

REGIONS FINANCIAL CORP

Form 4

October 19, 2004

FORM 4
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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITE JOHN V

(Last) (First) (Middle)

P.O. BOX 387

(Street)

MEMPHIS, TN 38147

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

REGIONS FINANCIAL CORP [RF]

3. Date of Earliest Transaction
(Month/Day/Year)

10/15/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Group CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/15/2004		A	5,000 A \$ 0	73,302	D	
Common Stock					2,951	I	By 401(k)
Common Stock					191	I	By ESOP

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

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information contained in this form are not
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SEC 1474
(9-02)

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number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 33.82	10/15/2004		A		90,000		<u>(1)</u>	10/15/2011	Common Stock	90,000
Stock Option	\$ 19.17							05/01/2001	05/01/2010	Common Stock	29,055
Stock Option	\$ 29.79							01/31/2002	05/01/2010	Common Stock	1,260
Stock Option	\$ 33.34							11/02/2002	05/01/2010	Common Stock	1,263
Stock Option	\$ 29							05/01/2003	05/01/2010	Common Stock	2,467
Stock Option	\$ 33.69							05/03/2004	05/01/2010	Common Stock	5,781
Stock Option	\$ 27.75							07/01/2004	05/01/2010	Common Stock	7,234
Stock Option	\$ 28.47							11/01/2003	07/01/2010	Common Stock	2,516
Stock Option	\$ 22.92							12/20/2003	12/20/2010	Common Stock	63,000
Stock Option	\$ 29.79							07/31/2002	07/31/2011	Common Stock	273
Stock Option	\$ 25.59							07/01/2004	10/10/2011	Common Stock	112,500
Stock Option	\$ 33.34							07/01/2004	05/01/2012	Common Stock	363
Stock Option	\$ 24.81							07/01/2004	10/08/2012	Common Stock	125,000
Stock Option	\$ 29							07/01/2004	11/01/2012	Common Stock	495
	\$ 28.47							07/01/2004	05/01/2013		478

Stock Option					Common Stock	
Stock Option	\$ 33.48		07/01/2004	10/14/2013	Common Stock	93,750
Stock Option	\$ 33.69		07/01/2004	11/03/2013	Common Stock	1,708

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITE JOHN V P.O. BOX 387 MEMPHIS, TN 38147			Group CEO	

Signatures

By: Ronald C.
Jackson

10/18/2004

__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 options will vest in two equal installments on October 15, 2006 and 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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