

Carlson Peter M
Form 3
October 27, 2006

FORM 3

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

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
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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 *

Â Carlson Peter M

(Last) (First) (Middle)

301 S. COLLEGE STREET

(Street)

CHARLOTTE,Â NCÂ 28288

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/19/2006

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

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Interim Prin. Acct Off

5. 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

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

2,459 ⁽⁶⁾

D

Â

Common Stock

58.23

I

By 401K

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

SEC 1473 (7-02)

**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.**

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
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
ESOP (Right to Buy) (1)	04/22/2004 ⁽²⁾	04/22/2013	Common Stock	1,561	\$ 37.43	D	Â
ESOP (Right to Buy) (1)	04/19/2005 ⁽³⁾	07/19/2014	Common Stock	3,048	\$ 44.65	D	Â
ESOP (Right to Buy) (1)	04/18/2006 ⁽⁴⁾	04/18/2015	Common Stock	3,750	\$ 50.38	D	Â
ESOP (Right to Buy) (1)	03/31/2007 ⁽⁵⁾	03/31/2016	Common Stock	5,625	\$ 56.05	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlson Peter M 301 S. COLLEGE STREET CHARLOTTE, NC 28288	Â	Â	Â Interim Prin. Acct Off	Â

Signatures

Peter M. Carlson 10/27/2006

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.
- (2) 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
- (3) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 04/19/2005.
- (4) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 04/18/2006.
- (5) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year), beginning 03/31/2007.
- (6) As of 10/19/2006, includes 2,053 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.