

Goethe, Robert A. - April 2003

Form 4 (continued)

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)	4. Transaction Code and Voluntary Code (V) or Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Phantom Stock Units (401k)	(2)		J (2) V	(A) 390.0	(2) (2)	Common Stock - 390.0		2,036.0	D	
Stock Option	\$12.1710				01/13/1996 01/13/2005	Common Stock - 1,352.0		1,352.0	D	
Stock Option	\$12.1710				03/01/1996 01/13/2005	Common Stock - 5,412.0		5,412.0	D	
Stock Option	\$22.4375				01/03/1997 01/03/2006	Common Stock - 12,000.0		12,000.0	D	
Stock Option	\$20.8487				01/11/1997 01/11/2006	Common Stock - 820.0		820.0	D	
Stock Option	\$20.8487				01/11/1998 01/11/2006	Common Stock - 821.0		821.0	D	
Stock Option	\$20.8487				01/11/1999 01/11/2006	Common Stock - 821.0		821.0	D	
Stock Option	\$20.8487				01/11/2000 01/11/2006	Common Stock - 821.0		821.0	D	
Stock Option	\$20.8487				01/11/2001 01/11/2006	Common Stock - 821.0		821.0	D	
Stock Option	\$38.7500				10/09/1998 10/09/2007	Common Stock - 3,949.0		3,949.0	D	
Stock Option	\$41.3437				04/09/1999 04/09/2008	Common Stock - 11,250.0		11,250.0	D	
Stock Option	\$35.6562				08/30/2000 08/30/2009	Common Stock - 11,250.0		11,250.0	D	
Stock Option	\$31.6750				02/19/2004	Common Stock -		20,000.0	D	

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					02/19/2010	20,000.0				
Stock Option	\$31.6750				02/19/2005	Common Stock - 10,000.0		10,000.0	D	
Stock Option	\$31.6750				02/19/2006	Common Stock - 10,000.0		10,000.0	D	
Stock Option	\$20.0937				03/15/2001	Common Stock - 15,000.0		15,000.0	D	
Stock Option	\$27.9050				01/16/2002	Common Stock - 12,500.0		12,500.0	D	
Stock Option	\$27.9050				01/16/2003	Common Stock - 6,250.0		6,250.0	D	
Stock Option	\$27.9050				01/16/2004	Common Stock - 6,250.0		6,250.0	D	
Stock Option	\$30.8950				01/22/2003	Common Stock - 12,500.0		12,500.0	D	
Stock Option	\$30.8950				01/22/2004	Common Stock - 6,250.0		6,250.0	D	
Stock Option	\$30.8950				01/22/2005	Common Stock - 6,250.0		6,250.0	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts _____ constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** Signature of Reporting Person
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

Ronald C. Jackson
Robert A. Goethe

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.

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FOOTNOTE Descriptions for Regions Financial Corp. RF

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Explanation of responses:

- (1) Stock purchased through dividend reinvestment program.
- (2) The reported phantom stock units were acquired under Regions' benefits plans.

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