#### CAPITAL ONE FINANCIAL CORP

Form 4 March 18, 2008

# FORM 4

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

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

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					ng	Issuer			
				CAPITAL ONE FINANCIAL CORP COF]					(Check all applicable)			
(Last)	(First) (Middle) 3. Date of (Month/D					ansaction			_X_ Director 10% Owner _X_ Officer (give title Other (specify			
			03/14/2008						below) Chairman, CEO and President			
	(Street)		4. If Amer			_	1		6. Individual or Joint/Group Filing(Check			
MOVELLA	XXX 00100		rneu(Mon	шираул	i ear	)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
MCLEAN,									Person			
(City)	(State)	(Zip)	Table	e I - No	n-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any				d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common				Code	V	Amount	(D)	Price \$	(Instr. 3 and 4)			
Stock (1) (2)	03/14/2008			S		200	D	47.78	2,462,303	D		
Common Stock (1)	03/14/2008			S		200	D	\$ 47.79	2,462,103	D		
Common Stock (1)	03/14/2008			S		100	D	\$ 47.8	2,462,003	D		
Common Stock (1)	03/14/2008			S		100	D	\$ 47.81	2,461,903	D		
Common Stock (1)	03/14/2008			S		100	D	\$ 47.82	2,461,803	D		

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Common Stock (1)	03/14/2008	S	100	D	\$ 47.83	2,461,703	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.85	2,461,603	D
Common Stock (1)	03/14/2008	S	200	D	\$ 47.87	2,461,403	D
Common Stock (1)	03/14/2008	S	200	D	\$ 47.88	2,461,203	D
Common Stock (1)	03/14/2008	S	400	D	\$ 47.89	2,460,803	D
Common Stock (1)	03/14/2008	S	500	D	\$ 47.9	2,460,303	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.92	2,460,203	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.93	2,460,103	D
Common Stock (1)	03/14/2008	S	200	D	\$ 47.96	2,459,903	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.97	2,459,803	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.98	2,459,703	D
Common Stock (1)	03/14/2008	S	100	D	\$ 47.99	2,459,603	D
Common Stock (1)	03/14/2008	S	100	D	\$ 48	2,459,503	D
Common Stock (1)	03/14/2008	S	200	D	\$ 48.01	2,459,303	D
Common Stock (1)	03/14/2008	S	100	D	\$ 48.02	2,459,203	D
Common Stock (1)	03/14/2008	S	100	D	\$ 48.03	2,459,103	D
Common Stock (1)	03/14/2008	S	200	D	\$ 48.06	2,458,903	D
Common Stock (1)	03/14/2008	S	100	D	\$ 48.07	2,458,803	D
Common Stock (1)	03/14/2008	S	200	D	\$ 48.08	2,458,603	D
Common Stock (1)	03/14/2008	S	200	D	\$ 48.09	2,458,403	D
	03/14/2008	S	150	D	\$ 48.1	2,458,253	D

Common Stock (1)								
Common Stock (1)	03/14/2008	S	100	D	\$ 48.11	2,458,153	D	
Common Stock (1)	03/14/2008	S	300	D	\$ 48.12	2,457,853	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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	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								
1	Director	10% Owner	Officer	Other					
FAIRBANK RICHARD D	<b>X</b> 7		Chairman,						
1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	X		CEO and President						
,			Fiesidelit						
Signatures									
/s/ John G. Finneran, Jr. (POA) on Fairbank	nard D.	03/18/2008							

\*\*Signature of Reporting Person Date

Reporting Owners 3

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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).
- (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.

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.