

REGIONS FINANCIAL CORP
Form 5
February 13, 2008

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 *
DEAVENPORT EARNEST W JR

(Last) (First) (Middle)

P O BOX 10247

(Street)

BIRMINGHAM, AL 352020247

(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)
12/31/2007

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 04/02/2007 | Â | J | (1) 169.72 A \$ 34.75 | 16,553.64 | D | Â |
| Common Stock | 07/02/2007 | Â | J | (1) 175.84 A \$ 33.89 | 16,729.48 | D | Â |
| Common Stock | 10/01/2007 | Â | J | (1) 198.75 A \$ 30.3 | 16,928.23 (2) | D | Â |
| Common Stock (phantom) | 07/15/2007 | Â | J | (3) 5.1 A \$ 0 | 2,254.3 (4) | I | By Trustee Director's Def Stock |

| | | | | | | | | | | |
|-----------------|---|---|---|---|---|---|-----------------------|---|--|----------|
| stock) | | | | | | | | | | Inv Plan |
| Common Stock | Â | Â | Â | Â | Â | Â | 25,336 ⁽⁵⁾ | I | | By GRAT |

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. Price of Derivative Security (Instr. 5) | 9. of D S B O E I F (I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DEAVENPORT EARNEST W JR P O BOX 10247 BIRMINGHAM, AL 352020247 | Â X | Â | Â | Â |

Signatures

By: John Buchanan 02/12/2008

 **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) Acquisition of regular quarterly dividend contributions in the AmSouth Bancorporation's Amended and Restated Deferred Compensation Plan for Directors. Since the merger, only quarterly dividends are being accrued in the Plan.
- (2) Excludes 25,336 shares transferred by reporting person to the 2007 GRAT on 12/27/07.
- (3) These shares were acquired through regular quarterly dividend reinvestments.
- (4)

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Includes phantom shares which were acquired in the Regions' Directors Deferred Stock Investment Plan but were inadvertently reported as Direct ownership in previous reports.

- (5) Excludes 13,636 shares from the 2006 GRAT, which were previously reported, were transferred by the reporting person on 8/22/07 to Direct ownership. 2006 GRAT was terminated as a result of the transfer.

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