

REGIONS FINANCIAL CORP
Form 4
November 30, 2006

FORM 4

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

OMB APPROVAL

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

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 *
BRYAN GEORGE W

(Last) (First) (Middle)
871 RIDGEWAY LOOP, STE 101
(Street)

MEMPHIS, TN 38120

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2006

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/28/2006 | | S | 200 | D \$ 36.49 | 88,175 | D |
| Common Stock | 11/28/2006 | | S | 3,200 | D \$ 36.5 | 84,975 | D |
| Common Stock | 11/28/2006 | | S | 900 | D \$ 36.51 | 84,075 | D |
| Common Stock | 11/28/2006 | | S | 3,800 | D \$ 36.52 | 80,275 | D |
| Common Stock | 11/28/2006 | | S | 979 | D \$ 36.53 | 79,296 | D |
| | | | | | | 1,500 | I By Spouse |

Common
Stock

Common
Stock
(phantom
stock)

3,313.76 ⁽¹⁾ I

By trustee
directors'
def stock
inv pl ⁽²⁾

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 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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|---|
| Stock Option (Right to buy) | \$ 25.59 | | | | | Date Exercisable: 07/01/2004 Expiration Date: 10/10/2011 | Common Stock | 7,800 |
| Stock Option (Right to buy) | \$ 24.81 | | | | | Date Exercisable: 07/01/2004 Expiration Date: 10/08/2012 | Common Stock | 8,400 |
| Stock Option (Right to buy) | \$ 33.48 | | | | | Date Exercisable: 07/01/2004 Expiration Date: 10/14/2013 | Common Stock | 6,200 |

Reporting Owners

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

BRYAN GEORGE W
871 RIDGEWAY LOOP, STE 101 X
MEMPHIS, TN 38120

Signatures

By: D. Bryan
Jordan 11/28/2006

__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) Previously reported in Table II as derivative phantom stock; interests under benefit plans recharacterized as non-derivative and reported on Table I for treatment consistent with other of the issuer's reporting persons.
 - (2) Represents share equivalent of phantom stock in directors' deferred stock investment plan.

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