

REGIONS FINANCIAL CORP
Form 5
January 10, 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 *
JORDAN D BRYAN

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)
SEVP & CFO

P O BOX 10247

(Street)

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

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)	(A) or (D)	Price	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 Ownership (Instr. 4)
Common Stock	12/28/2006	Â	J(1)	453	A	\$ 0	2,169	I	By 401(k)
Common Stock (phantom stock)	12/28/2006	Â	J(2)	1,257	A	\$ 0	3,631	I	By 401(k) Supplemental Plan (3)
Common Stock	Â	Â	Â	Â	Â	Â	98,185	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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(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
					(A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to buy)	\$ 34.66	Â	Â	Â	Â Â	Â ⁽⁴⁾	12/20/2012	Common Stock	79,007
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â Â	02/19/2006	02/19/2010	Common Stock	3,898
Stock Option (Right to buy)	\$ 22.6	Â	Â	Â	Â Â	01/16/2002	01/16/2011	Common Stock	12,346
Stock Option (Right to buy)	\$ 22.6	Â	Â	Â	Â Â	01/16/2003	01/16/2011	Common Stock	6,173
Stock Option (Right to buy)	\$ 22.6	Â	Â	Â	Â Â	01/16/2004	01/16/2011	Common Stock	6,173
Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â Â	04/21/2005	04/21/2011	Common Stock	20,577
Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â Â	04/21/2007	04/21/2011	Common Stock	3,549

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Stock Option (Right to buy)	\$ 33.82	Â	Â	Â	Â	Â	12/20/2005	10/15/2011	Common Stock	90,000
Stock Option (Right to buy)	\$ 25.02	Â	Â	Â	Â	Â	01/22/2005	01/22/2012	Common Stock	7,716
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	02/19/2004	02/19/2010	Common Stock	24,692
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	02/19/2005	02/19/2010	Common Stock	12,346
Stock Option (Right to buy)	\$ 25.66	Â	Â	Â	Â	Â	12/20/2005	02/19/2010	Common Stock	8,448
Stock Option (Right to buy)	\$ 25.02	Â	Â	Â	Â	Â	01/22/2003	01/22/2012	Common Stock	15,433
Stock Option (Right to buy)	\$ 25.02	Â	Â	Â	Â	Â	01/22/2004	01/22/2012	Common Stock	7,716
Stock Option (Right to buy)	\$ 28.17	Â	Â	Â	Â	Â	12/20/2005	04/21/2011	Common Stock	37,604

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JORDAN D BRYAN P O BOX 10247 BIRMINGHAM, AL 352020247	Â	Â	Â SEVP & CFO	Â

Signatures

By: Ronald C. Jackson
Date: 12/31/2006

__Signature of
Reporting Person

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 reported stock units were acquired under Regions' benefit plans.
- (2) The reported phantom stock units were acquired under Regions' benefit plans.
- (3) Represents share equivalent of phantom stock in supplemental 401(k) plan.
- (4) The option becomes exercisable in three equal installments on December 20, 2006, 2007 and 2008.

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.