

HORSLEY RICHARD D  
 Form 5  
 January 25, 2006

# 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 \*  
**HORSLEY RICHARD D**  
  
 (Last) (First) (Middle)  
  
**P O BOX 10247**  
  
 (Street)  
  
**BIRMINGHAM, AL 352020247**  
  
 (City) (State) (Zip)

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**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Vice Chmn & COO**

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

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)	(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							512,281	D	

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

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**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 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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Phantom Stock Units (401k)	Â	12/30/2005	Â	J <sup>(1)</sup>	1,977	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	1,977
Stock Option	\$ 31.39	Â	Â	Â	Â	Â	10/09/1998	10/09/2007	Common Stock	5,679
Stock Option	\$ 31.39	Â	Â	Â	Â	Â	10/09/1999	10/09/2007	Common Stock	3,185
Stock Option	\$ 33.48	Â	Â	Â	Â	Â	04/09/1999	04/09/2008	Common Stock	29,42
Stock Option	\$ 33.49	Â	Â	Â	Â	Â	04/09/2000	04/09/2008	Common Stock	2,985
Stock Option	\$ 28.88	Â	Â	Â	Â	Â	08/30/2000	08/30/2009	Common Stock	28,94
Stock Option	\$ 28.88	Â	Â	Â	Â	Â	01/01/2001	08/30/2009	Common Stock	3,462
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2004	02/19/2010	Common Stock	46,29
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2005	02/19/2010	Common Stock	23,14
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	12/20/2005	02/19/2010	Common Stock	19,25
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2006	02/19/2010	Common Stock	3,898
Stock Option	\$ 16.28	Â	Â	Â	Â	Â	03/15/2001	03/15/2010	Common Stock	67,93
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2002	01/16/2011	Common Stock	49,38
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2003	01/16/2011	Common Stock	24,69
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2004	01/16/2011	Common Stock	24,69
	\$ 28.17	Â	Â	Â	Â	Â	04/21/2005	04/21/2011		41,15

Stock Option										Common Stock	
Stock Option	\$ 28.17	Â	Â	Â	Â	Â	12/20/2005	04/21/2011		Common Stock	78,75
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	150,94
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2003	01/22/2012		Common Stock	49,38
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2004	01/22/2012		Common Stock	24,69
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2005	01/22/2012		Common Stock	24,69
Stock Option	\$ 34.66	Â	Â	Â	Â	Â	Â (2)	12/20/2012		Common Stock	112,86

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HORSLEY RICHARD D P O BOX 10247 BIRMINGHAM, AL 352020247	Â X	Â	Â Vice Chmn & COO	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) The reported phantom stock units were acquired under Regions' benefit plans.
  - (2) The option becomes exercisable in three equal installments on December 20, 2006, 2007 and 2008.

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