Van Beurden Saul Form 4 April 10, 2019

### FORM 4

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

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 \*

Van Beurden Saul

(Last)

(First) (Middle)

150 EAST 42ND STREET

(Street)

NEW YORK, NY 10017

2. Issuer Name and Ticker or Trading

Symbol

WELLS FARGO & COMPANY/MN [WFC]

3. Date of Earliest Transaction

(Month/Day/Year) 04/08/2019

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

X\_ Officer (give title Other (specify below)

Sr. Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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 Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

5. Amount of Securities Beneficially Owned Following

Reported Transaction(s)

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Securities Code

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. 1 **Underlying Securities** De (Instr. 3 and 4) Sec

#### Edgar Filing: Van Beurden Saul - Form 4

| (Instr. 3)                   | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8 | (<br>( | Acquired (or Dispose (D) (Instr. 3, 4 and 5) | ed of |                     |                    |  |                                     | (Iı |
|------------------------------|------------------------------------|------------|------------------|-----------|--------|--|-------|---------------------|--------------------|--|-------------------------------------|-----|
|                              |                                    |            |                  | Code '    | V      | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date | Title                                    | Amount<br>or<br>Number<br>of Shares |     |
| Restricted<br>Share<br>Right | (1)                                | 04/08/2019 |                  | A         |        | 10,230                                       |       | (2)                 | (2)                | Common<br>Stock, \$1<br>2/3 Par<br>Value | 10,230                              |     |
| Restricted<br>Share<br>Right | (1)                                | 04/08/2019 |                  | A         |        | 85,925                                       |       | (2)                 | (2)                | Common<br>Stock, \$1<br>2/3 Par<br>Value | 85,925                              |     |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

Director 10% Owner Officer Other

Van Beurden Saul 150 EAST 42ND STREET NEW YORK, NY 10017

Sr. Executive Vice President

# **Signatures**

Saul Van Beurden, by Anthony R. Augliera, as Attorney-in-Fact

04/10/2019

\*\*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) Each Restricted Share Right ("RSR") represents a contingent right to receive one share of Wells Fargo & Company (the "Company") common stock.
- These RSRs vest in three installments: one-third on 4/8/2020, 4/8/2021, and 4/8/2022. As a condition to receiving the grant, the reporting (2) person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting.

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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