

MARTINETTO JOSEPH R
Form 4
October 31, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARTINETTO JOSEPH R

2. Issuer Name and Ticker or Trading Symbol
SCHWAB CHARLES CORP
[SCHW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O THE CHARLES SCHWAB CORPORATION, 120 KEARNY STREET

3. Date of Earliest Transaction (Month/Day/Year)
10/30/2007

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP and CFO

(Street)
SAN FRANCISCO, CA 94108

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	10/30/2007		F	564 D \$ 23.1188	47,660 ⁽¹⁾	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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Table with columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction Code (Instr. 8), 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), 6. Date Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 3), 10. Date of Acquisition (Instr. 3), 11. Date of Disposal (Instr. 3), 12. Title of Issuer (Instr. 3), 13. Title of Reporting Person (Instr. 3), 14. Relationship of Reporting Person to Issuer (Instr. 3), 15. Amount or Number of Shares (Instr. 3), 16. Date of Issuance (Instr. 3), 17. Date of Expiration (Instr. 3), 18. Title of Underlying Security (Instr. 3), 19. Amount or Number of Underlying Securities (Instr. 3), 20. Date of Underlying Security Issuance (Instr. 3), 21. Date of Underlying Security Expiration (Instr. 3), 22. Title of Underlying Issuer (Instr. 3), 23. Title of Underlying Reporting Person (Instr. 3), 24. Relationship of Underlying Reporting Person to Underlying Issuer (Instr. 3), 25. Amount or Number of Underlying Shares (Instr. 3), 26. Date of Underlying Issuance (Instr. 3), 27. Date of Underlying Expiration (Instr. 3), 28. Title of Underlying Issuer (Instr. 3), 29. Title of Underlying Reporting Person (Instr. 3), 30. Relationship of Underlying Reporting Person to Underlying Issuer (Instr. 3), 31. Amount or Number of Underlying Shares (Instr. 3)

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row: MARTINETTO JOSEPH R, C/O THE CHARLES SCHWAB CORPORATION, 120 KEARNY STREET, SAN FRANCISCO, CA 94108, EVP and CFO.

Signatures

Joseph R. Martinetto 10/31/2007
**Signature of Reporting Person 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) As of the date of this report, the reporting person also had an indirect beneficial ownership interest in 549.49 shares held by an ESOP.
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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