

Large Cap Value Fund

Wells Fargo
& Company
401(k) Plan
Multi-Manager
Funds



Effective December 31, 2017

Together we'll go far



Large Cap Value Fund

This disclosure summarizes information about the Large Cap Value Fund that a prospective investor should know before investing. Investors should read and retain this disclosure for future reference.

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Investments in the Fund are NOT bank deposits, are NOT guaranteed by Wells Fargo, are NOT insured by the Federal Deposit Insurance Corporation (“FDIC”) or any other agency of the U.S. Government and are subject to investment risks, including loss of principal.

The interests offered hereby are exempt from registration under the federal securities laws, and accordingly, this disclosure does not contain information that would otherwise be included if registration were required.

Key information

The Large Cap Value Fund (the “Fund”) is a custom, multimanager investment fund created exclusively for the Wells Fargo & Company 401(k) Plan (“401(k) Plan”).

Investment objective. The Fund seeks long-term capital appreciation. *There is no assurance that the Fund will achieve its objective.*

Strategy. The Fund seeks to achieve its objective by investing in a combination of pooled investment vehicles, mutual funds, and bank collective funds, which invest in large-capitalization value equity securities (the “Underlying Funds”). The Underlying Funds are selected to provide diversification of manager styles and asset holdings consistent with the investment objective of the Fund. The daily cash flows in the Fund will be reinvested in the Underlying Funds in accordance with the specified allocation targets. The Fund will be rebalanced no less than once per month to maintain the target allocation of assets among the Underlying Funds.

Risk versus returns. Unlike insured bank deposits, an investment in the Fund is not insured against loss of principal. Therefore, investors should be prepared to accept some risk with the money invested in the Fund. The value of the Fund’s investments will vary from day to day and will generally reflect current market conditions, interest rates, and other company, political, or economic news. When an interest in the Fund is redeemed, it may be worth more or less than the amount paid for it.

The unit price of the Fund is expected to be volatile and investors should expect fluctuations in the value of their investment.

Additional information. For further information on the Fund, including historical performance and fees, please refer to the fund fact sheet.

To obtain a copy of the fund fact sheet, you may call 1-877-HRWELLS (1-877-479-3557) option 1 to speak with a plan specialist or sign on to the 401(k) Plan website on *Teamworks* or teamworks.wellsfargo.com.

Who may invest

The Fund is exclusively available to participants in the 401(k) Plan. Certain restrictions apply to participants' investment instructions relating to the Fund. Please see "Frequent trading of Fund units" for a description of these restrictions.

Investment policy

The Fund seeks to achieve its investment objective by investing in Underlying Funds, which may or may not be affiliated with Wells Fargo & Company ("Wells Fargo"). The 401(k) Plan's Employee Benefits Review Committee ("Committee"), as investment fiduciary of the 401(k) Plan, selects the Underlying Funds and sets the allocation targets in consultation with its advisors. Decisions regarding selection of the Underlying Funds are made in accordance with the investment strategy for the Fund. These Underlying Funds, and their specified target allocations within the Fund, are subject to change from time to time in the Committee's discretion, with or without notice.

Portfolio holdings. As of the date of this disclosure, the Fund is invested in the following Underlying Funds:

- Dodge & Cox Stock Fund
 - Target Allocation: 34% of the Fund
 - Advisor or Sub-Advisor: Dodge & Cox
 - The Dodge & Cox Stock Fund, a mutual fund, invests primarily in a broadly diversified portfolio of common stocks. In selecting investments, the Dodge & Cox Stock Fund invests in companies that, in Dodge & Cox's opinion, appear to be temporarily undervalued by the stock market but have a favorable outlook for long-term growth. The Dodge & Cox Stock Fund focuses on the underlying financial condition and prospects of individual companies, including future earnings, cash flow, and dividends. Various other factors, including financial strength, economic condition, competitive advantage, quality of the business franchise and the reputation, experience, and competence of a company's management are weighed against valuation in selecting individual securities.
- T. Rowe Price Equity Income Trust
 - Target Allocation: 33% of the Trust
 - Advisor or Sub-Advisor: T. Rowe Price Associates, Inc.
 - The T. Rowe Price Equity Income Trust, a collective investment trust, employs a conservative, value-oriented investment approach to identify what the manager believes to be large-capitalization companies selling at discounts to historical valuation levels. The strategy focuses on relative dividend yield and relative

price/earnings ratios to find mispriced stocks. The T. Rowe Price Equity Income Trust has a contrarian orientation, meaning that at times it can invest in stocks that the broader market is currently ignoring and seeks to benefit from changes in investors' perceptions. The management team utilizes an upfront quantitative screen to identify inexpensive stocks by their measure and employ a proprietary "15 point" grid system to narrow the universe of investments most attractive to them. They then leverage a large team of more than 50 stock analysts within T. Rowe Price to conduct fundamental analysis on the companies to identify those with an improving financial outlook and/or where potential for improved investor perception exists.

- MFS Large Cap Value Fund
 - Target Allocation: 33% of the Fund
 - Advisor or Sub-Advisor: MFS Investment Management
 - The MFS Large Cap Value Fund, a collective fund, follows a traditional approach to investing by seeking underpriced stocks of high quality large companies that have low volatility characteristics. By using a consistent, conservative investment style, the MFS Large Cap Value Fund seeks to provide solid long-term relative performance and greater stability than the overall U.S. stock market.

Investment risk

Investments in the Fund are subject to various risk factors associated with the Underlying Funds investing in equity securities, which are addressed in this section.

Counter-party risk. When an Underlying Fund enters into a repurchase agreement, an agreement where it buys a security from a seller that agrees to repurchase the security at an agreed upon price and time, the Underlying Fund is exposed to the risk that the other party will not fulfill its contract obligation. Similarly, the Underlying Fund is exposed to the same risk if it engages in a reverse repurchase agreement where a broker-dealer agrees to buy securities and the Underlying Fund agrees to repurchase them at a later date.

Derivatives risk. The term "derivatives" covers a broad range of investments, including futures, options, and swap agreements. In general, a derivative refers to any financial instrument whose value is derived, at least in part, from the price of another security or a specified index, asset, or rate. For example, a swap agreement is a commitment to make or receive payments based on agreed upon terms and whose value and payments are derived by changes in the value of an underlying financial instrument. The use of derivatives presents risks different from, and possibly greater than, the risks associated with investing directly

in traditional securities. The use of derivatives can lead to losses because of adverse movements in the price or value of the underlying asset, index, or rate, which may be magnified by certain features of the derivatives. These risks are heightened when the portfolio manager uses derivatives to enhance a return or as a substitute for a position or security, rather than solely to hedge (or offset) the risk of a position or security held by a fund. The success of management's derivatives strategies will depend on its ability to assess and predict the impact of market or economic developments on the underlying asset, index, or rate and the derivative itself, without the benefit of observing the performance of the derivative under all possible market conditions.

Foreign investment risk. Foreign investments, including American Depositary Receipts (ADRs) and similar investments, are subject to more risks than U.S. domestic investments. These additional risks may potentially include lower liquidity, greater price volatility, and risks related to adverse political, regulatory, market, or economic developments. Foreign companies also may be subject to significantly higher levels of taxation than U.S. companies, including potentially confiscatory levels of taxation, thereby reducing the earnings potential of such foreign companies. In addition, amounts realized on sales or distributions of foreign securities may be subject to high and potentially confiscatory levels of foreign taxation and withholding when compared to comparable transactions in U.S. securities. Investments in foreign securities involve exposure to fluctuations in foreign currency exchange rates. Such fluctuations may reduce the value of the investment. Foreign investments are also subject to risks including potentially higher withholding and other taxes, trade settlement, custodial, and other operational risks, and less stringent investor protection and disclosure standards in certain foreign markets. In addition, foreign markets can and often do perform differently from U.S. markets.

Issuer risk. The value of a security may decline for a number of reasons that directly relate to the issuer or an entity providing credit support or liquidity support, such as management performance, financial leverage, and reduced demand for the issuer's goods, services, or securities.

Leverage risk. Certain transactions may give rise to a form of leverage. Such transactions may include, among others, reverse repurchase agreements, loans of portfolio securities, and the use of when-issued, delayed delivery or forward commitment transactions. The use of derivatives may also create a leveraging risk. The use of leverage may cause an Underlying Fund to liquidate portfolio positions when it may not be advantageous to do so. Leveraging, including borrowing, may cause an Underlying Fund to be more volatile than if the Underlying Fund had not been leveraged. This is because leverage tends to increase an Underlying Fund's exposure to market risk, interest rate

risk, or other risks by, in effect, increasing assets available for investment.

Liquidity risk. A security may not be sold at the time desired or without adversely affecting the price.

Management risk. There can be no guarantee that the Fund or an Underlying Fund will meet its investment objective. There is no guarantee of the performance of the Fund or an Underlying Fund, nor is there any assurance that the market value of an investment in the Fund will not decline. Neither the 401(k) Plan, the Fund, nor the Underlying Funds will "make good" on any investment loss you may suffer, nor does any entity with which the 401(k) Plan contracts to provide services, such as selling agents or investment advisers, promise to make good on any such losses.

Market risk. The market price of securities owned by an Underlying Fund may go up or down, sometimes rapidly or unpredictably. Securities may decline in value due to factors affecting securities markets generally or particular industries represented in the securities markets. The value of a security may decline due to general market conditions, which are not specifically related to a particular company, such as real or perceived adverse economic conditions, changes in the general outlook for corporate earnings, changes in interest or currency rates, or adverse investor sentiment. It may also decline due to factors that affect a particular industry or industries, such as labor shortages or increased production costs and competitive conditions within an industry. During a general downturn in the securities markets, multiple asset classes may decline in value simultaneously. Equity securities generally have greater price volatility than debt securities.

Regulatory risk. Changes in government regulations may adversely affect the value of a security. An insufficiently regulated market might also permit inappropriate practices that adversely affect an investment.

Sector emphasis risk. Investing a substantial portion of the assets of an Underlying Fund in related industries or sectors may have greater risks because companies in these sectors may share common characteristics and may react similarly to market developments.

Value style investment risk. Value stocks can perform differently from the market as a whole and from other types of stocks. Value stocks may be purchased based upon the belief that a given security may be out of favor. Value investing seeks to identify stocks that have depressed valuations, based upon a number of factors which are thought to be temporary in nature, and to sell them at superior profits when their prices rise in response to resolution of the issues which caused the valuation of the stock to be depressed. While certain value stocks may increase in value more quickly during periods of anticipated economic upturn, they may also lose value

more quickly in periods of anticipated economic downturn. Furthermore, there is the risk that the factors which caused the depressed valuations are longer term or even permanent in nature, and that there will not be any rise in valuation. Finally, there is the increased risk in such situations that such companies may not have sufficient resources to continue as ongoing businesses, which would result in the stock of such companies potentially becoming worthless.

Portfolio turnover

The Fund's portfolio turnover rate for the most recent year is reported on the quarterly fund fact sheet available on the 401(k) Plan website.

Securities lending

The Underlying Funds may engage in securities lending. Securities lending programs provide large portfolios, like the Underlying Funds, the opportunity to add incremental income and to enhance their return by lending securities to sound borrowing institutions while retaining the integrity of the Underlying Funds. Securities lending is the transfer of securities by the owner (the "lender") to another investor or financial intermediary (the "borrower"). The borrower becomes the legal owner of the securities but agrees to return identical securities to the lender in the future. The borrower backs this agreement by delivering collateral of a predetermined value to the lender. The borrower also pays either an explicit or implicit fee for the use of the borrowed securities. The lender surrenders voting rights while effectively retaining the other benefits of ownership, such as capital change decisions, interest and dividend payments, and the right to sell the securities.

Standard securities loan agreements, which each borrower is required to sign, contain provisions addressing collateral requirements, valuation procedures, collection of dividends and interest, and remedies upon default.

Fund management and structure

The Fund is administered through an oversight structure designated by the Committee. The Committee and its designated agents are responsible for monitoring daily cash flows into and out of the Fund and for maintaining the allocation among the Underlying Funds. The Committee and its designated agents are also responsible for monitoring the Underlying Funds to ensure that they are still appropriate investments for the Fund.

Fees and expenses

Each of the Underlying Funds incurs annual operating expenses. These annual operating expenses are

proportionately borne by the Fund based on the allocations to the Underlying Funds. The proportionate average Underlying Fund annual operating expenses as of the date of this disclosure are 0.38%. This fee is the average of the current net expense ratios charged by three Underlying Funds after rebate of some fees to the Fund; the Dodge & Cox Stock Fund net expense ratio is 0.42% after rebate of 0.10%, the T. Rowe Price Equity Income Trust Fund net expense ratio is 0.35%, and the MFS Large Cap Value Fund net expense ratio is 0.36%. The average net expense ratio is subject to change over time based on total assets invested and other factors.

Valuation of units

An investment in the Fund results in the issuance of a given number of participation interests ("Units"). The purchase price and redemption price of Units (referred to as "Unit Value") is determined as of the close of each day Wells Fargo Bank, N.A., the 401(k) Plan's trustee (the "Trustee"), is open for business or any time the Trustee deems appropriate in its discretion (a "Valuation Date"). Generally, the Fund's Unit Value equals the total value of each asset held by the Fund, less any liabilities, divided by the total number of Units outstanding on the Valuation Date. A business day is a day when both the Trustee and the New York Stock Exchange are open for business or any other time the Trustee deems appropriate in its discretion.

Suspension of trading. Under certain circumstances, the 401(k) Plan or Trustee may, in its discretion, choose temporarily not to execute requests to purchase or redeem Units of the Fund. Such circumstances include restriction or suspension of trading on the exchanges where the Underlying Fund's portfolio securities are traded and such other unusual circumstances as would, in the judgment of the Trustee, make disposal of the Underlying Fund's investments not reasonably practicable. This may result in a delay in the Valuation Date as of which the execution of redemptions or purchases occur.

Direction of investments. The 401(k) Plan is administered as set forth in the plan documents. Only authorized persons can direct the purchase or redemption of Units.

How to invest in the Fund. The Trustee receives contributions to the Fund (including contributions made under the 401(k) Plan and proceeds from the sale of other 401(k) Plan investments) and invests them in accordance with proper investment directions.

Units in the Fund, including fractional Units thereof, will be purchased at the Unit Value next determined after cash contributions of proceeds from sales are received by the Trustee pursuant to proper investment instructions.

All investments in the Fund are subject to a determination by the Trustee that the investment instructions are

complete. The 401(k) Plan or Trustee reserves the right at its discretion to (i) suspend the availability of Units and (ii) reject requests for purchase of Units when, in the judgment of the Trustee, such suspension or rejection is in the best interest of the Fund.

Certificates for Fund Units will not be issued.

Reinvestment of income. The Fund reinvests all of its income (including realized capital gains, if any). Such income will not be paid out as dividends or other distributions. Income earned on assets in the Fund is reinvested and included in the Fund's daily Unit Value.

Redemption of units. The Committee, a 401(k) Plan participant, or other authorized party may instruct the Trustee to redeem some or all Units. Units will be redeemed at the Unit Value next determined following receipt by the Trustee of written redemption instructions. Redemption proceeds will generally be paid within one business day after receipt of the redemption request and in all cases within six business days after such receipt.

Redemption proceeds are deposited to a participant's 401(k) Plan account. In the absence of instructions to the contrary, cash proceeds of Unit redemptions will be invested for the benefit of a participant in an investment in accordance with procedures formulated with the Trustee in advance. Redemptions are subject to determination by Trustee that the investment instructions, distribution requests, and other distribution documents, if any, are complete. Subject to applicable legal and regulatory restrictions, the Trustee may impose reasonable notice requirements at its discretion and may suspend redemption privileges or postpone the date of payment of redemption proceeds indefinitely.

Units in the Fund are not transferable.

Although the Fund does not anticipate the need to make in-kind distributions of portfolio securities, it may, under extraordinary circumstances and at its discretion, make such distributions in lieu of or in addition to cash distributions.

Trading cutoff times. Requests to purchase or redeem Units of the Fund must be received by the Trustee before 4:00 p.m. (Eastern Time) on a Valuation Date. If the markets close early, trading for the Fund may close early, and requests to purchase or redeem Units of the Fund must be received before such earlier time. Requests received in proper form before these times are generally processed at that day's Unit Value. Requests received after these times are generally processed at the next business day's Unit Value. The 401(k) Plan may have earlier cutoff times due to administrative requirements.

Frequent trading of Fund units. The Fund has adopted a purchase blocking policy under which any 401(k) Plan participants redeeming Units of the Fund (including redemptions that are part of an exchange transaction) having a value of \$5,000 or more will be precluded from investing in the Fund (including investments that are part of an exchange transaction) for 30 calendar days after the redemption transaction. Under the Fund's purchase blocking policy, certain purchases will not be prevented and certain redemptions will not trigger the policy. These transactions include purchases and redemptions of Units having a value of less than \$5,000, purchases made from 401(k) Plan contributions, 401(k) Plan loans, and 401(k) Plan distributions, including hardship withdrawals.

The Fund may establish whatever rules and procedures necessary or appropriate from time to time for processing elections. This specifically includes rules prohibiting or limiting market timing activities or anything else that the Fund or an Underlying Fund decides could have an adverse impact on other participants or the 401(k) Plan. The possible rules could involve delaying the implementation of elections, establishing deadlines for receiving elections from them to be processed by a certain date, limiting the number of elections that can be made in a particular period or dollar amount of transactions that can be made, or any other measure the Fund decides is called for under the circumstances.