

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): February 12, 2020

WELLS FARGO & COMPANY

(Exact name of registrant as specified in its charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-02979  
(Commission File  
Number)

No. 41-0449260  
(IRS Employer  
Identification No.)

420 Montgomery Street, San Francisco, California 94104  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 1-866-249-3302

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Common Stock, par value \$1-2/3	WFC	NYSE
7.5% Non-Cumulative Perpetual Convertible Class A Preferred Stock, Series L	WFC.PRL	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series N	WFC.PRN	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series O	WFC.PRO	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series P	WFC.PRP	NYSE
Depository Shares, each representing a 1/1000th interest in a share of 5.85% Fixed-to-Floating Rate Non-Cumulative Perpetual Class A Preferred Stock, Series Q	WFC.PRQ	NYSE
Depository Shares, each representing a 1/1000th interest in a share of 6.625% Fixed-to-Floating Rate Non-Cumulative Perpetual Class A Preferred Stock, Series R	WFC.PRR	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series T	WFC.PRT	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series V	WFC.PRV	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series W	WFC.PRW	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series X	WFC.PRX	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series Y	WFC.PRY	NYSE
Depository Shares, each representing a 1/1000th interest in a share of Non-Cumulative Perpetual Class A Preferred Stock, Series Z	WFC.PRZ	NYSE
Guarantee of 5.80% Fixed-to-Floating Rate Normal Wachovia Income Trust Securities of Wachovia Capital Trust III	WFC/TP	NYSE
Guarantee of Medium-Term Notes, Series A, due October 30, 2028 of Wells Fargo Finance LLC	WFC/28A	NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 8.01 Other Events.

On February 12, 2020, the Company issued a press release announcing it will redeem on March 16, 2020 (the “Redemption Date”), the remaining 1,802,000 shares of its Fixed-to-Floating Rate Non-Cumulative Perpetual Class A Preferred Stock, Series K (the “Series K Preferred Stock”). After giving effect to the redemption on the Redemption Date, no shares of the Series K Preferred Stock will remain outstanding. The press release is included as Exhibit 99.1 to this report and is incorporated by reference into this Item 8.01.

On February 12, 2020, the Company also issued a press release announcing it will redeem on March 16, 2020 (the “Redemption Date”), 26,720 shares of its Non-Cumulative Perpetual Class A Preferred Stock, Series T (the “Series T Preferred Stock”) and 26,720,000 shares of the related depository shares, each representing a 1/1,000<sup>th</sup> interest in a share of the Series T Preferred Stock (the “Series T Depository Shares”). After giving effect to the partial redemption on the Redemption Date, 5,280 shares of the Series T Preferred Stock and 5,280,000 shares of the Series T Depository Shares will remain outstanding. The press release is included as Exhibit 99.2 to this report and is incorporated by reference into this Item 8.01.

## Item 9.01. Financial Statements and Exhibits.

Exhibit No.	Description	Location
<a href="#">99.1</a>	<a href="#">Press Release dated February 12, 2020.</a>	Filed herewith
<a href="#">99.2</a>	<a href="#">Press Release dated February 12, 2020.</a>	Filed herewith
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.	Filed herewith

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 12, 2020

WELLS FARGO & COMPANY

By: /s/ LE ROY DAVIS

Le Roy Davis  
Executive Vice President and  
Assistant Treasurer

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News Release | February 12, 2020

# Wells Fargo & Company Announces Redemption of its Series K Preferred Stock

**SAN FRANCISCO – February 12, 2020** – Wells Fargo & Company (NYSE: WFC) today announced that on March 16, 2020, it will redeem the remaining 1,802,000 shares (the “Redeemed Shares”) of its Fixed-to-Floating Rate Non-Cumulative Perpetual Class A Preferred Stock, Series K (the “Series K Preferred Stock”).

The redemption price will be equal to \$1,000.00 per Redeemed Share. After giving effect to the redemption, no shares of the Series K Preferred Stock will remain outstanding.

Because the redemption date is also a dividend payment date for the Series K Preferred Stock, the redemption price does not include declared and unpaid dividends. Regular quarterly dividends in the amount of \$14.3164 per share of Series K Preferred Stock will be paid separately in the customary manner on March 16, 2020 to holders of record at the close of business on February 29, 2020.

All regulatory requirements relating to the redemption of the Redeemed Shares have been satisfied by Wells Fargo & Company. The redemption agent is Equiniti Trust Company, 1110 Centre Pointe Curve, Suite 101, Mendota Heights, Minnesota 55120. Payment of the redemption price for the Redeemed Shares will be sent to holders by the redemption agent on the redemption date.

## About Wells Fargo

Wells Fargo & Company (NYSE: WFC) is a diversified, community-based financial services company with \$1.9 trillion in assets. Wells Fargo’s vision is to satisfy our customers’ financial needs and help them succeed financially. Founded in 1852 and headquartered in San Francisco, Wells Fargo provides banking, investment and mortgage products and services, as well as consumer and commercial finance, through 7,400 locations, more than 13,000 ATMs, the internet (wellsfargo.com) and mobile banking, and has offices in 32 countries and territories to support customers who conduct business in the global economy. With approximately 260,000 team members, Wells Fargo serves one in three households in the United States. Wells Fargo & Company was ranked No. 29 on Fortune’s 2019 rankings of America’s largest corporations.

## Contact Information

### Media

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### Investor Relations

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News Release | February 12, 2020

# Wells Fargo & Company Announces Partial Redemption of its Series T Preferred Stock and Related Depositary Shares

**SAN FRANCISCO – February 12, 2020** – Wells Fargo & Company (NYSE: WFC) today announced that on March 16, 2020, it will redeem 26,720 shares (the “Redeemed Preferred Shares”) of its Non-Cumulative Perpetual Class A Preferred Stock, Series T (the “Series T Preferred Stock”). The redemption of the Redeemed Preferred Shares will trigger the redemption of 26,720,000 shares of the related depositary shares (the “Redeemed Depositary Shares”), each representing a 1/1,000<sup>th</sup> interest in a share of Series T Preferred Stock (the “Series T Depositary Shares”). The Redeemed Depositary Shares will be selected in accordance with the standard procedures of The Depository Trust Company.

The redemption price will be equal to \$25,000.00 per Redeemed Preferred Share and \$25.00 per Redeemed Depositary Share. After giving effect to the partial redemption, 5,280 shares of the Series T Preferred Stock and 5,280,000 shares of the Series T Depositary Shares will remain outstanding.

Because the redemption date is also a dividend payment date for the Series T Preferred Stock and Series T Depositary Shares, the redemption price does not include declared and unpaid dividends. Regular quarterly dividends in the amount of \$375.00 per share of Series T Preferred Stock, or \$0.375 per share of Series T Depositary Shares, will be paid separately in the customary manner on March 16, 2020 to holders of record at the close of business on February 28, 2020.

All regulatory requirements relating to the redemption of the Redeemed Preferred Shares and Redeemed Depositary Shares have been satisfied by Wells Fargo & Company. The redemption agent is Equiniti Trust Company, 1110 Centre Pointe Curve, Suite 101, Mendota Heights, Minnesota 55120. Payment of the redemption price for the Redeemed Depositary Shares will be sent to holders by the redemption agent on the redemption date.

## About Wells Fargo

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