SLOAN TIMOTHY J

Form 4 April 26, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or

Section 16.
Form 4 or
Form 5
obligations
obligations
obligations
SECURITIES

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

may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SLOAN TIMOTHY J | | | 2. Issuer Name and Ticker or Trading Symbol WELLS FARGO & | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|-------------|----------|---|---|--|--|--|
| | | | COMPANY/MN [WFC] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | Director 10% Owner X Officer (give title Other (specify below) | | | |
| 333 S GRAND AVE (Street) | | | 04/25/2013 | Senior Executive VP & CFO 6. Individual or Joint/Group Filing(Check Applicable Line) | | | |
| | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | |
| LOS ANGELI | ES, CA 9007 | '1 | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |

| (City) | (State) | (Zip) Tal | ole I - Non- | -Derivative Se | curitie | es Acquir | ed, Disposed of, | or Beneficiall | y Owned |
|--|---|---|--|---|---------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities A own Disposed of (Instr. 3, 4 an | of (D) | red (A) | 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 | 04/25/2013 | | I | 36,386.28 (1) | D | \$ 37.64 | 0 | I | Through 401(k) Plan |
| Common Stock, \$1 2/3 Par Value | | | | | | | 153,319 | D | |

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 (9-02)

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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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|--|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secu |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amaunt | | |
| | | | | | | | | | | | |
| | | | | | | Date | Expiration | | | | |
| | | | | | | Exercisable | Date | | | | |
| | | | | Code V | (A) (D) | | | | | | |
| | | | | Code V | 4, and 5) | | • | Title | Amount or Number of Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SLOAN TIMOTHY J 333 S GRAND AVE LOS ANGELES, CA 90071

Senior Executive VP & CFO

Signatures

Timothy J. Sloan, by Anthony R. Augliera, as Attorney-in-Fact

04/26/2013

**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).

Reflects share equivalent of units in the Wells Fargo ESOP Fund of 401(k) Plan as of April 25, 2013, as if investable cash equivalents
(1) held by the Plan were fully invested in Wells Fargo & Company common stock. Includes 769.5625 shares acquired under Wells Fargo ESOP Fund of 401(k) Plan since the date of the reporting person's last ownership report.

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.

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