

REGIONS FINANCIAL CORP

Form 4

April 27, 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 *
JONES CARL E JR

(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)

04/25/2005

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)

Chairman & CEO

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/07/2005		G	V	13,111	D	\$ 0	35,465	I By Spouse
Common Stock	02/24/2005		G	V	2,394	D	\$ 0	33,071	I By Spouse
Common Stock	04/25/2005		X		62,000	A	\$ 25.024	867,962	D
Common Stock	04/25/2005		X		3,462	A	\$ 28.881	871,424	D
Common Stock	04/25/2005		X		4,424	A	\$ 22.603	875,848	D

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Common Stock 04/25/2005 F 47,425 D \$ 32.715 828,423 D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units (401k)	<u>(1)</u>	04/25/2005		J <u>(1)</u>	V	2,127		<u>(1)</u>	<u>(1)</u>	Common Stock	2,127
Stock Option	\$ 28.88	04/25/2005		X		3,462		01/01/2001	08/30/2009	Common Stock	3,462
Stock Option	\$ 22.6	04/25/2005		X		4,424		01/16/2005	01/16/2011	Common Stock	4,424
Stock Option	\$ 25.02	04/25/2005		X		62,000		01/22/2003	01/22/2012	Common Stock	62,000
Stock Option	\$ 31.39							10/09/1998	10/09/2007	Common Stock	14,500
Stock Option	\$ 31.39							10/09/1999	10/09/2007	Common Stock	3,180
Stock Option	\$ 33.48							04/09/1999	04/09/2008	Common Stock	38,600
Stock Option	\$ 33.49							04/09/2000	04/09/2008	Common Stock	2,980
Stock Option	\$ 25.66							02/19/2004	02/19/2010	Common Stock	71,600
Stock Option	\$ 25.66							02/19/2005	02/19/2010	Common Stock	35,800
Stock Option	\$ 25.66							02/19/2006	02/19/2010	Common Stock	35,800

Stock Option	\$ 25.02	01/22/2004	01/22/2012	Common Stock	61,7
Stock Option	\$ 25.02	01/22/2005	01/22/2012	Common Stock	61,7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES CARL E JR P O BOX 10247 BIRMINGHAM, AL 352020247	X		Chairman & CEO	

Signatures

By: Ronald C. Jackson 04/26/2005

__Signature of Date
Reporting Person

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.

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