

CAPITAL ONE FINANCIAL CORP  
 Form 4  
 April 18, 2006

**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 \*  
 KLANE LARRY A

2. Issuer Name and Ticker or Trading Symbol  
 CAPITAL ONE FINANCIAL CORP  
 [COF]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 1680 CAPITAL ONE DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/15/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President

MCLEAN, VA 22102  
 (City) (State) (Zip)

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

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 5,914   | I <sup>(1)</sup>   | By Spouse                         |
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 54,919  | 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)

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**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) | 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 or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Employee Stock Option (Right to Buy)       | \$ 49.07   |                                      |  |                                |   | <u>(2)</u> 12/12/2011                                    | Common Stock  | 957   |
| Employee Stock Option (Right to Buy)       | \$ 34.13   |                                      |  |                                |   | <u>(3)</u> 12/05/2012                                    | Common Stock  | 884   |
| Employee Stock Option (Right to Buy)       | \$ 56.28   |                                      |  |                                |   | <u>(4)</u> 12/14/2013                                    | Common Stock  | 400   |
| Employee Stock Option (Right to Buy)       | \$ 78.71   |                                      |  |                                |   | <u>(5)</u> 03/14/2015                                    | Common Stock  | 1,250   |
| Employee Stock Option (Right to Buy)       | \$ 88.81   |                                      |  |                                |   | <u>(6)</u> 03/02/2016                                    | Common Stock  | 1,390   |

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

Director      10% Owner      Officer      Other

KLANE LARRY A  
1680 CAPITAL ONE DRIVE  
MCLEAN, VA 22102

Executive  
Vice  
President

## Signatures

By: Frederick L. Williams (POA on  
file) for

04/18/2006

\_\_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).

The reporting person married the holder of these securities on April 15, 2006 and disclaims beneficial ownership of these securities. This

- (1) report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (2) This option became exercisable in 33 1/3% increments beginning on December 13, 2002 and annually from that date thereafter.
- (3) This option became exercisable in 33 1/3% increments beginning on December 6, 2003 and annually from that date thereafter.
- (4) This option became exercisable in 33 1/3% increments beginning on December 15, 2004 and annually from that date thereafter.
- (5) This option became exercisable in 33 1/3% increments beginning on March 15, 2006 and annually from that date thereafter.
- (6) This option became exercisable in 33 1/3% increments beginning on March 3, 2007 and annually thereafter.

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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