CARROLL DAVID M

Form 4

January 29, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Add CARROLL D	•	rting Person *	2. Issuer Name and Ticker or Trading Symbol WACHOVIA CORP NEW [WB]	5. Relationship of Reporting Person(s) to Issuer		
(Last) WACHOVIA CORPORATI	ON, ONE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2007	(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) SEVP Sp Fin and Corp Supp Serv		
CHARLOTTI	(Street)	38-0009	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)	Table I - Non-Derivative Securities Ac	canired. Disposed of, or Beneficially Owns		

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) or on Disposed of (D) (Instr. 3, 4 and 5) (A) or		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)	
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	

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(5)	110,000	A	\$ 27.5625	260,667.1196	D
Common Stock	01/25/2007	F	76,644	D	\$ 56.26	184,023.1196 (6)	D

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. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ivative Expiration Date urities (Month/Day/Year) uritied (A) or cosed of (D)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour Number Shares
ESOP (1)	\$ 40.13	01/25/2007		M		623	04/15/1998	04/15/2007	Common Stock	62
ESOP (1)	\$ 40.13	01/25/2007		M		1,869	04/15/1998	04/15/2007	Common	1,80

Stock

SEC 1474

(9-02)

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ESOP (Right to Buy) (2)	\$ 40.13	01/25/2007	M	17,031	04/15/1998	04/15/2007	Common Stock	17,0
ESOP (Right to Buy) (2)	\$ 40.13	01/25/2007	M	5,677	04/15/1998	04/15/2007	Common Stock	5,67
ESOP (Right to Buy) (3)	\$ 27.5625	01/25/2007	M	60,000	10/17/2001(4)	10/17/2010	Common Stock	60,0
ESOP (Right to Buy) (3)	\$ 27.5625	01/25/2007	M	70,000	10/17/2001(4)	10/17/2010	Common Stock	70,0
ESOP (Right to Buy) (3)	\$ 27.5625	01/25/2007	M	110,000	10/17/2001(4)	10/17/2010	Common Stock	110,0

Reporting Owners

elationships
Ja

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. 01/29/2007 Carroll

**Signature of Date
Reporting Person

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 t he 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 t he 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.

Reporting Owners 3

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