FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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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

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person* Sanjiv Yajnik				2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP COF								(Check	all app Direc Office	tor 10% er (give title Other		10% O	wner	
,	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/15/2022									A		,	ancia	,	
				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv Line) X	Form Form	n filed by One Reporting Person			
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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 5. Amou Securiti Benefic Owned		ount of ties cially I Following	Forn (D) c	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) o (D)	r Pric	e	Transa	action(s)			(Instr. 4)
Common Stock 02			02/15/2	2022				F ⁽¹⁾		1,752	D	\$1	58.89	9 64,854		D		
Common Stock 02/15/2				022				F ⁽²⁾		1,869	D	\$1	58.89	.89 62,985		D		
Common Stock 02/15/			02/15/2	.022				F ⁽³⁾		1,992 D \$1		\$1	58.89	60,993		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year)				ode (Instr. Derivative Securities Acquired (A) or Disposed of (D)		rative rities ired r osed)	6. Date Exercisable and Expiration Date (Month/Day/Year)			Amoun		nt		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	N VA (State of the content of the co	N VA 2 (State) (2 Table Security (Instr. 3) Stock Stock Stock Tal 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(State) (Zip) Table I - Note Security (Instr. 3) Stock Stock Stock Table II - Table I	(State) (Zip) Table I - Non-Deriva Security (Instr. 3) Stock Stock O2/15/2 Stock O2/15/2 Table II - Derivati (e.g., pu Conversion or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) APITAL ONE DRIVE N VA 22102 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Security (Instr. 3) Stock 02/15/2022 Stock 02/15/2022 Table II - Derivative Security (e.g., puts, cathering of Derivative Security (Month/Day/Year) 2. Table II - Derivative Security (e.g., puts, cathering of Derivative Security (Month/Day/Year) (Month/Day/Year) 3. Da 02/15/2022 2. 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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 31, 2019. 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 January 30, 2020. 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 4, 2021. This is authorized in the applicable restricted stock award agreement.

Remarks:

/s/ Cleo Belmonte (POA on

02/17/2022

** Signature of Reporting Person

file)

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.

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 Number.