

WELLS FARGO & COMPANY/MN
Form 11-K
June 28, 2018

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Annual Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934

For the Fiscal Year Ended December 31, 2017

OR

Transition Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934

For the transition period from _____ to _____.

Commission file number 001-02979

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Wells Fargo & Company 401(k) Plan
c/o Wells Fargo & Company
Sixth and Marquette
Minneapolis, MN 55479

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Wells Fargo & Company
420 Montgomery Street
San Francisco, CA 94163

(a) The following financial statements and reports, which have been prepared pursuant to the requirements of the Employee Retirement Income Security Act of 1974, are filed as part of this Annual Report on Form 11-K:

Report of Independent Registered Public Accounting Firm

Financial Statements:

Statements of Net Assets Available for Benefits as of December 31, 2017 and 2016
Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2017 and 2016
Notes to Financial Statements

Supplemental Schedule:

Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2017

(b) The following Exhibit is filed as part of this Annual Report on Form 11-K:

(23) Consent of Independent Registered Public Accounting Firm.

WELLS FARGO & COMPANY 401(k) PLAN
Financial Statements and Supplemental Schedule
December 31, 2017 and 2016
(With Report of Independent Registered Public Accounting Firm Thereon)

Report of Independent Registered Public Accounting Firm

To the Plan Participants and Plan Administrator

Wells Fargo & Company 401(k) Plan:

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of Wells Fargo & Company 401(k) Plan (the Plan) as of December 31, 2017 and 2016, the related statements of changes in net assets available for benefits for the years then ended, and the related notes (collectively, the financial statements). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2017 and 2016, and the changes in net assets available for benefits for the years then ended, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Accompanying Supplementary Information

The supplemental information in the accompanying Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2017 has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental information is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ KPMG LLP

We have not been able to determine the specific year that we began serving as the Plan's auditor, however we are aware that we have served as the Plan's auditor since at least 1989.

San Francisco, California
June 28, 2018

WELLS FARGO & COMPANY 401(k) PLAN
 Statements of Net Assets Available for Benefits
 December 31, 2017 and 2016

	2017	2016
Assets:		
Investments at fair value (notes 3, 4, and 5):		
Wells Fargo ESOP Fund (note 3):		
Company common stock:		
Allocated	\$9,519,058,204	8,971,697,535
Unallocated	667	606
Company convertible preferred stock – unallocated	2,054,946,114	1,712,154,012
Short-term investments:		
Allocated	120,832,179	113,638,960
Unallocated	—	24,579,582
	11,694,837,164	10,822,070,695
Wells Fargo Non-ESOP Fund (note 3):		
Company common stock	856,029,189	921,630,211
Short-term investments	16,716,911	14,831,296
	872,746,100	936,461,507
Multi-manager funds:		
Collective investment funds	6,149,102,891	4,962,919,797
Mutual funds	3,867,127,774	2,977,525,544
	10,016,230,665	7,940,445,341
Collective investment funds	16,841,114,741	13,670,572,507
Mutual funds	510,176,320	501,546,607
Wells Fargo Stable Value Fund		
Collective investment funds	593,091,173	554,368,647
Investments at fair value	40,528,196,163	34,425,465,304
Investments at contract value		
Wells Fargo Stable Value Fund		
Security-backed contracts	3,900,891,586	3,966,813,473
Total investments	44,429,087,749	38,392,278,777
Notes receivable from participants	1,075,023,392	1,020,030,226
Employer match contribution receivable	216,646,067	208,122,591
Employer profit sharing contribution receivable	189,207,562	184,689,887
Other assets	3,675,426	—
Accrued income	693,801	207,910
Total assets	45,914,333,997	39,805,329,391
Liabilities:		
ESOP notes payable – unallocated (notes 4 and 13)	(1,677,939,127)	(1,565,132,061)
Excess contributions and earnings payable (notes 2(k) and 15)	(31,211)	(78,250)
Other liability (note 10)	—	(30,000)
Total liabilities	(1,677,970,338)	(1,565,240,311)

Net assets available for benefits \$44,236,363,659 38,240,089,080

See accompanying notes to financial statements.

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WELLS FARGO & COMPANY 401(k) PLAN
 Statements of Changes in Net Assets Available
 for Benefits

Years Ended December 31, 2017 and 2016

	2017	2016
Investment		
income:		
Net		
appreciation in		
fair value of	\$5,023,659,042	1,464,456,517
investments		
Dividends, net		
of pass-through		
dividends of		
\$43,603,908		
and		
\$48,723,091	674,494,893	675,793,182
respectively		