

WACHOVIA CORP NEW
Form 4
February 16, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
JENKINS BENJAMIN P III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SEVP, Pres of General Bank

WACHOVIA CORPORATION, ONE WACHOVIA CENTER

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

CHARLOTTE, NC 28288

(City) (State) (Zip)

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)	
Common Stock				(A) or (D)	Price			
Common Stock	01/25/2005		J	1,919	A \$ 0	81,138	I	By 401(k) plan
Common Stock	01/26/2005		J	1,552	A \$ 0	82,690	I	by BPJ Trust
Common Stock						29,500	I	By spouse
Common Stock	01/25/2005		J	1,919	D \$ 0	96,952	D	

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Common Stock	01/26/2005	J	1,552	D	\$ 0	95,400	D
Common Stock	02/14/2005	M	16,800	A	\$ 22.38	112,200 ⁽²⁾	D
Common Stock	02/14/2005	F ⁽³⁾	10,059	D	\$ 55.11	102,141 ⁽²⁾	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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
ESOP ⁽¹⁾	\$ 22.38	02/14/2005		M	16,800	06/20/1996 06/20/2005		Common Stock	16,800

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

JENKINS BENJAMIN P III
WACHOVIA CORPORATION
ONE WACHOVIA CENTER
CHARLOTTE, NC 28288

SEVP, Pres of General Bank

Signatures

Benjamin P.
Jenkins, III 02/16/2005

 **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) NQ - 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.
- (2) As of 02/14/05 filing, includes 95,400 shares of unvested restricted stock with respect to which provisions exist to allow for the withholding of shares to satisfy tax withholding obligations.
- (3) The exercise price for the 16,800 shares was paid by delivering 10,059 shares of common stock at a fair market value of 55.11, plus 113.54 in cash.

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.