

JONES CARL E JR
 Form 4
 November 12, 2004

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 *
 JONES CARL E JR

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)
 11/10/2004

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

P O BOX 10247

(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

BIRMINGHAM, AL 352020247

(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 (A) or (D) Price			
Common Stock	11/10/2004		X	50,000 A \$ 25.024	805,962.512	D	
Common Stock					48,576.572	I	By Spouse

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

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SEC 1474 (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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 25.02	11/10/2004		X	50,000	01/22/2003	01/22/2012	Common Stock	50,000
Phantom Stock Units (401k)	\$ 0 ⁽¹⁾					⁽¹⁾	⁽¹⁾	Common Stock	11,977
Stock Option	\$ 31.39					10/09/1998	10/09/2007	Common Stock	14,542
Stock Option	\$ 31.39					10/09/1999	10/09/2007	Common Stock	3,185
Stock Option	\$ 33.48					04/09/1999	04/09/2008	Common Stock	38,682
Stock Option	\$ 33.49					04/09/2000	04/09/2008	Common Stock	2,985
Stock Option	\$ 28.88					01/01/2001	08/30/2009	Common Stock	3,462
Stock Option	\$ 25.66					02/19/2004	02/19/2010	Common Stock	71,607
Stock Option	\$ 25.66					02/19/2005	02/19/2010	Common Stock	35,803
Stock Option	\$ 25.66					02/19/2006	02/19/2010	Common Stock	35,804
Stock Option	\$ 22.6					01/16/2005	01/16/2011	Common Stock	4,424
Stock Option	\$ 25.02					01/22/2004	01/22/2012	Common Stock	61,730
Stock Option	\$ 25.02					01/22/2005	01/22/2012	Common Stock	61,730

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES CARL E JR P O BOX 10247 BIRMINGHAM, AL 352020247	X		Chairman & CEO	

Signatures

By: Ronald C.
Jackson

11/12/2004

__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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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