

HOYT DAVID A
Form 5
February 12, 2010

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HOYT DAVID A

(Last) (First) (Middle)

420 MONTGOMERY STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol
WELLS FARGO & CO/MN [WFC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. Executive Vice President

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

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

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock, \$1 2/3 Par Value | 05/09/2008 | | G5 | 3,740 D \$ 0 | 284,991 | I | Through Family Trust |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | | G | 4,660 D \$ 0 | 280,331 | I | Through Family Trust |
| Common Stock, \$1 | 05/09/2008 | | G5 | 748 A \$ 0 | 748 | I | By Trust for AH |

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| | | | | | | | | | |
|---------------------------------|------------|---|----|-----|---|------|----------------------------|---|---------------------|
| 2/3 Par Value | | | | | | | | | |
| Common Stock, \$1 2/3 Par Value | 05/09/2008 | Â | G5 | 748 | A | \$ 0 | 748 | I | By Trust for MH(1) |
| Common Stock, \$1 2/3 Par Value | 05/09/2008 | Â | G5 | 748 | A | \$ 0 | 748 | I | By Trust for EH(1) |
| Common Stock, \$1 2/3 Par Value | 05/09/2008 | Â | G5 | 748 | A | \$ 0 | 748 | I | By Trust for EH(2) |
| Common Stock, \$1 2/3 Par Value | 05/09/2008 | Â | G5 | 748 | A | \$ 0 | 748 | I | By Trust for MH(2) |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | Â | G | 932 | A | \$ 0 | 1,680 | I | By Trust for AH |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | Â | G | 932 | A | \$ 0 | 1,680 | I | By Trust for MH(1) |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | Â | G | 932 | A | \$ 0 | 1,680 | I | By Trust for EH(1) |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | Â | G | 932 | A | \$ 0 | 1,680 | I | By Trust for EH(2) |
| Common Stock, \$1 2/3 Par Value | 11/23/2009 | Â | G | 932 | A | \$ 0 | 1,680 | I | By Trust for MH(2) |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 54,776 | D | Â |
| Common Stock, \$1 2/3 Par Value | Â | Â | Â | Â | Â | Â | 48,672.0834 ⁽¹⁾ | I | Through 401(k) Plan |

Value

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

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SEC 2270
(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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| HOYT DAVID A 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104 | Â | Â | Â | Sr. Executive Vice President Â |

Signatures

David A. Hoyt, by Ross E. Jeffries, as Attorney-in-Fact 02/12/2010

**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 the Wells Fargo ESOP Fund of the Wells Fargo 401(k) Plan as of December 31, 2009, as if investable cash equivalents held by the Plan were fully invested in Wells Fargo Common Stock.

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