## Edgar Filing: WELLS FARGO & CO/MN - Form 4

WELLS FA Form 4 July 03, 200	RGO & CO/MN 6								
FORM	ЛЛ		SECU	DITIEC				-	PPROVAL
Check th	uis box	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							
if no lon, subject to Section 2 Form 4 of Form 5 obligation may con See Instr	o STATE 16. or Filed pu ons tinue.	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							2005 average urs per . 0.5
1(b). (Print or Type	Responses)								
1. Name and A MCCORM	Symbol	er Name <b>an</b> S FARG(		r Trading MN [WFC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 3200 CHEF DRIVE, SU		of Earliest T Day/Year) 2006	ransaction	1	Officer (give title Other (specify below)				
,	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DENVER,	CO 80209-3245						Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	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)
Reminder: Rer	port on a separate line	e for each cl	ass of sec				or indirectly		
					Pers infor requ	ons who res mation cont ired to resp	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

number.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year) Execution Date, if		TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	<u>(1)</u>	07/01/2006		Α		369.7078		(2)	(2)	Common Stock, \$1 2/3 par value	369.7078

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
MCCORMICK RICHARD D 3200 CHERRY CREEK SOUTH DRIVE SUITE 230 DENVER, CO 80209-3245	Х						
Signatures							
Richard D. McCormick, by Robert S. Sing Attorney-in-Fact	ley,		07/0	03/2006			
<u>**</u> Signature of Reporting Person			1	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) Conversion price is 1-for-1

(2) Payable in a lump sum on July 1 following cessation of board membership

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.