

TREANOR MARK C
Form 4
November 10, 2004

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

OMB APPROVAL

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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 *
TREANOR MARK C

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)
11/08/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SEVP, Gen Counsel and Secy

WACHOVIA CORPORATION
WACHOVIA CORPORATION, ONE WACHOVIA CENTER 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/08/2004 | | M | | 63,000 | A | \$ 31.5625 |
| Common Stock | 11/08/2004 | | M | | 73,300 | A | \$ 27.5625 |
| Common Stock | 11/08/2004 | | M | | 100,000 | A | \$ 30.4 |
| Common Stock | 11/08/2004 | | F | | 186,455 | D | \$ 51.21 |
| | | | | | | | 98,645.854 <u>(1)</u> |

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| | | | |
|--------------|----------|---|----------------|
| Common Stock | 230.5953 | I | By 401(k) plan |
| Common Stock | 208.92 | I | By wife |

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

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| ESOP (Right To Buy) <u>(2)</u> | \$ 27.5625 | 11/08/2004 | | M | 73,300 | 10/17/2001 ⁽³⁾ 10/17/2010 | Common Stock 73,300 |
| ESOP (Right To Buy) <u>(2)</u> | \$ 30.4 | 11/08/2004 | | M | 100,000 | 04/17/2002 ⁽⁴⁾ 04/17/2011 | Common Stock 100,000 |
| ESOP (Right To Buy) <u>(2)</u> | \$ 31.5625 | 11/08/2004 | | M | 63,000 | 01/03/2001 01/03/2010 | Common Stock 63,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|--|
| TREANOR MARK C WACHOVIA CORPORATION WACHOVIA CORPORATION ONE WACHOVIA CENTER ONE WACHOVIA CENTER | Director 10% Owner Officer SEVP, Gen Counsel and Secy Other |

CHARLOTTE, NC 28288

Signatures

Mark C. Treanor

11/09/2004

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) Includes 29,812 shares of unvested restricted stock with respect to which provisions exist to allow for the withholding of shares to satisfy tax withholding obligations.
- (2) 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.
- (3) The option vested in the following increments: 26,667 shares on 10/17/2001 and 10/17/2002, and 26,666 shares on 10/17/2003.
- (4) The option vested in the following increments: 33,334 shares on 4/17/2002, and 33,333 shares on 4/17/2003 and 4/17/2004.

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.