

WELLS FARGO & COMPANY/MN
 Form 4
 March 17, 2017

FORM 4

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

OMB APPROVAL

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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 *
LEVY RICHARD

(Last) (First) (Middle)
 301 SOUTH COLLEGE STREET
 (Street)

CHARLOTTE, NC 28202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 03/15/2017

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)
 Executive VP & Controller

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | | M | | 1,014.9451 <u>(1)</u> | A | \$ 0 |
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | | F | | 349.9451 | D | \$ 58.71 |
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | | M | | 51,881.7441 <u>(2)</u> | A | \$ 0 |
| | | | | | | | 2,960.9451 |
| | | | | | | | 2,611 |
| | | | | | | | 54,492.7441 |

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| | | | | | | | | |
|---------------------------------|------------|---|-------------------------|---|----------|--------------------------|---|-----------------------|
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | F | 26,504.7441 | D | \$ 58.71 | 27,988 | D | |
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | M | 573.5701 ⁽³⁾ | A | \$ 0 | 28,561.5701 | D | |
| Common Stock, \$1 2/3 Par Value | 03/15/2017 | F | 195.5701 | D | \$ 58.71 | 28,366 | D | |
| Common Stock, \$1 2/3 Par Value | | | | | | 99 | I | Ira |
| Common Stock, \$1 2/3 Par Value | | | | | | 1,197.461 ⁽⁴⁾ | I | Through 401(k) Plan |
| Common Stock, \$1 2/3 Par Value | | | | | | 134,222 | I | Through RL & DL Trust |

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

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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, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Restricted Share Right | <u>(5)</u> | 03/15/2017 | | M | 1,014.9451 | <u>(6)</u> | <u>(6)</u> | Common Stock, \$1 2/3 Par Value | 1,014.9451 |
| | <u>(7)</u> | 03/15/2017 | | M | 51,881.7441 | <u>(8)</u> | <u>(8)</u> | | 51,881.7441 |

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reporting person as part of the reporting person's 2014 annual incentive compensation award.

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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