

REGIONS FINANCIAL CORP

Form 5

January 29, 2003

FORM 5 ☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). ☐ Form 3 Holdings Reported ☐ Form 4 Transactions Reported	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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(f) of the Investment Company Act of 1940	OMB APPROVAL OMB Number: 3235-0362 Expires: December 31, 2001 Estimated average burden hours per response. . . . 0.5
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1. Name and Address of Reporting Person* Jordan, D. Bryan (Last) (First) (Middle) P O Box 10247 (Street) Birmingham, AL 35202-0247 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Regions Financial Corp. RF 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for (Month/Year) December 2002 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) _____ Director _____ 10% Owner _____ ☒ Officer _____ Other _____ Officer/Other Description Executive Vice President & Chief Financial Officer 7. Individual or Joint/Group Filing (Check Applicable Line) ☒ Individual Filing ☐ Joint/Group Filing
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount A/D Price			
Common Stock	01/22/2002	A	6,000.000 A		D	
Common Stock	02/15/2002	F	420.000 D \$31.8400		D	
Common Stock	08/19/2002	F	1,514.000 D \$35.9350		D	
Common Stock	08/20/2002	F	1,184.000 D \$31.6250	18,382.000	D	

If the form is filed by more than one reporting person, see instruction 4(b)(v).

(over)
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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. Conver- sion or Exercise Price of Deri- vative Security	3. Transac- tion Date (Month/ Day/ Year)	4. Transac- tion Code	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Stock Option	\$30.8950	01/22/2002	A	(A) 3,014.0	01/22/2005 01/22/2012	Common Stock - 3,014.0	\$30.8950		D	
Stock Option	\$30.8950	01/22/2002	A	(A) 12,500.0	01/22/2003 01/22/2012	Common Stock - 12,500.0	\$30.8950	12,500.0	D	
Stock Option	\$30.8950	01/22/2002	A	(A) 6,250.0	01/22/2004 01/22/2012	Common Stock - 6,250.0	\$30.8950	6,250.0	D	
Stock Option	\$30.8950	01/22/2002	A	(A) 3,236.0	01/22/2005 01/22/2012	Common Stock - 3,236.0	\$30.8950	6,250.0	D	
Phantom Stock Units (401k)	(1)				(1) (1)	Common Stock - 980.0		980.0	D	
Stock Option	\$27.9050				01/16/2004 01/16/2011	Common Stock - 5,000.0		5,000.0	D	
Stock Option	\$27.9050				01/16/2003 01/16/2011	Common Stock - 5,000.0		5,000.0	D	
Stock Option	\$27.9050				01/16/2002 01/16/2011	Common Stock - 10,000.0		10,000.0	D	
Stock Option	\$21.0312				07/19/2001 07/19/2010	Common Stock - 40,000.0		40,000.0	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts _____
constitute Federal Criminal Violations.See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** Signature of Reporting Person
Date

Note: File three copies of this Form, one of

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which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

Ronald C. Jackson
D. Bryan Jordan

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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