ANY OTHER BUSINESS IS PRESENTED AT THE ANNUAL MEETING, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BEST JUDGMENT OF THE NAMED ATTORNEYS-IN-FACT.

PLEASE SIGN, DATE, AND RETURN PROMPTLY IN ENCLOSED
ENVELOPE IF YOU ARE NOT VOTING BY PHONE OR INTERNET Dated _____

Signature(s) (Title(s), if applicable)

Signature(s) (Title(s), if applicable) (Sign in the Box)

Please insert date of signing. Sign exactly as name appears at left. Where stock is issued in two or more names, all should sign. If signing as attorney, administrator, executor, trustee or guardian, give full title as such. A corporation should sign by an authorized officer and affix seal.