CAPITAL ONE FINANCIAL CORP

Form 4 June 25, 2007

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

burden hours per

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

•

5. Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FAIRBANK RICHARD D		Symbol CAPITAL ONE FINANCIAL CORP [COF]					CORP	Issuer (Charle all applicable)			
							(Check all applicable)				
(Last) 1680 CAPIT	3. Date of Earliest Transaction (Month/Day/Year) 06/21/2007						X Director 10% Owner X Officer (give title Other (specify below)				
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
MCLEAN,	VA 22102								Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	e I - Noi	n-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Execution	med on Date, if Day/Year)	Code (Instr.	8)	n(A) or Di	curities Acquired To Disposed of (D) To Disposed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock (1) (2)	06/21/2007			S		100	D	\$ 80.91	2,209,395	D	
Common Stock (1)	06/21/2007			S		300	D	\$ 80.92	2,209,095	D	
Common Stock (1)	06/21/2007			S		200	D	\$ 80.93	2,208,895	D	
Common Stock (1)	06/21/2007			S		239	D	\$ 80.94	2,208,656	D	
Common Stock (1)	06/21/2007			S		400	D	\$ 80.95	2,208,256	D	

Edgar Filing: CAPITAL ONE FINANCIAL CORP - Form 4

Common Stock (1)	06/21/2007	S	100	D	\$ 80.96	2,208,156	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 80.97	2,208,056	D	
Common Stock (1)	06/21/2007	S	300	D	\$ 80.98	2,207,756	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 80.99	2,207,656	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.02	2,207,556	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.03	2,207,456	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.07	2,207,356	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.13	2,207,256	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.14	2,207,156	D	
Common Stock (1)	06/21/2007	S	200	D	\$ 81.21	2,206,956	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.23	2,206,856	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.25	2,206,756	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.26	2,206,656	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.27	2,206,556	D	
Common Stock (1)	06/21/2007	S	100	D	\$ 81.28	2,206,456	D	
Common Stock (1)	06/21/2007	S	200	D	\$ 81.35	2,206,256	D	
Common Stock						107,502	I	By Fairbank Morris

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)

Edgar Filing: CAPITAL ONE FINANCIAL CORP - Form 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration	Title N			
						Exercisable	Date		Title Number of		
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FAIRBANK RICHARD D 1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	X		Chairman, CEO and President					

Signatures

/s/ Tangela S. Richter (POA) on file for Richard D. 06/25/2007 Fairbank

> **Signature of Reporting Person Date

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).
- This transaction was executed pursuant to a trading plan entered into by the Reporting Person on February 1, 2007, in accordance with (1) Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- 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 **(2)** of the Form 4 filed for the same date listed above.

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.

Reporting Owners 3