

JACKSON RONALD C  
 Form 4  
 February 24, 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)

**02/23/2006**

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

SVP & Comptroller

**P.O. BOX 10247**

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 02/23/2006                           |  | X                              |   | 9,260 A \$ 25.656   | 20,600   | D                                 |
| Common Stock                    | 02/23/2006                           |  | X                              |   | 4,630 A \$ 25.656   | 25,230   | D                                 |
| Common Stock                    | 02/23/2006                           |  | X                              |   | 597 A \$ 25.656   | 25,827   | D                                 |
| Common Stock                    | 02/23/2006                           |  | S                              |   | 14,487 D \$ 35.069  | 11,340   | D                                 |

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 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-------------------------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date               | Title        | Amount or Number of Shares |
| Stock Option                               | \$ 25.66   | 02/23/2006                           |  | X                              |   | 9,260  |     | 02/19/2004  | 02/19/2010                    | Common Stock | 9,260                      |
| Stock Option                               | \$ 25.66   | 02/23/2006                           |  | X                              |   | 4,630  |     | 02/19/2005  | 02/19/2010                    | Common Stock | 4,630                      |
| Stock Option                               | \$ 25.66   | 02/23/2006                           |  | X                              |   | 597  |     | 02/19/2006  | 02/19/2010                    | Common Stock | 597                        |
| Phantom Stock Units (401k)                 | \$ 0 <sup>(1)</sup>                                    |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>                | Common Stock | 2,849                      |
| Stock Option                               | \$ 31.39   |                                      |  |                                |   |  |     | 10/09/1998  | 10/09/2007                    | Common Stock | 886                        |
| Stock Option                               | \$ 33.48   |                                      |  |                                |   |  |     | 04/09/1999  | 04/09/2008                    | Common Stock | 4,629                      |
| Stock Option                               | \$ 28.88   |                                      |  |                                |   |  |     | 08/30/2000  | 08/30/2009                    | Common Stock | 4,630                      |
| Stock Option                               | \$ 28.17   |                                      |  |                                |   |  |     | <sup>(2)</sup>  | 04/21/2011                    | Common Stock | 18,519                     |
| Stock Option                               | \$ 33.82   |                                      |  |                                |   |  |     | <sup>(3)</sup>  | 10/15/2011                    | Common Stock | 20,000                     |
| Stock Option                               | \$ 25.02   |                                      |  |                                |   |  |     | 01/22/2003  | 01/22/2012                    | Common Stock | 7,716                      |
| Stock Option                               | \$ 25.02   |                                      |  |                                |   |  |     | 01/22/2004  | 01/22/2012                    | Common Stock | 3,859                      |
| Stock Option                               | \$ 25.02   |                                      |  |                                |   |  |     | 01/22/2005  | 01/22/2012                    | Common Stock | 3,858                      |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| JACKSON RONALD C<br>P.O. BOX 10247<br>BIRMINGHAM, AL 35202 |               |           | SVP & Comptroller |       |

## Signatures

By: D. Bryan  
Jordan

02/23/2006

\_\_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.  
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