

WELLS FARGO & COMPANY/MN

Form 4

July 25, 2013

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 *
STUMPF JOHN G

2. Issuer Name **and** Ticker or Trading
Symbol
WELLS FARGO &
COMPANY/MN [WFC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
420 MONTGOMERY STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/23/2013

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President, Chairman & CEO

SAN FRANCISCO, CA 94104

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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, \$1 2/3 Par Value	07/23/2013		A	639,927.9223 (1) (2)	A \$ 0 639,927.9223	D	
Common Stock, \$1 2/3 Par Value	07/23/2013		F	333,914.9223	D \$ 44.57 306,013 (3)	D	
Common Stock, \$1 2/3 Par Value					87,461.2896 (4)	I	Through 401(k) Plan

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Common Stock, \$1 2/3 Par Value	560,080 ⁽³⁾	I	Through Family Trust
Common Stock, \$1 2/3 Par Value	7,382.196 ⁽⁵⁾	I	Through Ira
Common Stock, \$1 2/3 Par Value	150,000	I	Through JJS 2011 Irrevocable Trust
Common Stock, \$1 2/3 Par Value	150,000	I	Through RT 2011 Irrevocable Trust
Common Stock, \$1 2/3 Par Value	4,640.921 ⁽⁶⁾	I	Through Self Employed Pension Plan
Common Stock, \$1 2/3 Par Value	5,140.727 ⁽⁷⁾	I	Through Spouse's Ira

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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reportable Transaction (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUMPF JOHN G 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104	X		President, Chairman & CEO	

Signatures

John G. Stumpf, by Anthony R. Augliera, as
Attorney-in-Fact

07/25/2013

__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) Each Performance Share represented a contingent right to receive one share of Wells Fargo & Company (the "Company") common stock upon vesting based on the attainment of pre-established performance goals.
- (2) These shares represent common stock of the Company acquired upon vesting of a Performance Share award granted in June 2010 in connection with the attainment of pre-established performance goals.
- (3) Total reflects a transfer of 8,143 shares from the reporting person's direct holdings to his trust. The transfer was not reportable under Rule 16a-13 of the Securities Exchange Act of 1934.
- (4) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan as of June 28, 2013, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company common stock.
- (5) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 54.378 shares on 6/3/2013.
- (6) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 34.186 shares on 6/3/2013.
- (7) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 37.867 shares on 6/3/2013.

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.