

REGIONS FINANCIAL CORP

Form 5

January 19, 2007

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
MORGAN ALLEN B JR

(Last) (First) (Middle)

50 N. FRONT ST., 21ST FLOOR

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
REGIONS FINANCIAL CORP [RF]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20064. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

MEMPHIS, TN 38103

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

(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 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)
Common Stock	Â	Â	Â	Â Â Â (A) or (D) Price	169,069	I	By Children
Common Stock	Â	Â	Â	Â Â Â	99,729	I	By Spouse
Common Stock	Â	Â	Â	Â Â Â	129,298.04	I	Children's Trust
Common Stock	Â	Â	Â	Â Â Â	3,646,746.55	D	Â

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

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SEC 2270
(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
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	D S (
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	02/19/2004	02/19/2010	Common Stock	25,926	
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	02/19/2005	02/19/2010	Common Stock	12,963	
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	12/20/2005	02/19/2010	Common Stock	9,067	
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	02/19/2006	02/19/2010	Common Stock	3,897	
Stock Option (Right to buy)	\$ 23.34	Â	Â	Â	Â	Â	03/30/2002	03/30/2011	Common Stock	51,441	
Stock Option (Right to buy)	\$ 23.34	Â	Â	Â	Â	Â	03/30/2003	03/30/2011	Common Stock	51,441	
Stock Option (Right to buy)	\$ 23.34	Â	Â	Â	Â	Â	03/30/2004	03/30/2011	Common Stock	51,443	

Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â	Â	04/21/2005	04/21/2011	Common Stock	11,112
Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â	Â	12/20/2005	04/21/2011	Common Stock	18,673
Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â	Â	04/21/2007	04/21/2011	Common Stock	3,549
Stock Option (Right to buy)	\$ 33.82	Â	Â	Â	Â	Â	12/20/2005	10/15/2011	Common Stock	31,000
Stock Option (Right to buy)	\$ 32.6	Â	Â	Â	Â	Â	12/20/2005	03/01/2012	Common Stock	2,469
Stock Option (Right to buy)	\$ 35.38	Â	Â	Â	Â	Â	Â ⁽¹⁾	04/03/2013	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN ALLEN B JR 50 N. FRONT ST., 21ST FLOOR MEMPHIS, TN 38103	Â X	Â	Â	Â

Signatures

By: D. Bryan
Jordan 12/31/2006

**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 option becomes exercisable in three equal installments on April 3, 2007, 2008 and 2009.

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