

WACHOVIA CORP NEW
Form 3/A
March 15, 2007

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

OMB APPROVAL

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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 | |
| Â RADY ERNEST S TRUST | | | (Month/Day/Year) | WACHOVIA CORP NEW [WB] | |
| (Last) | (First) | (Middle) | 04/18/2006 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 11455 EL CAMINO | | | | (Check all applicable) | 04/28/2006 |
| REAL,Â SUITE 200 | | | | <input checked="" type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | | <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| SAN DIEGO,Â CAÂ 92130 | | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | <input type="checkbox"/> Other | |
| | | | | (give title below) | (specify below) |

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 | 49,443 | I | Explorer Ins. |
| Common Stock ⁽¹⁾ | 96,892 | I | Rady Family Foundation |
| Common Stock | 5,930,329 ⁽⁵⁾ | I | Ernest Rady Trust |
| Common Stock | 372,021 | I | Evelyn Rady Trust |
| Common Stock | 614,708 | I | DHM Trust |
| Common Stock | 23,980,269 | I | American Assets |
| Common Stock | 4,850,422 | I | Insurance Co. of the West |
| Preferred Stock | 4,400 | D | Â |

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

SEC 1473 (7-02)

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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) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| ESOP (Right to Buy) | 03/03/2006 ⁽²⁾ | 03/03/2010 | Common Stock | 50,996 | \$ 36.6 | D | Â |
| ESOP (Right to Buy) <u>(3)</u> | 03/31/2007 ⁽⁴⁾ | 03/31/2016 | Common Stock | 33,952 | \$ 56.05 | D | Â |
| ESOP (Right to Buy) | 02/18/2007 | 02/18/2009 | Common Stock | 16,999 | \$ 33.1 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RADY ERNEST S TRUST 11455 EL CAMINO REAL SUITE 200 SAN DIEGO, CA 92130 | Â X | Â | Â | Â |

Signatures

Ernest S. Rady 03/15/2007

**Signature of Date
Reporting Person

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).
- (1) Tax-Exempt Charitable Foundation established under Section 501(c)(3). After initial Form 3 filing, this holding will not be disclosed on any subsequent Form 4 submissions.
- (2) These shares vest in three equal annual installments beginning 3/3/2006.
- (3) 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.
- (4) The option becomes exercisable in substantially equal installments on each of the five anniversaries of the date of grant (20% per year) beginning March 31, 2007.
- (5) As of 4/18/06, includes 5,203 shares of unvested restricted stock with respect to which provisions exist to allow for the withholding of shares to meet certain tax withholding obligations.

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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.