

Return of Private Foundation
 or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation
REGIONS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
REGIONS BK TR DEPT P O BOX 11647

City or town, state or province, country, and ZIP or foreign postal code
BIRMINGHAM, AL 35202

A Employer identification number
 58-2071018

B Telephone number (see instructions)
 205-420-7753

C If exemption application is pending, check here

D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply

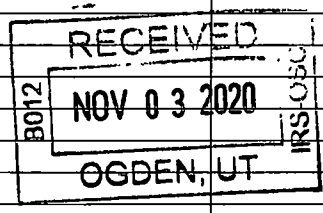
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation **04**

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **6,547,284.**

J Accounting method Cash Accrual
 Other (specify) _____
 (Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	142,198.	138,733.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	195,874.			
	b Gross sales price for all assets on line 6a	1,946,270.			
	7 Capital gain net income (from Part IV, line 2)		195,874.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	338,072.	334,607.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE	NONE		NONE
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	1,100.	NONE	NONE	1,100.
	c Other professional fees (attach schedule) STMT 3	30,615.	30,615.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	10,242.	3,242.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	2,715.	2,715.		
	24 Total operating and administrative expenses. Add lines 13 through 23.	44,672.	36,572.	NONE	1,100.
	25 Contributions, gifts, grants paid	305,500.			305,500.
26 Total expenses and disbursements. Add lines 24 and 25	350,172.	36,572.	NONE	306,600.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-12,100.				
b Net investment income (if negative, enter -0-)		298,035.			
c Adjusted net income (if negative, enter -0-)					



ENVELOPE POSTMARK DATE OCT 28 130

SCANNED MAY 06 2021

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	231,034.	294,884.	294,884.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 6.	4,974,584.	4,897,985.	6,252,400.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,205,618.	5,192,869.	6,547,284.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30					
	26	Capital stock, trust principal, or current funds	5,205,618.	5,192,869.		
	27	Paid-in or capital surplus, or land, bldg, and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds				
29	Total net assets or fund balances (see instructions)	5,205,618.	5,192,869.			
30	Total liabilities and net assets/fund balances (see instructions)	5,205,618.	5,192,869.			

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1 5,205,618.
2	Enter amount from Part I, line 27a	2 -12,100.
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3 161.
4	Add lines 1, 2, and 3	4 5,193,679.
5	Decreases not included in line 2 (itemize) ▶ MF TIMING DIFFERENCE	5 810.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6 5,192,869.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 1,946,270.		1,750,396.	195,874.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			195,874.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	195,874.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8			3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	3,525.	5,945,434.	0.000593
2017	248,633.	5,728,335.	0.043404
2016	211,533.	5,346,353.	0.039566
2015	171,434.	5,512,465.	0.031099
2014	336,000.	5,679,081.	0.059165
2 Total of line 1, column (d)			2 0.173827
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.034765
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 6,286,166.
5 Multiply line 4 by line 3			5 218,539.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,980.
7 Add lines 5 and 6			7 221,519.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 306,600.

3

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax based on investment income is 2,980. Total tax due is 4,957. Total overpayment is 1,977.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and Yes/No columns. Includes questions about political campaigns, unrelated business income, and substantial contributors. Marked with 'X' for 'Yes' answers.

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X	
14 The books are in care of ▶ <u>REGIONS BANK, TRUST DEPARTMENT</u> Telephone no. ▶ <u>(205) 420-7753</u> Located at ▶ <u>201 MILAN PARKWAY, BIRMINGHAM, AL</u> ZIP+4 ▶ <u>35211</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		
Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year, did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.
(a) Name and address
(b) Title, and average hours per week devoted to position
(c) Compensation (If not paid, enter -0-)
(d) Contributions to employee benefit plans and deferred compensation
(e) Expense account, other allowances
SEE STATEMENT 18
2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."
(a) Name and address of each employee paid more than \$50,000
(b) Title, and average hours per week devoted to position
(c) Compensation
(d) Contributions to employee benefit plans and deferred compensation
(e) Expense account, other allowances
NONE
Total number of other employees paid over \$50,000 NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,381,894.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,381,894.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	6,381,894.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	95,728.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,286,166.
6	Minimum investment return. Enter 5% of line 5	6	314,308.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	314,308.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	2,980.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b.	2c	2,980.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	311,328.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	311,328.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	311,328.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26.	1a	306,600.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	306,600.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	2,980.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	303,620.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				311,328.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			178,377.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2019.				
a From 2014	NONE			
b From 2015	NONE			
c From 2016	NONE			
d From 2017	NONE			
e From 2018	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>306,600.</u>				
a Applied to 2018, but not more than line 2a			178,377.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2019 distributable amount.				128,223.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2018. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				183,105.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2015	NONE			
b Excess from 2016	NONE			
c Excess from 2017	NONE			
d Excess from 2018	NONE			
e Excess from 2019	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: Tax year (a) 2019, (b) 2018, (c) 2017, (d) 2016, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed.

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
VANDERBILT UNIVERSITY PERRY WALLACE JR BASKET 2100 WEST END AVE NASHVILLE TN 37203	NONE	PC	GENERAL OPERATING	500.
COLOUR OF MUSIC - BLACK CLASSICAL MUSICIANS F PO BOX 22724 CHARLESTON SC 29413	NONE	PC	GENERAL OPERATING	25,000.
EXCHANGE CLUB CARL PERKINS CETNER 178 AIRWAYS BLVD JACKSON TN 38301	NONE	PC	GENERAL OPERATING	50,000.
MANNA HOUSE MEMPHIS 1268 JEFFERSON AVE MEMPHIS TN 38104	NONE	PC	GENERAL OPERATING	80,000.
TENNIS NASHVILLE 502 WILSON PIKE NASHVILLE TN 37220	NONE	PC	GENERAL OPERATING	50,000.
KNOXVILLE AREA URBAN LEAGUE 1514 EAST 5TH AVENUE KNOXVILLE TN 37917-7801	NONE	PC	GENERAL OPERATING	25,000.
FISK UNIVERSITY 1000 17TH AVE N NASHVILLE TN 37220	NONE	PC	GENERAL OPERATING	25,000.
CUMBERLAND HEIGHTS FOUNDATION P. O. BOX 90727 NASHVILLE TN 37209	NONE	PC	SUPPORT HEALTHCARE ACTIVITIES	50,000.
Total				305,500.
b Approved for future payment				
Total				3b

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee: Latrish Jemison, Date: 10-7-2020, Title: CHIEF OFFICER

May the IRS discuss this return with the preparer shown below? See instructions. X Yes No

Paid Preparer Use Only section containing fields for Print/Type preparer's name (SHAWN P. HANLON), Preparer's signature, Date (09/28/2020), Firm's name (PRICEWATERHOUSECOOPERS LLP), Firm's address (600 GRANT STREET PITTSBURGH, PA 15219), Firm's EIN (13-4008324), and Phone no. (412-355-6000).

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,350.	3,350.
FOREIGN INTEREST	1,535.	1,535.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE FOREIGN DIVIDENDS	10,675.	10,675.
NONDIVIDEND DISTRIBUTIONS	19,593.	19,593.
BOND PREMIUM AMORTIZATION-OTHER INTEREST	3,465.	
BOND PREMIUM AMORTIZATION-U.S. GOVERNMENT	-3,965.	-3,965.
BOND PREMIUM AMORTIZATION - FOREIGN INTE DOMESTIC DIVIDENDS	-165.	-165.
NONQUALIFIED FOREIGN DIVIDENDS	-4.	-4.
NONQUALIFIED DOMESTIC DIVIDENDS	45,863.	45,863.
SECTION 199A DIVIDENDS	4,904.	4,904.
OTHER INTEREST	21,945.	21,945.
CORPORATE INTEREST	1,336.	1,336.
	33,699.	33,699.
	-33.	-33.
TOTAL	142,198.	138,733.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,100.			1,100.
TOTALS	1,100.	NONE	NONE	1,100.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REGIONS AGENT FEES	30,615.	30,615.
TOTALS	30,615.	30,615.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	3,053.	3,053.
FEDERAL ESTIMATES - PRINCIPAL	7,000.	
FOREIGN TAXES ON NONQUALIFIED	189.	189.
TOTALS	10,242.	3,242.

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	5.	5.
OTHER NON-ALLOCABLE EXPENSE -	282.	282.
INVESTMENT EXPENSES-DIVIDEND I	2,428.	2,428.
TOTALS	----- 2,715. =====	----- 2,715. =====

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
983919101 XILINX INC	C	4,743.	4,266.	9,093.
G29183103 EATON CORP PLC	C	31,386.	27,449.	41,961.
000375204 ABB LTD	C	7,603.	6,681.	8,094.
00846U101 AGILENT TECHNOLOGIES	C	4,402.	3,744.	7,507.
06416CAB4 BANK OF NOVA SCOTIA	C	14,720.	18,701.	18,994.
09247X101 BLACKROCK INC	C	16,880.	23,306.	34,184.
127055101 CABOT CORP	C	2,470.	2,284.	2,186.
136375102 CANADIAN NATIONAL RA	C	5,390.	2,889.	4,161.
192446102 COGNIZANT TECHNOLOGY	C	12,062.	12,062.	16,249.
212015101 CONTINENTAL RESOURCE	C	5,710.	4,703.	4,528.
234062206 DAIWA HOUSE INDUSTRY	C	5,828.	4,311.	6,662.
237194105 DARDEN RESTAURANTS I	C	3,379.	2,455.	5,887.
30231G102 EXXON MOBIL CORP	C	34,414.	55,665.	53,731.
3128LXBH2 FHLMC GOLDF01840	C	3,436.	2,851.	3,058.
372303206 GENMAB A/S -SP ADR	C	2,743.	1,887.	2,077.
40418F108 HFF INC	C	10,137.		
46625HHL7 JP MORGAN CHASE & CO	C	14,963.		
73278L105 POOL CORP	C	8,256.	6,569.	16,778.
74435K204 PRUDENTIAL PLC	C	16,103.	11,669.	10,475.
778296103 ROSS STORES INC	C	19,345.	24,886.	30,968.
79466L302 SALESFORCE COM INC	C	18,590.	17,751.	20,655.
833034101 SNAP ON INC	C	5,502.	4,595.	7,284.
927320101 VINCI SA	C	6,131.	2,578.	4,752.
24906P109 DENTSPLY SIRONA INC	C	3,944.	3,523.	3,792.
3128MJQR4 FHLMC POOL G0-846	C	3,078.	2,572.	2,695.
3138ENEK1 FN AL5537 4.5% 01 AP	C	6,619.	5,580.	5,760.
3138LUTA3 FNMA POOL AO4144	C	4,649.	4,065.	4,280.
31419DMQ1 FNMA POOL OAE3066	C	5,381.	3,934.	4,044.
375558BF9 GILEAD SCIENCES INC	C	14,972.	17,054.	18,309.

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
441593100 HOULIHAN LOKEY INC	C	6,457.	5,467.	5,131.
44932HAM5 IBM CREDIT LLC 3.6%	C	14,997.		
45866F104 INTERCONTINENTAL EXC	C	6,560.	5,159.	11,384.
485537401 KAO CORP	C	4,860.	6,243.	7,544.
651290108 NEWFIELD EXPL CO	C	5,420.		
65558R109 NORDEA BANK ABP	C	10,384.	8,349.	6,634.
717081103 PFIZER INC COM	C	34,332.		
743315103 PROGRESSIVE CORP/THE	C	3,842.	2,910.	8,180.
756568101 RED ELECTRICA CORP S	C	10,642.	3,413.	3,477.
79588J102 SAMPO OYJ	C	11,537.	8,316.	7,593.
872540109 TJX COS INC/THE	C	6,629.	5,243.	10,624.
912828J27 U S TREASURY NOTE	C	61,385.		
912828PC8 U S TREASURY NOTE	C	43,306.	54,230.	56,468.
912828S43 UNITED STATES TREAS	C	29,520.		
92343V104 VERIZON COMMUNICATIO	C	34,182.	30,213.	42,612.
92927K102 WABCO HLDGS INC	C	16,784.	13,327.	16,938.
94988J5N3 WELLS FARGO BANK NA	C	14,980.	17,981.	18,126.
980745103 WOODWARD INC	C	4,732.	3,484.	8,765.
H1467J104 CHUBB LTD	C	35,096.	35,096.	47,009.
00971T101 AKAMAI TECHNOLOGIES	C	5,025.	4,011.	7,083.
0258MODX4 AMERICAN EXPRESS CRE	C	14,977.	17,978.	18,066.
03027X100 AMERICAN TOWER CORP	C	3,495.	2,996.	8,274.
042735100 ARROW ELECTRONICS IN	C	5,033.	4,499.	5,000.
097023AZ8 BOEING CO	C	14,593.	18,238.	18,054.
143658300 CARNIVAL CORP	C	17,163.		
204319107 COMPAGNIE FINANCIERE	C	4,000.	17,450.	30,104.
256677105 DOLLAR GENERAL CORP	C	15,649.	2,480.	2,927.
29446M102 EQUINOR ASA	C	3,408.		
3128M6T73 FHLMC GOLDBG04774	C	2,077.	1,747.	1,846.

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3138AVRH0 FN AJ4087 3% 01 OCT	C	2,469.	1,862.	1,877.
3138WKUK9 FN AS9585 4% 01 MAY	C	27,581.	23,629.	24,909.
3140GYKA6 FN BH9288 4% 01 FEB	C	26,238.	23,056.	24,069.
31410KJY1 FEDERAL NAT'L MTGE A	C	2,163.	1,774.	1,956.
31415P3Y2 FNMA POOL 985615	C	1,460.	1,192.	1,290.
31417G5U6 FN AB9858 3% 01 JUL	C	14,328.	12,509.	12,538.
31419AGR2 FNMA POOL AE0207	C	2,565.	2,127.	2,229.
361448103 GATX CORP	C	4,588.	3,685.	5,882.
580135101 MC DONALDS CORPORATI	C	28,988.	19,674.	33,594.
679580100 OLD DOMINION FREIGHT	C	10,704.	8,730.	21,825.
713448108 PEPSICO INC	C	30,966.	23,980.	51,661.
78012KKU0 ROYAL BANK OF CANADA	C	14,986.	17,995.	18,130.
871607107 SYNOPSYS INC COM	C	4,164.	3,021.	10,162.
87166B102 SYNEOS HEALTH INC CL	C	7,783.	4,935.	6,007.
87944W105 TELENOR ASA	C	8,522.	5,923.	5,909.
891906109 TOTAL SYS SVCS INC	C	6,059.		
9128283W8 US TREASURY N/B 2.75	C	59,860.	67,240.	72,457.
912828VB3 U S TREASURY NOTE	C	42,801.	50,722.	55,185.
91324P102 UNITED HEALTH GROUP	C	32,381.		
92852T201 VIVENDI SA	C	10,612.	7,719.	8,772.
001317205 AIA GROUP LTD	C	4,974.	5,793.	7,282.
00206R102 AT&T INC	C	41,165.	37,492.	43,340.
00373L102 ABN AMRO GROUP NV-UN	C	7,926.		
03524A108 ANHEUSER BUSCH INBEV	C	14,147.		
03662Q105 ANSYS INC	C	4,360.	4,061.	11,841.
037833DC1 APPLE INC 2.1% 12 SE	C	14,885.	17,845.	18,181.
038336103 APTARGROUP INC	C	4,611.	3,747.	6,012.
045055100 ASHTEAD GROUP PLC-UN	C	3,065.		
052769106 AUTODESK INC COM	C	3,836.	2,773.	11,008.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
05278C107 AUTOHOME INC	C	12,710.	9,162.	25,203.
06828M876 BARON EMERGING MARKE	C	546,214.	336,180.	433,528.
088606108 BHP GROUP LTD	C	10,007.	2,645.	5,197.
09215C105 BLACK KNIGHT INC	C	5,246.	4,237.	6,964.
151020104 CELGENE CORP	C	19,221.		
00770G847 JOHCM INTERNATIONAL	C	271,965.	195,547.	248,062.
045327103 ASPEN TECHNOLOGY INC	C	7,559.	5,953.	19,712.
090572207 BIO RAD LABS INC CL	C	2,737.	2,195.	6,291.
12514G108 C D W CORP/DE	C	10,873.	8,866.	30,996.
12572Q105 CME GROUP INC	C	19,139.	17,554.	20,072.
126408103 CSX CORP	C	3,003.	2,461.	6,585.
262037104 DRIL-QUIP INC	C	14,724.	11,991.	9,992.
278865100 ECOLAB INC	C	13,479.	11,703.	21,808.
217204106 COPART INC	C	7,703.		
23304Y100 DBS GROUP HOLDINGS L	C	6,946.	4,969.	7,176.
260003108 DOVER CORP	C	3,784.	3,297.	6,224.
277432100 EASTMAN CHEMICAL CO	C	6,235.	4,856.	4,993.
81211K100 SEALED AIR CORP	C	5,007.	4,220.	5,098.
867914103 SUNTRUST BANKS INC	C	19,221.		
87236YAH1 TD AMERITRADE HOLDIN	C	14,974.	17,059.	18,087.
907818108 UNION PACIFIC CORP	C	11,304.		
912828H52 UNITED STATES TREAS	C	67,729.	101,568.	101,968.
912828R36 U S TREASURY NOTE	C	143,553.	163,999.	174,144.
931142103 WAL MART STORES INC	C	48,477.	37,162.	51,220.
G5960L103 MEDTRONIC PLC	C	13,342.	9,828.	13,501.
G7496G103 RENAISSANCERE HLDGS	C	3,483.	2,812.	6,077.
278265103 EATON VANCE CORP	C	4,912.	3,948.	4,622.
3128MMS20 FHLMC GOLD G18536	C	14,863.	12,050.	12,046.
3128PWBW7 FHLMC GOLDJ16353	C	4,591.	3,489.	3,578.

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3138A8RD0 FNMA POOL 0AH678	C	9,823.	8,261.	8,518.
3140Q75P8 FN CA0853 3.5% 01 DE	C	29,759.	26,671.	28,329.
437076102 HOME DEPOT INC/THE	C	26,685.	25,950.	40,619.
445658107 JB HUNT TRANSPORT SE	C	31,325.	15,715.	20,203.
49338L103 KEYSIGHT TECHNOLOGIE	C	4,754.	4,023.	11,905.
574599106 MASCO CORP	C	4,394.	3,177.	7,918.
742718109 PROCTER & GAMBLE CO/	C	37,293.	15,562.	21,108.
759351604 REINSURANCE GROUP OF	C	4,217.	3,277.	7,012.
783513203 RYANAIR HOLDINGS PLC	C	7,987.	5,141.	5,519.
808513AW5 THE CHARLES SCHWAB C	C	15,012.	18,042.	18,351.
860630102 STIFEL FINANCIAL COR	C	4,494.	3,852.	4,791.
879360105 TELEDYNE TECHNOLOGIE	C	9,822.	7,805.	30,842.
931142ED1 WALMART INC 3.55% 26	C	14,978.	17,088.	18,262.
N53745100 LYONDELLBASELL INDU-	C	12,669.	17,819.	20,502.
00507V109 ACTIVISION BLIZZARD	C	1,350.	1,182.	4,159.
02665WCD1 AMERICAN HONDA FINAN	C	22,947.	26,961.	27,248.
06367THQ6 BANK OF MONTREAL	C	14,968.		
110709BN1 BRITISH COLUMBIA PRO	C	14,865.		
171798101 CIMAREX ENERGY CO	C	5,455.	4,857.	2,677.
20030NAZ4 COMCAST CORP	C	15,982.		
3128MJPS3 FG G08432 4.5% 01 JA	C	9,030.	7,408.	7,657.
3128MJXK1 FHLMC GOLD G08681	C	34,836.	29,161.	29,723.
3128PVWW6 FG J16061 3.5% 01 JU	C	8,513.	6,567.	6,658.
312941NF0 FG A93090 4% 01 JUL	C	7,507.	6,177.	6,377.
3138WF2Z8 FNMA POOL # AS6191	C	10,715.	9,025.	9,198.
31416RBE2 FNMA POOL AA7236	C	2,856.	2,450.	2,570.
858912108 STERICYCLE INC	C	6,502.	8,032.	8,104.
86562M209 SUMITOMO MITSUI FINA	C	9,645.	6,720.	7,010.
867224107 SUNCOR ENERGY INC	C	10,036.	6,980.	7,511.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
90348R102 UBISOFT ENTERTAIN-UN	C	7,758.		
G1151C101 ACCENTURE PLC IRELAN	C	11,712.	5,760.	10,107.
N22717107 CORE LABORATORIES N	C	4,951.	3,767.	1,318.
458140AJ9 INTEL CORP	C	14,992.		
461202103 INTUIT INC	C	12,055.	7,985.	27,241.
493267108 KEYCORP NEW COM	C	4,717.	3,840.	5,708.
579780206 MC CORMICK & CO INC	C	28,843.		
61761JVL0 MORGAN STANLEY	C	30,963.	35,150.	37,181.
65339F101 NEXTERA ENERGY INC	C	9,468.	7,115.	31,481.
68389XBR5 ORACLE CORP 2.625% 1	C	14,938.	17,953.	18,383.
741511109 PRICESMART INC	C	13,319.	10,989.	10,653.
74164M108 PRIMERICA INC	C	9,483.	7,956.	22,456.
74440Y801 PRUDENTIAL HIGH YIEL	C	163,287.		
863667101 STRYKER CORP	C	11,010.	11,010.	31,911.
880208400 TEMPLETON GLOBAL BD	C	90,775.		
883556102 THERMO FISHER SCIENT	C	23,676.	12,751.	42,558.
89233P5F9 TOYOTA MOTOR CREDIT	C	15,006.	18,051.	18,467.
89236TEU5 TOYOTA MOTOR CREDIT	C	14,995.	18,021.	18,271.
911312106 UNITED PARCEL SERVIC	C	37,168.	37,534.	39,449.
913017109 UNITED TECHNOLOGIES	C	15,959.	15,334.	41,184.
928662501 VOLKSWAGEN AG	C	10,454.	8,903.	10,021.
977874205 WOLTERS KLUWER NV	C	6,597.	3,199.	7,208.
98978V103 ZOETIS INC	C	38,755.	30,883.	44,734.
012653101 ALBEMARLE CORP	C	6,435.	5,394.	4,163.
02079K305 ALPHABET INC/CA	C	19,162.	19,162.	42,860.
023135106 AMAZON COM INC	C	35,737.	43,134.	81,305.
03073E105 AMERISOURCEBERGEN CO	C	4,621.	3,684.	4,421.
037833100 APPLE INC	C	41,658.	33,982.	112,468.
037833CQ1 APPLE INC 2.3% 11 MA	C	14,947.	17,942.	18,216.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
045387107 ASSA ABLOY AB - UNSP	C	12,297.	6,301.	7,499.
060505104 BANK AMER CORP	C	53,902.		
142795202 CARLSBERG A/S	C	5,518.	3,019.	5,749.
166764100 CHEVRONTEXACO CORP	C	28,893.	49,407.	55,194.
172967424 CITIGROUP INC	C	34,731.	25,597.	35,471.
278768106 ECHOSTAR HLDG CORP	C	3,413.		
3128MMP8 FG G18557 3% 01 JUN	C	8,616.	7,076.	7,164.
3128PXXV7 FHLMC GOLD J17508	C	10,558.	7,926.	7,954.
3132XCR64 FG G67709 3.5% 01 MA	C	44,311.	39,763.	43,098.
3138E0RA9 FNMA POOL AJ7680	C	10,827.	9,331.	9,519.
3138E2MD4 FNMA POOL AJ9355	C	4,901.	3,757.	3,820.
3138WGGZ1 FN AS6515 4% 01 JAN	C	8,300.	6,705.	6,804.
3138X3EH1 FNMA POOL 0AU3735	C	9,775.	8,701.	8,965.
31402RFV6 FNMA POOL 735580	C	3,647.	2,960.	3,179.
438516106 HONEYWELL INTERNATIO	C	24,884.	20,290.	40,533.
466313103 JABIL CIRCUIT INC	C	5,621.		
50540R409 LABORATORY CORP AMER	C	4,474.	3,490.	5,075.
562750109 MANHATTAN ASSOCS INC	C	4,446.	3,594.	6,061.
3128MCWR2 FHLMC GOLD G14056	C	2,823.	2,062.	2,127.
3128MJL24 FHLMC POOL G0-8344	C	1,546.	1,291.	1,370.
3138ENSV2 FNMA POOL # AL5931	C	11,175.	8,306.	8,417.
38141GWM2 GOLDMAN SACHS GROUP	C	15,773.	17,778.	18,325.
384109104 GRACO INC	C	12,350.	9,236.	18,668.
426281101 JACK HENRY & ASSOCIA	C	5,802.	4,581.	8,740.
45672B305 INFORMA PLC	C	4,268.	3,121.	4,270.
46625H100 J P MORGAN CHASE & C	C	33,693.	31,200.	65,518.
500458401 KOMATSU LTD	C	4,307.	5,123.	6,082.
532457108 ELI LILLY & CO	C	32,529.	24,225.	40,480.
58933Y105 MERCK & CO INC	C	31,193.	24,437.	43,747.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
744320102 PRUDENTIAL FINANCIAL	C	8,703.	8,703.	18,373.
775109200 ROGERS COMMUNICATION	C	9,765.		
78392U105 RYOHIN KEIKAKU CO LT	C	6,938.	3,395.	5,713.
560877300 MAKITA CORP	C	6,294.	2,873.	4,211.
57060D108 MARKETAXESS HOLDINGS	C	6,414.	6,305.	21,988.
594918104 MICROSOFT CORP COM	C	93,430.	69,483.	116,698.
66987V109 NOVARTIS AG	C	16,157.	10,141.	13,635.
695156109 PACKAGING CORP OF AM	C	3,853.	3,238.	5,488.
75524B104 RBC BEARINGS INC	C	5,319.	4,568.	11,559.
760759100 REPUBLIC SERVICES IN	C	5,322.	4,065.	11,293.
780259206 ROYAL DUTCH SHELL PL	C	11,213.	8,860.	10,675.
810186106 SCOTTS MIRACLE-GRO C	C	2,993.	2,749.	4,778.
01741R102 ALLEGHENY TECHNOLOGI	C	4,793.	3,709.	4,215.
03755L104 APERGY CORP	C	3,889.	3,466.	3,851.
04316A108 ARTISAN PARTNERS ASS	C	8,683.	7,319.	7,110.
099724106 BORG WARNER INC	C	6,433.	5,432.	4,555.
101121101 BOSTON PROPERTIES IN	C	2,969.	2,757.	3,584.
12504L109 CBRE GROUP INC	C	5,906.	4,445.	10,297.
17275R102 CISCO SYSTEMS INC	C	24,322.	21,349.	45,178.
20449X401 COMPASS GROUP PLC	C	9,581.	3,153.	4,671.
23331A109 D R HORTON INC	C	4,904.	3,993.	9,812.
26875P101 EOG RESOURCES INC	C	39,474.	47,679.	34,928.
3128MD3H4 FG G15100 2.5% 01 JU	C	10,082.	8,111.	8,078.
3128MJU81 FHLMC GOLD G08606	C	6,038.	4,922.	5,046.
3138WPJG0 FNMA POOL # AT2062	C	8,334.	6,756.	6,842.
3138WQAW2 FNMA POOL AT2720 3%	C	18,197.	15,606.	15,794.
31412XS62 FN 938041 6% 01 JUL	C	10,475.	8,435.	9,772.
31419BCT0 FNMA POOL 0AE098	C	5,805.	5,003.	5,139.
31502A204 FERGUSON PLC-ADR	C	6,785.		

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
37940X102 GLOBAL PAYMENTS INC	C	3,448.	3,543.	17,343.
00912X302 AIR LEASE CORP	C	6,084.	5,155.	5,797.
009158106 AIR PRODUCTS AND CHE	C	16,526.		
02079K107 ALPHABET INC	C	26,733.		
10373QAB6 BP CAP MARKETS AMERI	C	15,014.	17,124.	18,399.
17275RBL5 CISCO SYSTEMS INC 2.	C	15,862.		
20030N101 COMCAST CORP	C	36,955.	35,381.	42,452.
231021106 CUMMINS INC	C	5,647.	4,965.	6,622.
257651109 DONALDSON CO INC	C	4,443.	3,625.	7,663.
258620509 DOUBLELINE EMG MKTS	C	89,313.	105,674.	107,593.
303075105 FACTSET RESEARCH SYS	C	9,360.	8,208.	13,952.
31368HMT7 FNMA POOL 019037	C	3,117.	2,623.	2,913.
3138A8SR8 FNMA POOL AH6827	C	4,996.	3,664.	3,790.
3138E0SD2 FN AJ7715 3% 01 DEC	C	11,389.	8,513.	8,571.
3138EGNK6 FNMA POOL AL0393	C	3,360.	2,754.	2,918.
3138MFTC1 FNMA POOL AQ0546	C	7,158.	6,167.	6,515.
31412LQ94 FN 928480 6% 01 JUL	C	1,601.	1,277.	1,421.
31416RRB1 FNMA POOL AA7681 4	C	8,368.	7,045.	7,192.
31677QBG3 FIFTH THIRD BANK	C	14,971.	17,942.	18,097.
369550108 GENERAL DYNAMICS COR	C	3,272.	2,887.	5,291.
459200JG7 I B M CORP	C	14,961.	16,985.	18,135.
59410T106 MICHELIN (CGDE) -UNSP	C	9,934.		
60786M105 MOELIS & CO	C	13,788.	13,629.	9,672.
697435105 PALO ALTO NETWORKS I	C	14,882.		
749607107 R L I CORP	C	4,530.	3,695.	5,581.
754730109 RAYMOND JAMES FINANC	C	5,578.	4,389.	7,336.
759530108 RELX PLC	C	9,804.	6,845.	9,653.
803054204 SAP SE	C	13,753.	9,619.	14,605.
891092108 TORO CO/THE	C	6,844.	11,314.	17,368.

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
904767704 UNILEVER PLC	C	7,870.	4,942.	6,860.
912828WZ9 U S TREASURY NOTE	C	75,698.	55,883.	57,191.
92826C839 VISA INC	C	48,118.	47,500.	63,322.
92939U106 WEC ENERGY GROUP INC	C	43,265.	19,915.	29,052.
G0408V102 AON CORP	C	8,361.	4,410.	9,998.
76657Y101 RIGHTMOVE PLC	C	21,581.	17,702.	22,603.
786584102 SAFRAN SA	C	10,429.	8,134.	11,997.
83569C102 SONOVA HOLDING-UNSP0	C	2,978.		
86959X107 SUZUKI MOTOR CORP	C		4,736.	3,835.
89832Q109 TRUIST FINANCIAL COR	C		19,219.	34,130.
05565A202 BNP PARIBAS SA	C		4,749.	4,869.
3131Y1W55 FR ZM6968 4% 01 JUN	C		29,967.	30,013.
3140X4TN6 FN FM1456 2.5% 01 SE	C		36,096.	36,127.
912828YB0 US TREASURY N/B 1.62	C		111,646.	109,078.
G8060N102 SENSATA TECHNOLOGIES	C		7,590.	8,835.
009126202 AIR LIQUIDE SA	C		2,818.	2,805.
04314H592 ARTISAN DEVELOPING W	C		181,014.	206,566.
07724U103 BEIERSDORF AG-UNSPON	C		4,326.	4,396.
3132Y33P7 FG Q59805 4.5% 01 NO	C		12,745.	12,912.
3140J8Q55 FN BM4075 3.5% 01 MA	C		13,347.	13,591.
3140X4LV6 FN FM1239 3.5% 01 NO	C		25,991.	26,000.
433578507 HITACHI LTD	C		5,577.	5,910.
92532F100 VERTEX PHARMACEUTICA	C		17,048.	20,581.
H01301128 ALCON INC	C		1,414.	1,641.
126650100 CVS HEALTH CORP	C		33,408.	40,191.
254687106 WALT DISNEY CO/THE	C		39,095.	38,905.
29476L107 EQUITY RESIDENTIAL	C		37,026.	38,842.
499180107 KNORR-BREMSE - UNSP	C		1,902.	1,896.
606822BJ2 MITSUBISHI UFJ FIN G	C		18,043.	18,365.

REGIONS FOUNDATION

58-2071018

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
824551105 SHIN ETSU CHEM-UNSP	C		5,211.	5,968.
06051GHT9 BANK OF AMERICA CORP	C		18,059.	19,027.
29286D105 ENGIE-SPON ADR	C		7,090.	7,632.
30231GBE1 EXXON MOBIL CORPORAT	C		18,045.	18,175.
3140GSR5 FN BH4095 4% 01 OCT	C		14,098.	14,388.
31418CS54 FN MA3239 4% 01 JAN	C		7,487.	7,713.
609207105 MONDELEZ INTERNATION	C		42,440.	42,907.
3140X4DE3 FN FM1000 3% 01 APR	C		32,860.	33,163.
31502A303 FERGUSON PLC-ADR	C		2,961.	5,102.
316773100 FIFTH THIRD BANCORP	C		31,004.	31,293.
459200KA8 IBM CORP 3.5% 15 MAY	C		17,027.	18,290.
67066G104 NVIDIA CORP	C		34,005.	44,236.
74440Y884 PGIM HIGH YIELD FUND	C		199,515.	217,673.
881575302 TESCO PLC	C		5,961.	6,621.
3140X4PG5 FN FM1322 4.5% 01 MA	C		19,701.	19,772.
31418CJS4 FN MA2972 3.5% 01 AP	C		19,250.	19,245.
404280CC1 HSBC HOLDINGS PLC 3.	C		17,053.	18,332.
54338V101 LONZA GROUP AG	C		4,009.	4,581.
553530106 MSC INDUSTRIAL DIREC	C		21,034.	21,658.
654445303 NINTENDO CO LTD	C		7,034.	7,086.
780249108 KONINKLIJKE DSM NV	C		4,052.	4,863.
80105N105 SANOFI-SYNTHELABO	C		9,408.	10,642.
83088M102 SKYWORKS SOLUTIONS I	C		8,839.	11,121.
038222105 APPLIED MATERIALS IN	C		6,755.	10,011.
3138ERTL4 FN AL9554 3% 01 DEC	C		29,531.	30,317.
3138WH3W0 FN AS8012 2.5% 01 SE	C		15,094.	15,457.
31418CR89 FN MA3210 3.5% 01 DE	C		29,551.	30,333.
464287739 ISHARES U.S. REAL ES	C		38,573.	41,048.
624678108 MOWI ASA - SPON ADR	C		4,615.	4,888.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
925458101 VESTAS WIND SYSTEMS	C		1,847.	2,424.
03064D108 AMERICOLD REALTY TRU	C		7,321.	8,134.
TOTALS		4,974,584.	4,897,985.	6,252,400.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:
 RONNIE SMITH
 ADDRESS:
 150 4TH AVENUE NORTH
 NASHVILLE, TN 37219
 TITLE:
 PRESIDENT
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
 LATRISHA JEMISON
 ADDRESS:
 150 4TH AVENUE NORTH
 NASHVILLE, TN 37219
 TITLE:
 CHIEF OPERATING OFFICER
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
 JIM SCHMITZ
 ADDRESS:
 150 4TH AVENUE NORTH
 NASHVILLE, TN 37219
 TITLE:
 EXECUTIVE VICE PRESIDENT
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
 PAM WELCH
 ADDRESS:
 150 4TH AVENUE NORTH
 NASHVILLE, TN 37219
 TITLE:
 SECRETARY
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

DOUG JACKSON

ADDRESS:

1900 5TH AVENUE NORTH

BIRMINGHAM, AL 35203

TITLE:

TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
DECEMBER	6,381,894.	NONE	NONE
	-----	-----	-----
TOTAL	6,381,894.	NONE	NONE
	=====	=====	=====
AVERAGE FMV	6,381,894.	NONE	NONE
	=====	=====	=====