

Daniel John M  
 Form 5  
 January 25, 2006

**FORM 5**

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Daniel John M**  
  
 (Last) (First) (Middle)  
  
**P O BOX 10247**  
  
 (Street)

2. Issuer Name and Ticker or Trading Symbol  
**REGIONS FINANCIAL CORP [RF]**  
  
 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2005**

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Director of Human Resources

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting  
  
 (check applicable line)

**BIRMINGHAM, AL 352020247**  
  
 (City) (State) (Zip)

Form Filed by One Reporting Person  
 \_\_\_ Form Filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	Â	Â	Â	Â Â Â	36,326.36	D	Â

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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
Stock Option	\$ 34.39	Â	Â	Â	Â	Â	12/20/2005	10/08/2012	Common Stock	22,952
Stock Option	\$ 34.66	Â	Â	Â	Â	Â	Â <sup>(2)</sup>	12/20/2012	Common Stock	39,504
Phantom Stock Units (401k)	Â	12/30/2005	Â	J <sup>(1)</sup>	789	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	789
Stock Option	\$ 34.39	Â	Â	Â	Â	Â	12/20/2005	01/18/2011	Common Stock	899
Stock Option	\$ 28.28	Â	Â	Â	Â	Â	07/01/2004	01/18/2011	Common Stock	5,227
Stock Option	\$ 32.44	Â	Â	Â	Â	Â	07/01/2004	01/18/2011	Common Stock	2,533
Stock Option	\$ 28.33	Â	Â	Â	Â	Â	07/01/2004	01/18/2011	Common Stock	4,509
Stock Option	\$ 35.09	Â	Â	Â	Â	Â	07/05/2005	10/10/2011	Common Stock	18,178
Stock Option	\$ 33.82	Â	Â	Â	Â	Â	12/20/2005	10/15/2011	Common Stock	50,000
Stock Option	\$ 32.44	Â	Â	Â	Â	Â	07/01/2004	10/08/2012	Common Stock	2,231
Stock Option	\$ 28.33	Â	Â	Â	Â	Â	07/01/2004	10/08/2012	Common Stock	1,305
Stock Option	\$ 35.12	Â	Â	Â	Â	Â	07/01/2004	10/08/2012	Common Stock	7,057
Stock Option	\$ 33.48	Â	Â	Â	Â	Â	07/01/2004	10/14/2013	Common Stock	34,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Daniel John M P O BOX 10247 BIRMINGHAM, AL 352020247	Â	Â	Â Director of Human Resources	Â

## Signatures

By: Ronald C. Jackson                      01/04/2006

\_\_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' 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 provided 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.