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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	ess of Reporting Pers		2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP [ COF	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
FAIRBANK	RICHARD D			X	Director	10% Owner		
(Last) 1680 CAPITAI	(First) (Middle) APITAL ONE DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 02/05/2008	x	Officer (give title Other (spec below) below) Chairman, CEO and President			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (	(Check Applicable		
MCLEAN	VA	22102		X	Form filed by One Report	ting Person		
(City)	(State)	(Zip)			Form filed by More than ( Person	One Reporting		
	Т	able I - Non-Deriva	tive Securities Acquired, Disposed of, or Benefi	cially	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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock <sup>(1)(2)</sup>	02/05/2008		S		100	D	\$51.48	2,453,162	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.51	2,453,062	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.58	2,452,962	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		200	D	\$51.6	2,452,762	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.61	2,452,662	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.63	2,452,562	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.64	2,452,462	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.65	2,452,362	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.65	2,452,262	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.67	2,452,162	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.71	2,452,062	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		200	D	\$51.75	2,451,862	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.76	2,451,762	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.77	2,451,662	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.84	2,451,562	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.89	2,451,462	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.91	2,451,362	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.92	2,451,262	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$51.94	2,451,162	D	
Common Stock <sup>(1)</sup>	02/05/2008		S		100	D	\$52.11	2,451,062	D	
Common Stock								107,502	I	By Fairbank Morris

## 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.     3. Transaction Date (Month/Day/Year)     3A. Deemed Execution Da if any (Month/Day/Year)	Transaction of Expiration Date Code (Instr. Derivative 8) Securities Acquired (A) or	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3) and 4)       8. Price of Derivative Security (Instr. 5)       9. Number of derivative Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4)       10. Ownership Direct Direct (D) or Indirect Direct (D) or Indirect Direct (D) or Indirect (I) (Instr. 4)
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		Та							ired, Disp options, o	convertib	le sec		/ Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed		<b>C</b> ode Transa		(6A)Nu	m <b>(153)</b> r	ExDecties Elatero			aSolidiares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
Beclanation	of Elespises	e <b>6</b> Month/Day/Year)	if any	,	Code (I	Instr.	Deriv	ative	(Month/Day/)	(ear)	Securi	ties	Security	Securities	Form:	Beneficial
1. This transa	chon was exect	ited pursuant to a tra	ding plan enter	red into	By the I	Reporti	Acqu	son on F	ebruary 1, 200	7, in accordar	Deriva	tive 10b5-1		. Owned		Somership (Instr. 4)
2. Due to SEC	C <b>Selcurlity</b> iting	the number of non-d	lerivative trans	actions t	that can	be rep	oı((A)Ìo  Disp		le Form 4, this	Form 4 is a c	or <b>Securi</b> Land 4)		rm 4 filed for	the blow inducted list Reported	e <b>(i)a(iostr. 4)</b>	
							of (D	)		<u>/s/</u>	Tange	la S. Rich	<u>ter (POA</u> )		8	
							and !	r. 3, 4 5)		on	file fo	r Richard	D. Fairba	<u>nk</u> 1 <u>502/07/200</u>		
				F			L	-		**	Signatur	e of Repor	ing Person	Date		
Reminder: R	eport on a se	parate line for each	class of sec	urities b	penefic	ially ov	vned o	directly	or indirectly.							
* If the form	is filed by mo	e than one reportir	g person, se	e Instru	ction 4	l (b)(v)										
** Intentiona	l misstatemer	ts or omissions of	acts constitu	te Fede	eral Cri	minal \	/iolatio	ons See	e 18 U.S.C. 10	001 and 15 l	J.S.C. 7	8ff(a).				
Note: File th	ree copies of	this Form, one of w	hich must be	manua	ally sig	ned. If	pace	is insu	ficient, see Ir	struction 6 f	or proce	dAliAount				
Persons wh	o respond to	the collection of	information	contai	ned in	this fo	rm ai	re not r	equired to re	spond unle	ss the f	orm displa	ys a currer	tly valid OMB I	umber.	
				I	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	of Shares				