FORM 4

Check this box if no longer subject

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

		00540
Vashington,	D.C.	20549

STATEMENT	OF	CHANGES	IN	BENEFICIAL	OWNERSHIP

OMB APPROVAL										
OMB Number: 3235-02										
Estimated average burden										
hours per response	: 0.5									

to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

City	1. Name and Address of Reporting Person*  Borgmann Kevin S.					2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP COF							(Che	eck all app Direct	,	ng Per	10% Ov	wner		
City	` ′	`	,	/liddle)			·									below	,	or to	, ,	·
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  3. Transaction Date (Month/Day/Year) (Month/Day/Year)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  3. Transaction (Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned Following Raported Transaction(S) (Instr. 3 and 4)  7. Total end Amount of Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  2. Comversion Or Exercise Price of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  3. Transaction Date (Instr. 4)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 4)  5. Amount of Securities Beneficially Owned (Instr. 4)  6. Ownership Form: Direct (D) or Indirect (Instr. 4)  7. Title of Securities Beneficially Owned (Instr. 4)  8. Price of Derivative Securities Beneficially Owned (Month/Day/Year)  8. Price of Derivative Securities Beneficially Owned (Month/Day/Year)  9. Number of Derivative Securities Beneficially Owned (Month/Day/Year)  1. Title of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 3)  1. Title of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 3)  2. Ownership Securities Acquired (A) or Disposed of (D) (Instr. 4)  8. Price of Derivative Securities Beneficially Owned (Instr. 4)  8. Price of Derivative Securities Acquired (Month/Day/Year)  9. Number of Derivative Securities Acquired (Month/Day/Year)  1. Title of Securities Acquired (Month/Day/Year)  2. Date	MCLEA					4. If <i>F</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	X Form filed by One Reporting Person Form filed by More than One Reporting				
Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Execution Date (Month/Day/Year)   Expiration Date (Mo	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Stock(1)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (Instr. 3)  (Instr. 3)  2. Conversion or Exercise Price of Derivative Securities Price of Derivative Securities (Month/Day/Year)  (Instr. 3)  4. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Instr. 3)  (Instr. 4)  (Instr. 3)  A so 71,166  D  (Ownership Form: Direct (D) Ownership Securities (Month/Day/Year)  (Instr. 3)  (Instr. 4)  (Instr. 3, 4 and 5)	Date				Execution Date, ay/Year) if any			Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)				Securit Benefic Owned	ies cially Following	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership				
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 (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  (Instr. 4)  4. Transaction Code (Instr. 8)  4. Transaction Code (Instr. 8)  5. Number of Execution Date (Month/Day/Year)  Conversion or Exercise Price of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount  Amount  Amount  Amount  Amount  Amount  Amount  Amount								Code	v	Amount	Amount (A) or (D)		Price	Transa	nsaction(s)			(Instr. 4)		
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion On Date (Month/Day/Year)  2. Conversion On Date (Month/Day/Year)  3. Transaction Date (Execution Date)  4. Transaction Code (Instr. 8)  4. Transaction On Derivative Securities (Month/Day/Year)  4. Transaction Code (Instr. 8)  4. Transaction On Date (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Security (Instr. 5)  9. Number of Amount of Securities (Month/Day/Year)  9. Number of Amount of Securities (Instr. 4)  10. Ownership Porm.  10. Ownership Porm.  11. Interest (Instr. 4)  12. Interest (Instr. 4)  13. Title and Amount of Securities (Month/Day/Year)  14. Interest (Instr. 4)  15. Number of Amount of Securities (Month/Day/Year)  15. Number of Amount of Securities (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities (Month/Day/Year)  18. Price of Date Exercisable and Expiration Date (Month/Day/Year)  19. Number of Amount of Securities (Month/Day/	Common Stock <sup>(1)</sup> 01/2				01/26/2	2023				Α		9,301	I	١	\$ <mark>0</mark>	71	,166		D	
Derivative Security (Instr. 3)  Price of Derivative Security Secur																				
Number	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution if any	on Date,	Transa Code (		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	rative rities pired r osed )	Expiration (Month/I	te ear)	Amount of Securities Underlying Derivative Security (Ins 3 and 4)		str.	Derivative Security	derivative Securities Beneficiall Owned Following Reported Transaction	y G	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

1. This restricted stock unit award will vest in 1/3 increments beginning on February 15, 2024 and annually thereafter. Each restricted stock unit represents a contingent right to receive one share of Company common stock.

## Remarks:

/s/ Cleo Belmonte (POA on

01/30/2023

file)

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

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

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 Number.