

CAPITAL ONE FINANCIAL CORP
Form 4
August 14, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FAIRBANK RICHARD D

2. Issuer Name and Ticker or Trading Symbol
CAPITAL ONE FINANCIAL CORP [COF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1680 CAPITAL ONE DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/13/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO and President

MCLEAN, VA 22102

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock <u>(1)</u> <u>(2)</u>	08/13/2007		S	100	D \$ 69.56	2,205,731	D
Common Stock <u>(1)</u>	08/13/2007		S	100	D \$ 69.57	2,205,631	D
Common Stock <u>(1)</u>	08/13/2007		S	100	D \$ 69.61	2,205,531	D
Common Stock <u>(1)</u>	08/13/2007		S	300	D \$ 69.62	2,205,231	D
Common Stock <u>(1)</u>	08/13/2007		S	100	D \$ 69.63	2,205,131	D

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Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.65	2,205,031	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.67	2,204,931	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.7	2,204,831	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.73	2,204,731	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.75	2,204,631	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.79	2,204,531	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.8	2,204,431	D
Common Stock <u>(1)</u>	08/13/2007	S	200	D	\$ 69.82	2,204,231	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.87	2,204,131	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.9	2,204,031	D
Common Stock <u>(1)</u>	08/13/2007	S	200	D	\$ 69.91	2,203,831	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 69.92	2,203,731	D
Common Stock <u>(1)</u>	08/13/2007	S	200	D	\$ 69.97	2,203,531	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 70	2,203,431	D
Common Stock <u>(1)</u>	08/13/2007	S	200	D	\$ 70.11	2,203,231	D
Common Stock <u>(1)</u>	08/13/2007	S	100	D	\$ 70.21	2,203,131	D

Common Stock						107,502	I
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By
Fairbank
Morris

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

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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)

Table with 9 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities Acquired (A) or Disposed of (D), 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address and Relationships. Relationships include Director, 10% Owner, Officer, Other. Example entry for FAIRBANK RICHARD D.

Signatures

/s/ Tangela S. Richter (POA) on file for Richard D. Fairbank 08/14/2007

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) This transaction was executed pursuant to a trading plan entered into by the Reporting Person on February 1, 2007, in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
(2) Due to SEC rules limiting the number of non-derivative transactions that can be reported on a single Form 4, this Form 4 is a continuation of the Form 4 filed for the same date listed above.

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