

CARROLL DAVID M  
Form 4  
January 29, 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 \*  
CARROLL DAVID M

(Last) (First) (Middle)

WACHOVIA CORPORATION, ONE WACHOVIA CENTER

(Street)

CHARLOTTE, NC 28288-0009

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/25/2007

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 Sp Fin and Corp Supp Serv

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	(A) or (D)	Price
Common Stock					428,3052	I	By 401(k) plan
Common Stock	01/25/2007		M		623	A	\$ 40.13 125,978.1196 D
Common Stock	01/25/2007		S		623	D	\$ 56.4 125,355.1196 D
Common Stock	01/25/2007		M		1,869	A	\$ 40.13 127,224.1196 D
	01/25/2007		S		1,332	D	\$ 56.39 125,892.1196 D

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Common Stock							
Common Stock	01/25/2007		M	17,031	A	\$ 40.13	142,923.1196 D
Common Stock	01/25/2007		S	13,797	D	\$ 56.3994	129,126.1196 D
Common Stock	01/25/2007		M	5,677	A	\$ 40.13	134,803.1196 D
Common Stock	01/25/2007		S	5,677	D	\$ 56.4	129,126.1196 D
Common Stock	01/25/2007		M	60,000	A	\$ 27.5625	189,126.1196 D
Common Stock	01/25/2007		S	60,000	D	\$ 56.0273	129,126.1196 D
Common Stock	01/25/2007		M	70,000	A	\$ 27.5625	199,126.1196 D
Common Stock	01/25/2007		S	48,459	D	\$ 56.1564	150,667.1196 D
Common Stock	01/25/2007		M <sup>(5)</sup>	110,000	A	\$ 27.5625	260,667.1196 D
Common Stock	01/25/2007		F	76,644	D	\$ 56.26	184,023.1196 <sup>(6)</sup> D

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

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SEC 1474  
(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
ESOP <sup>(1)</sup>	\$ 40.13	01/25/2007		M	623	04/15/1998	04/15/2007	Common Stock	62
ESOP <sup>(1)</sup>	\$ 40.13	01/25/2007		M	1,869	04/15/1998	04/15/2007	Common Stock	1,869

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ESOP (Right to Buy) <sup>(2)</sup>	\$ 40.13	01/25/2007	M	17,031	04/15/1998	04/15/2007	Common Stock	17,031
ESOP (Right to Buy) <sup>(2)</sup>	\$ 40.13	01/25/2007	M	5,677	04/15/1998	04/15/2007	Common Stock	5,677
ESOP (Right to Buy) <sup>(3)</sup>	\$ 27.5625	01/25/2007	M	60,000	10/17/2001 <sup>(4)</sup>	10/17/2010	Common Stock	60,000
ESOP (Right to Buy) <sup>(3)</sup>	\$ 27.5625	01/25/2007	M	70,000	10/17/2001 <sup>(4)</sup>	10/17/2010	Common Stock	70,000
ESOP (Right to Buy) <sup>(3)</sup>	\$ 27.5625	01/25/2007	M	110,000	10/17/2001 <sup>(4)</sup>	10/17/2010	Common Stock	110,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARROLL DAVID M WACHOVIA CORPORATION ONE WACHOVIA CENTER CHARLOTTE, NC 28288-0009			SEVP Sp Fin and Corp Supp Serv	

## Signatures

David M.  
Carroll

01/29/2007

          
\*\*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) 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.
- (4) The option vests in the following increments: 80,000 shares annually beginning 10/17/2001
- (5) The exercise price for the 110,000 shares was paid by delivering 76,644 shares of common stock at a fair market value of \$56.26, plus \$77.87 in cash.
- (6) As of 1/25/2007, includes 65,124 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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