FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APP	ROVAL							
	OMB Number:	3235-0287							
	Estimated average burden								
1	hours per response:	0.5							

2. Issuer Name and Ticker or Trading Symbol CAPTTAL ONE FINANCIAL CORP Cof Alexander Robert M. (Last) (First) (Middle) 1680 CAPTTAL ONE DRIVE (Street) MCLEAN VA 22102 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner Indirect Information Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner Indirect Information Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner Indirect Be						OI 3	Section	1 30(11)	or the	mvesui	ieni C	ompany Act	01 1940									
(Last) (First) (Middle) 1580 CAPITAL ONE DRIVE 3. Date of Earliest Transaction (Month/Day/Year) 03/02/2017 4. If Amendment, Date of Original Filed (Month/Day/Year) 150 (Month/Day/Year) 2102 4. If Amendment, Date of Original Filed (Month/Day/Year) 2102 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 21. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month	1. Name and Address of Reporting Person* <u>Alexander Robert M.</u>															(Check all applicable) Director 10% Owner						
City							` ' '										below) below)					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Instr. 4) 2. Transaction Date (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Instr. 4) 2. Transaction Date (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Instr. 4) 2. Transaction Date (Month/Day/Year) Figure (Month/Day/Year) Figure (Month/Day/Year) Figure (Instr. 4) 3. Transaction Date (Month/Day/Year) Figure (Month/	MCLEA					4. If	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						
2. Transaction Date (Month/Day/Year) 2. Transaction (M			Tab	le I - N	lon-Deriv	ative	Sec	uritie	es Ac	auire	d. Di	sposed o	of. or E	Benef	iciall	v Own	ed					
Common Stock 1 03/02/2017 S 13,100 D \$95.27(2) 89,791 D Common Stock 1 03/02/2017 S 1,346 D \$96.03(3) 88,445 D Common Stock 2 I Robert M. Alexander UGMA Common Stock 1 00 I Robert M. Alexander UGMA Common Stock 2 I Robert M. Alexander UGMA Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities (Month/Day/Year) (Month/Day/Year) Alexander (A) or Derivative Securities (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3) (Instr. 3) (Instr. 4) (Inst	1. Title of Security (Instr. 3) 2. T					2. Transaction Date		2A. Deemed Execution Date, if any		3. Transaction Code (Instr.		4. Securities	s Acquired (A) or		r	5. Amount of Securities Beneficially Owned Followir		Form: Direct (D) or Indirect		Indirect Beneficial Ownership		
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Common Stock 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) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 4. So Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Derivative Securities (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Securities Securities Underlying Derivative Security (Instr. 3) 8. Price of Derivative Securities Securities (Instr. 4) 6. Date Exercisable and Expiration Date (Month/Day/Year) 9. Number of derivative Securities Securities Securities Underlying Derivative Security (Instr. 3) 1. Nature Of Indirect Porner (Instr. 4) 1. Nature Of Exercise Price (I) (Instr. 4) 1. (Instr. 4)	Common Stock ⁽¹⁾				03/02/2017				S		1,346	D	\$90	5.03 ⁽³⁾	3 ⁽³⁾ 88,445		I)				
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) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Code (Instr. 8) 5. Number of Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 5) Conversion Or Exercise Price of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5) Disposed of (D) (Instr. 3, 4 and 5)	Common Stock															2			I	Alexander		
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	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execut if any	Execution Date, if any			of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expira	tion D	ate	Amour Securi Under Deriva Securi	nt of ties lying tive ty (Inst	. 3	Derivative Security	derivative Securities Beneficiall Owned Following Reported Transactio	Own Forn Dire- or In (I) (II	wnership orm: irect (D) Indirect	of Indirect Beneficial Ownership		

Explanation of Responses:

- 1. This transaction was executed pursuant to a trading plan entered into by the reporting person on January 31, 2017, in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$94.85 to \$95.76. Information regarding the number of shares sold at each price will be provided upon request.

Date Exercisable

Expiration

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$95.88 to \$96.21. Information regarding the number of shares sold at each price will be provided upon request.

Remarks:

Cleo Belmonte (POA on file) 03/06/2017

** Signature of Reporting Person

Number

of Shares

Title

Date

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

- * 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.