

MILLER PETER D
 Form 4
 May 09, 2005

FORM 4

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

OMB APPROVAL

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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 *
 MILLER PETER D

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

REGIONS FINANCIAL CORP [RF]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

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

P O DRAWER 937

05/05/2005

Group CEO

(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

GAINESVILLE, GA 303050937

(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)			
				(A) or (D)	Price					
Common Stock	05/05/2005		F	V	1,336	D	\$ 32.13	193,651.597	D	
Common Stock								29,561	I	By Spouse
Common Stock								31,507	I	CLM Associates LFP
Common Stock								62,830	I	PDM Associates LP

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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. F. Derivative Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units (401k)	\$ 0 ⁽¹⁾					⁽¹⁾	⁽¹⁾	Common Stock	4,736
Stock Option	\$ 33.48					04/09/1999	04/09/2008	Common Stock	29,423
Stock Option	\$ 33.48					04/09/1999	04/09/2008	Common Stock	2,985
Stock Option	\$ 28.88					08/30/2000	08/30/2009	Common Stock	32,408
Stock Option	\$ 25.66					02/19/2004	02/19/2010	Common Stock	46,298
Stock Option	\$ 25.66					02/19/2005	02/19/2010	Common Stock	23,148
Stock Option	\$ 25.66					02/19/2006	02/19/2010	Common Stock	23,149
Stock Option	\$ 28.17					⁽²⁾	04/21/2011	Common Stock	111,114
Stock Option	\$ 33.82					⁽³⁾	10/15/2011	Common Stock	90,000
Stock Option	\$ 25.02					01/22/2003	01/22/2012	Common Stock	49,384
	\$ 25.02					01/22/2004	01/22/2012		24,692

