

WELLS FARGO &amp; COMPANY/MN

Form 4

January 03, 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 \*  
**BAKER JOHN D II**

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)

200 WEST FORSYTH STREET

(Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/02/2014

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

☒ 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<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                         |
|                                          |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             |                                                                      | Price                                   |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                         |                                                                            | 27,489                                                                                                             | D                                                                    |                                         |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                         |                                                                            | 4,101                                                                                                              | I                                                                    | By Clb<br>Trust                         |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                         |                                                                            | 1,175                                                                                                              | I                                                                    | By Crusher<br>Run Crut                  |

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|                                          |     |   |                                     |
|------------------------------------------|-----|---|-------------------------------------|
| Common<br>Stock, \$1<br>2/3 Par<br>Value | 66  | I | By Jdb<br>Grat                      |
| Common<br>Stock, \$1<br>2/3 Par<br>Value | 307 | I | By Jdb Irr.<br>Trust <sup>(1)</sup> |
| Common<br>Stock, \$1<br>2/3 Par<br>Value | 307 | I | By Sab Irr.<br>Trust <sup>(1)</sup> |
| Common<br>Stock, \$1<br>2/3 Par<br>Value | 25  | I | By Spouse<br><sup>(1)</sup>         |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                                          |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|------------------------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                                    | Amount or<br>Number of<br>Shares |
| Phantom<br>Stock<br>Units                           | (2)                                                                | 01/02/2014                              |                                                             | A                                    |                                                                                                           | 853.5242                                                       |     | (3)                                                                 | (3)                | Common<br>Stock, \$1<br>2/3 Par<br>Value | 853.5242                         |

## Reporting Owners

| Reporting Owner Name / Address             | Relationships |           |         |       |
|--------------------------------------------|---------------|-----------|---------|-------|
|                                            | Director      | 10% Owner | Officer | Other |
| BAKER JOHN D II<br>200 WEST FORSYTH STREET | X             |           |         |       |

JACKSONVILLE, FL 32202

## Signatures

John D. Baker II, by Anthony R. Augliera, as  
Attorney-in-Fact

01/03/2014

\_\_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) Reporting person disclaims beneficial ownership of these shares.
- (2) Conversion price is 1-for-1.
- (3) Deferred compensation shares payable in installments depending upon director's election.

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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