

WACHOVIA CORP NEW
Form 4
February 06, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WURTZ THOMAS J

(Last) (First) (Middle)
301 S. COLLEGE STREET
(Street)

CHARLOTTE, NC 28202-6000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
WACHOVIA CORP NEW [WB]

3. Date of Earliest Transaction
(Month/Day/Year)
02/05/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SEVP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|--|
| | | | Code | V | Amount | (D) | Price | | | |
| Common Stock | 02/05/2007 | | M | | 592 | A | \$ 40.13 | 60,946.41 | D | |
| Common Stock | 02/05/2007 | | S | | 422 | D | \$ 56.4653 | 60,524.41 | D | |
| Common Stock | 02/05/2007 | | M | | 2,408 | A | \$ 40.13 | 62,932.41 | D | |
| Common Stock | 02/05/2007 | | S | | 1,984 | D | \$ 56.4974 | 60,948.41 | D | |
| Common Stock | 02/06/2007 | | M | | 38,000 | A | \$ 34.92 | 98,948.41 | D | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|--------------------------|---|----------------|
| Common Stock | 02/06/2007 | S | 28,014 | D | \$ 57.2979 | 70,934.41 ⁽³⁾ | D | |
| Common Stock | | | | | | 4,530.9038 | I | By 401(k) plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| ESOP ⁽¹⁾ | \$ 40.13 | 02/05/2007 | | M | 592 | 04/15/1998 04/15/2007 | Common Stock | 592 |
| ESOP (Right to Buy) ⁽²⁾ | \$ 40.13 | 02/05/2007 | | M | 2,408 | 04/15/1998 04/15/2007 | Common Stock | 2,408 |
| ESOP (Right to Buy) | \$ 34.92 | 02/06/2007 | | M | 38,000 | 07/31/2002 07/31/2011 | Common Stock | 38,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| WURTZ THOMAS J 301 S. COLLEGE STREET CHARLOTTE, NC 28202-6000 | | | SEVP and CFO | |

Signatures

| | |
|--------------------|------------|
| Thomas J. Wurtz | 02/06/2007 |
|--------------------|------------|

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Provisions exist with respect to these shares to allow for the withholding of shares to satisfy tax withholding obligations and the withholding of shares in payment of the exercise price. the exercise of certain options in any one-year is limited to \$100,000 dollars.
- (2) Provisions exist with respect to these shares to allow for the withholding of shares to satisfy tax withholding obligations and the withholding of shares in payment of the exercise price.
- (3) As of 02/6/2007, includes 30,270 shares of unvested restricted stock with respect to which provisions exist to allow for the withholding of shares to satisfy tax withholding obligations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.