REGIONS FINANCIAL CORP

Form 5

January 25, 2006

OMB APPROVAL FORM 5 **OMB**

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

January 31, Expires:

Number:

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP OF SECURITIES**

2005 Estimated average burden hours per response... 1.0

3235-0362

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

securities beneficially owned directly or indirectly.

TRIPPEER RICHARD A JR Syn		2. Issuer Name and Ticker or Trading Symbol REGIONS FINANCIAL CORP [RF]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) ((Mo 12/	Statement for Issuer's Fiscal Year Ended Month/Day/Year) 2/31/2005			(Check all applicable) _X_ Director 10% Owner Officer (give title Other (specibelow)				
STE. 300										
			If Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)			
							(спеск аррпсавте ппе)			
MEMPHIS	s, TN 38120						_X_ Form Filed Form Filed Person	by One Report by More than C		
(City)	(State)	(Zip)	Table I - Non-De	erivative S	ecurit	ies Acq	uired, Dispose	d of, or Benef	ficially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code	de Disposed of (D) ttr. 8) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Price	4)			
Common Stock	Â	Â	Â	Â	Â	Â	120,000	I	By R.A. Trippeer, Inc.	
Common Stock	Â	Â	Â	Â	Â	Â	39,936	I	By Trust/Spouse	
Common Stock	Â	Â	Â	Â	Â	Â	376,021	D	Â	
Reminder: Report on a separate line for each class of			f Persons v	Persons who respond to the collection of information SEC 22					SEC 2270	

contained in this form are not required to respond unless

(9-02)

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the form displays a currently valid OMB control number.

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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units (DDSIP)	Â	12/30/2005	Â	J <u>(1)</u>	39.13	Â	(1)	(1)	Common Stock	39.13
Stock Option	\$ 25.59	Â	Â	Â	Â	Â	07/01/2004	10/10/2011	Common Stock	7,800
Stock Option	\$ 24.81	Â	Â	Â	Â	Â	07/01/2004	10/08/2012	Common Stock	8,400
Stock Option	\$ 33.48	Â	Â	Â	Â	Â	07/01/2004	10/14/2013	Common Stock	6,200

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
TRIPPEER RICHARD A JR 5865 RIDGEWAY CNTR. PKWY., STE. 300 MEMPHIS, TN 38120	ÂΧ	Â	Â	Â		

Signatures

By: Ronald C.
Jackson

**Signature of Date

Reporting Person

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' Directors Deferred Stock Investment Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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