Edgar Filing: WACHOVIA CORP NEW - Form 4

WACHOVIA CORP NEW Form 4 June 17, 2008						
				APPROVAL		
Check this box	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549		OMB Number:	3235-0287		
if no longer subject to Section 16. Form 4 or	OF CHANGES IN BENEFICIAL OV SECURITIES		Expires: Estimated burden ho response.	ours per		
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> GOODWIN WILLIAM H JR	2. Issuer Name and Ticker or Trading Symbol WACHOVIA CORP NEW [WB]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Chec	ck all applicab	ole)		
ONE JAMES CENTER, 901 EAST CARY STREET	(Month/Day/Year) 06/16/2008	X Director Officer (give below)		0% Owner ther (specify		
(Street)	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				
RICHMOND, VA 23219		Person	viore mair one	Reporting		
(City) (State) (Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of	f, or Benefici	ally Owned		
(Instr. 3) any	on Date, if TransactionAcquired (A) or Code Disposed of (D) /Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or	SecuritiesHBeneficially(OwnedH	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Common	Code V Amount (D) Price	6,000 I	D			
Stock Common Stock		1,550,000 I	I	By Riverstone Group, LLC		

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. Transactio Code (Instr. 8)	5. Number of orDerivative6. Date Exercisable and Expiration DateSecurities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)(Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Phantom Stock Units <u>(2)</u>	\$ 0	06/16/2008		А	1,367.3461	<u>(1)</u>	<u>(1)</u>	Common Stock	1,367.34

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
GOODWIN WILLIAM H JR ONE JAMES CENTER 901 EAST CARY STREET RICHMOND, VA 23219	Х				
Signatures					
William H. Goodwin, Jr.	06/17/200	8			

**Signature of Reporting Date 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) Phantom stock units awarded pursuant to the Wachovia director deferred stock unit plan. These units are settled following the director's termination of the service as a member of the issuer's board of directors.
- (2) The phantom stock converts into common stock on a one-for-one basis.

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.