

WELLS FARGO & COMPANY/MN
Form 4
March 18, 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 *
HOYT DAVID A

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)
03/15/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Executive Vice President

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	(A) or (D)	Price
Common Stock, \$1 2/3 Par Value	03/15/2014		M		335,934.2425 ⁽¹⁾	A	\$ 0
Common Stock, \$1 2/3 Par Value	03/15/2014		F		175,291.2425	D	\$ 47.4
Common Stock, \$1 2/3 Par Value	03/15/2014		M		3,828.4921 ⁽²⁾	A	\$ 0

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Common Stock, \$1 2/3 Par Value	03/15/2014	F	1,908.4921	D	\$ 47.4	162,563	D	
Common Stock, \$1 2/3 Par Value	03/15/2014	M	3,284.7134 ⁽³⁾	A	\$ 0	165,847.7134	D	
Common Stock, \$1 2/3 Par Value	03/15/2014	F	1,637.7134	D	\$ 47.4	164,210	D	
Common Stock, \$1 2/3 Par Value	03/15/2014	M	2,817.4696 ⁽⁴⁾	A	\$ 0	167,027.4696	D	
Common Stock, \$1 2/3 Par Value	03/15/2014	F	1,404.4696	D	\$ 47.4	165,623	D	
Common Stock, \$1 2/3 Par Value						3,198	I	By AH Gifting Trust
Common Stock, \$1 2/3 Par Value						3,198	I	By EH Gifting Trust
Common Stock, \$1 2/3 Par Value						2,368	I	By MAH Gifting Trust
Common Stock, \$1 2/3 Par Value						130	I	By MRH Gifting Trust
Common Stock, \$1 2/3 Par Value						1,680	I	By Trust for AH
Common Stock, \$1 2/3 Par Value						728	I	By Trust for EH(1)
						1,680	I	

Common Stock, \$1 2/3 Par Value						By Trust for EH(2)
Common Stock, \$1 2/3 Par Value		1,680			I	By Trust for MH(1)
Common Stock, \$1 2/3 Par Value		1,680			I	By Trust for MH(2)
Common Stock, \$1 2/3 Par Value		735,375			I	Through Family Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount
				Code	V (A) (D)				Number of Shares
2011 Performance Shares	(5)	03/15/2014		M	335,934.2425	(6)	(6)	Common Stock, \$1 2/3 Par Value	335,934.2425
Restricted Share Right	(7)	03/15/2014		M	3,828.4921	(8)	(8)	Common Stock, \$1 2/3 Par Value	3,828.4921
Restricted Share Right	(7)	03/15/2014		M	3,284.7134	(9)	(9)	Common Stock, \$1 2/3 Par Value	3,284.7134
	(7)	03/15/2014		M	2,817.4696	(10)	(10)		2,817.4696

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stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting. These RSRs were granted to the reporting person as part of the reporting person's 2012 annual incentive compensation award.

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