FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

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

1. Name and Address of Reporting Person* MORRIS NIGEL W				2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP [COF]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 1680 CA	`	First) NE DRIVE	(Middle)		3. Date 10/15/	of Earliest Transa 2003	action (M	onth/D	Day/Year)		X Officer (give title Other (specify below) Vice Chairman				
(Street)	N V	⁄A	22102		4. If An	nendment, Date o	Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(City)	(State)	(Zip)								Form filed by More than One Reporting Person				
		Та	ıble I - Nor	า-Deriv	ative S	ecurities Acc	quired,	Dis	posed of,	or Ben	eficially	/ Owned			
1. Title of Security (Instr. 3)		2. Transa Date (Month/D		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of	s Acquired (A) or f (D) (Instr. 3, 4 and 5)		Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	٧	Amount	(A) or (D)	Price	Transact (Instr. 3	tion(s) and 4)		
Common	Stock ⁽¹⁾			10/15	/2003		M		80,500	A	\$9.73	82	,368	D	
Common	Stock ⁽¹⁾			10/15	/2003		S		22,100	D	\$61.85	60	,268	D	
Common	Stock ⁽¹⁾			10/15	/2003		S		1,700	D	\$61.86	5 58	,568	D	
Common	Stock ⁽¹⁾			10/15/2003			S	L	1,400	D	\$61.87 5		,168	D	
Common	Stock ⁽¹⁾			10/15/2003			S		8,500	D	\$61.9	48	,668	D	
Common	Stock ⁽¹⁾			10/15	/2003		S		1,000	D	\$61.91	47	,668	D	
Common	Common Stock ⁽¹⁾		10/15	/2003		S		200	D	\$61.92	2 47	,468	D		
Common Stock ⁽¹⁾		10/15	/2003		S		7,400	D	\$61.93	3 40	,068	D			
Common	Common Stock ⁽¹⁾ 10/1		10/15	/2003		S		4,100	D	\$61.9 4	35	,968	D		
Common Stock ⁽¹⁾		10/15	/2003		S		5,900	D	\$61.95	30	,068	D			
Common Stock ⁽¹⁾		10/15	/2003		S		200	D	D \$61.96		29,868				
Common Stock ⁽¹⁾		10/15	/2003		S		1,000	D	\$62	28	28,868				
Common Stock ⁽¹⁾		10/15	/2003		S		6,500	D	\$62.1	22	22,368				
Common	Common Stock ⁽¹⁾		10/15	/2003		S		1,000	D	\$62.11	. 21	21,368			
Common Stock ⁽¹⁾		10/15	/2003		S		10,200	D	\$62.12	662.12 11,168		D			
Common Stock ⁽¹⁾		10/15	/2003		S		400	D	\$62.14	\$62.14 10,768		D			
Common Stock ⁽¹⁾		10/15	/2003		S		5,300	D	\$62.15	62.15 5,468		D			
Common Stock ⁽¹⁾		10/15/2003			S		100	D	\$62.18	\$62.18 5,3		D			
Common Stock ⁽¹⁾		10/15/2003			S		1,700	D	\$62.19	3,	3,668				
Common Stock ⁽¹⁾		10/15/2003			S		1,500	D	\$62.2	2,	2,168				
Common Stock ⁽¹⁾		10/15	/2003		S		300	D \$62.22		2 1,	1,868				
Common Stock											107	107,502		By Fairbank Morris Inc.	
						curities Acqu lls, warrants						Owned			
1. Title of Derivative Security (Instr. 3)	Title of 2. 3. Transaction SA. Deemed Execution Date Execution Date, Tr. (Month/Day/Year) if any		ansaction	5. Number of	6. Date Exertion	ercisa 1 Date	able and 7.	7. Title and Amour of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	Ownersh Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership t (Instr. 4)		

			Table II - Deriv (e.g.,					s, options,	convertib	le secu		Owned			
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)	Code V 5AN (filt)er Experissibiler (saldeeand Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)							es g Security	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)
								Date	Expiration		Amount or Number of				
Employee				Code	٧	(A)	(D)	Exercisable	Date	Title	Shares				
Stock Option (Right to Buy)	\$9.73	10/15/2003		М			80,500	09/15/1996 ⁽²⁾	09/15/2005	Common Stock	80,500	\$0	828,962	D	

Explanation of Responses:

- 1. This transaction was executed pursuant to a trading plan entered into by the Reporting Person on August 6, 2003 in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- 2. This option became exercisable in 33 1/3% increments beginning on September 15, 1996 and annually from that date thereafter.

Remarks:

<u>By: Jean K. Traub (POA on File)</u> <u>10/17/2003</u>

** 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.

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.