

REGIONS FINANCIAL CORP
Form 5
January 11, 2007

FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
DEER R ALAN

2. Issuer Name and Ticker or Trading Symbol
REGIONS FINANCIAL CORP [RF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2006

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

P O BOX 10247

(Street)

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

EVP--General Counsel

6. Individual or Joint/Group Reporting

(check applicable line)

BIRMINGHAM, AL 352020247

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)
				(A) or (D) Price			
Common Stock	12/18/2006	Â	J(1)	2,643 D \$ 0	19,501.59	D	Â
Common Stock	12/27/2006	Â	J(2)	14.72 A \$ 0	19,516.31	D	Â
Common Stock	12/28/2006	Â	J(3)	5 A \$ 0	542	I	By 401(k)
Common Stock	12/18/2006	Â	J(1)	2,643 A \$ 0	12,941	D	Â

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(Joint with Spouse)

Common Stock (phantom stock)	12/28/2006	Â	J ⁽⁴⁾	85	A	\$ 0	477	I	By Supplemental 401(k) Plan ⁽⁵⁾
Common Stock	Â	Â	Â	Â	Â	Â	447	I	By Estate ⁽⁶⁾

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. Amount or Number of Shares
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â Â	02/19/2006 02/19/2013	Common Stock	3,898
Stock Option (Right to buy)	\$ 33.49	Â	Â	Â	Â Â	04/09/1999 04/09/2008	Common Stock	2,985
Stock Option (Right to buy)	\$ 28.88	Â	Â	Â	Â Â	08/30/2000 08/30/2009	Common Stock	3,462
Stock Option (Right to buy)	\$ 22.6	Â	Â	Â	Â Â	01/16/2004 01/16/2011	Common Stock	10,597
Stock Option	\$ 28.17	Â	Â	Â	Â Â	12/20/2005 04/21/2011	Common Stock	8,797

(Right to buy)											
Stock Option (Right to buy)	\$ 28.17	^	^	^	^	^	04/21/2007	04/21/2011	Common Stock	3,549	
Stock Option (Right to buy)	\$ 33.82	^	^	^	^	^	12/20/2005	10/15/2011	Common Stock	50,000	
Stock Option (Right to buy)	\$ 25.02	^	^	^	^	^	01/22/2005	01/22/2012	Common Stock	6,410	
Stock Option (Right to buy)	\$ 34.66	^	^	^	^	^	12/20/2006	12/20/2012	Common Stock	13,168	
Stock Option (Right to buy)	\$ 34.66	^	^	^	^	^	12/20/2007	12/20/2012	Common Stock	13,168	
Stock Option (Right to buy)	\$ 34.66	^	^	^	^	^	12/20/2008	12/20/2012	Common Stock	13,168	
Stock Option (Right to buy)	\$ 25.66	^	^	^	^	^	12/20/2005	02/19/2013	Common Stock	17,708	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEER R ALAN P O BOX 10247 BIRMINGHAM, AL 352020247	^	^	^ EVP--General Counsel	^

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) Transferred between accounts.
- (2) Stock purchased through the dividend reinvestment program.
- (3) The reported stock units were acquired under Regions' benefit plans.
- (4) The reported phantom stock units were acquired under Regions' benefit plans.
- (5) Represents share equivalent of phantom stock in supplemental 401(k) plan.
- (6) By estate in which reporting person shares a pecuniary interest. The entire amount of the estate's interest is reported.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.