

REGIONS FINANCIAL CORP
Form 4
July 19, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

P O DRAWER 937

(Street)

GAINESVILLE, GA 303050937

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

REGIONS FINANCIAL CORP [RF]

3. Date of Earliest Transaction (Month/Day/Year)

07/18/2005

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)
Group CEO

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/18/2005		X		49,384 A \$ 25.024	D	
Common Stock	07/18/2005		X		24,692 A \$ 25.024	D	
Common Stock	07/18/2005		X		20,697 A \$ 25.024	D	
Common Stock	07/18/2005		F		77,401 D \$ 34.345	D	
Common Stock					29,561	I	By Spouse

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Common Stock	31,507	I	CLM Associates LFP
Common Stock	62,830	I	PDM Associates LP

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

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(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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A)	or Disposed of (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 25.02	07/18/2005		X	49,384		01/22/2003	01/22/2012	Common Stock	49,384
Stock Option	\$ 25.02	07/18/2005		X	24,692		01/22/2004	01/22/2012	Common Stock	24,692
Stock Option	\$ 25.02	07/18/2005		X	20,697		01/22/2005	01/22/2012	Common Stock	20,697
Phantom Stock Units (401k)	\$ 0 ⁽¹⁾						⁽¹⁾	⁽¹⁾	Common Stock	4,736
Stock Option	\$ 33.48						04/09/1999	04/09/2008	Common Stock	29,423
Stock Option	\$ 33.48						04/09/1999	04/09/2008	Common Stock	2,985
Stock Option	\$ 28.88						08/30/2000	08/30/2009	Common Stock	32,408
Stock Option	\$ 25.66						02/19/2004	02/19/2010	Common Stock	46,298
	\$ 25.66						02/19/2005	02/19/2010		23,148

Stock Option				Common Stock	
Stock Option	\$ 25.66	02/19/2006	02/19/2010	Common Stock	23,149
Stock Option	\$ 28.17	(2)	04/21/2011	Common Stock	111,114
Stock Option	\$ 33.82	(3)	10/15/2011	Common Stock	90,000

Reporting Owners

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

Signatures

By: Ronald C. Jackson 07/18/2005

__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) 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. 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.