

WELLS FARGO & COMPANY/MN
 Form 4
 November 07, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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

(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)
 11/06/2014

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

SAN FRANCISCO, CA 94104
 (City) (State) (Zip)

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

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|----------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, \$1 2/3 Par Value | 11/04/2014 | | G | V | 160,663 | D | \$ 0 | 168,534 | D | |
| Common Stock, \$1 2/3 Par Value | 11/04/2014 | | G | V | 160,663 | A | \$ 0 | 1,125,976 | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | 11/06/2014 | | G | V | 168,534 | D | \$ 0 | 0 | D | |

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| | | | | | | | | | |
|---------------------------------|------------|---|---|---------|---|-----------------|--------------------|---|------------------------------------|
| Common Stock, \$1 2/3 Par Value | 11/06/2014 | G | V | 168,534 | A | \$ 0 | 1,294,510 | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | 11/06/2014 | S | | 160,663 | D | \$ 54.02 (1) | 1,133,847 | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | 11/07/2014 | S | | 168,534 | D | \$ 54.08 (2) | 965,313 | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | | | | | | | 88,118.4856 (3) | I | Through 401(k) Plan |
| Common Stock, \$1 2/3 Par Value | | | | | | | 7,638 | I | Through Ira |
| Common Stock, \$1 2/3 Par Value | | | | | | | 112,000 | 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 | | | | | | | 4,801.735 | I | Through Self Employed Pension Plan |
| Common Stock, \$1 2/3 Par Value | | | | | | | 5,318.86 | I | Through Spouse's Ira |

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.

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(9-02)

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

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| 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 Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

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 11/07/2014

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$54.00 to \$54.07 inclusive. The reporting person undertakes to provide to Wells Fargo & Company (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$54.05 to \$54.13 inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- (3) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan (the "Plan") as of October 31, 2014, as if investable cash equivalents held by Plan were fully invested in Company common stock.

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.