FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinatan	D C	20540	
Nashington,	D.C.	20049	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Zamsky Michael						2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP COF								c all app Direc	tor		10% O	wner	
,	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/15/2023							Λ		,	below) edit Offic	er			
N VA	2	2102		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indi Line) X	Form	dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person					
(Sta	ate) (Z	Zip)																	
	Table	I - No	n-Deriva	tive S	Secui	rities	Acq	uired	, Dis	posed of	, or B	enef	cially	Own	ed				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		Execution Date,						and Securities Beneficially Owned Followin		ties cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Ownership			
							Code	v	Amount	(A) o (D)	Pric	e:e	Turna antiam(a)				(Instr. 4)		
Common Stock			02/15/2	2023				F <sup>(1)</sup>		946	D	D \$114.63		29	29,641		D		
Common Stock 02					023					1,083	D \$114		14.63	28,558		D			
Common Stock 02/15				2023			F <sup>(3)</sup>		1,174	D	\$1	14.63	63 27,384			D			
	Tal	ble II												Owne	d				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	tion Date,			of Deriv Secu Acqu (A) or Dispo of (D) (Instr	rative rities ired r osed )	Expirat	tion Date //Day/Year)		Amount of Securities Underlying Derivative Security (In 3 and 4)		Dei Sec (Ins	erivative ecurity	derivative Securities Beneficially Owned Following Reported	Owners Form: Direct ( or Indir	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	y Michae  (Fir APITAL ON  (State of Stock of Sto	y Michael  (First) (Fi	y Michael  (First) (Middle)  APITAL ONE DRIVE  (State) (Zip)  Table I - No  Security (Instr. 3)  Stock  Stock  Table II -  Conversion or Exercise Price of Derivative  Output  Table II -  Security (Month/Day/Year)  Table II -  Security (Month/Day/Year)  Table II -  Security (Month/Day/Year)	y Michael  (First) (Middle)  APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Deriva  Security (Instr. 3)  2. Transact Date (Month/Day)  1 Stock 1 Stock 2 (Zip)  Table II - Derivati (e.g., pt  Conversion or Exercise Price of Derivative (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  02/15/2023  Table II - Derivative Security (e.g., puts, cather security)  2. Transaction Date (month/Day/Year)  3. Transaction Date (e.g., puts, cather security)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (month/Day/Year)  4. Transaction Date (month/Day/Year)	y Michael  (First) (Middle)  APITAL ONE DRIVE  Table I - Non-Derivative Security (Instr. 3)  Table I - Non-Derivative Security (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  A Stock  02/15/2023  Table II - Derivative Security (e.g., puts, calls, v.g., puts,	(First) (Middle)  APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Derivative Securities  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/ (Month/Day/ (Month/Day/Year)  1 Stock  1 Stock  1 Stock  1 Stock  1 Stock  1 Stock  2. Transaction Date (e.g., puts, calls, warra (e.g., puts, calls, warra (A) of Derivative Security  Security  2. Table II - Derivative Securities (e.g., puts, calls, warra (e.g., puts, calls, warra (A) of Derivative Security (Instr. 8)	(First) (Middle)  APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Derivative Securities Accurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (I any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date (Transaction Code (Instr. 8)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle)  APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Derivative Securities Acquired (Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  1. Stock  2. Deemed Execution Date, if any (Month/Day/Year)  2. One stock of (Diving Any Park (Month/Day/Year)  3. Stock  3. Stock  3. Stock  3. Number of Transaction Code (Instr. Britansaction Code (Ins	(First) (Middle) APITAL ONE DRIVE  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed in Stock  1 Stock 2 Stock 2 Stock 2 Stock 3 S	(First) (Middle) APITAL ONE DRIVE  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Stock 02/15/2023 F(1) 946  1 Stock 02/15/2023 F(1) 946  1 Stock 02/15/2023 F(2) 1,083  1 Stock 02/15/2023 F(2) 1,174  Table II - Derivative Securities Acquired, Disposed of (Particular Securities Acquired)  (State) (Zip) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Stock 02/15/2023 F(1) 946  1 Stock 02/15/2023 F(2) 1,083  1 Stock 02/15/2023 F(3) 1,174  Table II - Derivative Securities Acquired, Disposed of (Particular Securities Acquired)  (Label II - Derivative Securities Acquired)  (Labe	CAPITAL ONE FINANCIAL CORP [ COF ]  (First) (Middle)  APITAL ONE DRIVE  Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise of Date (Month/Day/Year)  1 Stock  O2/15/2023  2 Transaction Date (Month/Day/Year) (Month/Day/Year)  2 Transaction Date (Month/Day/Year) (Month/Day/Year)  2 Transaction Date (Month/Day/Year) (Month/Day/Year)  3 Date of Earliest Transaction (Month/Day/Year)  2 Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  3 Date of Earliest Transaction (Month/Day/Year)  2 Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  3 Date of Earliest Transaction (Month/Day/Year)  4 Demed Execution Date, (Month/Day/Year)  5 Number of Conversion (Month/Day/Year)  2 Date Exercisable and Transaction (Month/Day/Year)  2 Date Exercisable and Execution Date (Month/Day/Year)  3 Date Exercisable and Execution Date (Month/Day/Year)  4 Date Expiration Date (Month/Day/Year)  4 Date Expiration Date (Month/Day/Year)	(First) (Middle) APITAL ONE DRIVE    COF	CAPITAL ONE FINANCIAL CORP [ COF ]  (First) (Middle) (Notation of Experimental Corp.   Corp.    (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year)    (Stock	CAPITAL ONE FINANCIAL CORP   Coff	CAPITAL ONE FINANCIAL CORP [ Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director Officer (give title below) Chief Consum (Check all applicable) Director (Check all applicable) Chief Consum (Check all applicable) Director (Check all applicable) Chief Consum (Check all applicable) Director (Check all applicable) Chief Consum (Check all applicable) Check all applicable) Chief Consum (Check all applicable) Chief Consum (Check all applicable) Chief Consum (Check all applicable) Check all applicable) Check all applicable (Check all applicable) Check all applicable) Check all applicable) Check all applicable) Check all applicable (Check all applicable) Check all applicable) Check all applicable (Check all applicable) Check all applicable) Check all applicable (Check all applicable) Check all applicabl	CAPITAL ONE FINANCIAL CORP [ Check all applicable) Director X Officer (give title below) Chief Consumer Cr X Officer (give title Chief Chief Consumer Cr X Officer (give title Chief Chief Consumer Cr X Officer (give title Chief Ch	CAPITAL ONE FINANCIAL CORP   COF   COF	

## Explanation of Responses:

- 1. Represents the automatic withholding by the issuer to satisfy the reporting person's tax obligation associated with the vesting of restricted stock units granted on January 30, 2020. This is authorized in the applicable restricted stock award agreement.
- 2. Represents the automatic withholding by the issuer to satisfy the reporting person's tax obligation associated with the vesting of restricted stock units granted on February 4, 2021. This is authorized in the applicable restricted stock award agreement.
- 3. Represents the automatic withholding by the issuer to satisfy the reporting person's tax obligation associated with the vesting of restricted stock units granted on February 3, 2022. This is authorized in the applicable restricted stock award agreement.

## Remarks:

/s/ Cleo Belmonte (POA on

<u>file)</u>

\*\* Signature of Reporting Person Date

02/17/2023

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.

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