WELLS FARGO & COMPANY/MN

Form 4 July 30, 2015

FORM 4

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

OMB APPROVAL OMB

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CARROLL DAVID M			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) ONE WELLS	(First) FARGO CI	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2015	Director 10% Owner Other (give title Other (specify below) Senior Exec. Vice President
CHARLOTTI	(Street) E, NC 28288	}	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owne

(City)	(State) (Z	Zip) Table	I - Nor	ı-De	erivative S	Securi	ties Aco	quired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ate 2A. Deemed		3. Transaction Code (Instr. 8)		4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, \$1 2/3 Par Value	04/20/2015		G	V	1,824	D	\$ 0	354,233	I	Through Trust
Common Stock, \$1 2/3 Par Value	07/28/2015		G	V	2,731	D	\$ 0	0	D	
Common Stock, \$1 2/3 Par Value	07/28/2015		G	V	2,731	A	\$ 0	356,964	I	Through Trust

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Common Stock, \$1 2/3 Par	2,663.6193 <u>(1)</u> I	Through 401(k) Plan
Value		Pian

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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ivative Expiration Date urities (Month/Day/Year) ulired (A) Disposed of tr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Share Right	(2)	07/28/2015		A	17,422	(3)	(3)	Common Stock, \$1 2/3 Par Value	17,422	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

CARROLL DAVID M ONE WELLS FARGO CENTER CHARLOTTE, NC 28288

Senior Exec. Vice President

Signatures

David M. Carroll, by Anthony R. Augliera, as
Attorney-in-Fact

07/30/2015

**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 the Wells Fargo ESOP Fund under the 401(k) Plan (the "Plan") as of June 30, 2015, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company (the "Company") common stock.

Reporting Owners 2

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- (2) Each Restricted Share Right ("RSR") represents a contingent right to receive one share of Company common stock.
- These RSRs vest in four installments: one-fourth on 7/28/2016, 7/28/2017, 7/28/2018, and 7/28/2019. As a condition to receiving the
- (3) grant, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting.

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.