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WELLS FARGO & COMPANY/MN

Form 4

Term Preferred

December 18, 2018

December 10	5, 2010													
FORM	14	ed ca		CECUD		A TAT	D EVCI	TANT	CE C	OMMICCION		APPROVAL		
	UNIII	ED 51	IAIES				.C. 2054		GE C	OMMISSION	OMB Number:	3235-0287		
Check thi if no long			Ü		Expires:	January 31,								
subject to Section 1 Form 4 or	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES									Estimated burden ho response.	urs per		
Form 5 obligation may continued to the second secon	inue. Section	-	of the		lity Ho	ldin	ng Comp	any A	Act of	e Act of 1934, 1935 or Sectio 0	n			
(Print or Type F	Responses)													
WELLS FARGO & Symbol					Name and Ticker or Trading N ARIZONA QUALITY					5. Relationship of Reporting Person(s) to Issuer				
M				MUNICI [NAZ]			_		1	(Check all applicable) DirectorX 10% Owner				
(Month					ate of Earliest Transaction nth/Day/Year) 14/2018					Officer (give title Other (specify below)				
(Street) 4. If Amen				ndment, Date Original th/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting					
SAN FRAN	CISCO, CA	94104								Person	viore man One	Keporting		
(City)	(State)	(Z	ip)	Table	I - Non-	Der	ivative Se	curiti	es Acq	uired, Disposed of	f, or Benefici	ally Owned		
1.Title of Security (Instr. 3)		Fransaction Date 2A. Deemed execution Date, any (Month/Day/Year)			3. 4. Securities Transaction Acquired (A) Code Disposed of (I (Instr. 8) (Instr. 3, 4 and (A) or)) 5)	•	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Variable Rate					Code	V	Amount	(D)	Price			D		
MuniFund Term Preferred Shares	12/14/2018				J(1)(2)		883	D	(1)	0	I	By Subsidiary		
Adjustable Rate MuniFund	12/14/2018				J(1)(2)		883	A	<u>(1)</u>	883	I	By Subsidiary		

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Shares

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)

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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. Transa Code (Instr.	ection 8)	5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WELLS FARGO & COMPANY/MN 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104		X					
Wells Fargo Municipal Capital Strategies, LLC 375 PARK AVENUE NEW YORK, NY 10152		X					

Signatures

WELLS FARGO & COMPANY, by: /s/ Lori Ward						
**Signature of Reporting Person	Date					
WELLS FARGO MUNICIPAL CAPITAL STRATEGIES, LLC, by: /s/ Adam Joseph						
**Signature of Reporting Person	Date					

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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).
- The disposition of shares occurred pursuant to the Exchange Agreement, dated December 14, 2018, between the Issuer and Wells Fargo Municipal Capital Strategies, LLC ("Capital Strategies") pursuant to which Capital Strategies exchanged 883 existing Variable Rate
- (1) MuniFund Term Preferred Shares, Series 2019 ("VMTP Shares") of the Issuer for an equal number of newly issued Adjustable Rate MuniFund Term Preferred Shares, Series 2028 ("AMTP Shares") of the Issuer in a cashless exchange.
- This statement is jointly filed by Wells Fargo & Company ("Wells Fargo") and Capital Strategies. Wells Fargo holds an indirect interest in the securities listed in Table I (the "Securities") by virtue of its indirect ownership of its subsidiary Capital Strategies. Capital Strategies is an indirect wholly owned subsidiary of Wells Fargo.
 - Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is
- (3) agreeing to act together with any other person) as a partnership, limited partnership, syndicate or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or any securities of the Issuer or any securities of the Issuer.

Remarks:

Exhibits Index

Exhibit 99.1 - Joint Filing Agreement

Exhibit 99.2 - Joint Filer Information

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.