

REGIONS FINANCIAL CORP
Form 8-K
May 25, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 25, 2010

REGIONS FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction

of incorporation)

000-50831
(Commission

File Number)

63-0589368
(IRS Employer

Identification No.)

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1900 FIFTH AVENUE NORTH

BIRMINGHAM, ALABAMA 35203

(Address, including zip code, of principal executive office)

Registrant's telephone number, including area code: (205) 326-5807

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

- (d) On May 25, 2010, the Board of Directors (Board) of Regions Financial Corporation (Regions) appointed Eric C. Fast to the Regions Board, effective immediately. The appointment of Mr. Fast increases the size of Regions Board to fourteen (14) members. Mr. Fast is currently the President and Chief Executive Officer of Crane Co. and has served in that capacity since 2001. Mr. Fast has been assigned to the Compensation and Risk Committees of the Board. He has no relationships or transactions with Regions which are required to be disclosed, nor are there any arrangements or understandings with other persons pursuant to which he was selected as a Director. On May 25, 2010, Mr. Fast was awarded a grant of 7,672 shares of restricted stock under the Regions Financial Corporation 2010 Long Term Incentive Plan, pursuant to Regions compensation program for Directors that applies uniformly to all non-employee Directors. The restricted stock is subject to a continued service requirement, and the restrictions lapse on the third anniversary of the grant date, or possibly earlier in the case of Mr. Fast's death or disability or upon termination without cause following a change in control of Regions. Mr. Fast was also appointed a Director of Regions Bank, a wholly-owned subsidiary of Regions.

For additional information, see the press release attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release dated May 25, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

REGIONS FINANCIAL CORPORATION

By: /s/ John D. Buchanan
Name: John D. Buchanan
Title: Senior Executive Vice President, General
Counsel and Corporate Secretary

Date: May 25, 2010