

GOETHE ROBERT A  
 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 \*  
 GOETHE ROBERT A  
 (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)

7130 GOODLETT FARMS PKWY.,  
 A4E  
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2005

Director 10% Owner  
 Officer (give title below) Other (specify below)  
 Chmn & CEO--Regions Mortgage

CORDOVA, TN 38016  
 (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	Â	Â	Â	Â	Â	Â	172	I	By Child(ren)
Common Stock	Â	Â	Â	Â	Â	Â	64,366.798	D	Â

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

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SEC 2270 (9-02)

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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)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (401k)	Â	12/30/2005	Â	J <sup>(1)</sup>	109	Â	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	109
Stock Option	\$ 34.66	Â	Â	Â	Â	Â	Â	Â <sup>(2)</sup>	12/20/2012	Common Stock	39,504
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2006	02/19/2010		Common Stock	3,898
Stock Option	\$ 28.17	Â	Â	Â	Â	Â	04/21/2005	04/21/2011		Common Stock	20,577
Stock Option	\$ 28.17	Â	Â	Â	Â	Â	12/20/2005	04/21/2011		Common Stock	37,604
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	90,000
Stock Option	\$ 31.39	Â	Â	Â	Â	Â	10/09/1998	10/09/2007		Common Stock	4,875
Stock Option	\$ 33.48	Â	Â	Â	Â	Â	04/09/1999	04/09/2008		Common Stock	13,889
Stock Option	\$ 28.88	Â	Â	Â	Â	Â	08/30/2000	08/30/2009		Common Stock	13,889
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2004	02/19/2010		Common Stock	24,692
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	02/19/2005	02/19/2010		Common Stock	12,346
Stock Option	\$ 25.66	Â	Â	Â	Â	Â	12/20/2005	02/19/2010		Common Stock	8,448
	\$ 16.28	Â	Â	Â	Â	Â	03/15/2001	03/15/2010			18,519

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Stock Option										Common Stock	
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2002	01/16/2011	Common Stock	15,433	
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2003	01/16/2011	Common Stock	7,716	
Stock Option	\$ 22.6	Â	Â	Â	Â	Â	01/16/2004	01/16/2011	Common Stock	7,716	
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2003	01/22/2012	Common Stock	15,433	
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2004	01/22/2012	Common Stock	7,716	
Stock Option	\$ 25.02	Â	Â	Â	Â	Â	01/22/2005	01/22/2012	Common Stock	7,716	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOETHE ROBERT A 7130 GOODLETT FARMS PKWY., A4E CORDOVA, TN 38016	Â	Â	Â Chmn & CEO--Regions Mortgage	Â

## Signatures

By: Ronald C. Jackson  
12/04/2006

\_\_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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