

Dean Lloyd H  
Form 4  
March 02, 2010

**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 \*  
Dean Lloyd H

(Last) (First) (Middle)

CATHOLIC HEALTHCARE  
WEST, 185 BERRY STREET,  
SUITE 300

(Street)

SAN FRANCISCO, CA 94107

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
WELLS FARGO & CO/MN [WFC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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 Beneficial Ownership (Instr. 4) |        |   |                      |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|----------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |        |   |                      |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |        |   |                      |
| Common Stock, \$1 2/3 Par Value | 03/01/2010                           |  | M                              | (1)   | \$ 13,772   | A  | \$ 27.35  | 16,115 | D |                      |
| Common Stock, \$1 2/3 Par Value |                                      |  |                                |   |   |  |   | 1,122  | I | Through Family Trust |
| Common Stock, \$1 2/3 Par       |                                      |  |                                |   |   |  |   | 264    | I | Through Ira          |

Value

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)

| 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 or Number of Shares |
| Phantom Stock Units                        | (2)  | 03/01/2010                           |  | M                              | 13,771.299  | (3)  | (3)   | Common Stock, \$1 2/3 Par Value | 13,771.299                 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Dean Lloyd H<br>CATHOLIC HEALTHCARE WEST<br>185 BERRY STREET, SUITE 300<br>SAN FRANCISCO, CA 94107 | X             |           |         |       |

## Signatures

Lloyd H. Dean, by Anthony R. Augliera, as Attorney-in-Fact 03/02/2010

\_\_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) Fractional number of phantom stock units paid out in whole number shares.
- (2) Conversion price is 1-for-1. Includes shares held through deferred compensation plan.
- (3) Deferred compensation shares payable in installments depending upon director's election.
- (4) Price of derivative security is \$27.35.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

## Edgar Filing: Dean Lloyd H - Form 4

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