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CAPITAL ONE FINANCIAL CORP Form 4 March 04, 2008 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FAIRBANK RICHARD D Issuer Symbol CAPITAL ONE FINANCIAL CORP (Check all applicable) [COF] 3. Date of Earliest Transaction (Last) (First) (Middle) __X__ Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) **1680 CAPITAL ONE DRIVE** 02/29/2008 Chairman, CEO and President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **MCLEAN, VA 22102** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common \$ 2,462,169 02/29/2008 S 100D D Stock (1) (2) 47.11 Common S 100 D D 02/29/2008 2,462,069 47.12 Stock (1) Common S 400 D D 02/29/2008 2,461,669 47 13 Stock (1) Common D 02/29/2008 S 100 2,461,569 D 47.16 Stock (1) Common 02/29/2008 S 200 D D 2,461,369 47 19 Stock (1)

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Common Stock (1)	02/29/2008	S	100	D	\$ 47.21	2,461,269	D
Common Stock (1)	02/29/2008	S	200	D	\$ 47.24	2,461,069	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.25	2,460,969	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.26	2,460,869	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.27	2,460,769	D
Common Stock (1)	02/29/2008	S	200	D	\$ 47.31	2,460,569	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.33	2,460,469	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.34	2,460,369	D
Common Stock (1)	02/29/2008	S	200	D	\$ 47.36	2,460,169	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.37	2,460,069	D
Common Stock (1)	02/29/2008	S	300	D	\$ 47.38	2,459,769	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.39	2,459,669	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.4	2,459,569	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.41	2,459,469	D
Common Stock (1)	02/29/2008	S	400	D	\$ 47.42	2,459,069	D
Common Stock (1)	02/29/2008	S	300	D	\$ 47.43	2,458,769	D
Common Stock (1)	02/29/2008	S	100	D	\$ 47.44	2,458,669	D
Common Stock (1)	02/29/2008	S	500	D	\$ 47.46	2,458,169	D
Common Stock (1)	02/29/2008	S	200	D	\$ 47.47	2,457,969	D
Common Stock (1)	02/29/2008	S	200	D	\$ 47.48	2,457,769	D
	02/29/2008	S	100	D		2,457,669	D

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Common Stock (1)					\$ 47.49			
Common Stock (1)	02/29/2008	S	100	D	\$ 47.5	2,457,569	D	
Common Stock (1)	02/29/2008	S	100	D	\$ 47.51	2,457,469	D	
Common Stock						107,502	I	By Fairbank Morris

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

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 control number.

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FAIRBANK RICHARD D			Chairman,					
1680 CAPITAL ONE DRIVE	Х		CEO and					
MCLEAN, VA 22102			President					
Signatures								
/s/ Tangela S. Richter (POA) on f Fairbank	d D.	03/04/2008						
**Signature of Reporting		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 transaction was executed pursuant to a trading plan entered into by the Reporting Person on February 1, 2007, in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) Due to SEC rules limiting the number of non-derivative transactions that can be reported on a single Form 4, this Form 4 is a continuation of the Form 4 filed for the same date listed above.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.