

Modjtabai Avid  
Form 3  
July 05, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Modjtabai Avid                          |         | (Month/Day/Year)                     | WELLS FARGO & CO/MN [WFC]                          |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 06/28/2005                           |  |  |
| 420 MONTGOMERY STREET                     |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| SAN FRANCISCO,Â CAÂ 94104                 |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | Executive Vice President                           |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$1 2/3 par value    | 17,380.291 <sup>(1)</sup>                                | D   | Â  |
| Common Stock, \$1 2/3 par value    | 1,398.0021 <sup>(2)</sup>                                | I   | Through 401(k) Plan                                      |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                                | Date Exercisable | Expiration Date | Title                           | Amount or Number of Shares | Security      | Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------|------------------|-----------------|---------------------------------|----------------------------|---------------|---------------------------------------|---|
| Phantom Stock Units            | 03/01/2025       | 03/01/2025      | Common Stock, \$1 2/3 par value | 83.7088                    | \$ <u>(3)</u> | D                                     | Â |
| Phantom Stock Units            | Â <u>(4)</u>     | Â <u>(4)</u>    | Common Stock, \$1 2/3 par value | 2,269.2095                 | \$ <u>(3)</u> | D                                     | Â |
| Employee Stock Purchase Option | 07/15/1999       | 07/15/2007      | Common Stock, \$1 2/3 par value | 987                        | \$ 26.55      | D                                     | Â |
| Employee Stock Purchase Option | 07/15/2000       | 07/15/2007      | Common Stock, \$1 2/3 par value | 1,493                      | \$ 26.55      | D                                     | Â |
| Employee Stock Purchase Option | 02/17/1999       | 02/17/2008      | Common Stock, \$1 2/3 par value | 2,530                      | \$ 32.66      | D                                     | Â |
| Employee Stock Purchase Option | 02/17/2000       | 02/17/2008      | Common Stock, \$1 2/3 par value | 2,530                      | \$ 32.66      | D                                     | Â |
| Employee Stock Purchase Option | 02/17/2001       | 02/17/2008      | Common Stock, \$1 2/3 par value | 2,530                      | \$ 32.66      | D                                     | Â |
| Employee Stock Purchase Option | 02/27/2002       | 02/27/2011      | Common Stock, \$1 2/3 par value | 5,600                      | \$ 49.58      | D                                     | Â |
| Employee Stock Purchase Option | 02/27/2003       | 02/27/2011      | Common Stock, \$1 2/3 par value | 5,600                      | \$ 49.58      | D                                     | Â |
| Employee Stock Purchase Option | 02/27/2004       | 02/27/2011      | Common Stock, \$1 2/3 par value | 5,600                      | \$ 49.58      | D                                     | Â |
| Employee Stock Purchase Option | 02/26/2003       | 02/26/2012      | Common Stock, \$1               | 6,950                      | \$ 46.6       | D                                     | Â |

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|                                |            |            |   |        |          |   |   |
|--------------------------------|------------|------------|---|--------|----------|---|---|
| Employee Stock Purchase Option | 02/26/2004 | 02/26/2012 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 6,950  | \$ 46.6  | D | Â |
| Employee Stock Purchase Option | 02/26/2005 | 02/26/2012 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 6,950  | \$ 46.6  | D | Â |
| Employee Stock Purchase Option | 02/25/2004 | 02/25/2013 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 10,497 | \$ 45.24 | D | Â |
| Employee Stock Purchase Option | 02/25/2005 | 02/25/2013 | 2/3 par value<br>Common Stock, \$ 1 2/3 par value | 10,497 | \$ 45.24 | D | Â |
| Employee Stock Purchase Option | 02/25/2006 | 02/25/2013 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 10,496 | \$ 45.24 | D | Â |
| Employee Stock Purchase Option | 01/12/2004 | 02/22/2010 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 4,740  | \$ 57.38 | D | Â |
| Employee Stock Purchase Option | 02/24/2004 | 02/24/2014 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 34,390 | \$ 56.86 | D | Â |
| Employee Stock Purchase Option | 08/18/2004 | 02/22/2010 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 7,015  | \$ 57.88 | D | Â |
| Employee Stock Purchase Option | 02/22/2005 | 02/22/2015 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 49,760 | \$ 59.81 | D | Â |
| Employee Stock Purchase Option | 03/15/2005 | 02/23/2009 | 2/3 par value<br>Common Stock, \$1 2/3 par value  | 9,308  | \$ 60.1  | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                                  |       |
|--|---------------|-----------|----------------------------------|-------|
|  | Director      | 10% Owner | Officer                          | Other |
| Modjtabai Avid<br>420 MONTGOMERY STREET<br>SAN FRANCISCO, CA 94104 | Ã             | Ã         | Ã Executive<br>Vice<br>President | Ã     |

## Signatures

Avid Modjtabai, by Robert S. Singley, as  
Attorney-in-Fact

07/05/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).  
Includes 4,093 shares resulting from vesting of three grants of restricted share rights but whose delivery has been deferred to July 1, 2008, 2009 and 2010, respectively; these shares will be subject to withholding for income taxes on those dates. Also includes 3,493.291 shares in dividend reinvestment plan as of June 6, 2005.
- (1) Reflects share equivalent of units in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of June 30, 2005, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company Common Stock.
- (2) Conversion price is 1-for-1
- (3) Payable in a lump sum upon termination of employment

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.