Resolution Plan for Covered Insured Depository Institution

Public Section

Regions Bank

Plan submission Date: December 31, 2013

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Introduction

To promote financial stability, section 165(d) of the Dodd-Frank Act and the related rule (the "Title I Rule") require each nonbank financial company supervised by the Board of Governors of the Federal Reserve System ("Board") and each bank holding company with total consolidated assets of $50 billion or more (each a "covered company") to periodically submit to the Board and the Federal Deposit Insurance Corporation ("Corporation") a plan for such company's rapid and orderly resolution in the event of material financial distress or failure. Regions Financial Corporation ("the Parent"), with approximately $121 billion in assets, is a full-service provider of consumer and commercial banking, which is required to submit a resolution plan under the Dodd-Frank Act and the Title I Rule. Regions Bank ("Regions Bank" or "the Bank") is a wholly owned subsidiary of Regions Financial Corporation and represents the vast majority of all activity within the Parent . The Parent and the Bank are collectively referred to as the Company ("Company").

Additionally, to protect insured depositors and to enable the FDIC to perform its resolution functions most efficiently, the FDIC has adopted a separate rule (the "IDI Rule") requiring each Insured Depository Institution ("IDI") with $50 billion or more in total assets to periodically submit a resolution plan to the FDIC[1]. Regions Bank with total assets of approximately $120 billion is therefore a Covered Insured Depository Institution ("CIDI") required to submit a resolution plan under the IDI Rule.

The Resolution Plan Public Section provides insight into the Company's businesses and processes and serves as a high-level overview of the Resolution Plan ("Plan").

Regions Bank is a full-service institution providing traditional banking products and services, including wealth management, trust, mortgage banking, and insurance agency business. The Bank operates in approximately 1,700 offices and has approximately 2,000 ATMs across a 16-state geographic footprint: Alabama, Arkansas, Florida, Georgia, Illinois, Indiana, Iowa, Kentucky, Louisiana, Mississippi, Missouri, North Carolina, South Carolina, Tennessee, Texas and Virginia.

Regions Bank has robust Capital, Liquidity and Contingency Funding Plans which detail the actions it would take to avoid failure by staying well-capitalized and well-funded in adverse scenarios. In the hypothetical and unlikely event that Regions Bank was in danger of failure, and Regions' Capital, Liquidity and Contingency Funding Plans or a timely private sector alternative were not able to prevent such a failure or default, Regions Bank would be subject to the FDIC receivership process under the Federal Deposit Insurance Act (the "FDIA").

Regions Bank's Resolution Plan presents executable resolution strategies in the unlikely event of failure. The Plan was developed as a roadmap to facilitate the orderly resolution of Regions Bank within a reasonable timeframe while preserving franchise value.

[1] Federal Deposit Insurance Corporation, Resolution Plans Required for Insured Depository Institutions with $50 billion or More in Total Assets, 77 Fed. Reg. 3075 (Jan. 23, 2012).

A. The Names of Material Entities

A "material entity" is an entity that is significant to the activities of a critical service or core business line. A "critical service" is a service or operation of the covered insured depository institution ("CIDI") that is necessary to continue the day-to-day operation of the CIDI.

In determining which entities of the Company were material entities, consideration was given to several factors:

- Percent of total assets
- Percent of total net income
- Business purpose and mapping to core business lines and critical services
- Legal or regulatory requirements
- Impact on customer retention or growth

As of December 31, 2012, Regions Bank was composed of 51 legal entities. As a CIDI under the IDI Rule, Regions Bank is a material entity for the purposes of this Plan. However, Regions Bank has no material entity subsidiaries. Regions Bank's non-material subsidiaries include insurance agencies, investment management entities, asset management companies, and real estate investment trusts.

B. Description of Core Business Lines

Regions Bank's Functional Structure

Regions Bank' organizational structure is customer-centric and dynamic, designed to deliver on the Bank's mission and vision while remaining nimble enough to evolve as product, service and delivery channel needs change, as well as to protect the future value of the Company. This customer-centric organizational approach demands teamwork, communication, clarity of vision and disciplined attention to regulatory compliance.

The primary objective of Regions Bank structure is to enable the business to identify customers' needs and, based on those needs, to connect its most skilled and knowledgeable bankers with those customers. The Bank's structure takes advantage of its market presence and depends on teamwork connecting specialists, relationship managers and functional support teams to ensure that the Bank meets customers' needs with the best products, services and customer experience required while managing the Bank's human capital, financial performance and risks effectively.

To deliver on this commitment, Regions Bank has developed three geographic structures and three business group structures. These structures are complemented and supported by numerous enterprise functional support teams that work collectively to create shared value for customers, employees, communities and shareholders.

Regions Bank's three business groups are Business, Consumer and Wealth Management; its three regional geographies are Mid-America, South and East.

Regions Bank's Geographic Organization

Regions Bank's 16 state footprint is organized into three geographic structures: Mid-America, South and East.

Each geography is divided into banking areas and cities and delivers local banking services and products through the branch network associates, relationship managers, and Consumer and Business oriented sales personnel.

Business Groups

Each of the three business groups contains businesses, channels and, in some cases, specialties, as described below:

- Business Group: the Business Services Group offers a range of products and services to commercial and business clients and is organized into seven businesses: Commercial Banking, Specialized Industries, Regions Business Capital, Real Estate Banking, Capital Markets, Treasury Management and Business and Community Banking. Products and Services offered by the Business Services Group are available in all three regional geographies. For the year ended December 31, 2012, the Business Services Group contributed $631 million of net income.
- Consumer Group: divided into Consumer Services Group and Consumer Lending Group, the Consumer Group represents the branch and ATM networks, including consumer banking products and services related to first mortgages, home equity lines and loans, indirect loans, consumer credit cards and other consumer loans, as well as the corresponding deposit relationships. These services are also provided through alternative channels such as the contact center, internet and mobile banking. Products and Services offered by Consumer Services and Consumer Lending are available in all three regional geographies. For the year ended December 31, 2012, the Consumer Group contributed $420 million of net income.
- Wealth Group: the Wealth Management Group represents wealth management products and services such as trust activities, commercial insurance and credit related products, and investment management. The Wealth Management Group's customers include individuals and institutional clients who desire services that include investment advice, assistance in managing assets, and estate planning. The Wealth Management Group's activities contributed $69 million of net income for the year ended December 31, 2012. (Certain of these services are provided by entities that are subsidiaries of Regions Financial Corporation and affiliates of Regions Bank.)

Under the IDI Rule, "Core Business Lines means those business lines of the covered insured depository institution ("CIDI"), including associated operations, services, functions and support, that, in the view of the CIDI, upon failure would result in a material loss of revenue, profit or franchise value."

Regions Bank has determined that the Business Group and the Consumer Group are Core Business Lines for Resolution Planning purposes. The Wealth Group is an important business group of Regions Bank, but for purposes of the Resolution Plan is not considered a Core Business Line.

C. Consolidated Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources

Financials

The following balance sheet summary is based on Regions Bank's Consolidated Report of Condition and Income, as filed with the FDIC on FFIEC Form 031 for year-end date of December 31, 2012.

Regions Bank and Subsidiaries - Balance Sheet
December 31, 2012
(Dollars in Thousands)

		Regions Bank Consolidated
Assets:		
Cash and Noninterest-bearing Balances	$	2,107,775
Interest-bearing Balances		3,507,793
Securities Held-to-Maturity		3,014
Total Avail-for-sale - Fair Value		26,624,167
Federal Funds Sold		—
Sec. purch. under agree to resell		—
Loans & leases held for sale		1,382,707
Loans & leases, net Unearned Inc		74,005,654
LESS: Allowance for Loan and Lease Lo		(1,918,770)
Loans & leases, net Unearned Inc & Allow		72,086,884
Total Trading Assets		698,373
Premises and Fixed Assets		2,269,419
Other Real Estate - Total		146,218
Investments in unconsolidated subs - Total		—
Goodwill		4,242,336
Other intangible assets		520,496
Total Other Assets		6,831,605
Total Assets	$	120,420,787
Liabilities and Stockholders' Equity:		
Deposits: Domestic Offices	$	96,274,865
Domestic Deposits: Noninterest-bearing		30,193,029
Domestic Deposits: Interest-bearing		66,081,836
Total Deps in Foreign Offices		313,318
Foreign Deposits: Noninterest-bearing		—
Foreign Deposits: Interest-bearing		313,318
Federal funds purchased		20,901
Securities sold		1,427,902
Total trading liabilities		672,483
Other borrowed money		1,191,257
Subordinated Notes and Debentures		2,125,344
Total Other Liabilities		1,779,489
Total Liabilities		103,805,559
Perpetual Preferred Stock & Surplus		—
Common Stock		103
Surplus		19,545,487
Undivided Profits/Capital Reserves		(3,100,417)
Accumulated other comprehensive Inc		64,367
Other equity capital components		—
Total Bank Equity Capital		16,509,540
Minority Interest in Subsidiaries		105,688
Total Equity Capital		16,615,228
		—
Total Liabs, Pref. Stck, & Equity Cap	$	120,420,787

Capital Summary

Regulatory Capital

Regions Bank is an Alabama state-chartered bank and a member of the Federal Reserve System. It is generally subject to supervision and examination by both the Board of Governors of the Federal Reserve System ("the Federal Reserve") and the Alabama Banking Department. Regions Bank is required to comply with applicable capital adequacy standards established by the Federal Reserve. Currently, the minimum guidelines to be considered well-capitalized for Tier 1 Leverage, Tier 1 Risk-based capital and Total Risk-based capital are 5.0 percent, 6.0 percent and 10.0 percent, respectively. To ensure that current and projected capital levels remain adequate relative to not only these well-capitalized thresholds but also internal limits, Regions Bank employs a robust capital planning process. Among other things, this process seeks continually to evaluate and challenge the adequacy of capital by identifying and aggregating risks from across the Bank to inform the creation of scenarios designed to stress the unique sensitivities of the Bank.

The following regulatory capital summary is based on Regions Bank's Consolidated Report of Condition and Income, as filed with the FDIC on FFIEC Form 031 for year-end date of December 31, 2012.

Regions Bank Regulatory Capital
as of December 31, 2012

Regulatory Capital		**($ thousands)**
Total Bank Equity Capital	$	16,509,540
Less: Accumulated Other Comprehensive Income		*(64,367)*
Less: Disallowed Goodwill and Other Intangibles		*(4,258,684)*
Less: Disallowed Servicing Assets, Purchased Credit Card Relationships and Deferred Taxes		*(33,479)*
Qualifying Noncontrolling Minority Interest in Consolidated Subsidiary		93,290
Tier 1 Capital		12,246,301
Qualifying Subordinated Debt		1,404,871
Allowance for Loan and Lease Losses includible in Tier 2		1,165,396
Unrealized Gains on AFS Equity Securities Includible in Tier 2		1,556
Other Tier 2 Capital		—
Total Capital	**$**	**14,818,124**
Average Total Assets	$	119,322,267
Less: Disallowed Goodwill and Other Intangibles		*(4,258,684)*
Less: Disallowed Servicing Assets, Purchased Credit Card Relationships and Deferred Taxes		*(33,479)*
Average Total Assets for Leverage Capital Purposes	**$**	**115,030,104**
Risk Weighted Assets	**$**	**92,395,010**
Capital Ratios- Basel I		
Tier 1 Leverage		10.65%
Tier 1 Risk-based Capital		13.25%
Total Risk-based Capital		16.04%

Major Funding Sources

Regions Bank maintains access to and utilizes diverse wholesale and non-wholesale funding sources. Regions Bank's primary source of funding is its deposits, which provided funding for 88 percent of average interest-earning assets in 2012.

Short-term borrowings used as a source of funding include Federal funds purchased, repurchase agreements and customer-related borrowings. Federal funds purchased totaled approximately $21 million at December 31, 2012. Short-term borrowings that are the result of customer activity related to investment opportunities totaled $1.6 billion at December 31, 2012. The Bank's long-term borrowings consist primarily of FHLB borrowings, senior notes, subordinated notes and other long-term notes payable. Long-term borrowings for Regions Financial Corporation totaled $2.6 billion and for Regions Bank $5.9 billion at December 31, 2012.

The Bank's liquidity management function ensures the availability of funds to finance assets while meeting obligations to debt holders and depositors in normal business conditions. In order to ensure an appropriate level of liquidity is maintained, the Bank performs specific procedures including scenario analysis and stress testing at the Bank, holding company, and affiliate levels. The securities portfolio is one of the Bank's primary sources of liquidity as are maturities in the loan portfolio.

D. Description of Derivative Activities and Hedging Activities

Balance Sheet Hedging

Derivatives entered into by the Bank's Treasury group to manage interest rate risk and facilitate asset/liability management strategies are designated as hedging derivatives. Derivative financial instruments that qualify in a hedging relationship are classified, based on the exposure being hedged, as either fair value hedges or cash flow hedges. The Bank formally documents all hedging relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for entering into various hedging transactions. The Bank performs periodic assessments to determine whether the hedging relationship has been effective in offsetting changes in fair values or cash flows of hedged items as applicable, and whether the relationship is expected to continue to be effective in the future.

Mortgage Servicing Rights Hedging

Additionally, the Treasury group manages the risk associated with hedging Regions Bank's mortgage servicing rights. The majority of hedge positions are via treasury futures, interest rate swaps and options, or to-be-announced mortgage backed securities ("TBA MBS"). TBA MBS are agreements to purchase MBS at a regular forward settlement date. Regions Bank accounts for the mortgage servicing rights and the derivatives used to hedge them using fair market value.

The Secondary Marketing Division of the Consumer Lending Group, housed in the Bank, hedges the risk associated with mortgage pipeline origination by using a combination of mandatory forward commitments on mortgage backed securities ("MBS") and purchased over-the-counter ("OTC") options on MBS. Mandatory forwards sales of MBS are the primary hedging vehicle for mortgage loan customer rate lock and closed loan positions.

Capital Markets Trading

The Bank's Capital Markets group maintains a derivatives trading portfolio of interest rate swaps, option contracts, futures and forward commitments used to meet the needs of its customers. The portfolio is used for Business Services client accommodation to help clients manage market risk. As part of the Bank's macro hedging strategy, separate derivative contracts are entered into to reduce overall market risk exposure. The Bank also is subject to the credit risk of a counterparty that might fail to perform. The contracts in this portfolio do not qualify for hedge accounting and are marked-to-market through earnings and included in other assets and other liabilities.

E. Memberships in Material Payment, Clearing and Settlement Systems

During 2012, the Company engaged in cash and securities transactions across various payment, clearing and settlement systems (“networks”). Examples of these networks, including networks material to Regions Bank, are described below.

Securities Depositories, Clearing, and Settlement Systems

- **Chicago Mercantile Exchange, Inc. (“CME”)** provides clearing and settlement services for futures, options, and over-the-counter derivatives products. These clearing and settlement services are provided by the CME Clearing division of CME’s wholly owned subsidiary, Chicago Mercantile Exchange Inc. CME Clearing confirms, clears and settles all CME Group trades.
- **The Depository Trust & Clearing Corporation** operates through 10 subsidiaries. Specifically, The Depository Trust Company is a central securities depository providing depository and book-entry services for eligible securities and other financial assets to its participants, which are principally banks and broker-dealers. The National Securities Clearing Corporation provides clearing, settlement, risk management, central counterparty services and a guarantee of completion for certain transactions for virtually all broker-to-broker trades involving equities, corporate and municipal debt, American depositary receipts, exchange-traded funds and unit investment trusts. The Fixed Income Clearing Corporation ("FICC"), a U.S. securities clearing agency is owned by its users, including major banks, broker-dealers and other financial institutions. FICC operates two divisions, the Government Securities Division and the Mortgage-Backed Securities Division. Each division offers services to its own members pursuant to separate rules and procedures.
- **FedACH** is an electronic payment system providing ACH services and is owned and operated by the Federal Reserve. The ACH system exchanges batched debit and credit payments among business, consumer and government accounts. The system processes pre-authorized recurring payments and non-recurring payments.
- **FedWire Funds Service** is a wire transfer service provider that is owned and operated by the Federal Reserve. Fedwire Funds Service is a real-time gross settlement system. Payments are continuously settled on an individual, order-by-order basis without netting.
- **First Data Star Network** is a leading debit network in America providing PIN (Personal Identification Number) secured electronic debit transaction services.
- **LCH.Clearnet Ltd. (“LCH”)** is incorporated under the laws of England and Wales. For U.K. regulatory purposes, LCH is a “recognized clearing house” under the Financial Services and Markets Act 2000. LCH also is a derivatives clearing organization in the U.S. and is subject to Commodity Futures Trading Commission rules and the U.S. Commodity Exchange Act. LCH is a wholly-owned subsidiary of LCH.Clearnet Group Limited. The group is currently majority-owned by its users.

- **MasterCard International** is a multi-national electronic payments technology company that connects consumers, businesses, banks and governments.
- **Shazam** is a member owned debit network in America providing PIN (Personal Identification Number) secured electronic debit transactions services.
- **The Small Value Payments Company L.L.C. ("SVPCo")** is the Check Image Exchange business of The Clearing House, providing check imaging, clearing and related services to financial institutions of all sizes. SVPCo distributes checks to other SVPCo members, including through an Image Payments Network that allows financial institutions to exchange images and share best practices amongst one another.
- **S.W.I.F.T.** is an international messaging system used by Regions Bank to execute non-dollar settlement of foreign exchange deals.
- **Total System Services, Inc. ("TSYS")** provides processing services and merchant payment-acceptance solutions including processing credit and debit card transactions.
- **Viewpointe Clearing, Settlement & Association Services, LLC** is a private sector clearinghouse that provides cloud-based information governance, check archive, end-to-end check image exchange, clearing and settlement and ACH association services.
- **Visa, Inc.** is a global payments technology company that connects consumers, businesses, banks and governments in more than 200 countries and territories, enabling them to use electronic payments instead of cash and checks.

F. Description of Foreign Operations

Regions Bank's operations are primarily located in the United States and the Bank does not have any material foreign operations. The great majority of income, assets, and liabilities are related to the Bank's domestic operations. As of December 31, 2012, less than 0.2% of total net income can be attributed to the Bank's non-domestic operations.

G. Material Supervisory Authorities

The following table details the material supervisory authorities for Regions Bank as of December 31, 2012:

Regulatory/Supervisory Authority	Activities Regulated
Federal Reserve Bank of Atlanta	Safety & Soundness, Trust, Information Technology, Community Reinvestment Act and Compliance with applicable laws and regulations
Board of Governors of the Federal Reserve System	Safety & Soundness, Trust, Information Technology, Community Reinvestment Act and Compliance with applicable laws and regulations
State of Alabama Banking Department	Safety & Soundness, Trust, Information Technology, and Compliance with applicable laws and regulations
Federal Deposits Insurance Corporation (FDIC)	Safety & Soundness, Trust, Information Technology, Community Reinvestment Act and Compliance with Consumer Protection Laws
Consumer Financial Protection Bureau (CFPB)	Federal Consumer Financial Laws

Regions Bank is a member of the Federal Deposit Insurance Corporation (“FDIC”), and, as such, its deposits are insured by the FDIC to the extent provided by law. Regions Bank is an Alabama state-chartered bank and a member of the Federal Reserve System. It is generally subject to supervision and examination by both the Federal Reserve and the Alabama Banking Department. The Federal Reserve and the Alabama Banking Department regularly examine the operations of Regions Bank and are given authority to approve or disapprove mergers, acquisitions, consolidations, the establishment of branches and similar corporate actions.

Regions Bank is subject to numerous statutes and regulations that affect its business activities and operations, including various consumer protection laws and regulations. Depository institutions with assets exceeding $10 billion, such as Regions Bank, their affiliates, and other “larger participants” in the markets for consumer financial services (as determined by the CFPB) are subject to direct supervision by the CFPB, including any applicable examination, enforcement and reporting requirements the CFPB may establish. As such, Regions Bank is also subject to supervision by the CFPB.

H. Principal Officers

Executive Council members of Regions Financial Corporation and Regions Bank as of December 31, 2012 are described in the table below:

Principal Officers	Position and Offices Held with Registrant and Subsidiaries	Executive Officer Since
O.B. Grayson Hall Jr.*	President and Chief Executive Officer and Director, Regions and Regions Bank.	1993
David B. Edmonds	Chief Administrative Officer and Senior Executive Vice President, Regions and Regions Bank.	1994
Fournier J. “Boots” Gale III	Senior Executive Vice President, General Counsel and Corporate Secretary, Regions and Regions Bank.	2011
C. Matthew Lusco	Senior Executive Vice President and Chief Risk Officer, Regions and Regions Bank.	2011
John B. Owen	Senior Executive Vice President and Head of Business Lines, Regions and Regions Bank.	2009
David J. Turner, Jr.	Senior Executive Vice President and Chief Financial Officer, Regions and Regions Bank.	2010

* Effective May 16, 2013, the positions of Chairman and CEO were combined and Mr. Hall’s title became Chairman, President and Chief Executive Officer.

As of December 31, 2013 there were no changes to the composition of the Executive Council of Regions Financial Corporation and Regions Bank.

I. Resolution Planning Corporate Governance

Regions Bank’s Corporate Governance Structure, established and approved by the Board of Directors, consists of committees, working groups, processes, and procedures that provide a framework by which the Bank is directed and controlled.

Ultimate authority and responsibility for Regions Bank’s Resolution Plan rests with the Board of Directors. The Resolution Planning Executive Steering Committee (“RPSC”), an Executive Council Sponsored Committee, was created in 2013. In accordance with Region’s Corporate Governance Structure, the RPSC is delegated by the Board of Directors with resolution planning overseeing responsibilities.

RPSC participants include the Chief Risk Officer, Chief Financial Officer, General Counsel, Resolution Planning Manager, Director of Market & Liquidity Risk, Corporate Treasurer and Director of Internal Audit.

Under the RPSC, the Resolution Planning Working Group (Working Group) was formed as a cross-functional team consisting of executive representatives from business lines and support functions from across the Bank. The Resolution Planning Core Team (Core Team) and Project Management Office (PMO) are sub-committees that support and report up to the Working Group and RPSC on the resolution planning process and progress.

The organizational structure of Regions Bank’s Resolution Planning and its related processes and procedures are integrated into the Risk Management Organizational Structure and Governance as well.

Regions Bank has established that the Core Team, led by the Director of Market and Liquidity Risk, is responsible for coordinating the development and evolution of future Resolution Plan submissions, ongoing review, revisions and maintenance of the plans as well as the execution of actions which address potential impediments to an orderly resolution.

The Board of Directors has reviewed and approved the final Resolution Plan.

J. Description of Material Management Information Systems

Regions Bank utilizes multiple management information systems and applications for risk management, accounting, financial, operational, and regulatory data generation and reporting. For resolution planning purposes, critical management information systems have been identified as including those required to maintain day-to-day business operations and compliance with regulatory requirements for up to six months.

The Operations & Technology function supports Regions Bank and Regions Financial Corporation's systems to ensure that they are operational and support internal, regulatory and customer-facing business requirements.

Regions Bank maintains the appropriate policies, procedures, and organizational structure related to business continuity planning to ensure that the Bank is able to provide essential business and technology services in the event of disasters and other business interruptions. The Bank has established a Business Continuity Management team to oversee its Business Continuity and Incident Response programs. The team works with all lines of business and support functions to implement the programs for developing, maintaining, and testing business continuity and disaster recovery plans in order to mitigate risks and ensure operational continuity in the event of disruptions.

K. High-Level Description of Resolution Strategy

Pursuant to the IDI Rule, Resolution Plans must address strategies for a quick and orderly resolution of the Holding Company, Regions Financial Corporation, and its Covered Insured Depository Institution, Regions Bank, while avoiding systemic risk to the U.S. financial system and the broader U.S. economy. The Company has developed strategies under the assumptions provided by the rules and supervisory guidance for the Resolution Plans, namely that an idiosyncratic event specific to Regions Bank, with no systemic causes or repercussions, led to the Bank's failure.

Regions Bank maintains Capital, Liquidity and Contingency Funding Plans which detail the actions it would take to avoid failure by staying well-capitalized and well-funded in adverse scenarios. In the hypothetical and unlikely event that the Bank was in danger of failure, and Capital, Liquidity and Contingency Funding Plans or other timely private sector alternative were not able to prevent the default, Regions Bank would be subject to the FDIC receivership process under the FDIA.

Regions Bank's Resolution Plan presents resolution strategies for the FDIC to consider. The strategies were developed with the goal of maximizing value for the receiver, incurring the least cost to the FDIC's deposit insurance fund, ensuring access to customers' insured deposits, mitigating risks, and limiting the loss of franchise value in a lengthy resolution process. The preferred strategy would be to maintain the Bank as a whole and execute a whole bank purchase and assumption. Alternatively, the receiver could sell and transfer ownership of the Bank in multiple transactions along the Bank's geographical alignment. Both options contemplate a delayed transaction(s) utilizing the FDIC's power to charter a bridge bank as an interim step to a sale to a third-party buyer or buyers.

Regions Bank represents a desirable target for purchase due to its geographic footprint, branch network, and strong deposit base. Selling Regions Bank as a whole should preserve franchise value and minimize disruption to local communities during a transition period.

Potential acquirers of Regions Bank include US-headquartered banks with complementary branch networks and service offerings looking to expand into Regions Bank's territory or deepen their presence through an attractive franchise acquisition. Also in consideration would be foreign-based global banking groups interested in entering the US market or expanding their US operations.