

BAKER JOHN D II

Form 4

April 25, 2019

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BAKER JOHN D II**

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) (First) (Middle)  
**200 WEST FORSYTH STREET**  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**04/23/2019**

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

**JACKSONVILLE, FL 32202**

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

6. Individual or Joint/Group Filing(Check  
 Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
 Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                          |                                         |                                                             | Code                                 | V                                                                          | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                      |                                                                            |                                                                                                                    | 47,532                                                               | D                                                                 |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                      |                                                                            |                                                                                                                    | 4,100                                                                | I By Clb<br>Trust                                                 |
| Common<br>Stock, \$1<br>2/3 Par<br>Value |                                         |                                                             |                                      |                                                                            |                                                                                                                    | 1,175                                                                | I By Crusher<br>Run Crut                                          |

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|                                          |    |   |                  |
|------------------------------------------|----|---|------------------|
| Common<br>Stock, \$1<br>2/3 Par<br>Value | 25 | I | By Spouse<br>(1) |
|------------------------------------------|----|---|------------------|

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 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>of Derivative<br>Security<br>(Instr. 3) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                               | (A)                                                            | (D)                                                                 |                                                     |
| Phantom<br>Stock<br>Units                           | (2)                                                                | 04/23/2019                              |                                                             | A                                    | 3,802                                                                                                           | (3)                                                            | (3)                                                                 | Common<br>Stock, \$1<br>2/3 Par<br>Value            |
|                                                     |                                                                    |                                         |                                                             |                                      |                                                                                                                 |                                                                |                                                                     | Amount<br>or<br>Number<br>of<br>Shares              |
|                                                     |                                                                    |                                         |                                                             |                                      |                                                                                                                 |                                                                |                                                                     | 3,802                                               |
|                                                     |                                                                    |                                         |                                                             |                                      |                                                                                                                 |                                                                |                                                                     | \$ 47                                               |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships                    |
|----------------------------------------------------------------------|----------------------------------|
|                                                                      | Director 10% Owner Officer Other |
| BAKER JOHN D II<br>200 WEST FORSYTH STREET<br>JACKSONVILLE, FL 32202 | X                                |

## Signatures

|                                                                  |            |
|------------------------------------------------------------------|------------|
| John D. Baker II, by Anthony R. Augliera, as<br>Attorney-in-Fact | 04/25/2019 |
|------------------------------------------------------------------|------------|

\*\*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) Reporting person disclaims beneficial ownership of these shares.
- (2) Each phantom stock unit represents the right to receive one share of Wells Fargo & Company common stock.
- (3) Deferred compensation shares payable in installments based upon director's election.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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