

WELLS FARGO & COMPANY/MN
 Form 4
 February 03, 2014

FORM 4

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

OMB APPROVAL

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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 *
LEVY RICHARD

(Last) (First) (Middle)
 343 SANSOME STREET
 (Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2014

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)
 Executive VP & Controller

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | | M | 35,850 A | \$ 34.39 64,376 | D | |
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | | F | 31,508 D | \$ 46.05 32,868 | D | |
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | | M | 31,920 A | \$ 32.245 64,788 | D | |

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| | | | | | | | | |
|---------------------------------|------------|---|--------|---|----------|--------|---|-----------------------|
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | F | 27,343 | D | \$ 46.05 | 37,445 | D | |
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | M | 58,110 | A | \$ 31.4 | 95,555 | D | |
| Common Stock, \$1 2/3 Par Value | 01/30/2014 | F | 49,269 | D | \$ 46.05 | 46,286 | D | |
| Common Stock, \$1 2/3 Par Value | | | | | | 99 | I | Ira |
| Common Stock, \$1 2/3 Par Value | | | | | | 60,222 | I | Through RL & DL Trust |

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 |
| Employee Stock Purchase Option | \$ 34.39 | 01/30/2014 | | M | 35,850 | <u>(1)</u> 02/27/2017 | Common Stock, \$1 2/3 Par Value 35,850 |
| Employee Stock Purchase | \$ 32.245 | 01/30/2014 | | M | 31,920 | <u>(2)</u> 02/28/2016 | Common Stock, \$1 2/3 Par 31,920 |

| | | | | | | | | Value |
|----------|---------|------------|--|---|--------|------------|------------|------------|
| Option | | | | | | | | |
| Employee | | | | | | | | Common |
| Stock | \$ 31.4 | 01/30/2014 | | M | 58,110 | <u>(3)</u> | 02/26/2018 | Stock, \$1 |
| Purchase | | | | | | | | 2/3 Par |
| Option | | | | | | | | Value |
| | | | | | | | | 58,110 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LEVY RICHARD 343 SANSOME STREET SAN FRANCISCO, CA 94104 | | | Executive VP & Controller | |

Signatures

Richard Levy, by Anthony R. Augliera, as
Attorney-in-Fact

02/03/2014

**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) The employee stock options granted on 2/27/2007, representing a right to purchase a total of 123,320 shares, became exercisable in three equal annual installments beginning on the first anniversary of the grant date.
 - (2) The employee stock options granted on 2/28/2006, representing a right to purchase a total of 112,920 shares, became exercisable in three equal annual installments beginning on the first anniversary of the grant date.
 - (3) The employee stock options granted on 2/26/2008, representing a right to purchase a total of 158,110 shares, became exercisable in three equal annual installments beginning on the first anniversary of the grant date.

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.