## Edgar Filing: STUMPF JOHN G - Form 4

Form 4	OHN G							
February 20 FORM Check th if no lon, subject to Section 7 Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	OMB A OMB Number: Expires: Estimated burden hou response	urs per						
(Print or Type	Responses)							
STUMPF JOHN G S. V (Last) (First) (Middle) 3. (I			2. Issuer Name <b>and</b> Ticker or Trading Symbol WELLS FARGO & CO/MN [WFC] 3. Date of Earliest Transaction (Month/Day/Year)			<ul> <li>5. Relationship of Reporting Person(s) to Issuer</li> <li>(Check all applicable)</li> <li>_X_ Director 10% Owner</li> <li>_X_ Officer (give title Other (specify)</li> </ul>		
420 WION I	GOMERY STRE		)2/20/2	2009		below)	below) esident & CEO	ler (opeen)
				endment, Date Origina onth/Day/Year)	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)	Tab	ole I - Non-Derivative	Securities A		of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	3. 4. Securiti TransactionAcquired Code Disposed (Instr. 8) (Instr. 3, 4 Code V Amount	(A) or of (D)	Securities Beneficially Owned	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 clas	s of sec	urities beneficially owr	ed directly o	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.

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

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	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	ĺ	<ul><li>(A) or Disposed</li><li>(D)</li><li>(Instr. 3, 4, and</li></ul>					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Phantom Stock Units	(1)	02/20/2009		А		5,594.8158		(2)	(2)	Common Stock, \$1 2/3 par value	5,594.81

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STUMPF JOHN G 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104	Х		President & CEO				
Signatures							
John G. Stumpf, by Robert S. Sir Attorney-in-Fact	ngley,		02/20/2009				

\*\*Signature of Reporting Person

## **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 lump sum upon retirement.

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.

Date