

Edgar Filing: REGIONS FINANCIAL CORP - Form 8-K

REGIONS FINANCIAL CORP
Form 8-K
August 13, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 12, 2002

REGIONS FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|--|-----------------------------|--------------------------------------|
| Delaware | 0-6159 | 63-0589368 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

417 North 20th Street, Birmingham, Alabama 35203

(Address, including zip code, of principal executive office)

(205) 944-1300

(Registrant's telephone number, including area code)

ITEM 9. REGULATION FD DISCLOSURE.

On August 12, 2002, each of the Principal Executive Officer, Carl E. Jones, Jr., and Principal Financial Officer, Richard D. Horsley, of Regions Financial Corporation submitted to the SEC sworn statements pursuant to Securities and Exchange Commission Order No. 4-460.

A copy of each of these statements is attached hereto as an Exhibit (99.1).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934,

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the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

REGIONS FINANCIAL CORPORATION

By: /s/ D. Bryan Jordan

D. Bryan Jordan
Executive Vice President and
Comptroller

Date: August 12, 2002

INDEX TO EXHIBITS

Exhibit

99.1 Statement Under Oath of Principal Executive Officer
and Principal Financial Officer dated August 9, 2002

Exhibit 99.1

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Carl E. Jones, Jr., state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Regions Financial Corporation, and, except as corrected or supplemented in a subsequent covered report:

- No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

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- Annual Report of Regions Financial Corporation on Form 10-K for the year ended December 31, 2001;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Regions Financial Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ Carl E. Jones Jr.
Name: Carl E. Jones, Jr.
Date: August 9, 2002

Subscribed and sworn to
before me this 9th day of
August, 2002.

/s/ Nancy S. Morrow
Notary Public

My Commission Expires:
July 10, 2004

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Richard D. Horsley, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Regions Financial Corporation, and, except as corrected or supplemented in a subsequent covered report:

- No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report of Regions Financial Corporation on Form 10-K for the year ended December 31, 2001;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Regions Financial Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

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/s/ Richard D. Horsley
Name: Richard D. Horsley
Date: August 9, 2002

Subscribed and sworn to
before me this 9th day of
August, 2002.

/s/ Nancy S. Morrow
Notary Public

My Commission Expires:
July 10, 2004