

MORGAN ALLEN B JR
Form 5
January 25, 2006

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: 3235-0362
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2005
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1. 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)
12/31/2005

4. 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)
Chm, Mrgn Kgn; VChm, Regions

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	06/30/2005	Â	G	30,000 D \$ 0	3,686,183	D	Â
Common Stock	12/30/2005	Â	J ⁽¹⁾	465.548 A \$ 0	3,686,648.548	D	Â
Common Stock	Â	Â	Â	Â Â Â	152,859	I	By Children
Common Stock	Â	Â	Â	Â Â Â	99,729	I	By Spouse
	Â	Â	Â	Â Â Â	114,398.036	I	

Common
StockChildren's
Trust

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

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(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. D S (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 25.66	Â	Â	Â	Â Â	02/19/2004 02/19/2010	Common Stock	25,926
Stock Option	\$ 25.66	Â	Â	Â	Â Â	02/19/2005 02/19/2010	Common Stock	12,963
Stock Option	\$ 25.66	Â	Â	Â	Â Â	12/20/2005 02/19/2010	Common Stock	9,067
Stock Option	\$ 25.66	Â	Â	Â	Â Â	02/19/2006 02/19/2010	Common Stock	3,897
Stock Option	\$ 23.34	Â	Â	Â	Â Â	03/30/2002 03/30/2011	Common Stock	51,441
Stock Option	\$ 23.34	Â	Â	Â	Â Â	03/30/2003 03/30/2011	Common Stock	51,441
Stock Option	\$ 23.34	Â	Â	Â	Â Â	03/30/2004 03/30/2011	Common Stock	51,443
Stock Option	\$ 28.17	Â	Â	Â	Â Â	04/21/2005 04/21/2011	Common Stock	11,112
Stock Option	\$ 28.17	Â	Â	Â	Â Â	12/20/2005 04/21/2011	Common Stock	18,673
Stock Option	\$ 28.17	Â	Â	Â	Â Â	04/21/2007 04/21/2011	Common Stock	3,549
Stock Option	\$ 33.82	Â	Â	Â	Â Â	12/20/2005 10/15/2011	Common Stock	31,000

Stock Option	\$ 32.6	Â	Â	Â	Â	Â	12/20/2005	03/01/2012	Common Stock	2,469
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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 Chm, Mrgn Kgn; VChm, Regions	Â

Signatures

By: Ronald C.
Jackson

01/04/2006

**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) Stock purchased through the dividend reinvestment program.

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