BLAIR SHEILA S

Form 4

November 08, 2002

FORM 4						ON	MB APPROVAL	
[] Check this box if no longe	er	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						
subject to Section 16. Form or Form 5 obligations may continue. See Instruction 1(b).								
	OF CHANGES IN BENEFICIAL OWNERSHIP Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the y Act of 1935 or Section 30(f) of the Investment Company Act of 1940				of the Estimat burden	Estimated average burden hours per response		
Name and Address of Reporting Person* Blair, Sheila S.		Issuer Name and Ticker or Trading Symbol Regions Financial Corp. RF		4. Statement for (Month/Year) November 6 2002		elationship of Reporting Person(s) to er (Check all applicable)		
(Last) (First) (Middle) 306 Brookshire Place		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		5. If Amendment, Date of Original (Month/Year)		X Director 10%		
(Street) Birmingham, AL 35213						Other Officer/Other Description		
(City) (State)	(Zip)	p)				Individual or Joint/Group Filing (Check Applicable Line) Individual Filing Joint/Group Filing		
Table I - Non-Derivative S	ecurities Acquired, I	Disposed of, or I	Beneficially Owne	ed		voint Group I iiii	<u> </u>	
-	Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	. Transaction Code Disposed (D) Of and Voluntary Code		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code V	Amount Prio					
Common Stock (DSPP) (1)		J (1)	162.731	A	19,562.86	4 D		
Common Stock					17,048.00) I	By Spouse	
Common Stock					88,738.00	D D		

(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)	T	3. Transaction Date (Month/ Day/ Year)	4. Transaction Code and Voluntary (V) Code (Instr.8)	5. Number of Derivative Securities	6. Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)		10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Phantom Stock Units (DDSIP)	(2)	11/06/2002	P 	(A) 381.3	(2)	Common Stock - 381.3	\$34.4180	381.3	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
	Doto

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.

Ronald C. Jackson Sheila S. Blair

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FOOTNOTE Descriptions for Regions Financial Corp. RF

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Sheila S. Blair 2306 Brookshire Place

Birmingham, AL 35213

Explanation of responses:

- (1) Stock purchased through the Directors Stock Purchase Plan.
- (1) The reported phantom stock units were acquired under Regions' Directors Deferred Stock Investment Plan.

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