

SLOAN TIMOTHY J
Form 3
October 07, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SLOAN TIMOTHY J | | (Month/Day/Year) | WELLS FARGO & CO/MN [WFC] | |
| (Last) | (First) | 09/28/2010 | | |
| 333 S GRAND AVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| LOS ANGELES,Â CAÂ 90071 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Sr. EVP & Chief Admin. Officer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$1 2/3 Par Value | 24,406 | D | Â |
| Common Stock, \$1 2/3 Par Value | 31,455.91 ⁽¹⁾ | I | Through 401(k) Plan |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

Edgar Filing: SLOAN TIMOTHY J - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------|------------------|-----------------|---------------------------------|----------------------------|---------------|---------------------------------------|---|
| Restricted Share Right | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock, \$1 2/3 Par Value | 36,170.0094 | \$ <u>(4)</u> | D | Â |
| Restricted Share Right | Â <u>(3)</u> | Â <u>(3)</u> | Common Stock, \$1 2/3 Par Value | 165,522.9893 | \$ <u>(4)</u> | D | Â |
| Employee Stock Purchase Option | 02/24/2004 | 02/24/2014 | Common Stock, \$1 2/3 Par Value | 220,100 | \$ 28.43 | D | Â |
| Employee Stock Purchase Option | 12/27/2004 | 02/26/2012 | Common Stock, \$1 2/3 Par Value | 60,094 | \$ 31.205 | D | Â |
| Employee Stock Purchase Option | 02/22/2005 | 02/22/2015 | Common Stock, \$1 2/3 Par Value | 238,820 | \$ 29.905 | D | Â |
| Employee Stock Purchase Option | 06/30/2005 | 02/26/2012 | Common Stock, \$1 2/3 Par Value | 61,814 | \$ 30.97 | D | Â |
| Employee Stock Purchase Option | 01/19/2006 | 02/26/2012 | Common Stock, \$1 2/3 Par Value | 61,688 | \$ 31.8 | D | Â |
| Employee Stock Purchase Option | 02/25/2006 | 02/25/2013 | Common Stock, \$1 2/3 Par Value | 70,599 | \$ 22.62 | D | Â |
| Employee Stock Purchase Option | 07/20/2006 | 02/25/2013 | Common Stock, \$1 2/3 Par Value | 64,750 | \$ 35.415 | D | Â |
| Employee Stock Purchase Option | 01/25/2007 | 02/25/2013 | Common Stock, \$1 2/3 Par Value | 60,845 | \$ 36.56 | D | Â |
| Employee Stock Purchase Option | 02/28/2009 | 02/28/2016 | Common Stock, \$1 | 258,080 | \$ 32.245 | D | Â |

Edgar Filing: SLOAN TIMOTHY J - Form 3

| | | | 2/3 Par Value | | | | |
|--------------------------------|---------------------------|------------------|---------------------------------|-------------|-------------------|---|---|
| Employee Stock Purchase Option | 06/27/2009 | 06/27/2016 | Common Stock, \$1 2/3 Par Value | 120,040 | \$ 32.925 | D | Â |
| Employee Stock Purchase Option | 02/24/2010 ⁽⁵⁾ | 02/24/2019 | Common Stock, \$1 2/3 Par Value | 640,000 | \$ 13.05 | D | Â |
| Employee Stock Purchase Option | 02/26/2010 ⁽⁶⁾ | 02/26/2018 | Common Stock, \$1 2/3 Par Value | 494,080 | \$ 31.4 | D | Â |
| Employee Stock Purchase Option | 02/27/2010 | 02/27/2017 | Common Stock, \$1 2/3 Par Value | 392,380 | \$ 34.39 | D | Â |
| Phantom Stock Units | Â ⁽⁷⁾ | Â ⁽⁷⁾ | Common Stock, \$1 2/3 Par Value | 35,063.7546 | \$ ⁽⁸⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SLOAN TIMOTHY J 333 S GRAND AVE LOS ANGELES, CA 90071 | Â | Â | Â Sr. EVP & Chief Admin. Officer | Â |

Signatures

Timothy J. Sloan, by Ross E. Jeffries, as Attorney-in-Fact 10/07/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 as of September 28, 2010, as if investable cash equivalents held by plan were fully invested in Wells Fargo & Company common stock.
 - (2) These RSRs vest in three installments: one-third on each of 3/15/2011, 3/15/2012, and 3/15/2013. These RSRs were granted to the reporting person as part of the reporting person's 2009 annual incentive compensation award.
 - (3) These RSRs vest in four installments: 5% on 11/1/2010, 25% on 3/15/2013, 30% on 3/15/2014, and 40% on 3/15/2015.
 - (4) Each RSR represents a contingent right to receive one share of Wells Fargo & Company common stock.

Edgar Filing: SLOAN TIMOTHY J - Form 3

- (5) 213,333 shares will become exercisable on each of 2/24/2011 and 2/24/2012.
- (6) 164,693 shares will become exercisable on 2/26/2011.
- (7) Supplemental 401(k) plan shares payable upon retirement.
- (8) Conversion price is 1-for-1. Includes shares held through supplemental 401(k) plan.

Â

Remarks:

Exhibit 24 - Power of Attorney

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.