

REGIONS FINANCIAL CORP

Form 4

July 31, 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 \*  
**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)

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

P.O. BOX 10247

07/28/2006

Corporate Comptroller

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/28/2006		X	3,462 A \$ 28.88	14,085	D	
Common Stock	07/28/2006		X	4,032 A \$ 25.66	18,117	D	
Common Stock	07/28/2006		X	1,857 A \$ 25.02	19,974	D	
Common Stock	07/28/2006		X	3,858 A \$ 25.02	23,832	D	
Common Stock	07/28/2006		S	13,209 D \$ 36.59	10,623	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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(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. Amount or Number of Shares
Stock Option	\$ 28.88	07/28/2006		X	3,462	08/30/2000 08/30/2009	Common Stock	3,462
Stock Option	\$ 25.66	07/28/2006		X	4,032	02/19/2006 02/19/2010	Common Stock	4,032
Stock Option	\$ 25.02	07/28/2006		X	1,857	01/22/2004 01/22/2012	Common Stock	1,857
Stock Option	\$ 25.02	07/28/2006		X	3,858	01/22/2005 01/22/2012	Common Stock	3,858
Phantom Stock Units (401k)	\$ 0 <sup>(1)</sup>					<sup>(1)</sup> <sup>(1)</sup>	Common Stock	2,849
Stock Option	\$ 28.17					<sup>(2)</sup> 04/21/2011	Common Stock	6,173
Stock Option	\$ 33.82					<sup>(3)</sup> 10/15/2011	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

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

Corporate Comptroller

## Signatures

By: D. Bryan  
Jordan

07/31/2006

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