#### Edgar Filing: CAPITAL ONE FINANCIAL CORP - Form 4

	Form April		)8 <b>1 1</b>		L CORP	SECU	RITIE	S A	ND EX	СНА	NGE (	COMMISSION		\PPROVA	L
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$\begin{array}{c c c c c c c c c c c c c c c c c c c $	ii s S F	f no long subject to Section 1 Form 4 o	ger 6. r	STATEMENT OF CHANGES IN BENEFICIAL OWN								Estimated burden ho	average urs per	2005	
1. Name and Address of Reporting Person2. Issuer Name and Ticker or Trading SymbolSecurities Transaction (CAPITAL ONE FINANCIAL ONE ICOF]5. Relationship of Reporting Person(s) to Issuer(Last)(First)(Middle)3. Date of Earliest Transaction (Month/Day/Year)(Check all applicable)(Check all applicable)1680 CAPITAL ONE DRIVE04/03/20084. If Amendment, Date Original Filed/Month/Day/Year) $- \sum_{below}$ $- \sum_{below}$ $- \sum_{below}$ (Street)4. If Amendment, Date Original Filed/Month/Day/Year) $- \sum_{below}$ $- \sum_{below}$ $- \sum_{below}$ MCLEAN, VA 22102 $- \sum_{continue transaction (Month/Day/Year)}$ (City)(Sute)(Zip) $Table I - Non-Derivative Securited Securite$	o n S	obligation nay cont See Instru	ns inue. Se	-	(a) of the	Public U	tility F	Holo	ling Cor	npan	y Act of	1935 or Sectio	'n		
FAIRBANK RICHARD DIssuerIssuerSymbolIssuerSymbolIssuerCAPITAL ONE FINANCIAL CORP (Corp(Last)(First)(Middle)3. Date of Earliest Transaction (Month/Day/Year)X_Director X_Diffect (give tile10% Owner X_Diffect (give tile(Street)4. If Amendment, Date Original Filed(Month/Day/Year)Individual or Joint/Group Filing(Check Applicable Line)(City)(Street)4. If Amendment, Date Original Filed(Month/Day/Year)Securities Acquired Transaction(A) or Disposed of, or Beneficially Owner Transaction(A) or Disposed of (D) SecuritiesAcquired 5(City)(State)(Xite of Securities(City)State(City)State of City Colspan="4">(Xite of Securities(City)(Xite of Securities(City)(Xite of Securities(Xite of Securities(City)(Xite of Securities(City)(Xite of Securities(City)(Xite of Securities(City)(Xite of Securities(City)(Xite of Securities(City)(Xi	(Print o	or Type F	Responses	)											
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$\begin{array}{c c c c c c c c c c c c c c c c c c c $	(L	Last)	(Firs	t)	(Middle)							X Officer (give title Other (specify			
Filed(Month/Day/Year)Applicable Line) -X. Form filed by One Reporting Person Term filed by One Reporting Person PersonMCLEAN, VA 22102Table I - Non-Vervative Securites Acquired by One Reporting Person Person(City)(State)(Zip)Table I - Non-Vervative Securites Acquired by One Reporting Person Person1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. S. A. Deemed (Instr. 8)4. Securites Acquired Outposed of (D) Code (Instr. 8)5. Amount of Objected (Instr. 8)6. Ownership Form: Direct Ownership (Instr. 4)7. Nature of Indirect 1)Common Stock (1) (2)04/03/2008S400D\$ 522.461.603DCommon Stock (1)04/03/2008S100D\$ \$2.00\$ S2.012.461.403DCommon Stock (1)04/03/2008S200D\$ \$2.00\$ S2.042.461.403D	1680	CAPI	FAL ON	IE DRIV	/E	04/03/2	)3/2008								
INCLEAN, VA 22102Person(City)(State)(Zip)Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned1. Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3.4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 8)5. Amount of Securities Beneficially Owned (Instr. 4)6. Ownership Indirect Beneficially Ownership Indirect (I) (Instr. 4)7. Nature of Indirect Beneficially Ownership (Instr. 4)Common Stock (I) Common Stock (I)04/03/2008S400D\$ 522,461,603DCommon Stock (I)04/03/2008S100D\$ 52.012,461,503DCommon Stock (I)04/03/2008S200D\$ 52.022,461,403DCommon Stock (I)04/03/2008S200D\$ 52.042,461,203D					-					Applicable Line) _X_ Form filed by One Reporting Person					
1. Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed 												•		oporting	
Security (Instr. 3)(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5)Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)Ownership Form: Direct (D) or Indirect (I) (Instr. 4)Indirect Beneficial Ownership (Instr. 4)Common Stock ( <u>1)</u> ( <u>2</u> )04/03/2008S400D\$ 522,461,603DCommon Stock ( <u>1)</u> ( <u>1)</u> 04/03/2008S100D\$ 522,461,503DCommon Stock ( <u>1)</u> ( <u>1)</u> 04/03/2008S100D\$ 52,012,461,403DCommon Stock ( <u>1)</u> 04/03/2008S200D\$ 52,022,461,403DCommon Stock ( <u>1)</u> 04/03/2008S200D\$ 2,461,203D		•					le I - No	on-D			-	uired, Disposed o	f, or Beneficia	lly Owned	1
Common Stock (1) (2)04/03/2008S400D\$ 522,461,603DCommon Stock (1)04/03/2008S100D $$_{52.01}$ 2,461,503DCommon Stock (1)04/03/2008S100D $$_{52.02}$ 2,461,403DCommon Stock (1)04/03/2008S200D $$_{52.04}$ 2,461,203DCommon Stock (1)04/03/2008S200D $$_{52.04}$ 2,461,203D	Securi	ecurity (Month/Day/Year) Execution Date, if nstr. 3) any				Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficia Ownershi	ıl			
Stock (1) (2)       04/03/2008       S       400       D       \$ 52       2,461,603       D         Common Stock (1)       04/03/2008       S       100       D $$ 52.01$ 2,461,503       D         Common Stock (1)       04/03/2008       S       100       D $$ 52.01$ 2,461,503       D         Common Stock (1)       04/03/2008       S       100       D $$ 52.02$ 2,461,403       D         Common Stock (1)       04/03/2008       S       200       D $$ 52.02$ 2,461,203       D	Com	mon					Code	V	Amount	(D)	Price	(111sur. 5 and 4)			
Stock (1) $04/03/2008$ S $100$ D $52.01$ $2,401,303$ D         Common Stock (1) $04/03/2008$ S $100$ D $$52.02$ $2,461,403$ D         Common Stock (1) $04/03/2008$ S $200$ D $$52.04$ $2,461,203$ D         Common Stock (1) $04/03/2008$ S $200$ D $$52.04$ $2,461,203$ D			04/03/2	2008			S		400	D	\$ 52	2,461,603	D		
Common Stock (1)       04/03/2008       S       200       D $\$$ 2,461,203       D         Common       04/03/2008       S       200       D $\$$ 2,461,003       D			04/03/2	2008			S		100	D	\$ 52.01	2,461,503	D		
Stock (1) $04/03/2008$ S $200$ D $52.04$ $2,401,203$ D       Common $04/03/2008$ S $200$ D $$$2,04$ $$$2,461,003$ D			04/03/2	2008			S		100	D	\$ 52.02	2,461,403	D		
1/1/13/7100 N 7101 1) 7761(103 1)			04/03/2	2008			S		200	D		2,461,203	D		
			04/03/2	2008			S		200	D	\$ 52.05	2,461,003	D		

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Common Stock (1)	04/03/2008	S	100	D	\$ 52.06	2,460,903	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.07	2,460,803	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.09	2,460,703	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.11	2,460,603	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.12	2,460,503	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.13	2,460,403	D
Common Stock (1)	04/03/2008	S	200	D	\$ 52.15	2,460,203	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.16	2,460,103	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.17	2,460,003	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.18	2,459,903	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.23	2,459,803	D
Common Stock (1)	04/03/2008	S	200	D	\$ 52.26	2,459,603	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.3	2,459,503	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.31	2,459,403	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.32	2,459,303	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.34	2,459,203	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.37	2,459,103	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.38	2,459,003	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.42	2,458,903	D
Common Stock (1)	04/03/2008	S	100	D	\$ 52.52	2,458,803	D
	04/03/2008	S	100	D		2,458,703	D

Common Stock (1)					\$ 52.53			
Common Stock (1)	04/03/2008	S	200	D	\$ 52.59	2,458,503	D	
Common Stock (1)	04/03/2008	S	200	D	\$ 52.61	2,458,303	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.

# 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)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships								
	Director	10% Owner	Officer	Other					
FAIRBANK RICHARD D 1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	1680 CAPITAL ONE DRIVE X								
Signatures									
/s/ Tangela S. Richter (POA) on f Fairbank	d D.	04/04/2008							
**Signature of Reporting		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).
- (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.