

CAPITAL ONE FINANCIAL CORP  
 Form 4  
 October 26, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
**BAILAR GREGOR**

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)  
**10/24/2007**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Chief Information Officer**

**MCLEAN, VA 22102**  
 (City) (State) (Zip)

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

**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 (Instr. 4)
				(A) or (D)	Price		
Common Stock	10/24/2007		M	A	\$ 56.28	70,587	D
Common Stock	10/24/2007		M	A	\$ 60.03	73,918	D
Common Stock	10/24/2007		S	D	\$ 62.41	70,587	D
Common Stock	10/24/2007		S	D	\$ 61	67,587	D
Common Stock	10/24/2007		S	D	\$ 61.05	66,587	D

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Common Stock	10/24/2007	S	2,000	D	\$ 61.15	64,587	D
Common Stock	10/24/2007	S	2,100	D	\$ 61.25	62,487	D
Common Stock	10/24/2007	S	2,000	D	\$ 61.3	60,487	D
Common Stock	10/24/2007	S	1,000	D	\$ 61.45	59,487	D
Common Stock	10/24/2007	S	2,000	D	\$ 61.58	57,487	D
Common Stock	10/24/2007	S	2,530	D	\$ 61.65	54,957	D
Common Stock	10/24/2007	S	5,066	D	\$ 62	49,891	D
Common Stock	10/24/2007	S	3,000	D	\$ 62.2	46,891	D
Common Stock	10/24/2007	S	2,000	D	\$ 62.35	44,891	D
Common Stock	10/24/2007	S	2,500	D	\$ 62.5	42,391	D
Common Stock	10/24/2007	S	2,000	D	\$ 62.7	40,391	D
Common Stock	10/24/2007	S	2,000	D	\$ 62.95	38,391	D
Common Stock	10/24/2007	S	1,500	D	\$ 63.1	36,891	D
Common Stock	10/24/2007	S	1,000	D	\$ 63.3	35,891	D
Common Stock	10/24/2007	S	2,000	D	\$ 63.5	33,891	D
Common Stock	10/24/2007	S	2,000	D	\$ 63.65	31,891	D
Common Stock	10/24/2007	S	1,000	D	\$ 63.75	30,891	D
Common Stock	10/24/2007	S	1,000	D	\$ 63.85	29,891	D

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

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(9-02)

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**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 60.03	10/24/2007		M	3,331	05/12/2004 10/31/2011	Common Stock 3,331
Employee Stock Option (Right to Buy)	\$ 56.28	10/24/2007		M	38,800	<u>(1)</u> 12/14/2013	Common Stock 38,800

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

BAILAR GREGOR  
1680 CAPITAL ONE DRIVE  
MCLEAN, VA 22102

Chief Information Officer

## Signatures

By: Tangela S. Richter (POA on file) for 10/25/2007

\*\*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).

(1) This option became exercisable in 33 1/3% increments beginning on December 15, 2004 and annually from that date thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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