

WACHOVIA CORP NEW
 Form 3
 May 17, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| WACHOVIA CORP NEW | | (Month/Day/Year) | WACHOVIA CORP NEW [GDW] | |
| (Last) | (First) | (Middle) | 05/07/2006 | |
| 301 SOUTH COLLEGE STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CHARLOTTE, NC 28288 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 0 (1) (2) (3) | I (1) (2) (3) | See Footnotes (1) (2) (3) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

Edgar Filing: WACHOVIA CORP NEW - Form 3

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

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WACHOVIA CORP NEW 301 SOUTH COLLEGE STREET CHARLOTTE, NC 28288 | ^ | ^ X | ^ | ^ |

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, 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.
- (1) The Shares include 1,310,000 shares of common stock of Golden West subject to stock options.
 - (2) 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.