

EDWARDS WEBB  
Form 4  
November 16, 2004

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**EDWARDS WEBB**

(Last) (First) (Middle)

8901 E. MOUNTAIN VIEW ROAD

(Street)

SCOTTSDALE, AZ 85258

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**WELLS FARGO & CO/MN [WFC]**

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

11/15/2004

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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  | (A) or (D) | Price                                                                                         |                                                          |                                                       |                      |
| Common Stock, \$1 2/3 par value | 11/15/2004                           |                                                    | M                              |                                                                   | 107,028 | A          | \$ 33.5                                                                                       | 176,440                                                  | I                                                     | Through Family Trust |
| Common Stock, \$1 2/3 par value | 11/15/2004                           |                                                    | M                              |                                                                   | 20,173  | A          | \$ 37.5625                                                                                    | 196,613                                                  | I                                                     | Through Family Trust |
| Common Stock, \$1 2/3 par value | 11/15/2004                           |                                                    | F                              |                                                                   | 87,325  | D          | \$ 62.57                                                                                      | 109,288                                                  | I                                                     | Through Family Trust |

|                                          |                        |   |                           |
|------------------------------------------|------------------------|---|---------------------------|
| Common<br>Stock, \$1<br>2/3 par<br>value | 2,067.4 <sup>(1)</sup> | I | Through<br>401(k)<br>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 of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------|
| Employee<br>Stock<br>Purchase<br>Option             | \$ 33.5                                                               | 11/15/2004                              |                                                             | M                                       | 32,962                                                                                                 | 02/22/2002 02/22/2010                                          | Common<br>Stock, \$1<br>2/3 par<br>value                       | 32                                  |
| Employee<br>Stock<br>Purchase<br>Option             | \$ 33.5                                                               | 11/15/2004                              |                                                             | M                                       | 74,066                                                                                                 | 02/22/2003 02/22/2010                                          | Common<br>Stock, \$1<br>2/3 par<br>value                       | 74                                  |
| Employee<br>Stock<br>Purchase<br>Option             | \$ 37.5625                                                            | 11/15/2004                              |                                                             | M                                       | 20,173                                                                                                 | 02/23/2000 02/23/2009                                          | Common<br>Stock, \$1<br>2/3 par<br>value                       | 20                                  |
| Employee<br>Stock<br>Purchase<br>Option             | \$ 62.57                                                              | 11/15/2004                              |                                                             | A                                       | 74,705                                                                                                 | 11/15/2004 02/22/2010                                          | Common<br>Stock, \$1<br>2/3 par<br>value                       | 74                                  |
| Employee<br>Stock<br>Purchase<br>Option             | \$ 62.57                                                              | 11/15/2004                              |                                                             | A                                       | 14,931                                                                                                 | 11/15/2004 02/23/2009                                          | Common<br>Stock, \$1<br>2/3 par<br>value                       | 14                                  |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owners               |               |

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Director    10% Owner    Officer    Other

EDWARDS WEBB  
8901 E. MOUNTAIN VIEW ROAD  
SCOTTSDALE, AZ 85258

Executive Vice President

## Signatures

C. Webb Edwards, by Robert S. Singley,  
Attorney-in-Fact

11/16/2004

\_\_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 October 31, 2004, 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.

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