

WELLS FARGO & COMPANY/MN
Form 4
August 06, 2013

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 *
CALLAHAN PATRICIA R

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)
08/05/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Executive VP

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)
			Code	V Amount (D) Price			
Common Stock, \$1 2/3 Par Value	03/25/2013		G	V 15,352 D \$ 0	0 ⁽¹⁾	D	
Common Stock, \$1 2/3 Par Value	03/25/2013		G	V 15,352 A \$ 0	225,332 ⁽¹⁾	I	Through Family Trust
Common Stock, \$1 2/3 Par Value	08/05/2013		M	192,600 A \$ 28.43	192,600	D	

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Common Stock, \$1 2/3 Par Value	08/05/2013	F	156,110	D	\$ 44.34	36,490	D	
Common Stock, \$1 2/3 Par Value						8,653.4322 (2)	I	Through 401(k) Plan
Common Stock, \$1 2/3 Par Value						6,148	I	Through Child
Common Stock, \$1 2/3 Par Value						19,899	I	Through KCD 2005 Trust 1
Common Stock, \$1 2/3 Par Value						19,899	I	Through KCD 2005 Trust 2
Depository Shares, Pfd, Series N						8,000	I	Through Family Trust

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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Purchase Option	\$ 28.43	08/05/2013		M	192,600	02/24/2004	02/24/2014	Common Stock, \$1 2/3 Par Value	192,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CALLAHAN PATRICIA R 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104			Senior Executive VP	

Signatures

Patricia R. Callahan, by Anthony R. Augliera, as Attorney-in-Fact	08/06/2013
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__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) Total reflects a transfer by gift of shares from the reporting person's direct holdings to the trust.
- (2) Reflects share equivalents of units in Wells Fargo ESOP Fund of 401(k) Plan as of July 31, 2013, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & 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.

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