Edgar Filing: CALLAHAN PATRICIA R - Form 4

| CALLAHAN Form 4 March 01, 200 | PATRICIA R | | | | | | | | |
|--|------------------|--|---|---|------------|--|--|------------------|-----------|
| FORM | Δ | | | | | | | | PPROVAL |
| Check this if no longe subject to Section 16 Form 4 or Form 5 obligation | 6(a) of th | , D.C. 20 BENEF RITIES ne Securi | Number: Expires: Estimated burden hou response. | urs per | | | | | |
| may contin See Instruct 1(b). | nue. Section 17(| | | • | • | npany Act ny Act of 1 | of 1935 or Section 940 | on | |
| (Print or Type R | esponses) | | | | | | | | |
| CALLAHAN PATRICIA R Symbo | | | Symbol | 2. Issuer Name and Ticker or Trading /mbol /ELLS FARGO & CO/MN [WFC] | | | 5. Relationship of Reporting Person(s) to Issuer | | |
| (Month/ | | | Date of Earliest Transaction onth/Day/Year) /28/2005 | | | (Check all applicable) <u> </u> | | | |
| | | | | Amendment, Date Original l(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 | | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned |
| 1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transactio Code (Instr. 8) Code V | Disposed (Instr. 3, | (A) or of (D) | Securities | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

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

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and Expiration | 7. Title and Amour |
|-------------|-------------|---------------------|--------------------|-----------|--------------|------------------------------------|--------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Date | Underlying Securit |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | 8) | Acquired or Dispose (D) (Instr. 3, 4 and 5) | ed of | | | | |
|---------------------------|------------------------------------|------------|------------------|---------|----|---|-------|-----------------------|-----------------------|--|---------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Sł |
| Phantom Stock Units | <u>(1)</u> | 02/28/2005 | | А | | 11.578 | | 03/01/2018 <u>(2)</u> | 03/01/2018 <u>(2)</u> | Common Stock, \$1 2/3 par value | 11. |

Reporting Owners

| Reporting Owner Name / Address | | | Relationships | |
|---|------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CALLAHAN PATRICIA R 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104 | | | Executive Vice President | |
| Signatures | | | | |
| Patricia R. Callahan, by Robert S Attorney-in-Fact | . Singley, | | 03/01/2005 | |

**Signature of Reporting Person

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) Conversion price is 1-for-1

(2) Payable in 10 annual installments beginning March 1, 2018

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.

Date