#### WELLS FARGO & CO/MN

Form 4 April 24, 2006

## FORM 4

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations **SECURITIES** 

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * STUMPF JOHN G			2. Issuer Name and Ticker or Trading Symbol WELLS FARGO & CO/MN [WFC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
420 MONTGOMERY STREET			04/20/2006	_X_ Officer (give title Other (specify below)		
				President & COO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
SAN FRANCISCO, CA 94104				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 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactiorDisposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Beneficially Code Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Through Common self Stock, \$1 04/20/2006 P 310 \$ 65.07 667.795 I employed 2/3 par pension value plan Common Through Stock, \$1 04/21/2006 M 1,500 100,715 I family 37.5625 2/3 par trust value Common 04/21/2006 M 141,372 A \$ 45.24 242,087 I Through Stock, \$1 family 2/3 par trust

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Common Stock, \$1 2/3 par value	04/21/2006	F	119,186	D	\$ 65.03	122,901	I	Through family trust
Common Stock, \$1 2/3 par value						3,004.024	I	Through IRA
Common Stock, \$1 2/3 par value						2,091.908	I	Through spouse's IRA
Common Stock, \$1 2/3 par value						39,910.4746 (1)	I	Through 401(k) Plan

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 Deriva Securi (Instr.	ative ty	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	ransactionDerivative Securities ode Acquired (A) or		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)	
					Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title I
Empl Stock Purch Optio	nase	\$ 37.5625	04/21/2006		M			1,500	02/23/2002	02/23/2009	Common Stock, \$1 2/3 par value
Empl Stock Purch Optio	nase	\$ 45.24	04/21/2006		M			91,824	02/25/2004	02/25/2013	Common Stock, \$1 2/3 par value
Empl Stock Purch Optio	nase	\$ 45.24	04/21/2006		M			49,548	02/25/2005	02/25/2013	Common Stock, \$1 2/3 par value

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Employee Stock Purchase Option	\$ 65.03	04/21/2006	A	1,087	04/21/2006	02/23/2009	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 65.03	04/21/2006	A	113,406	04/21/2006	02/25/2013	Common Stock, \$1 2/3 par value

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

STUMPF JOHN G

420 MONTGOMERY STREET SAN FRANCISCO, CA 94104

President & COO

04/24/2006

# **Signatures**

John G. Stumpf, by Robert S. Singley, Attorney-in-Fact

\*\*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) Reflects share equivalent of units in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of March 31, 2006, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company Common Stock.

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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