#### SCHENCK STEVE J

Form 4

January 30, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB as

Number: 3235-0287

Expires: January 31, 2005

**OMB APPROVAL** 

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHENCK STEVE J			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer		
			REGIONS FINANCIAL CORP [RF]				(Check all applicable)		
(Last)	(First)	Middle) 3. D	ate of Earliest T	ransaction			(Cilco	ar un uppricuore	·)
P.O. BOX 387			(Month/Day/Year) 01/27/2006				Director _X_ Officer (give pelow) Re		Owner er (specify
	(Street)	4. If	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting		
MEMPHIS	, TN 38147						Person		
(City)	(State)	(Zip)	Table I - Non-	Derivative	Secur	rities Acqui	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	omr Dispos (Instr. 3,	ed of	(D)	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)
Common Stock	01/27/2006		X	6,910	A	\$ 26.167	92,132	D	
Common Stock	01/27/2006		X	76,400	A	\$ 25.587	168,532	D	
Common Stock	01/27/2006		F	71,327	D	\$ 33.955	97,205	D	

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

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#### number.

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. 5. Number of TransactionDerivative Code Securities Acquired (Instr. 8) (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Num of S
Stock Option	\$ 26.17	01/27/2006		X		6,910	07/01/2004	12/16/2009	Common Stock	6,9
Stock Option	\$ 33.96	01/27/2006		A	5,967		07/27/2006	12/16/2009	Common Stock	5,9
Stock Option	\$ 25.59	01/27/2006		X		76,400	10/10/2002	10/10/2011	Common Stock	76,
Stock Option	\$ 33.96	01/27/2006		A	65,360		07/27/2006	10/10/2011	Common Stock	65,
Phantom Stock Units (401k)	\$ 0 <u>(1)</u>						<u>(1)</u>	<u>(1)</u>	Common Stock	5,2
Stock Option	\$ 30						07/01/2004	03/05/2009	Common Stock	12,
Stock Option	\$ 27.38						10/26/2002	10/26/2009	Common Stock	8,0
Stock Option	\$ 31.17						10/25/2002	12/20/2010	Common Stock	7,
Stock Option	\$ 27.98						07/24/2003	12/20/2010	Common Stock	9,
Stock Option	\$ 32.04						01/24/2004	12/20/2010	Common Stock	9,
Stock Option	\$ 31.98						07/01/2004	12/20/2010	Common Stock	12,
Stock Option	\$ 33.09						07/27/2005	12/20/2010	Common Stock	8,:
Stock Option	\$ 34.31						12/20/2005	10/10/2011	Common Stock	29,
Stock Option	\$ 33.82						12/20/2005	10/15/2011	Common Stock	90

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Stock Option	\$ 33.09	07/27/2005	10/08/2012	Common Stock	54,
Stock Option	\$ 34.31	12/20/2005	10/08/2012	Common Stock	47,
Stock Option	\$ 34.66	(2)	12/20/2012	Common Stock	56
Stock Option	\$ 27.98	07/01/2004	01/23/2013	Common Stock	8
Stock Option	\$ 32.04	07/01/2004	07/24/2013	Common Stock	1,
Stock Option	\$ 33.48	07/01/2004	10/14/2013	Common Stock	93,
Stock Option	\$ 31.98	07/01/2004	01/26/2014	Common Stock	1,9

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
SCHENCK STEVE J						
PO BOX 387			Regional CEO			

# **Signatures**

MEMPHIS, TN 38147

By: Ronald C.
Jackson

\*\*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 December 20, 2006, 2007 and 2008.

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.

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