Edgar Filing: WELLS FARGO & COMPANY/MN - Form 4

WELLS FARGO & COMPANY/MN

Form 4

September 05, 2018

| FUNIV | UNITE | D S | TATES | | ITIES A | | | | GE C | COMMISSION | OMB Number: | 3235 | -0287 |
|--|---|-------|---------------|---|--|------|------------|---|--|---|-----------------|--------------------------|-------|
| if no long subject to Section 1 Form 4 of Form 5 obligation | Check this box if no longer subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | | Expires: Estimated burden ho response. | ours per | ry 31, 2005 0.5 | | | |
| See Instru 1(b). | | | 30(h) | of the Inv | vestment | C | ompany | Act | of 194 | .0 | | | |
| Print or Type F | Responses) | | | | | | | | | | | | |
| WELLS FARGO & Symbol | | | | | Name and Ticker or Trading | | | | ţ | 5. Relationship of Reporting Person(s) to Issuer | | | |
| INVES | | | | INVEST | ANAGED DURATION VESTMENT GRADE JNICIPAL FUND [MZF] | | | | | (Check all applicable) DirectorX 10% Owner | | | |
| (Mc | | | (Month/Da | . Date of Earliest Transaction Month/Day/Year) 18/06/2018 | | | | | Officer (give title Other (specify below) | | | | |
| | (Street) CISCO, CA 9 | | | 4. If Amer Filed(Mont | ndment, Da | | Original | | | 6. Individual or J Applicable Line) Form filed by 0 _X_ Form filed by | One Reporting I | Person | |
| (City) | (State) | | Zip) | T-1.1. | T N T | | • G. | •41 | | Person | e De. | | |
| | , | | | | |)er | | | ies Acq | uired, Disposed o | | - | |
| 1.Title of Security (Instr. 3) | 2. Transaction l (Month/Day/Ye | | Execution any | med on Date, if Day/Year) | Code Disposed of (D) | | 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 Indirect Beneficia Ownersh (Instr. 4) | al ip | | |
| Variable Rate MuniFund Term Preferred Shares | 08/06/2018 | | | | J(1)(2) | • | 600 | D | (<u>1</u>) | 0 | I | By Subsidi (2) (3) | ary |
| Reminder: Ren | ort on a separate l | ine f | or each cl | ass of secur | ities benef | icia | ally owned | l dire | etly or i | ndirectly | | | |

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

SEC 1474

(9-02)

OMB APPROVAL

Edgar Filing: WELLS FARGO & COMPANY/MN - Form 4

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Tit | le of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | e and | 8. Price of | 9. Nu |
|--------|-------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|--------------|-------------|--------|
| Deriv | ative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Secur | ity | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr | . 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Own |
| | | Security | | | | Acquired | | | | | | Follo |
| | | • | | | | (A) or | | | | | | Repo |
| | | | | | | Disposed | | | | | | Trans |
| | | | | | | of (D) | | | | | | (Instr |
| | | | | | | (Instr. 3, | | | | | | |
| | | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | Amount | | |
| | | | | | | | | | | Amount | | |
| | | | | | | | Date | Expiration | | Or | | |
| | | | | | | | Exercisable | Date | | Number of | | |
| | | | | | C-J- V | (A) (D) | | | | | | |
| | | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| WELLS FARGO & COMPANY/MN 420 MONTGOMERY STREET SAN FRANCISCO, CA 94163 | | X | | | | | |
| Wells Fargo Municipal Capital Strategies, LLC 375 PARK AVENUE NEW YORK, NY 10152 | | X | | | | | |

Signatures

| WELLS FARGO & COMPANY, by: /s/ Lori Ward | | | | | |
|--|------------|--|--|--|--|
| **Signature of Reporting Person | Date | | | | |
| WELLS FARGO MUNICIPAL CAPITAL STRATEGIES, LLC, by: /s/ Daniel George | 09/04/2018 | | | | |
| **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).
 - The 600 variable rate munifund term preferred shares reported as disposed of in Table I (the "VMTP Shares") represent shares that were beneficially owned by Wells Fargo Municipal Capital Strategies, LLC ("Capital Strategies"). The VMTP Shares were disposed of as a
- (1) result of a redemption by the Issuer for a redemption price of \$100,035.534966667 per share (which includes a liquidation preference of \$100,000.00 per share and accrued dividends of \$35.534966667 per share). Capital Strategies is a wholly owned subsidiary of Wells Fargo & Company.
- (2) This statement is jointly filed by Wells Fargo and Capital Strategies. Wells Fargo holds an indirect interest in the securities listed in Table I (the "Securities") by virtue of its indirect ownership of its subsidiary Capital Strategies. Capital Strategies is an indirect wholly owned

Reporting Owners 2

Edgar Filing: WELLS FARGO & COMPANY/MN - Form 4

subsidiary of Wells Fargo.

Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is agreeing to act together with any other person) as a partnership, limited partnership, syndicate or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or any group with respect to the Issuer or any securities of the Issuer.

Remarks:

Exhibits Index Exhibit 99.1 - Joint Filing Agreement Exhibit 99.2 - Joint Filer Information

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.