## Edgar Filing: WITT HARRY W - Form 4

WITT HADDY W

| Form 4  |  |   |  |  |   |   |   |  |   |  |  |
|---|--|---|--|--|---|---|---|--|---|--|--|
| January 28, 20<br>FORM  | <b>4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 |   |  |  |   |   |   |  | OMB APPROVAL<br>OMB 3235-0287<br>Number:  |  |  |
| Check this<br>if no longe<br>subject to<br>Section 16<br>Form 4 or<br>Form 5<br>obligations<br>may contir<br><i>See</i> Instruct<br>1(b). | r STATEN<br>Filed pur<br>Sue. Section 17(  | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |  |  |   |   |   |  | Expires: January 31,<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |  |  |
| (Print or Type Re   | esponses)  |   |  |  |   |   |   |  |   |  |  |
| WITT HARRY W SI<br>R<br>(Last) (First) (Middle) 3.<br>(M  |  |   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>REGIONS FINANCIAL CORP [RF] |  |   | 5. Relationship of Reporting Person(s) to<br>Issuer (Check all applicable)<br>X Director 10% Owner 0fficer (give title 0ther (specify<br>below) |   |  |   |  |  |
|   |  |   | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>01/26/2005                    |  |   |   |   |  |   |  |  |
| Filed(Mo  |  |   |  | nendment, Date Original<br>(onth/Day/Year)       |   |   | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |  |   |  |  |
|   | AM, AL 352020  |   |  |  |   |   | Person  |  | cporting  |  |  |
| (City)  | (State)  | (Zip)   |  | e I - Non-De                                     | erivative S   | ecurities Ac  | quired, Disposed o  | of, or Beneficial  | lly Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Da<br>(Month/Day/Year   | ) Execution any   | med<br>on Date, if<br>Day/Year)  | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | 4. Securit<br>inAcquired<br>Disposed<br>(Instr. 3, 4)<br>Amount | (A) or<br>of (D)<br>4 and 5)<br>(A)<br>or   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)                     |  |  |
| Common<br>Stock (IRA)   |  |   |  |  |   |   | 3,333   | D  |   |  |  |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | Code   | 5. Number of<br>orDerivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                     | 8. Pr<br>Deri<br>Secu<br>(Inst |
|---|---|---|--------|--|--|--------------------|---|-------------------------------------|--------------------------------|
|   |   |   | Code V | (A) (D)  | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |                                |
| Phantom<br>Stock<br>Units<br>(DDSIP)                | <u>(1)</u>  | 01/26/2005                              | Р      | 735.03   | <u>(1)</u>   | <u>(1)</u>         | Common<br>Stock   | 735.03                              | \$ 3                           |

## **Reporting Owners**

| Reporting Owner Name / Address  |            | Relationships |           |         |       |  |  |
|---|------------|---------------|-----------|---------|-------|--|--|
|   |            | Director      | 10% Owner | Officer | Other |  |  |
| WITT HARRY W<br>P O BOX 10247<br>ATTN: INVESTOR RELATIONS<br>BIRMINGHAM, AL 352020247 |            | Х             |           |         |       |  |  |
| Signatures  |            |               |           |         |       |  |  |
| By: Ronald C.<br>Jackson  | 01/28/2005 |               |           |         |       |  |  |
| <u>**</u> Signature of  | 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 reported phantom stock units were acquired under Regions' Directors Deferred Stock Investment Plan.

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

Reporting Person