WACHOVIA CORP NEW

Form 4 March 16, 2007

FORM 4

Section 16.

Form 4 or

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

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

Common

Common

Stock

Stock

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

0.5

GOODWIN WII		_	Symbol		ORP NEW [WB]	Issuer (Che	eck all applicab	`,
(Last) ONE JAMES CI CARY STREET	ENTER, 90	(Middle)	3. Date of (Month/Date 03/15/20	•	ansaction	_X_ Director	••	% Owner
CAKI SIKEEI								
((Street)		4. If Amer	ndment, Da	te Original	6. Individual or	Joint/Group Fil	ling(Check
RICHMOND, V	A 23219		Filed(Mon	th/Day/Year))	Applicable Line) _X_ Form filed by Form filed by Person		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Ac	quired, Disposed	of, or Benefici	ally Owned
	ransaction Date onth/Day/Year) Execution any		3. Transaction Code (Instr. 8)	4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Reported

6,000

Transaction(s)

(Instr. 3 and 4)

1,050,000

D

Ι

By

Riverstone

(9-02)

Group, LLC

(A)

or

Price

Code V Amount (D)

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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 orDerivative Securities Acquired (A) or Disposed of (D (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year) A) or If (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units (1)	\$ 0	03/15/2007		A	552.1066	(2)	(2)	Common Stock	552.1066

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 6	Director	10% Owner	Officer	Other	
GOODWIN WILLIAM H JR ONE JAMES CENTER 901 EAST CARY STREET RICHMOND, VA 23219	X				

Signatures

William H. O3/16/2007 Goodwin, Jr.

**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) 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 director'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.

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