

FLEISCHAUER JOHN I JR
Form 4
March 18, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FLEISCHAUER JOHN I JR

(Last) (First) (Middle)

P O BOX 1471

(Street)

LITTLE ROCK, AR 72203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

REGIONS FINANCIAL CORP [RF]

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

03/16/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Group CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Beneficial Ownership (Instr. 4)
Common Stock	03/16/2005		F	2,065 D	\$ 32.475	77,118.632	D
Common Stock (Trust)						32,771	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)	8. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares	
Stock Option	\$ 33.51					07/31/1999 07/31/2008	Common Stock 18,519	
Stock Option	\$ 28.88					08/30/2000 08/30/2009	Common Stock 23,216	
Stock Option	\$ 25.66					02/19/2004 02/19/2010	Common Stock 46,298	
Stock Option	\$ 25.66					02/19/2005 02/19/2010	Common Stock 23,148	
Stock Option	\$ 25.66					02/19/2006 02/19/2010	Common Stock 23,149	
Stock Option	\$ 22.6					01/16/2002 01/16/2011	Common Stock 43,184	
Stock Option	\$ 22.6					01/16/2003 01/16/2011	Common Stock 24,692	
Stock Option	\$ 22.6					01/16/2004 01/16/2011	Common Stock 24,692	
Stock Option	\$ 28.17					<u>(1)</u> 04/21/2011	Common Stock 111,114	
Stock Option	\$ 33.82					<u>(2)</u> 10/15/2011	Common Stock 90,000	
Stock Option	\$ 25.02					01/22/2003 01/22/2012	Common Stock 49,384	
Stock Option	\$ 25.02					01/22/2004 01/22/2012	Common Stock 24,692	
Stock Option	\$ 25.02					01/22/2005 01/22/2012	Common Stock 24,692	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLEISCHAUER JOHN I JR P O BOX 1471 LITTLE ROCK, AR 72203			Group CEO	

Signatures

By: Ronald C.
Jackson

03/17/2005

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 option becomes exercisable in three equal installments on April 21, 2005, 2006 and 2007.
- (2) 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.
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