

WACHOVIA CORP NEW  
Form 8-K  
April 01, 2003

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 31, 2003

### Wachovia Corporation

(Exact name of registrant as specified in its charter)

North Carolina  
(State or other jurisdiction

of incorporation)

1-10000  
(Commission

File Number)

56-0898180  
(IRS Employer

Identification No.)

One Wachovia Center

28288-0013

Charlotte, North Carolina  
(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (704) 374-6565

(Former name or former address, if changed since last report.)

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**Item 9. Regulation FD Disclosure.**

On March 31, 2003, Wachovia Corporation ( Wachovia ) held a conference call/webcast, during which it discussed an ongoing inquiry by the staff of the Securities and Exchange Commission regarding repurchases of Wachovia s stock during the years 1996 through 2001. Wachovia makes the following clarification to assist investors in understanding that discussion: as Wachovia has previously disclosed in its SEC filings, Wachovia sometimes effects share repurchases through the use of forward purchase contracts entered into with a counterparty under which the counterparty buys shares in the market over time and agrees to sell an equal number of shares to Wachovia in the future. Some of the shares repurchased by Wachovia between 1996 and 2001, including after the April 2001 merger announcement, were acquired through this method, and Wachovia believes that those share purchases are within the scope of the SEC s inquiry.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WACHOVIA CORPORATION

Date: April 1, 2003

By:

/s/ Robert P. Kelly

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Name: Robert P. Kelly

Title: Senior Executive Vice President and  
Chief Financial Officer