

REGIONS FINANCIAL CORP
Form 4
April 28, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
JACKSON RONALD C

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

04/26/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SVP & Comptroller

P.O. BOX 10247

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

BIRMINGHAM, AL 35202

(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 04/26/2006 | | X | | 886 A \$ 31.387 | D | |
| Common Stock | 04/26/2006 | | X | | 4,629 A \$ 33.48 | D | |
| Common Stock | 04/26/2006 | | X | | 1,168 A \$ 28.881 | D | |
| Common Stock | 04/26/2006 | | X | | 12,346 A \$ 28.171 | D | |
| Common Stock | 04/26/2006 | | S | | 19,029 D \$ 35.911 | D | |

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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 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option | \$ 31.39 | 04/26/2006 | | X | 886 | 10/09/1998 10/09/2007 | Common Stock 886 |
| Stock Option | \$ 33.48 | 04/26/2006 | | X | 4,629 | 04/09/1999 04/09/2008 | Common Stock 4,629 |
| Stock Option | \$ 28.88 | 04/26/2006 | | X | 1,168 | 08/30/2000 08/30/2009 | Common Stock 1,168 |
| Stock Option | \$ 28.17 | 04/26/2006 | | X | 12,346 | (1) 04/21/2011 | Common Stock 12,346 |
| Phantom Stock Units (401k) | \$ 0 (2) | | | | | (2) (2) | Common Stock 2,849 |
| Stock Option | \$ 25.66 | | | | | 02/19/2006 02/19/2010 | Common Stock 4,032 |
| Stock Option | \$ 33.82 | | | | | (3) 10/15/2011 | Common Stock 20,000 |
| Stock Option | \$ 25.02 | | | | | 01/22/2004 01/22/2012 | Common Stock 1,857 |
| Stock Option | \$ 25.02 | | | | | 01/22/2005 01/22/2012 | Common Stock 3,858 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | | | | |

JACKSON RONALD C
P.O. BOX 10247
BIRMINGHAM, AL 35202

SVP & Comptroller

Signatures

By: D. Bryan
Jordan

04/26/2006

**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 option becomes exercisable in three equal installments on April 21, 2005, 2006 and 2007.
- (2) The reported phantom stock units were acquired under Regions' benefit plans.
- (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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