

WHITE JOHN V
Form 4
January 25, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITE JOHN V

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. Date of Earliest Transaction (Month/Day/Year)
01/24/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group CEO

P.O. BOX 387

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MEMPHIS, TN 38147

(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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/24/2005		X		29,055 A \$ 19.167	D	
Common Stock	01/24/2005		X		63,000 A \$ 22.92	D	
Common Stock	01/24/2005		F		69,007 D \$ 32.955	D	
Common Stock					3,319.674	I	By 401(k)
Common Stock					194.711	I	By ESOP

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

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SEC 1474
(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 Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date		
Stock Option	\$ 19.17	01/24/2005		X		29,055	05/01/2001	05/01/2010	Common Stock	29,055
Stock Option	\$ 32.96	01/24/2005		A		20,115	07/24/2005	05/01/2010	Common Stock	20,115
Stock Option	\$ 22.92	01/24/2005		X		63,000	12/20/2003	12/20/2010	Common Stock	63,000
Stock Option	\$ 32.96	01/24/2005		A		48,892	07/24/2005	12/20/2010	Common Stock	48,892
Phantom Stock Units (UPC Deferred Comp.)	\$ 0 ⁽¹⁾						<u>(1)</u>	<u>(1)</u>	Common Stock	2,100
Stock Option	\$ 29.79						01/31/2002	05/01/2010	Common Stock	1,000
Stock Option	\$ 33.34						11/02/2002	05/01/2010	Common Stock	1,000
Stock Option	\$ 29						05/01/2003	05/01/2010	Common Stock	2,000
Stock Option	\$ 33.69						05/03/2004	05/01/2010	Common Stock	5,000
Stock Option	\$ 27.75						07/01/2004	05/01/2010	Common Stock	7,000
Stock Option	\$ 28.47						11/01/2003	07/01/2010	Common Stock	2,000
Stock Option	\$ 29.79						07/31/2002	07/31/2011	Common Stock	2,000

Stock Option	\$ 25.59	07/01/2004	10/10/2011	Common Stock	112
Stock Option	\$ 33.82	(2)	10/15/2011	Common Stock	90
Stock Option	\$ 33.34	07/01/2004	05/01/2012	Common Stock	3
Stock Option	\$ 24.81	07/01/2004	10/08/2012	Common Stock	125
Stock Option	\$ 29	07/01/2004	11/01/2012	Common Stock	4
Stock Option	\$ 28.47	07/01/2004	05/01/2013	Common Stock	4
Stock Option	\$ 33.48	07/01/2004	10/14/2013	Common Stock	93
Stock Option	\$ 33.69	07/01/2004	11/03/2013	Common Stock	1,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITE JOHN V P.O. BOX 387 MEMPHIS, TN 38147			Group CEO	

Signatures

By: Ronald C. Jackson 01/25/2005

__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) The reported phantom stock units were acquired under the Union Planters Corp. Deferred Compensation Plan for Executives.
 - (2) The option becomes exercisable in two equal installments on October 15, 2006 and 2007.

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.