

MILLER PETER D  
Form 5  
January 21, 2005

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
MILLER PETER D

2. Issuer Name and Ticker or Trading Symbol  
REGIONS FINANCIAL CORP [RF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2004

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Group CEO

P O DRAWER 937

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

GAINESVILLE, GA GA 303050937

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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) | Amount (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|-------|--|--|---|
| Common Stock                    | 12/31/2004                           | Â  | J <sup>(1)</sup>               | 264.497   | A                 | \$ 0  | 194,981.597  | D  | Â   |
| Common Stock                    | 11/05/2004                           | Â  | G                              | 1,000   | D                 | \$ 0  | 16,100   | I  | By Spouse   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â                 | Â     | 31,507   | I  | CLM Associates LFP                                    |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â                 | Â     | 62,830   | I  | PDM Associates LP                                     |

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

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SEC 2270  
(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 of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|------------------|---|----------------------------|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date  | Title   | Amount or Number of Shares |
| Phantom Stock Units (401k)                 | Â  | 12/31/2004                           | Â  | J <sup>(2)</sup>               | 456   | Â   | Â <sup>(2)</sup>   | Â <sup>(2)</sup> | Common Stock  | 456                        |
| Stock Option                               | \$ 33.48   | Â                                    | Â  | Â                              | Â   | Â   | 04/09/1999   | 04/09/2008       | Common Stock  | 2,985                      |
| Stock Option                               | \$ 28.88   | Â                                    | Â  | Â                              | Â   | Â   | 08/30/2000   | 08/30/2009       | Common Stock  | 32,408                     |
| Stock Option                               | \$ 25.66   | Â                                    | Â  | Â                              | Â   | Â   | 02/19/2004   | 02/19/2010       | Common Stock  | 46,298                     |
| Stock Option                               | \$ 25.66   | Â                                    | Â  | Â                              | Â   | Â   | 02/19/2005   | 02/19/2010       | Common Stock  | 23,148                     |
| Stock Option                               | \$ 25.66   | Â                                    | Â  | Â                              | Â   | Â   | 02/19/2006   | 02/19/2010       | Common Stock  | 23,149                     |
| Stock Option                               | \$ 22.6  | Â                                    | Â  | Â                              | Â   | Â   | 01/16/2002   | 01/16/2011       | Common Stock  | 36,113                     |
| Stock Option                               | \$ 22.6  | Â                                    | Â  | Â                              | Â   | Â   | 01/16/2003   | 01/16/2011       | Common Stock  | 24,692                     |
| Stock Option                               | \$ 22.6  | Â                                    | Â  | Â                              | Â   | Â   | 01/16/2004   | 01/16/2011       | Common Stock  | 24,692                     |
| Stock Option                               | \$ 28.17   | Â                                    | Â  | Â                              | Â   | Â   | Â <sup>(3)</sup>   | 04/21/2011       | Common Stock  | 111,114                    |
| Stock Option                               | \$ 33.82   | Â                                    | Â  | Â                              | Â   | Â   | Â <sup>(4)</sup>   | 10/15/2011       | Common Stock  | 90,000                     |
| Stock Option                               | \$ 25.02   | Â                                    | Â  | Â                              | Â   | Â   | 01/22/2003   | 01/22/2012       | Common Stock  | 49,384                     |
|  | \$ 25.02   | Â                                    | Â  | Â                              | Â   | Â   | 01/22/2004   | 01/22/2012       |   | 24,692                     |

| Stock Option |          |   |   |   |   |   |            |            |  | Common Stock |        |
|--------------|----------|---|---|---|---|---|------------|------------|--|--------------|--------|
| Stock Option | \$ 25.02 | Â | Â | Â | Â | Â | 01/22/2005 | 01/22/2012 |  | Common Stock | 24,692 |
| Stock Option | \$ 33.48 | Â | Â | Â | Â | Â | 04/09/1999 | 04/09/2008 |  | Common Stock | 29,423 |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |             |       |
|---|---------------|-----------|-------------|-------|
|   | Director      | 10% Owner | Officer     | Other |
| MILLER PETER D<br>P O DRAWER 937<br>GAINESVILLE, GA 303050937 | Â             | Â         | Â Group CEO | Â     |

## Signatures

By: Ronald C. Jackson  
Date: 12/31/2004

\*\*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) Stock purchased through the dividend reinvestment program.
  - (2) The reported phantom stock units were acquired under Regions' benefit plans.
  - (3) The option becomes exercisable in three equal installments on April 21, 2005, 2006 and 2007.
  - (4) The option becomes exercisable in two equal installments on October 15, 2006 and 2007.

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