

CAPITAL ONE FINANCIAL CORP

Form 4

May 12, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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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 \*  
**DIETZ W RONALD**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)  
**05/12/2005**☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/12/2005		M	5,000 A	\$ 31.77 12,510	D	
Common Stock	05/12/2005		S	400 D	\$ 72.11 12,110	D	
Common Stock	05/12/2005		S	400 D	\$ 72.1 11,710	D	
Common Stock	05/12/2005		S	1,000 D	\$ 72.09 10,710	D	
Common Stock	05/12/2005		S	3,200 D	\$ 72 7,510	D	

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Common Stock	900	I	By David P.P. Dietz Trust
Common Stock	10	I	David P. Dietz U/IN/UTMA

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

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(9-02)

**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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-employee Director Stock Option (Right to Buy)	\$ 31.77	05/12/2005		M	5,000	<u>(1)</u> 11/06/2012	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DIETZ W RONALD 1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	X

## Signatures

By: Polly A. Nyquist (POA  
on File) 05/05/2005

\*\*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) This option became exercisable in 33 1/3% increments on the dates of the issuer's Annual Stockholder's Meeting in 2003, 2004 and 2005, for services as director through such date.

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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