

HEID MICHAEL J
Form 3
August 04, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 and Ticker or Trading Symbol	
Â HEID MICHAEL J		(Month/Day/Year)	WELLS FARGO & CO/MN [WFC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		07/26/2011		
1 HOME CAMPUS			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President	
DES MOINES,Â IAÂ 50328			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)		

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)
Common Stock, \$1 2/3 Par Value	4,408	D	Â
Common Stock, \$1 2/3 Par Value	10,718.9 ⁽¹⁾	I	Through 401(k) Plan
Common Stock, \$1 2/3 Par Value	27,470	I	Through DKH Rev Trust
Common Stock, \$1 2/3 Par Value	14,426	I	Through MJH Rev Trust
Common Stock, \$1 2/3 Par Value	15	I	Through son

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

SEC 1473 (7-02)

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

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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Purchase Option	02/22/2005	02/22/2015	Common Stock, \$1 2/3 Par Value	35,620	\$ 29.905	D	Â
Employee Stock Purchase Option	06/07/2006	02/25/2013	Common Stock, \$1 2/3 Par Value	7,060	\$ 33.825	D	Â
Employee Stock Purchase Option	08/11/2006	02/25/2013	Common Stock, \$1 2/3 Par Value	6,226	\$ 34.725	D	Â
Employee Stock Purchase Option	02/28/2007	02/28/2016	Common Stock, \$1 2/3 Par Value	116,140	\$ 32.245	D	Â
Employee Stock Purchase Option	02/27/2008	02/27/2017	Common Stock, \$1 2/3 Par Value	123,320	\$ 34.39	D	Â
Employee Stock Purchase Option	02/26/2009	02/26/2018	Common Stock, \$1 2/3 Par Value	158,110	\$ 31.4	D	Â
Employee Stock Purchase Option	02/24/2010 ⁽²⁾	02/24/2019	Common Stock, \$1 2/3 Par Value	138,666	\$ 13.05	D	Â
Phantom Stock Units	Â ⁽³⁾	Â ⁽³⁾	Common Stock, \$1 2/3 Par Value	12,270.7779	\$ ⁽⁴⁾	D	Â
Restricted Share Right	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock, \$1 2/3 Par Value	88,241.7161	\$ ⁽⁶⁾	D	Â
Restricted Share Right	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock, \$1	20,852.2117	\$ ⁽⁶⁾	D	Â

Restricted Share Right	Â (8)	Â (8)	2/3 Par Value Common Stock, \$1 2/3 Par Value	1,537.1249	\$ (6)	D	Â
Restricted Share Right	Â (9)	Â (9)	2/3 Par Value Common Stock, \$1 2/3 Par Value	2,139.1788	\$ (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEID MICHAEL J 1 HOME CAMPUS DES MOINES, IA 50328	Â	Â	Â Executive Vice President	Â

Signatures

Michael J. Heid, by Ross E. Jeffries, as
Attorney-in-Fact

08/04/2011

__Signature of Reporting Person

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) Reflects share equivalent of units in Wells Fargo ESOP Fund of 401(k) Plan as of July 26, 2011, as if investable cash equivalents held by plan were fully invested in Wells Fargo & Company common stock.
- (2) 69,333 shares will become exercisable on 2/24/2012.
- (3) Supplemental 401(k) plan shares payable upon retirement.
- (4) Conversion price is 1-for-1. Includes shares held through supplemental 401(k) plan.
- (5) These RSRs vest in three installments: 25% on 3/15/2013, 30% on 3/15/2014, and 40% on 3/15/2015.
- (6) Each Restricted Share Right ("RSRs") represents a contingent right to receive one share of Wells Fargo & Company common stock.
- (7) These RSRs vest in three installments: 30% on each of 3/15/2014 and 3/15/2015, and 40% on 3/15/2016.
- (8) These RSRs vest in two installments: one-third on 3/15/2012 and 3/15/2013. These RSRs were granted to the reporting person as part of the reporting person's 2009 annual incentive compensation award.
- (9) These RSRs vest in three installments: one-third on each of 3/15/2012, 3/15/2013, and 3/15/2014. These RSRs were granted to the reporting person as part of the reporting person's 2010 annual incentive compensation award.

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Remarks:

Exhibit 24 - Power of Attorney

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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