

STUMPF JOHN G  
Form 4/A  
February 10, 2006

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STUMPF JOHN G

(Last) (First) (Middle)  
420 MONTGOMERY STREET  
(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

WELLS FARGO & CO/MN [WFC]

3. Date of Earliest Transaction (Month/Day/Year)  
03/09/2005

4. If Amendment, Date Original Filed (Month/Day/Year)  
03/11/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Group Executive Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(D)	Price
Common Stock, \$1 2/3 par value	03/09/2005		M		43,687	A	\$ 33.5
					88,962 <sup>(1)</sup>	I	
Common Stock, \$1 2/3 par value	03/09/2005		M		34,446	A	\$ 36.7813
					123,408 <sup>(1)</sup>	I	
Common Stock, \$1 2/3 par value	03/09/2005		F		60,115	D	\$ 60.79
					63,293 <sup>(1)</sup>	I	

Through family trust

Through family trust

Through family trust

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Common Stock, \$1 2/3 par value	2,883.928	I	Through IRA
Common Stock, \$1 2/3 par value	2,008.278	I	Through spouse's IRA
Common Stock, \$1 2/3 par value	200	I	By daughter
Common Stock, \$1 2/3 par value	39,172.2098 <u>(2)</u>	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.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Purchase Option	\$ 33.5	03/09/2005		M		11,387	02/22/2002 02/22/2010	Common Stock, \$1 2/3 par value	11
Employee Stock Purchase Option	\$ 33.5	03/09/2005		M		32,300	02/22/2003 02/22/2010	Common Stock, \$1 2/3 par value	32
Employee Stock Purchase Option	\$ 36.7813	03/09/2005		M		34,446	07/29/1999 07/28/2008	Common Stock, \$1 2/3 par value	34

