

WELLS FARGO & COMPANY/MN

Form 4

August 14, 2013

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HEID MICHAEL J

(Last) (First) (Middle)

1 HOME CAMPUS

(Street)

DES MOINES, IA 50328

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/12/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock, \$1 2/3 Par Value	08/07/2013		G	V 7,208	D \$ 0	0 ⁽¹⁾	D
Common Stock, \$1 2/3 Par Value	08/07/2013		G	V 7,208	A \$ 0	59,296 ⁽¹⁾	I Through MJH Rev Trust
Common Stock, \$1 2/3 Par Value	08/12/2013		M	41,140	A \$ 32.245	41,140	D

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Common
Stock, \$1
2/3 Par
Value

08/12/2013

F 35,709 D \$ 43.2 5,431 D

Common
Stock, \$1
2/3 Par
Value

12,365.4846
(2)

I

Through
401(k)
Plan

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	\$ 32.245	08/12/2013		M		41,140		02/28/2007	02/28/2016	Common Stock, \$1 2/3 Par Value	41,140

Reporting Owners

Reporting Owner Name / Address	Relationships
HEID MICHAEL J 1 HOME CAMPUS DES MOINES, IA 50328	Director 10% Owner Officer Other Executive Vice President

Signatures

Michael J. Heid, by Anthony R. Augliera, as
Attorney-in-Fact

08/14/2013

**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) Total reflects a transfer by gift of shares from the reporting person's direct holdings to the trust.
- (2) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan as of July 31, 2013, as if invested cash equivalents held by plan were fully invested in Wells Fargo & Company common stock.

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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