

WELLS FARGO & COMPANY/MN
Form 4
August 09, 2016

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 *
STUMPF JOHN G

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)
08/08/2016

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

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

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

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	06/13/2016		G	V	269,329	D	\$ 0	100	D	
Common Stock, \$1 2/3 Par Value	06/13/2016		G	V	269,329	A	\$ 0	1,397,014	I	Through Family Trust
Common Stock, \$1 2/3 Par Value	08/08/2016		M		1,509,006	A	\$ 31.4	1,509,106	D	

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Common Stock, \$1 2/3 Par Value	08/08/2016	F	1,250,667	D	\$ 48.91	258,439	D	
Common Stock, \$1 2/3 Par Value						89,858.9348 (1)	I	Through 401(k) Plan
Common Stock, \$1 2/3 Par Value						7,736.164	I	Through Ira
Common Stock, \$1 2/3 Par Value						112,000	I	Through JJS 2011 Irrevocable Trust
Common Stock, \$1 2/3 Par Value						200,000	I	Through JS GRAT
Common Stock, \$1 2/3 Par Value						200,000	I	Through RS GRAT
Common Stock, \$1 2/3 Par Value						150,000	I	Through RT 2011 Irrevocable Trust
Common Stock, \$1 2/3 Par Value						4,863.447	I	Through Self Employed Pension Plan
Common Stock, \$1 2/3 Par Value						5,387.218	I	Through Spouse's Ira

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)

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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)
Employee Stock Purchase Option	\$ 31.4	08/08/2016		M	1,509,006	(2) 02/26/2018	Common Stock, \$1 2/3 Par Value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUMPF JOHN G 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104	X		Chairman & CEO	

Signatures

John G. Stumpf, by Anthony R. Augliera, as Attorney-in-Fact 08/09/2016

**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) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan (the "Plan") as of July 29, 2016, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company common stock.
- (2) The employee stock options, representing a right to purchase a total of 2,000,000 shares, became exercisable in three equal annual installments beginning on the first anniversary of the date of grant (2/26/2009).

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.