

REGIONS FINANCIAL CORP
Form 4
July 25, 2005

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 *
Daniel John M

(Last) (First) (Middle)

P O BOX 10247

(Street)

BIRMINGHAM, AL 352020247

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

REGIONS FINANCIAL CORP [RF]

3. Date of Earliest Transaction (Month/Day/Year)

07/22/2005

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)

Director of Human Resources

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)	Price		
Common Stock	07/22/2005		X	28,866 A	\$ 24.81	53,407.671	D
Common Stock	07/22/2005		X	1,033 A	\$ 28.28	54,440.671	D
Common Stock	07/22/2005		F	23,851 D	\$ 34.39	30,589.671	D

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

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SEC 1474 (9-02)

number.

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
Stock Option	\$ 28.28	07/22/2005		X		1,033		07/01/2004	01/18/2011	Common Stock	1,033
Stock Option	\$ 24.81	07/22/2005		X		28,866		07/01/2004	10/08/2012	Common Stock	28,866
Phantom Stock Units (401k)	\$ 0 ⁽¹⁾							<u>(1)</u>	<u>(1)</u>	Common Stock	251
Phantom Stock Units (UPC Deferred Comp.)	\$ 0 ⁽²⁾							<u>(2)</u>	<u>(2)</u>	Common Stock	640
Stock Option	\$ 32.44							07/01/2004	01/18/2011	Common Stock	2,533
Stock Option	\$ 28.33							07/01/2004	01/18/2011	Common Stock	4,509
Stock Option	\$ 35.09							07/05/2005	10/10/2011	Common Stock	18,178
Stock Option	\$ 33.82							<u>(3)</u>	10/15/2011	Common Stock	50,000
Stock Option	\$ 32.44							07/01/2004	10/08/2012	Common Stock	2,231
Stock Option	\$ 28.33							07/01/2004	10/08/2012	Common Stock	1,305
Stock Option	\$ 35.12							07/01/2004	10/08/2012	Common Stock	7,057
Stock Option	\$ 33.48							07/01/2004	10/14/2013	Common Stock	34,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Daniel John M P O BOX 10247 BIRMINGHAM, AL 352020247			Director of Human Resources	

Signatures

By: Ronald C.
Jackson

07/22/2005

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) The reported phantom stock units were acquired under Regions' benefit plans.
- (2) The reported phantom stock units were acquired under the Union Planters Corp. Deferred Compensation Plan for Executives.
- (3) The option becomes exercisable in two equal installments on October 15, 2006 and 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.