

TREANOR MARK C
Form 4
November 10, 2004

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
TREANOR MARK C

(Last) (First) (Middle)

WACHOVIA
CORPORATIONWACHOVIA
CORPORATION, ONE
WACHOVIA CENTERONE
WACHOVIA CENTER

(Street)

CHARLOTTE, NC 28288

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

WACHOVIA CORP NEW [WB]

3. Date of Earliest Transaction
(Month/Day/Year)

11/08/2004

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

SEVP, Gen Counsel and Secy

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

X Form filed by One Reporting Person

____ Form filed by More than One Reporting
Person**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 Beneficial Ownership (Instr. 4)
Common Stock	11/08/2004		M	63,000	A	\$ 31.5625	111,800.854 D
Common Stock	11/08/2004		M	73,300	A	\$ 27.5625	185,100.854 D
Common Stock	11/08/2004		M	100,000	A	\$ 30.4	285,100.854 D
Common Stock	11/08/2004		F	186,455	D	\$ 51.21 (1)	98,645.854 D

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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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
ESOP (Right To Buy) (2)	\$ 27.5625	11/08/2004		M	73,300	10/17/2001 ⁽³⁾	10/17/2010	Common Stock	73,300
ESOP (Right To Buy) (2)	\$ 30.4	11/08/2004		M	100,000	04/17/2002 ⁽⁴⁾	04/17/2011	Common Stock	100,000
ESOP (Right To Buy) (2)	\$ 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.

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