

WFC HOLDINGS CORP  
 Form 3  
 September 12, 2018

**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 <b>and</b> Ticker or Trading Symbol         |  |
| WELLS FARGO & COMPANY/MN                  |         | (Month/Day/Year)                     | PIMCO MUNICIPAL INCOME FUND II [PML]                       |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer           |  |
| 420 MONTGOMERY STREET                     |         |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)       |  |
| (Street)                                  |         |                                      | (Check all applicable)                                     |  |
| SAN FRANCISCO, CA 94104                   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |
| (City)                                    | (State) | (Zip)                                | ___ Form filed by One Reporting Person                     |  |
|   |         |                                      | ___X___ Form filed by More than One Reporting Person       |  |

**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) |
|---------------------------------|---|--|---|
| Auction-Rate Preferred Shares   | 2,123 <sup>(1)</sup> <sub>(2)</sub>                   | I <sup>(3)</sup>   | By Subsidiary <sup>(3)</sup> <sub>(4)</sub>           |

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 Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  |  | Title   |  |  |   |

Edgar Filing: WFC HOLDINGS CORP - Form 3

|             |            |           |             |
|-------------|------------|-----------|-------------|
| Date        | Expiration | Amount or | or Indirect |
| Exercisable | Date       | Number of | (I)         |
|             |            | Shares    | (Instr. 5)  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| WELLS FARGO & COMPANY/MN<br>420 MONTGOMERY STREET<br>SAN FRANCISCO, CA 94104 | Â             | Â X       | Â       | Â     |
| WFC HOLDINGS CORP<br>420 MONTGOMERY STREET<br>SAN FRANCISCO, CA 94104        | Â             | Â X       | Â       | Â     |

## Signatures

WELLS FARGO & COMPANY, /s/ Lori Ward  
Date: 09/11/2018  
Signature: \_\_\_\_\_ Date: \_\_\_\_\_

WFC HOLDINGS, LLC, /s/ Arthur C. Evans  
Date: 09/11/2018  
Signature: \_\_\_\_\_ 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) The Auction-Rate Preferred Shares of the Issuer ("Shares") reported in Table I (CUSIP Nos: 72200W205, 72200W304, 72200W403, 72200W502, and 72200W601) represent 2,071 Shares beneficially owned by WFC Holdings, LLC ("WFC Holdings") and an additional 52 Shares beneficially owned by EVEREN Capital Corporation ("EVEREN"). WFC Holdings and EVEREN are wholly owned subsidiaries of Wells Fargo & Company ("Wells Fargo"). For the purposes of this filing, all series of Shares identified in Item 1 of Table I are treated herein as one class of securities. The shareholdings identified in Table I and in this footnote reflect the number of Shares held by the reporting persons as of the date of this Form 3.
- (2) (Continued from Footnote 1) This Form 3 was not timely filed to reflect the reporting persons' aggregate beneficial ownership of more than 10% of the Shares, which first occurred as of the date stated in Item 2 above, and subsequent Forms 4 were also not timely filed to reflect changes in the reporting persons' beneficial ownership.
- (3) This statement is jointly filed by Wells Fargo and WFC Holdings. Wells Fargo holds an indirect interest in the Shares listed in Table I by virtue of its indirect ownership of its subsidiary, EVEREN, and direct ownership of its subsidiary, WFC Holdings.
- (4) Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is agreeing to act together with any other person) as a partnership, limited partnership, syndicate, or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or (ii) a member of any group with respect to the Issuer or any securities of the Issuer.

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.