

ASKEW WILLIAM E

Form 4

February 18, 2003

FORM 4 [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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(f) of the Investment Company Act of 1940				OMB APPROVAL OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. . . . 0.5	
1. Name and Address of Reporting Person* Askew, William E. (Last) (First) (Middle) P O Box 10247 (Street) Birmingham, AL 35202-0247 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Regions Financial Corp. RF 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for (Month/Year) February 14 2003 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) _____ Director _____ 10% Owner _____ ☒ Officer _____ Other _____ Officer/Other Description <u>EVP Retail Banking; Member Leadership Team</u>			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8) Code V	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5) Amount A/D Price	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/14/2003	F nbsp;nbsp;	3,069.000 D \$31.2850	84,540.000	D	
Common Stock (IRA)				190.000	I	By Spouse
Common Stock (DRP)				277.048	D	
Common Stock (IRA)				202.000	D	

(over)

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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)	4. Transaction Code and Voluntary (V) Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Phantom Stock Units (401k)	(1)		J (1) V	(A) 53.0	(1) (1)	Common Stock - 53.0		154.0	D	
Stock Option	\$16.1562				08/30/1994 08/30/2003	Common Stock - 6,188.0		6,188.0	D	
Stock Option	\$16.1562				08/30/1995 08/30/2003	Common Stock - 1,812.0		1,812.0	D	
Stock Option	\$15.9375				03/29/1995 03/29/2004	Common Stock - 4,436.0		4,436.0	D	
Stock Option	\$15.9375				03/29/1995 08/30/2004	Common Stock - 7,726.0		7,726.0	D	
Stock Option	\$15.9375				03/29/1996 08/30/2004	Common Stock - 1,838.0		1,838.0	D	
Stock Option	\$16.0000				01/04/1996 01/04/2005	Common Stock - 14,168.0		14,168.0	D	
Stock Option	\$16.0000				01/04/1997 01/04/2005	Common Stock - 1,832.0		1,832.0	D	
Stock Option	\$22.4375				01/03/1997 01/03/2006	Common Stock - 8,694.0		8,694.0	D	
Stock Option	\$22.4375				01/03/1998 01/03/2006	Common Stock - 1,306.0		1,306.0	D	
Stock Option	\$38.7500				10/09/1998 10/09/2007	Common Stock - 3,949.0		3,949.0	D	
Stock Option	\$41.3437				04/09/1999 04/09/2008	Common Stock - 26,250.0		26,250.0	D	
Stock Option	\$35.6562				08/30/2000	Common Stock -		26,250.0	D	

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					08/30/2009	26,250.0				
Stock Option	\$20.0937				03/15/2001	Common Stock - 60,000.0		60,000.0	D	
					03/15/2010					
Stock Option	\$27.9050				01/16/2002	Common Stock - 40,000.0		40,000.0	D	
					01/16/2011					
Stock Option	\$27.9050				01/16/2003	Common Stock - 20,000.0		20,000.0	D	
					01/16/2011					
Stock Option	\$27.9050				01/16/2004	Common Stock - 20,000.0		20,000.0	D	
					01/16/2011					
Stock Option	\$30.8950				01/22/2003	Common Stock - 40,000.0		40,000.0	D	
					01/22/2012					
Stock Option	\$30.8950				01/22/2004	Common Stock - 20,000.0		20,000.0	D	
					01/22/2012					
Stock Option	\$30.8950				01/22/2005	Common Stock - 20,000.0		20,000.0	D	
					01/22/2012					

Explanation of Responses :

** Intentional misstatements or omissions of facts _____ constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

** Signature of Reporting Person
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

Ronald C. Jackson
William E. Askew

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.

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FOOTNOTE Descriptions for Regions Financial Corp. RF

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William E. Askew
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Birmingham, AL 35202-0247

Explanation of responses:

(1) The reported phantom stock units were acquired under Regions' benefits plans.

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