

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 \*  
BARTHOLOMEW JR SAMUEL W

(Last) (First) (Middle)

424 CHURCH ST., STE. 2800

(Street)

NASHVILLE, TN 37219

(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)  
12/31/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) | 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 (phantom stock) (1) | 12/28/2006                           | ^  | J(2)                           | 63.32 A \$0   | 6,740.55   | I  | By Trustee Director's Def Stock Inv Plan (3)          |
| Common Stock                     | ^                                    | ^  | ^                              | ^ ^ ^   | 2,775  | D  | ^   |
| Common Stock                     | ^                                    | ^  | ^                              | ^ ^ ^   | 228  | I  | By Custodian For Child                                |

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Common Stock     Â                     Â                     Â                     Â                     Â     489                     I                     By IRA

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)                | \$ 26.47   | Â                                    | Â  | Â                              | Â Â   | 07/01/2004   | 10/18/2011      | Common Stock  | 37,800                        |
| Stock Option (Right to buy)                | \$ 24.81   | Â                                    | Â  | Â                              | Â Â   | 07/01/2004   | 10/08/2012      | Common Stock  | 8,400                         |
| Stock Option (Right to buy)                | \$ 29.18   | Â                                    | Â  | Â                              | Â Â   | 01/02/2003   | 01/02/2013      | Common Stock  | 8,600                         |
| Stock Option (Right to buy)                | \$ 33.48   | Â                                    | Â  | Â                              | Â Â   | 10/14/2003   | 10/14/2013      | Common Stock  | 6,200                         |
| Stock Option (Right to buy)                | \$ 31.21   | Â                                    | Â  | Â                              | Â Â   | 01/02/2004   | 01/02/2014      | Common Stock  | 7,900                         |
| Stock Option (Right to buy)                | \$ 32.06   | Â                                    | Â  | Â                              | Â Â   | 01/31/2005   | 01/31/2015      | Common Stock  | 1,385                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARTHOLOMEW JR SAMUEL W<br>424 CHURCH ST., STE. 2800<br>NASHVILLE, TN 37219 | X             | ^         | ^       | ^     |

## 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) Previously reported in Table II as derivative phantom stock; interests under benefit plans recharacterized as non-derivative and reported on Table I for treatment consistent with other of the issuer's reporting persons.
- (2) The reported phantom stock units were acquired under Regions' Directors Deferred Stock Investment Plan.
- (3) Represents share equivalent of phantom stock in Directors' Deferred Stock Investment Plan.

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