

Edgar Filing: WACHOVIA CORP NEW - Form FWP

WACHOVIA CORP NEW  
Form FWP  
October 19, 2006

Filed pursuant to Rule 433

Registration No. 333-125271

**Wachovia Corporation**

\$1,250,000,000 5.625% Subordinated Notes due October 15, 2016

|                                 |  |                  |
|---------------------------------|--|------------------|
| Issuer:                         | Wachovia Corporation   |                  |
| Principal Amount:               | \$1,250,000,000  |                  |
| Settlement Date:                | October 23, 2006   |                  |
| Maturity Date:                  | October 15, 2016   |                  |
| Coupon:                         | 5.625%   |                  |
| Price to Public:                | 99.662%  |                  |
| Gross Spread:                   | 0.45%  |                  |
| Gross Spread (\$):              | \$5,625,000  |                  |
| Net Proceeds to Company:        | \$1,240,150,000  |                  |
| 1st Coupon Payment Date         | April 15, 2007   |                  |
| Coupon Payment Dates:           | April 15 / October 15  |                  |
| Day Count Basis:                | 30 / 360   |                  |
| CUSIP / ISIN:                   | 929903CH3 / US929903CH31                                       |                  |
| Sole Book-Running Lead Manager: | Wachovia Capital Markets, LLC                                  | \$ 1,118,750,000 |
| Co-Managers:                    | BB&T Capital Markets, a division of Scott & Stringfellow, Inc. | \$ 18,750,000    |
|                                 | Citigroup Global Markets Inc.                                  | \$ 18,750,000    |
|                                 | Loop Capital Markets, LLC                                      | \$ 18,750,000    |
|                                 | Morgan Stanley & Co. Incorporated                              | \$ 18,750,000    |
|                                 | Muriel Siebert & Co., Inc.                                     | \$ 18,750,000    |
|                                 | Samuel A. Ramirez & Company, Inc.                              | \$ 18,750,000    |
|                                 | Sandler O'Neill & Partners, L.P.                               | \$ 18,750,000    |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-326-5897 or you may e-mail a request to [syndicate.ops@wachovia.com](mailto:syndicate.ops@wachovia.com). The issuer intends to apply to the Luxembourg Stock Exchange to list the Notes for trading thereon. No assurance can be given that any such listing will be obtained, or if obtained, will be maintained.