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

WELLS FA Form 4 March 13, 2	ARGO & CO/MN 2006										
FORM	ЛЛ								OMB A	PPROVAL	
	UNITED	STATES		RITIES An ashington			E COMMISS	SION	OMB Number:	3235-0287	
Check the check	loer								Expires:	January 31, 2005	
subject Section	to SIAIE 16.	F CHAI	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per		
Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									response 0.5	
obligation may con <i>See</i> Inst 1(b).	ons ntinue. Section 17((a) of the l	Public U		ding Cor	npany Ac	ct of 1935 or S				
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> STROTHER JAMES M			2. Issue Symbol	er Name an o	d Ticker or	Trading	5. Relation Issuer	5. Relationship of Reporting Person(s) to Issuer			
			WELL	S FARGO) & CO/I	MN [WF0	C]] (Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction				(eneen	un uppneuer	•)		
				Day/Year) 2006			X Offic below)	Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President			
(Street)			4. If Am	endment, D	ate Origina	ıl	6. Individu	6. Individual or Joint/Group Filing(Check			
Filed(1 SAN FRANCISCO, CA 94107				_X_F F					plicable Line) Form filed by One Reporting Person Form filed by More than One Reporting		
							Person				
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities	Acquired, Disp	osed of,	or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s (Instr. 3 and 4	Fc (D (I) (Ir	Ownership orm: Direct)) or Indirect hstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price	e (insu: 5 and 4)			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				

Persons who respond to the collection of information contained in this form are not (9-02) 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	Transacti	orDerivative	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>	03/10/2006		A		490.2724		(2)	(2)	Common Stock, \$1 2/3 par value	490.2724

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
STROTHER JAMES M 633 FOLSOM STREET 7TH FLOOR SAN FRANCISCO, CA 94107			Executive Vice President					
Signatures								
James M. Strother, by Robert S. Si Attorney-in-Fact	ngley,		03/13/2006					
<u>**</u> Signature of Reporting Pe	erson		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 3 annual installments beginning March 1, 2012

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.