

WACHOVIA CORP NEW  
Form 3  
March 03, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Burr James Floyd                        |         | (Month/Day/Year)                     | WACHOVIA CORP NEW [WB]                             |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 02/21/2006                           |  |  |
| 301 SOUTH COLLEGE STREET                  |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
|   |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
|   |         |                                      | (give title below)                                 | (specify below)  |
|   |         |                                      | Treasurer  |  |
| CHARLOTTE, Â NC Â 28288                   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 13,950 <sup>(8)</sup>                                 | D  | Â   |
| Common Stock                    | 2,478.68  | I  | 401K  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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|                                | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------|---------------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| ESOP <u>(2)</u>                | 04/22/2004 <sup>(5)</sup> | 04/22/2013      | Common Stock | 15,522                     | \$ 37.43            | D   | Â |
| ESOP (Right to Buy) <u>(1)</u> | 04/21/1999 <sup>(7)</sup> | 04/21/2008      | Common Stock | 1,609                      | \$ 62.125           | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/21/1999 <sup>(7)</sup> | 04/21/2008      | Common Stock | 841                        | \$ 62.125           | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/20/2000                | 04/20/2009      | Common Stock | 980                        | \$ 54.9375          | D   | Â |
| ESOP (Right to Buy) <u>(1)</u> | 04/20/2000                | 04/20/2009      | Common Stock | 1,820                      | \$ 54.9375          | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/17/2002                | 04/17/2011      | Common Stock | 7,500                      | \$ 30.4             | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 12/31/2003                | 07/31/2011      | Common Stock | 20,200                     | \$ 34.92            | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/16/2003 <sup>(3)</sup> | 04/16/2012      | Common Stock | 16,999                     | \$ 37.98            | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/19/2005 <sup>(6)</sup> | 04/19/2014      | Common Stock | 13,543                     | \$ 44.65            | D   | Â |
| ESOP (Right to Buy) <u>(2)</u> | 04/18/2006 <sup>(4)</sup> | 04/18/2015      | Common Stock | 12,596                     | \$ 50.38            | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |             |       |
|---|---------------|-----------|-------------|-------|
|   | Director      | 10% Owner | Officer     | Other |
| Burr James Floyd<br>301 SOUTH COLLEGE STREET<br>CHARLOTTE, NC 28288 | Â             | Â         | Â Treasurer | Â     |

## Signatures

James F. Burr                      03/02/2006

    Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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.

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- (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) The option vests in three equal installments beginning on 4/16/2003
- (4) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 4/18/2006.
- (5) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 4/22/2004.
- (6) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 4/19/2005.
- (7) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year) beginning April 21, 1999.
- (8) As of 2/21/2006, includes 10,646 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.

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