

WELLS FARGO & COMPANY/MN

Form 4

November 03, 2014

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)
10/30/2014

☐ 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)	(A) or (D)	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	03/24/2014		G	V	309,656	D	\$ 0	0	D	
Common Stock, \$1 2/3 Par Value	03/24/2014		G	V	309,656	A	\$ 0	965,313	I	Through Family Trust
Common Stock, \$1 2/3 Par Value	10/30/2014		M		190,880	A	\$ 30.67	190,880	D	

Common Stock, \$1 2/3 Par Value	10/30/2014	F	152,965	D	\$ 52.46	37,915	D	
Common Stock, \$1 2/3 Par Value	10/30/2014	M	597,020	A	\$ 29.905	634,935	D	
Common Stock, \$1 2/3 Par Value	10/30/2014	F	474,272	D	\$ 52.46	160,663	D	
Common Stock, \$1 2/3 Par Value						88,135.133 (1)	I	Through 401(k) Plan
Common Stock, \$1 2/3 Par Value						7,638 (2)	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 (3)	I	Through Self Employed Pension Plan
Common Stock, \$1 2/3 Par Value						5,318.86 (4)	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)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Purchase Option	\$ 30.67	10/30/2014		M	190,880	(5) 08/01/2015	Common Stock, \$1 2/3 Par Value 190,8
Employee Stock Purchase Option	\$ 29.905	10/30/2014		M	597,020	02/22/2005 02/22/2015	Common Stock, \$1 2/3 Par Value 597,0

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 11/03/2014

__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) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan (the "Plan") as of September 30, 2014, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company (the "Company") common stock.
- (2) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 51.625 shares on 6/1/2014 and 51.608 shares on 9/1/2014.
- (3) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 32.455 shares on 6/1/2014 and 32.444 shares on 9/1/2014.
- (4) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 35.95 shares on 6/1/2014 and 35.938 shares on 9/1/2014.
- (5) The employee stock options, representing a right to purchase a total of 190,880 shares, became exercisable in two equal installments on December 31, 2005 and December 31, 2006.

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.