

MILLER PETER D
Form 4
March 06, 2003

FORM 4 [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	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 <hr/> OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. . . . 0.5	
1. Name and Address of Reporting Person* Miller, Peter D. <div style="display: flex; justify-content: space-between;"> (Last) (First) (Middle) </div> P O Drawer 937 <div style="text-align: center;">(Street)</div> Gainesville, GA 30305-0937 <div style="display: flex; justify-content: space-between;"> (City) (State) (Zip) </div>	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) February 20 2003 5. If Amendment, Date of Original (Month/Year) 2/21/2003	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div style="display: flex; justify-content: space-between;"> _____ Director _____ </div> <div style="display: flex; justify-content: space-between;"> 10% Owner _____ </div> <div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> Officer _____ </div> <div style="display: flex; justify-content: space-between;"> Other _____ </div> <div style="display: flex; justify-content: space-between;"> Officer/Other Description Regional President; Member Leadership Team </div> <hr/> 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing

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 and Voluntary 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 Month (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/D Price			
Common Stock	02/19/2003	A 	20,000.000 A		D	
Common Stock	02/20/2003	F 	3,040.000 D \$31.7250	80,754.000	D	
Common Stock				13,851.000	I	By Spouse
Common Stock				7,947.000	I	CLM Associates LFP
Common Stock (DRP)				60,441.316	D	
Common Stock				50,891.000	I	PDM Associates LP

(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. Transaction Code and Voluntary (V) Code (Instr.8)	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 Month (Instr.4)	10. Owner- ship Form of Deri- vative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
			Code V		(DE) (ED)					
Stock Option	\$31.6750	02/19/2003	A nbsp;nbsp;	(A) 37,500.0	02/19/2004 02/19/2010	Common Stock - 37,500.0	\$31.6750	37,500.0	D	
Stock Option	\$31.6750	02/19/2003	A nbsp;nbsp;	(A) 18,750.0	02/19/2005 02/19/2010	Common Stock - 18,750.0	\$31.6750	18,750.0	D	
Stock Option	\$31.6750	02/19/2003	A nbsp;nbsp;	(A) 18,750.0	02/19/2006 02/19/2010	Common Stock - 18,750.0	\$31.6750	18,750.0	D	
Stock Option	\$13.8150				01/19/1995 01/19/2004	Common Stock - 2,128.0		2,128.0	I	CLM Associates LFP
Stock Option	\$13.8158				01/19/1996 01/19/2004	Common Stock - 2,128.0		2,128.0	I	CLM Associates LFP
Stock Option	\$13.8158				03/01/1996 01/19/2004	Common Stock - 6,384.0		6,384.0	I	CLM Associates LFP
Stock Option	\$12.1710				01/13/1996 01/13/2005	Common Stock - 3,268.0		3,268.0	I	CLM Associates LFP
Stock Option	\$12.1710				03/01/1996 01/13/2005	Common Stock - 13,072.0		13,072.0	I	CLM Associates LFP
Stock Option	\$41.3400				04/09/1999 04/09/2008	Common Stock - 23,832.0		23,832.0	I	CLM Associates LFP
Phantom Stock Units (401k)	(1)				(1) (1)	Common Stock - 1,752.0		1,752.0	D	
Stock Option	\$13.8150				01/19/1995 01/19/2004	Common Stock - 2,660.0		2,660.0	D	

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Stock Option	\$20.8487				01/11/1997 01/11/2006	Common Stock - 2,021.0		2,021.0	D	
Stock Option	\$20.8487				01/11/1998 01/11/2006	Common Stock - 2,021.0		2,021.0	D	
Stock Option	\$20.8487				01/11/1999 01/11/2006	Common Stock - 2,022.0		2,022.0	D	
Stock Option	\$20.8487				01/11/2000 01/11/2006	Common Stock - 2,022.0		2,022.0	D	
Stock Option	\$20.8487				01/11/2001 01/11/2006	Common Stock - 2,022.0		2,022.0	D	
Stock Option	\$26.0625				01/09/1998 01/09/2007	Common Stock - 2,218.0		2,218.0	D	
Stock Option	\$41.3400				04/09/1999 04/09/2008	Common Stock - 2,418.0		2,418.0	D	
Stock Option	\$35.6562				08/30/2000 08/30/2009	Common Stock - 26,250.0		26,250.0	D	
Stock Option	\$20.0937				03/15/2001 03/15/2010	Common Stock - 60,000.0		60,000.0	D	
Stock Option	\$27.9050				01/16/2002 01/16/2011	Common Stock - 40,000.0		40,000.0	D	
Stock Option	\$27.9050				01/16/2003 01/16/2011	Common Stock - 20,000.0		20,000.0	D	
Stock Option	\$27.9050				01/16/2004 01/16/2011	Common Stock - 20,000.0		20,000.0	D	
Stock Option	\$30.8950				01/22/2003 01/22/2012	Common Stock - 40,000.0		40,000.0	D	
Stock Option	\$30.8950				01/22/2004 01/22/2012	Common Stock - 20,000.0		20,000.0	D	
Stock Option	\$30.8950				01/22/2005 01/22/2012	Common Stock - 20,000.0		20,000.0	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 which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

Ronald C. Jackson
Peter D. Miller

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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FOOTNOTE Descriptions for Regions Financial Corp. RF

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Peter D. Miller
P O Drawer 937

Gainesville, GA 30305-0937

Explanation of responses:

(1) The reported phantom stock units were acquired under Regions' benefits plans.

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