

GOLDEN WEST FINANCIAL CORP /DE/

Form 3

May 17, 2006

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

WACHOVIA CORP NEW

(Last) (First) (Middle)

301 SOUTH COLLEGE
STREET

(Street)

CHARLOTTE, NC 28288

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/07/2006

3. Issuer Name and Ticker or Trading Symbol

GOLDEN WEST FINANCIAL CORP /DE/ [GDW]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person**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

0 (1) (2) (3)

I (1) (2) (3) See Footnotes (1) (2) (3)

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WACHOVIA CORP NEW 301 SOUTH COLLEGE STREET CHARLOTTE, NC 28288	Â	Â X	Â	Â

Signatures

/s/ Mark C. Treanor, Senior Executive Vice President	05/17/2006
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Signature of Reporting Person

Date

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) Wachovia Corporation ("Wachovia") is filing this Form 3 solely because Wachovia may be deemed a beneficial owner pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), of 43,123,831 shares (the "Shares") of common stock of Golden West Financial Corporation ("Golden West") that are subject to Voting and Support Agreements, dated as of May 7, 2006, entered into by Wachovia with each of Herbert M. Sandler, Marion O. Sandler and Bernard A. Osher (collectively, the "Voting Agreements") in connection with the Agreement and Plan of Merger, dated as of May 7, 2006, by and among Wachovia, Burr Financial Corporation, a wholly owned subsidiary of Wachovia, and Golden West (the "Merger Agreement"). For additional information regarding the Voting Agreements and the Merger Agreement, see the Schedule 13D filed by Wachovia with the Securities and Exchange Commission on the date hereof.
- (2) The Shares include 1,310,000 shares of common stock of Golden West subject to stock options.
- (3) Wachovia disclaims beneficial ownership of the Shares and this filing shall not be deemed an admission that Wachovia is the beneficial owner of the Shares for purposes of Section 16 of the Exchange Act or for any other purpose. Wachovia has no "pecuniary interest" in the Shares.

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.