

REGIONS FINANCIAL CORP  
 Form 5  
 January 25, 2005

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
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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 \*  
**AUSTIN ALBERT M**  
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

**6685 POPLAR AVE., STE. 200**  
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2004**

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

**GERMANTOWN, TN 38138**  
 (City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/24/2004	^	G	150	D	\$ 0	43,307	D	^
Common Stock	12/31/2004	^	W	131	D	\$ 0	821	I	By Austin Trust, Art. VI (1)
Common Stock	12/31/2004	^	J(2)	300	D	\$ 0	0	I	By Grandchildren
Common Stock	^	^	^	^	^	^	10,500	I	By Acorn Hill Co.

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Common Stock	Â	Â	Â	Â	Â	Â	2,426	I	By Austin, Austin & Todd
Common Stock	Â	Â	Â	Â	Â	Â	1,500	I	By HR-10
Common Stock	Â	Â	Â	Â	Â	Â	750	I	By Mackinac Investment Co.
Common Stock	Â	Â	Â	Â	Â	Â	2,250	I	By Manitou Investment Co.
Common Stock	Â	Â	Â	Â	Â	Â	399	I	By Spouse
Common Stock	Â	Â	Â	Â	Â	Â	573	I	Cust. Acct. Albert M. Austin, III, Ttee <sup>(3)</sup>

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)

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		
Stock Option	\$ 25.59	Â	Â	Â	Â	Â	07/01/2004	10/10/2011	Common Stock	7,800
Stock Option	\$ 29.91	Â	Â	Â	Â	Â	01/02/2002	01/02/2012	Common Stock	900
Stock Option	\$ 24.81	Â	Â	Â	Â	Â	07/01/2004	10/08/2012	Common Stock	8,400
Stock Option	\$ 33.48	Â	Â	Â	Â	Â	10/14/2003	10/14/2013	Common Stock	6,200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AUSTIN ALBERT M 6685 POPLAR AVE., STE. 200 GERMANTOWN, TN 38138	X	^	^	^

## Signatures

By: Ronald C. Jackson                      12/31/2004

\_\_Signature of                      Date  
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) Represents shares distributed to beneficiaries of a family trust of which Mr. Austin is Trustee
  - (2) Holders no longer minor children
  - (3) Custody Account for Albert M. Austin, III, Trustee under the Will of Elizabeth J. Humphrey

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.