### Edgar Filing: GOLDEN WEST FINANCIAL CORP /DE/ - Form 3

#### GOLDEN WEST FINANCIAL CORP /DE/

Form 3 May 17, 2006

## FORM 3

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

OMB APPROVAL

OMB Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

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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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement GOLDEN WEST FINANCIAL CORP /DE/ [GDW]  **WACHOVIA CORP NEW** (Month/Day/Year) 05/07/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 301 SOUTH COLLEGE (Check all applicable) **STREET** (Street) 6. Individual or Joint/Group \_X\_\_ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person CHARLOTTE, NCÂ 28288 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) 0 (1) (2) (3)  $I_{\frac{(1)}{(2)}} \stackrel{(2)}{(3)}$  See Footnotes  $\frac{(1)}{(2)} \stackrel{(2)}{(3)}$ Common Stock Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

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

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Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WACHOVIA CORP NEW
301 SOUTH COLLEGE STREET Â Â X Â Â
CHARLOTTE, NCÂ 28288

**Signatures** 

/s/ Mark C. Treanor, Senior Executive Vice
President

05/17/2006

\*\*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).

Wachovia Corporation ("Wachovia") is filing this Form 3 solely because Wachovia may be deemed a beneficial owner pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), of 43,123,831 shares (the "Shares") of common stock of Golden West Financial Corporation ("Golden West") that are subject to Voting and Support Agreements, dated as of May 7,

- (1) 2006, entered into by Wachovia with each of Herbert M. Sandler, Marion O. Sandler and Bernard A. Osher (collectively, the "Voting Agreements") in connection with the Agreement and Plan of Merger, dated as of May 7, 2006, by and among Wachovia, Burr Financial Corporation, a wholly owned subsidiary of Wachovia, and Golden West (the "Merger Agreement"). For additional information regarding the Voting Agreements and the Merger Agreement, see the Schedule 13D filed by Wachovia with the Securities and Exchange Commission on the date hereof.
- (2) The Shares include 1,310,000 shares of common stock of Golden West subject to stock options.

Wachovia disclaims beneficial ownership of the Shares and this filing shall not be deemed an admission that Wachovia is the beneficial owner of the Shares for purposes of Section 16 of the Exchange Act or for any other purpose. Wachovia has no "pecuniary interest" in the Shares.

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.

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