

DOING MORE

Regions Social Responsibility Report 2013



At Regions, we believe that it's our responsibility to help our communities thrive. We understand that Regions can only be as strong as the communities we serve, which is why we work every day to achieve our mission of making life better.

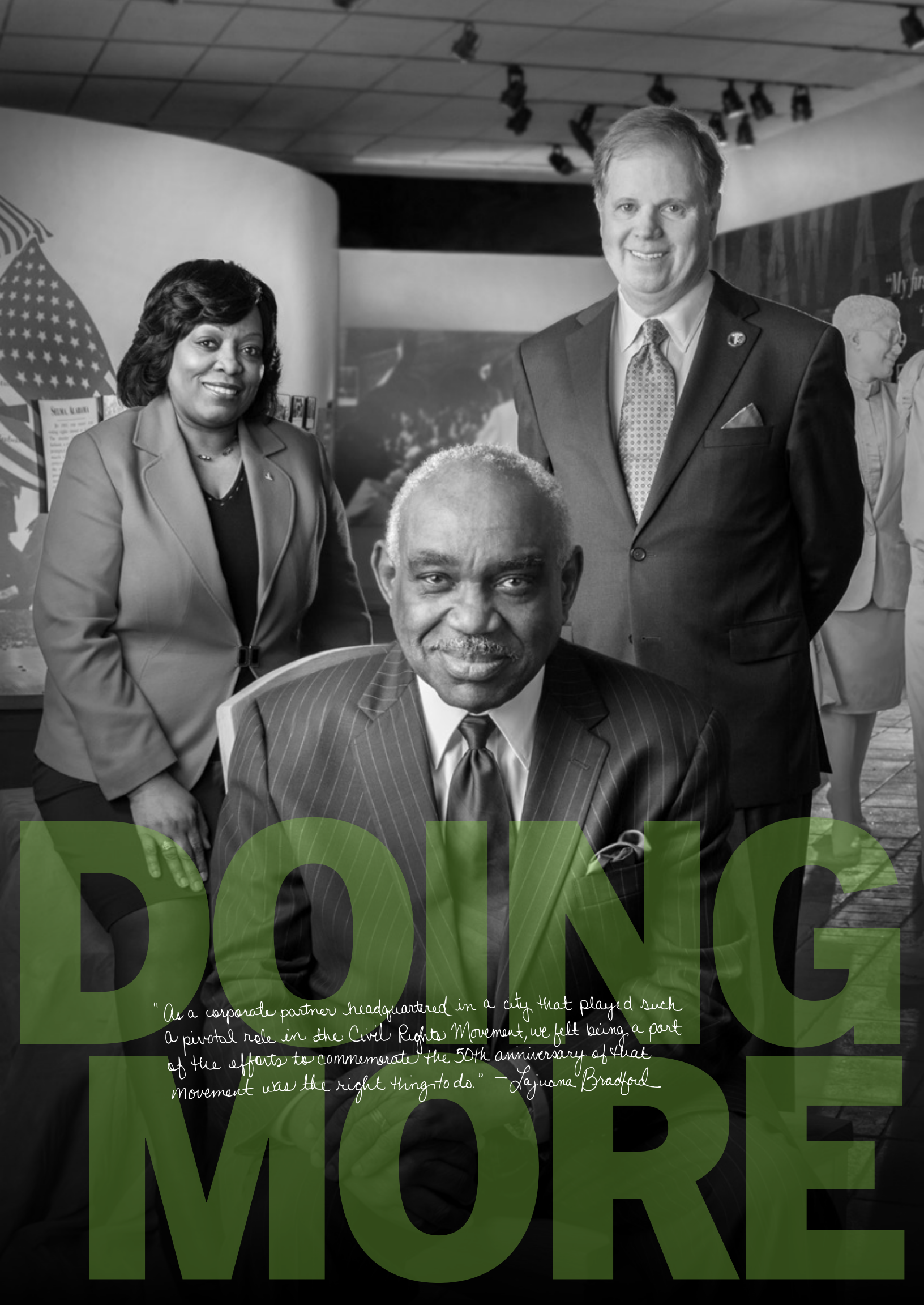
As you'll see in this report, we take pride in how we serve our customers and communities. We make business decisions that allow us to do well by doing good. It's about creating shared value for all our stakeholders — customers, associates, communities and shareholders.

I'm proud of the stories in this report that illustrate how our customers and associates are working together to make life better for others. Their personal interests and how they use their collective talents and expertise to improve the quality of life in our communities push us all to do more, to do better. I think it's appropriate to call these people heroes, and I am proud of their accomplishments and am encouraged that, together, we'll find ways to do even more.



DOING MORE

Grayson Hall



DOING MORE

"As a corporate partner headquartered in a city that played such a pivotal role in the Civil Rights Movement, we felt being a part of the efforts to commemorate the 50th anniversary of that movement was the right thing to do." — Lajuana Bradford

DOING MORE IN BIRMINGHAM, ALABAMA

CELEBRATING PROGRESS AND DOING MORE TO PROMOTE THE FUTURE OF EQUALITY.

On a quiet Sunday morning in September of 1963, the world changed suddenly. A bomb ripped through the basement of the 16th Street Baptist Church in Birmingham, Ala. In that terrible instant, the Civil Rights Movement could no longer be ignored. Not in Birmingham, not in the U.S. and not around the world. America would change, offering more equal opportunities for all citizens.

Commemorating the 50th anniversary of the Civil Rights Movement was important to Regions. Our company headquarters is just a few blocks from where the tragic bombing occurred. That's one reason, along with our commitment to diversity and inclusion, Regions played a role in the city of Birmingham's Empowerment Week, sponsoring a number of "50 Years Forward" events. Regions also took the opportunity to gather notable leaders and host the discussion "Beyond Suffering and Suffrage: The Past, Present and Future of International Civil and Human Rights." The panel was moderated by "CBS This Morning" co-anchor Gayle King, and the discussion was broadcast in its entirety on C-SPAN. In 90 compelling minutes, viewers got a glimpse into how far our country has come, and how far it has to go, in terms of human and civil rights.

Panel member Dr. Condoleezza Rice, former U.S. Secretary of State and also an advisor to the Regions board of directors, was a child at the time. She was attending a nearby church that fateful day and felt the shock of the blast that took the lives of four little girls. She said from that day forward there was no refuge for anyone, regardless of skin color or social standing. In 2001, U.S. Attorney Doug Jones, also a panelist, successfully prosecuted members of the Ku Klux Klan responsible for the terrorist act. Jones said, "People often see Birmingham as black and white. But we are a city of full, living color." Panel member and retired U.S. District Judge U.W. Clemon recounted demonstrating during the Civil Rights Movement and finding Dr. Martin Luther King's sermons "absolutely mesmerizing." Once, he was arrested for drinking out of a "whites only" water fountain. "I must have been afraid," Judge Clemon said, "but I didn't realize it."

At Regions, we are proud to honor those who stood up for equal rights 50 years ago. Events such as "50 Years Forward" and Empowerment Week remind all of us how important the struggle was and how we must continue to embrace diversity more than ever.

From left to right: Regions head of Corporate Social Responsibility Lajuana Bradford, retired U.S. District Judge U.W. Clemon, former U.S. Attorney Doug Jones

OTHER PROJECTS

COMMITMENT TO ECONOMIC DEVELOPMENT ALABAMA

Regions created a \$1.3 billion economic development loan pool designed to help Alabama businesses grow and expand their workforces. "We are working with our partners at the Alabama Department of Commerce, local economic development agencies and directly with Alabama businesses to provide capital for the specific purpose of creating jobs and fostering economic growth and expansion," Regions Chairman, President and CEO Grayson Hall says.

IMPROVEMENTS AT MILES COLLEGE ALABAMA

Miles College, a premier liberal arts institution and a Historically Black College in Fairfield, Ala., has begun work on critical campus improvements that include a new welcome and admissions center, student dining and recreation center, and a new student dormitory thanks to a \$10 million development loan from Regions. Regions also facilitated an additional \$10 million in New Markets Tax Credits financing for these facilities that will help Miles College continue to attract new students from the region and the nation. It's a much-needed boost for the school and the community.

FEEDING PEOPLE INSTEAD OF LANDFILLS – THAT’S DOING MORE BY WASTING LESS.

Most of us have never known what it’s like to suffer from hunger or to wonder when our next meal will come. We take a well-stocked refrigerator or a restaurant meal for granted. But each year, an estimated 50 million Americans do not get enough to eat, while 33 million tons of food goes to waste. It’s a problem that Bill Reighard wanted to fix.

In 1992, Bill left his executive career with PepsiCo Food Service International to form Food Donation Connection, LLC (FDC). The company provides an alternative to discarding surplus prepared food by linking major restaurant chains to local hunger relief agencies. “I felt a need to give back for the great career I’d had,” Bill says. By leveraging his food industry knowledge, Bill created the first company to develop a national system that enables businesses to donate prepared foods. “Our philosophy from the beginning was that the food we provide to an agency should be of the same quality as you would get at a restaurant,” Bill says.

When FDC moved to Knoxville, Tenn., from Virginia in 2002, Bill shifted the company’s banking to Regions. “Gail Collins, the Farragut Branch manager, and Jeff Allen, Business Banking relationship manager, took the time to learn about what we were doing and saw the potential,” Bill says. Over the years, the relationship has grown. Today, with a \$1.8 million expansion loan from Regions, FDC has completed a 9,200-square-foot facility that houses the technology and staff it takes to coordinate a network of 8,000 charitable service organizations and 15,000 restaurant locations of companies such as Yum! Brands, Darden Restaurants, Chipotle Mexican Grill and Whole Foods. In 2011, FDC’s efforts helped provide 35 million pounds of food to people in need.

“We really are a social enterprise,” Bill says. “Because of that, we need a bank that will own our vision. Regions is willing to be a part of our vision.”

From left to right: Gail Collins, Jeff Allen, Bill Reighard

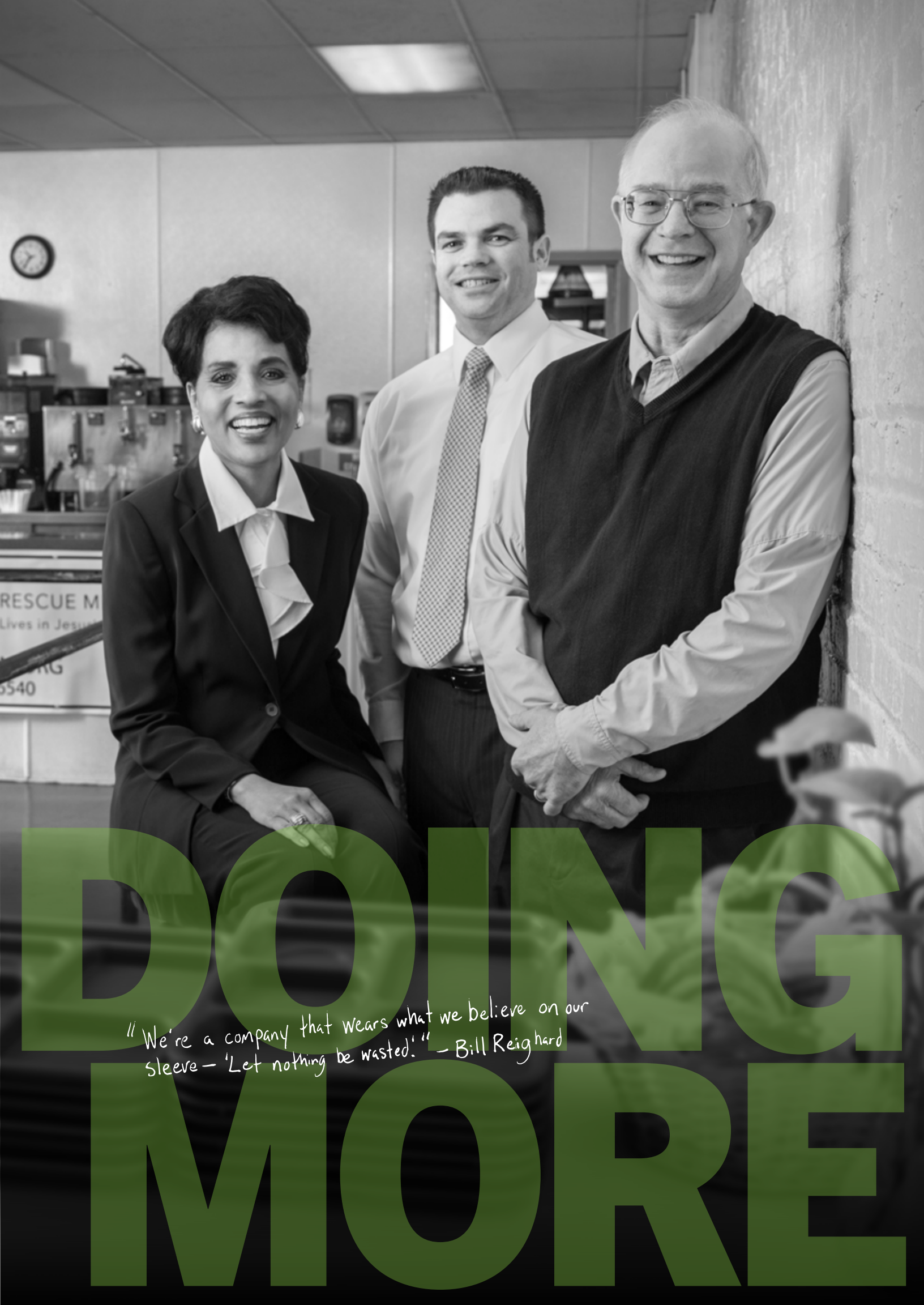
OTHER PROJECTS

HELPING GOODWILL INDUSTRIES GEORGIA

In Augusta, Ga., Regions committed a significant contribution to Goodwill Industries of Middle Georgia for its Augusta Career Campus. To help support Goodwill Industries’ mission of providing job skills training and job placement help to those in need, our bankers worked with the nonprofit organization to finance the acquisition and redevelopment of the Augusta Career Campus along with equipment for the culinary school and on-site restaurant. Regions also has provided financing for the Macon Career Campus and new Goodwill retail stores in Aiken, S.C., Warner Robins, Ga., and Kathleen, Ga.

JOBS FOR AMERICA’S GRADUATES MISSISSIPPI

Based in Jackson, Miss., Jobs for Mississippi Graduates – an affiliate of Jobs for America’s Graduates – received contributions from Regions to support the organization’s mission of dropout prevention and teaching employability skills to Mississippi youth. Local Regions associates also teach financial education classes at participating schools and taught a train-the-trainer workshop for 60 teachers from across Mississippi. Together, our efforts are helping reduce the state’s dropout rate and ready students for gainful employment.



"We're a company that wears what we believe on our sleeve - 'Let nothing be wasted.'" - Bill Reighard

DOING MORE



DOING

"It's humbling to be involved in an event like this. Without the sacrifices of our military heroes, we wouldn't enjoy the world we have today." - John Kahven

MORE

DOING MORE IN CUMMING, GEORGIA

DOING MORE FOR THE VETERANS AND FIRST RESPONDERS WHO HAVE DONE SO MUCH FOR OUR COUNTRY.

On an otherwise beautiful day at Stone Mountain Golf Club, a young man sits quietly with his back against a wall. He looks the picture of a military hero. Yet, as the crowd grows at the post-tournament dinner, he seems withdrawn. He focuses on the trained service dog that rests her head in his lap, offering reassurance. This soldier is one of the reasons nearly 300 golfers are assembled to raise money for a charity, the Heroes First Foundation. He and other soldiers like him suffer from post-traumatic stress disorder (PTSD).

John Kahren, president and CEO of SPP Pumps, founded the Heroes First Foundation in 2009 to raise as much money as possible with a yearly golf outing to help support groups that provide services to first-responder and military families. "I have guys at work who served in Iraq and Afghanistan and who fortunately came back relatively well. They told a lot of stories about their buddies who were not getting the support they needed back home. So, I decided to serve my country in a different way, by providing people with the resources they need," John explains. All the proceeds from the event go to the chosen charities. What's more, employees from SPP Pumps volunteer at the event.

For the past three years, Paws for Vets has been the recipient of the proceeds. The organization provides therapy dogs to help vets with PTSD cope with their symptoms and rejoin the world. In 2013, the golf tournament raised \$75,000 to contribute to this cause. Regions has been a sponsor of the tournament since it began. As John Kahren's business banker, Rob Keith has been working to expand Regions' role in John's business (including a real estate refinance loan and a line of credit for SPP Pumps) and is looking to help even more with the Heroes First Foundation. "I'm happy to be able to say that Regions is a sponsor for the 2014 event," Rob says. "You can see a direct positive impact that is made for these veterans right at the tournament." John adds, "I'm a small business owner, and I can't do a lot, but think about how much could be done if every small business did something."

Clockwise from left: John Kahren, Rob Keith, veteran Jeff Mitchell and Tazie

OTHER PROJECTS

HISPANIC BUSINESS INITIATIVE FUND FLORIDA

The Hispanic Business Initiative Fund provides bilingual assistance to Florida's Hispanic entrepreneurs. Its goals are to increase the number of viable, fiscally sustainable businesses, create jobs and help the community prosper. Regions associates help teach financial education seminars and reach out to business owners in Miami, Tampa and Orlando.

REMOTE AREA MEDICAL TENNESSEE

Remote Area Medical provides no-cost health, dental and eye care to people in underserved communities who otherwise would go without these vital services. For the past three years, Jan Rogers, team leader at Regions' Georgetown, Tenn., branch office, has volunteered at the Cleveland High School Clinic. This year alone, 635 adults and children received medical, dental and vision care at a value of more than \$264,000.

JEFFERSON BARRACKS DIVISION OF VETERAN AFFAIRS MISSOURI

Jefferson Barracks Veteran Affairs partnered with Regions to host a financial workshop for 150 military veterans and their families at the Sylvan Springs Park pavilion in St. Louis, Mo. Stephanie Bapst and Tom Sherwood from Regions presented information on budgeting, banking relationships, improving credit scores and the benefits of VA mortgages.

DOING MORE TO HELP WOMEN AND CHILDREN REBUILD TRUST AND SELF-RELIANCE.

It takes a special place with dedicated people to help women and children who have known domestic abuse to bounce back from their terrifying experiences. It also takes determination – a quality that Mark Hagan has in seemingly endless amounts. Mark’s drive to do more led to the creation of Emily’s Place – a transformational housing program for women and children who are victims of domestic violence.

It began in 2002 with a conversation he had with his grandfather. “I was talking to him about how I felt like I needed to be doing something more than just taking care of myself. He suggested that I look at an organization called Providence Network in Denver,” Mark says.

During his meeting with Providence Network, a faith-based organization that helps women and children heal from abuse, everyone agreed the program could and should be duplicated in the Dallas metropolitan area. With the help of a group of church leaders in Dallas, Mark located a facility where he could put Providence Network’s programming to work and created Emily’s Place. He also enlisted Regions Area President Marc Angle to join the board of directors for Emily’s Place. “When I asked him to join, he didn’t hesitate. He just said, ‘I’m in,’” Mark recalls.

Over the years, as chairman of the board, Mark tirelessly has recruited many generous individuals and corporations to help. In 2012, he raised \$525,000 to purchase land that included a historic home in Plano, Texas. It is there that, with the help of Regions, Emily’s Place will build a \$965,000 facility that will have 28 beds to serve women and children. It’s the first phase in a three-phase plan to grow Emily’s Place. The need for facilities like Emily’s Place is great. In 2012, the center received more than 700 phone calls inquiring about space in the program. With a 24/7 live-in staff that includes a husband-and-wife team to offer support and act as role models, Emily’s Place provides a unique bridge from life in a shelter back into the community.

From left to right: A resident of Emily’s Place and her son, Marc Angle, Mark Hagan

OTHER PROJECTS

BAY AREA FOOD BANK ALABAMA

It’s a sad fact that the only warm meal some children receive is at school. For the past five years, the Regions Bank Women’s Initiative in Mobile, Ala., has visited the Bay Area Food Bank to do something about it. This year, the group packed more than 2,000 bags of easy-to-prepare, kid-friendly food that was discreetly sent home with children and also made a monetary contribution. In addition, they have contributed more than 10,000 pounds of food to children in need over the past five years.

SMITH COUNTY ADOPTION DAY TEXAS

Associates in East Texas took part in the most important day in the lives of 14 children – the day they were adopted by their “forever families.” At the Tyler main branch, Regions associates served as hosts and partnered with the Smith County Young Lawyers Association in Tyler to hold a breakfast and reception for newly adopted children on Smith County Adoption Day. “First family photos” were taken in the Private Wealth Management area of the branch.



"The perspective I've gained over the past 13 years from the stories of the women and children we serve is humbling. I've also learned how important it is to have great friends who are willing to help." - Mark Hagan

MORE



DOING MORE

"People who want to live downtown expect to mingle with others whose income varies widely. It is part of the charm of living downtown." - Joe Whitsett

DOING MORE IN INDIANAPOLIS, INDIANA

PRESERVING THE PAST AND DOING MORE TO CREATE A VIBRANT AND DIVERSE DOWNTOWN.

“I’ve just always loved old buildings – the character they have,” says Joe Whitsett, co-founder of TWG Development, LLC. “A lot of them have been torn down, but the ones that are left are great. Most of our projects are focused on the adaptive reuse of those buildings.”

In 2007, Joe’s love of historic structures, commitment to diversity and expertise in affordable housing finance laws came together. That’s when he and his son founded their unique construction and building management company. “Every time someone takes an existing building and makes it high-end, market-rate housing, there are lower-income people who are pushed out. TWG sees that as an opportunity to keep some, or all, of our buildings affordable. It’s vital so seniors, people who work in the restaurants or local hospitals, and entry-level workers still have a place to live,” Joe says.

In 2010, Brian Coffee and Sarah McKenzie from the Regions Affordable Housing segment began meeting with Joe. Both associates had extensive experience with Low-Income Housing Tax Credit (LIHTC) developments.

“In 2012, we discussed the concept of Regions investing in our 800 North Capital project. It’s been a great relationship. They’ve been very helpful and secured a \$1.8 million equity investment for the project,” Joe says. “While these deals are a bit tricky, they are good investments for Regions and part of our commitment to the Community Reinvestment Act,” says Anne Bridges, who helped coordinate the loan.

The 800 North Capital property renovation was completed at the end of December 2013. The building was originally occupied by the Khan Tailoring Company. “It’s really pretty neat history for the city. We’re taking the building back to a warehouse feel – exposed ductwork and concrete floors,” Joe says. What’s more, 800 North Capital will feature a mix of affordable units and market-rate units.

“These buildings represent community treasures that were once sources of local pride,” Anne says. “Now, in part through our financial commitments, they are once again becoming icons in our communities. In fact, we have made two additional investments with Joe’s company.”

From left to right: Regions Area President Mike Hart, Joe Whitsett, Anne Bridges

OTHER PROJECTS

WEST END VILLAGE ARKANSAS

Low-income families in Russellville, Ark., will be given a unique chance to improve their lives in an affordable housing development that includes new construction of 30 single-family homes for rent. West End Village is being constructed with help from a \$600,000 construction loan, a \$4.6 million bridge loan and a \$5 million LIHTC equity investment from Regions. After an initial compliance period, the homes will be offered for sale to the existing tenants so the community can transition to full owner-occupancy.

VILLAGE OAKS APARTMENTS MISSISSIPPI

Regions and Vicksburg, Miss., scored a win-win with the plan to rehabilitate the former Carr Central Junior High School (listed on the National Register of Historic Places in 2002) into affordable housing that will be a point of pride for the community. Village Oaks Apartments received nearly \$12 million in loans, a \$14 million LIHTC equity investment and \$1.38 million in Historic Tax Credit investment from Regions to finance the acquisition and do the rehabilitation. Upon completion, the complex will provide 72 affordable housing units in an area where the need is great.

DOING MORE TO PROMOTE EDUCATION IN THE COMMUNITIES WE CALL HOME.

The places we called home in our youth hold a special spot in our hearts. Imagine returning to yours and finding it needed your help. In 2010, LaSundra Pitts found herself in that position when she accepted a promotion to branch manager at the Regions branch in Amite, La., where she had spent her formative years. She immediately saw a chance to help the physically and financially struggling St. Helena Parish School District.

LaSundra started teaching financial education classes to students at St. Helena Central High School, participated in career days and encouraged students to enter Regions' Riding Forward Scholarship Essay Contest. The relationship grew, and things began to change for the better when Dr. Kelli Joseph became the superintendent of the school district in July 2011. "We had a \$1.5 million deficit and were a failing district academically. However, we put the right people in place to make the tough decisions and became the most improved district in 2012. We also turned our deficit around and currently run at a surplus," Dr. Joseph recounts.

During this time, LaSundra kept in touch with the school board, and with the help of her business group partners at Regions, convinced the board to change its banking relationship to Regions. Additionally, in May 2013, Regions approved the \$3.54 million loan needed to repair and improve the physical structures in the district. "Where other banks said no, Regions saw our progress and gave us the opportunity," Dr. Joseph says. "Because of that, we were able to jump-start all of the things we're doing. We're starting construction on a new 12-classroom facility at the high school and renovating the old technical building for additional space. I'm very proud of the progress we've made." Regions also is proud to play a role in teaching financial education classes in the new Parent Academy. The vision is to develop a productive educational program that increases family involvement in the schools.

"As a former student of St. Helena Central High School, I am happy to have played a small part in revitalizing the school," LaSundra says. "This truly has been, and continues to be, an experience where shared values work to make life better for our customers, our community and our bank."

St. Helena students with Dr. Kelli Joseph, center left, and LaSundra Pitts, center right

OTHER PROJECTS

MIAMI-DADE GAY AND LESBIAN CHAMBER OF COMMERCE FLORIDA

As an organization that supports and promotes inclusion, Regions was proud to sponsor the Regions Bank Nonprofit Organization of the Year Award at the annual Celebration of the Sun – Yellow Gala, hosted by the Miami-Dade Gay and Lesbian Chamber of Commerce. The award went to the Miami-Dade County Public Schools for their "Safe Schools Program." David Bromstad, a well-known interior designer and host of "Color Splash" on HGTV, also was honored at the gala that drew more than 600 people.

PARTNERS IN EDUCATION GEORGIA

More than 30 associates from Gainesville, Ga., came together under the direction of Regions Branch Manager Kimberly Cobb to make a difference in the lives of children. They worked one-on-one with students at Lyman Hall Elementary School as mentors in reading and math and provided homework help. They also held an investment seminar for teachers, taught financial education in all the fifth grade classes and led the entire student body in decorating "Holiday Cards for Heroes."



DOING MORE

"In addition to helping us financially, Regions has taken on the entire financial education piece of our Parent Academy. They are our partner in this whole endeavor, and we are fortunate to have them." —Dr. Kelli Joseph





“SHARE THE GOOD” GIVES REGIONS ASSOCIATES THE OPPORTUNITY TO DO MORE.

At Regions, we know the act of giving back benefits both the giver and the receiver. Since 2009, associates across 16 states have enjoyed going out to perform community service and random acts of kindness during “Share the Good” weeks. In 2013, the people of Regions participated in Habitat for Humanity projects, food drives, financial education classes and hundreds of other events that made a positive impact on the places we call home. The remarkable stories and pictures associates share of the experiences they have during these very special weeks always lead us back to the same conclusion: Doing more is simply the right thing to do.

A SAMPLE OF THE MORE THAN 8,000 ORGANIZATIONS REGIONS SUPPORTED IN THE YEAR 2013

Greater Pensacola Symphony
Autism Society
New Orleans Friends of Music
Mid-America Science Museum
Martha O'Bryan Center
Community Action Stops Abuse
100 Black Men of America, Inc.
Alabama Wildlife Federation
Helen Keller Foundation
Small Steps Nurturing Center
Juvenile Diabetes Research Foundation
Downtown Business Association
Hot Springs Music Festival
Cultural Alliance of
Greater Birmingham
Nexus Recovery Center, Inc.
Jackson Downtown Development
Coastal Conservation Association
College Bound
Tennessee Housing
Development Agency
4-H
Aiken County Help Line, Inc.
NWACC Foundation
Girls on the Run Birmingham
Northeast Iowa Food Bank
Beaufort Water Festival
Lawrence County Civic Center
Paraquad, Inc.
Junteenth
Mississippi Children's Home
Centre for the Living Arts
Growing Kings, Inc.
The Links, Incorporated
Montgomery Symphony Orchestra
Main Street Alabama
Arkansas AIDS Foundation
Tennessee Minority Supplier
Development Council
Jobs for Mississippi Graduates
Crime Stoppers
Birmingham Museum of Art
Leeds Arts Council, Inc.
Savannah Philharmonic Corp.
Operation Shoestring
Firehouse Shelter
Heroes First Foundation

Algiers Economic
Development Foundation
Girl Scouts
Georgia Public Broadcasting
Benton Senior Activity Center
Hispanic Business Initiative
Alabama Chicken & Egg Festival
Frist Center for the Visual Arts
Red Skelton Museum
Chasco Fiesta, Inc.
Alabama Shakespeare Festival
Red River Revel Arts Festival
Luther F. Carson Four
Rivers Center
Humane Society
American Lung Association
Quinlan Visual Arts Center
Shriners Hospitals
Alzheimer's Association
Customs House Museum &
Cultural Center
Community Foundation
Landmarks Foundation
Boys & Girls Clubs
Urban League
Big Easy Entertainment Awards
Junior League
American Cancer Society
16th Street Baptist Church
March of Dimes
National Multiple Sclerosis Society
The Buoniconti Fund
To Cure Paralysis
Louisiana Philharmonic Orchestra
Barberitos Amelia Island
1000 Years of Music
Florida Craftsmen, Inc.
Big Brothers Big Sisters
Oasis Counseling for
Women & Children
Hospice of Southern Illinois
Sickle Cell Foundation, Inc.
Panhandle Watermelon Festival
Our House
Hillsborough Arts, Inc.
McWane Science Center
Hands On Nashville
Memphis Opportunity Scholarship Trust

Shreveport-Bossier African-American
Chamber of Commerce
T.J. Martell Foundation
Florida Center for the Blind
Georgia Conservancy, Inc.
Alabama Moving Image Association
Muscular Dystrophy Association
Freshwater Land Trust
Alabama Appleseed Center
Kingsport Ballet
Van Buren County Aging Program
Tennessee Valley Art Association
Brevard Zoo
Hand In Paw
The Fair Housing Agency of Arthritis
Foundation
Medgar & Myrlie Evers Institute
United Cerebral Palsy
Boy Scouts
Nashville Minority
Business Center
Arkansas Symphony Orchestra
Bridges
National Wild Turkey Federation
Lighthouse for the Blind
Women's Foundation of Arkansas
Sierra Hull Bluegrass Festival
Alabama Humanities Foundation
Wynne FarmFest
Saline County Fair Association
Orlando Science Center
Habitat for Humanity
Diabetes Foundation
Backfield in Motion
Foster and Adoptive Care
St. Anthony's Charitable Foundation
Heart of Tyler, Inc.
UPARC Foundation
American Diabetes Association
Mobile Symphony, Inc.
India Association of Memphis
Rogers Development Foundation
Delta Waterfowl Foundation
Shoals Community Theatre
Druid City Hospital Foundation
Metropolitan Arts Council
Dallas Summer Musicals, Inc.
Arts'n Autism



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