

Daniel John M  
 Form 4  
 December 22, 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 \*  
 Daniel John M

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)  
 P O BOX 10247

3. Date of Earliest Transaction (Month/Day/Year)  
 12/20/2005

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

Director of Human Resources

(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 352020247

(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 (D) Price   |   |  |                                   |
| Common Stock                    | 12/13/2005                           |  | J <sup>(1)</sup>               | V 561.689 A \$ 0  | 31,151.36   | D  |                                   |
| Common Stock                    | 12/20/2005                           |  | A                              | 5,175 A \$ 0  | 36,326.36   | D  |                                   |

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

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SEC 1474 (9-02)

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**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                               | \$ 32.44   |                                      |  |                                |   | 07/01/2004 01/18/2011                                    | Common Stock 2,533  |
| Stock Option                               | \$ 34.66   | 12/20/2005                           |  | A                              | 39,504  | (2) 12/20/2012   | Common Stock 39,504   |
| Phantom Stock Units (401k)                 | \$ 0 (3)   |                                      |  |                                |   | (3) (3)  | Common Stock 251  |
| Phantom Stock Units (UPC Deferred Comp.)   | \$ 0 (4)   |                                      |  |                                |   | (4) (4)  | Common Stock 640  |
| Stock Option                               | \$ 28.28   |                                      |  |                                |   | 07/01/2004 01/18/2011                                    | Common Stock 5,227  |
| Stock Option                               | \$ 28.33   |                                      |  |                                |   | 07/01/2004 01/18/2011                                    | Common Stock 4,509  |
| Stock Option                               | \$ 35.09   |                                      |  |                                |   | 07/05/2005 10/10/2011                                    | Common Stock 18,178   |
| Stock Option                               | \$ 33.82   |                                      |  |                                |   | 12/20/2005 10/15/2011                                    | Common Stock 50,000   |
| Stock Option                               | \$ 32.44   |                                      |  |                                |   | 07/01/2004 10/08/2012                                    | Common Stock 2,231  |
| Stock Option                               | \$ 28.33   |                                      |  |                                |   | 07/01/2004 10/08/2012                                    | Common Stock 1,305  |
| Stock Option                               | \$ 35.12   |                                      |  |                                |   | 07/01/2004 10/08/2012                                    | Common Stock 7,057  |
| Stock Option                               | \$ 34.39   |                                      |  |                                |   | 12/20/2005 10/08/2012                                    | Common Stock 22,952   |
|  | \$ 33.48   |                                      |  |                                |   | 07/01/2004 10/14/2013                                    | 34,000  |

