

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Berson Jory A</u> <hr/> (Last) (First) (Middle) 1680 CAPITAL ONE DRIVE <hr/> (Street) MCLEAN VA 22102 <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>CAPITAL ONE FINANCIAL CORP [COF]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) 10/19/2012 <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Human Resources Officer</u> <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
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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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	10/19/2012		M		16,370	A	\$18.28	124,801	D	
Common Stock ⁽¹⁾	10/19/2012		M		6,900	A	\$56.28	131,701	D	
Common Stock ⁽¹⁾	10/19/2012		M		1,776	A	\$56.28	133,477	D	
Common Stock ⁽¹⁾	10/19/2012		S		17,869	D	\$60 ⁽²⁾	115,608	D	
Common Stock ⁽¹⁾	10/19/2012		S		25,046	D	\$60	90,562 ⁽³⁾	D	
Common Stock								6,232 ⁽⁴⁾	I	By 401(k)

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options ⁽¹⁾	\$18.28	10/19/2012		M			16,370	(5)	01/28/2019	Common Stock	16,370	\$0.0000	76,372	D	
Stock Options ⁽¹⁾	\$56.28	10/19/2012		M			6,900	(6)	12/14/2013	Common Stock	6,900	\$0.0000	12,024	D	
Stock Options ⁽¹⁾	\$56.28	10/19/2012		M			1,776		12/15/2006 12/14/2013	Common Stock	1,776	\$0.0000	0.0000	D	

Explanation of Responses:

- This transaction was executed pursuant to a trading plan entered into by the reporting person on July 26, 2012, in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- These shares were sold at prices ranging from \$60 to \$60.01. Information regarding the number of shares sold at each price will be provided upon request.
- Includes shares acquired by the reporting person through the Company's Associate Stock Purchase Plan since the last reported transaction.
- Represents the reporting person's equivalent share ownership in the Company's 401(k) Plan, a unitized plan, as of the date of the latest transaction.
- This option became exercisable in 1/3 increments beginning on January 29, 2010 and annually thereafter.
- This option became exercisable in 1/3 increments beginning on December 15, 2004 and annually thereafter.

Gregory W. Seward (POA on file) 10/23/2012

** Signature of Reporting Person 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.

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