

POYNTER LOU ANN

Form 5

January 25, 2005

FORM 5**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).

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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
POYNTER LOU ANN

(Last) (First) (Middle)

P O BOX 10247,Â ATTN:
INVESTOR RELATIONS

(Street)

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BIRMINGHAM,Â ALÂ 352020247

☒ 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)	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 ⁽¹⁾	204.323 A \$ 0	7,573.323	I	By 401(k)
Common Stock	12/31/2004	Â	J ⁽²⁾	18.066 A \$ 0	936.066	I	By ESOP
Common Stock	Â	Â	Â	Â Â Â	90,000	I	By Magna Resources, LLC
Common	Â	Â	Â	Â Â Â	3,719	I	By Poynter

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Stock									Real Estate Service
Common Stock	Â	Â	Â	Â	Â	Â	81,554	I	By Spouse
Common Stock	Â	Â	Â	Â	Â	Â	161,571	D	Â

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 Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units (UPC Deferred Comp.)	Â	07/31/2004	Â	J ⁽³⁾	72,721	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock
Phantom Stock Units (UPC Deferred Comp.)	Â	07/31/2004	Â	H ⁽⁴⁾	Â	92,220 ⁽⁴⁾	Â ⁽³⁾	Â ⁽³⁾	Common Stock
Stock Option	\$ 31.29	07/31/2004	Â	J ⁽⁵⁾	Â	8,625	01/14/2001	10/14/2008	Common Stock
Stock Option	\$ 32.67	07/31/2004	Â	J ⁽⁵⁾	Â	37,174	07/01/2004	10/10/2011	Common Stock
Stock Option	\$ 32.67	07/31/2004	Â	J ⁽⁵⁾	Â	37,537	07/01/2004	10/08/2012	Common Stock
Stock Option	\$ 32.67	07/31/2004	Â	J ⁽⁵⁾	Â	13,889	07/01/2004	01/23/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POYNTER LOU ANN P O BOX 10247 ATTN: INVESTOR RELATIONS BIRMINGHAM, AL 352020247	X			

Signatures

By: Ronald C. Jackson 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 401(k) plan
- (2) Stock purchased through the ESOP
- (3) The reported phantom stock units were acquired under the Union Planters Corp. Deferred Compensation Plan for Executives.
- (4) Payment in cash upon UPC officer's retirement
- (5) Expiration of stock option due to retirement.

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