Edgar Filing: GOODWIN WILLIAM H JR - Form 4

GOODWIN Y Form 4 June 16, 2006	WILLIAM H JR									
FORM Check this if no long subject to Section 10 Form 4 or Form 5 obligation may conti	 SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section 					N OMB Number: Expires: Estimated burden ho response	Number:3235-0287Number:January 31Expires:2005Estimated averageburden hours perresponse0.5			
See Instru 1(b). (Print or Type R	ction	30(h)	of the In	vestment	Compan	y Act of 19	940			
1. Name and A GOODWIN	2. Issuer Name and Ticker or Trading Symbol WACHOVIA CORP NEW [WB]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O BASSETT FURNITURE INDUSTRIES INC, PO BOX 626			3. Date of Earliest Transaction (Month/Day/Year) 06/15/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)				
BASSETT, Y	(Street) VA 24055		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securities A	cquired, Disposed	of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	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	
Common Stock							6,000	D		
Common Stock							1,050,000	I	By Riverstone Group, LLC	

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

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 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units <u>(1)</u>	\$ 0	06/15/2006		А	480.0566		(2)	(2)	Common Stock	480.0566

Reporting Owners

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Reporting Owner Name / Address		Relationships						
Reporting o where the	Director	10% Owner	Officer	Other				
GOODWIN WILLIAM H JR C/O BASSETT FURNITURE PO BOX 626 BASSETT, VA 24055	х							
Signatures								
William H. Goodwin, Jr.	06/16/2006							
<u>**</u> Signature of Reporting	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) The phantom stock converts into common stock on a one-for-one basis.
- (2) Phantom stock units awarded pursuant to the Wachovia director deferred stock unit plan. These units are settled following the director's termination of the service as a member of the issuer's board of directors.

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.

Person