

WELLS FARGO & COMPANY/MN
 Form 5
 February 11, 2014

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
STUMPF JOHN G

(Last) (First) (Middle)

420 MONTGOMERY STREET

(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Price | | | |
| Common Stock, \$1 2/3 Par Value | 11/12/2013 | Â | G | 89,564 A \$ 0 | 655,657 (1) | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | 11/12/2013 | Â | G | 89,564 D \$ 0 | 0 (1) | D | Â |
| Common Stock, \$1 | 07/30/2013 | Â | G | 306,013 A \$ 0 | 655,657 (1) | I | Through Family |

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| | | | | | | | | | |
|---------------------------------|------------|---|---|---------|---|------|----------------------------|---|------------------------------------|
| 2/3 Par Value | | | | | | | | | Trust |
| Common Stock, \$1 2/3 Par Value | 07/30/2013 | Â | G | 306,013 | D | \$ 0 | 0 ⁽¹⁾ | D | Â |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 87,367.0183 ⁽²⁾ | I | Through 401(k) Plan |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 7,486.041 ⁽³⁾ | I | Through Ira |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 112,000 | I | Through JJS 2011 Irrevocable Trust |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 150,000 | I | Through RT 2011 Irrevocable Trust |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 4,706.204 ⁽⁴⁾ | I | Through Self Employed Pension Plan |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 5,213.041 ⁽⁵⁾ | I | Through Spouse's Ira |

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 required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|

4, and 5)

| | | | | |
|-----|---------------------|--------------------|-------|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| (A) | (D) | | | |

Reporting Owners

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

Signatures

| | |
|--|------------|
| John G. Stumpf, by Anthony R. Augliera, as Attorney-in-Fact | 02/11/2014 |
| **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).
- Total reflects a transfer by gift of shares from the reporting person's direct holdings to the trust. The amount of securities beneficially owned as of fiscal year end reflects the two gift transactions as reported on this Form 4, as well as previous transactions reported on a Form 4 on 11/1/2013.
- (1) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan (the "Plan") as of December 31, 2013, as if investable cash equivalents held by Plan were fully invested in Company common stock.
 - (2) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 50.319 shares on 12/2/2013.
 - (3) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 31.633 shares on 12/2/2013.
 - (4) Includes the following shares of Company common stock acquired under the Company's dividend reinvestment plan: 35.04 shares on 12/2/2013.

Remarks:
Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.