Edgar Filing: NEUBAUER JOSEPH - Form 4

| NEUBAUER JO | SEPH | | | | | | | | | |
|---|-------------------------------------|---|------------------------|-------------------------|---|------------|---|--|---|--|
| Form 4 | | | | | | | | | | |
| December 16, 20 |)05 | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | OMB APPROVAL | | |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | OMB Number: | 3235-0287 | |
| Check this box if no longer subject to Section 16. Form 4 or | | | | | . OW | NERSHIP OF | burden hou | Expires: January 31 2005 Estimated average burden hours per response 0.5 | | |
| Form 5 obligations may continue. See Instruction 1(b). | Section 17(a) | uant to Section 16 of the Public Ut 30(h) of the Inv | ility Holdin | ig Comp | bany . | Act of | f 1935 or Sectio | n | | |
| (Print or Type Respo | onses) | | | | | | | | | |
| 1. Name and Addre NEUBAUER JC | Symbol | 2. Issuer Name and Ticker or Trading Symbol WACHOVIA CORP NEW [WB] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| (Last) THE ARA GRO MARKET STR | (Month/Da | 3. Date of Earliest Transaction(Month/Day/Year)12/15/2005 | | | XDirector10% Owner Officer (give titleOther (specify below) below) | | | | | |
| (Street) 4. If Amendm Filed(Month/D | | | | /Day/Year) Ap | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | |
| PHILADELPHI | IA, PA 19107 | | | | | | _X_ Form filed by 0 Form filed by N Person | One Reporting Pe More than One Re | | |
| (City) | (State) (Z | Zip) Table | e I - Non-Deri | ivative Se | ecuriti | es Aco | quired, Disposed of | f, or Beneficial | lly Owned | |
| | Transaction Date Ionth/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction/ Code I | Disposed Instr. 3, 4 | (A) or of (D) and 5 (A) or | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | | | | | | | 8,328 | D | | |

Reminder: Report on a separate line for each class of securities beneficially 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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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 tiorDerivative Securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ivative Expiration Date urities (Month/Day/Year) urited (A) or posed of (D) | | 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 | 12/15/2005 | | А | 324.3489 | | (2) | (2) | Common Stock | 324.3489 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | |
| NEUBAUER JOSEPH THE ARA GROUP INC 1101 MARKET STREET PHILADELPHIA, PA 19107 | Х | | | | | | |
| Signaturos | | | | | | | |

Signatures

Joseph Neubauer 12/16/2005

<u>**</u>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) 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 di rector'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.