

HORSLEY RICHARD D

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 *
HORSLEY RICHARD D

(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)

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
☒ Officer (give title below) ☐ Other (specify
below)

Vice Chmn & COO

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)
Common Stock	03/16/2005		F	1,942 D	\$ 32.475	497,496	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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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. F Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (401k) ⁽¹⁾	\$ 0 ⁽¹⁾					⁽¹⁾	⁽¹⁾	Common Stock	2,111	
Stock Option	\$ 31.39					10/09/1998	10/09/2007	Common Stock	5,679	
Stock Option	\$ 31.39					10/09/1999	10/09/2007	Common Stock	3,185	
Stock Option	\$ 33.48					04/09/1999	04/09/2008	Common Stock	29,423	
Stock Option	\$ 33.49					04/09/2000	04/09/2008	Common Stock	2,985	
Stock Option	\$ 28.88					08/30/2000	08/30/2009	Common Stock	28,946	
Stock Option	\$ 28.88					01/01/2001	08/30/2009	Common Stock	3,462	
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	\$ 16.28					03/15/2001	03/15/2010	Common Stock	67,933	
Stock Option	\$ 22.6					01/16/2002	01/16/2011	Common Stock	49,384	
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	
	\$ 28.17					⁽²⁾	04/21/2011		123,460	

Stock Option					Common Stock	
Stock Option	\$ 33.82	(3)	10/15/2011		Common Stock	150,940
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
HORSLEY RICHARD D P O BOX 10247 BIRMINGHAM, AL 352020247	X		Vice Chmn & COO	

Signatures

By: Ronald C. Jackson 03/17/2005

 **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.

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

(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.

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