

Hall Sheldon
Form 3
August 13, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Hall Sheldon		(Month/Day/Year)	CAPITAL ONE FINANCIAL CORP [COF]	
(Last)	(First)	(Middle)	08/01/2018	
1680 CAPITAL ONE DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
			☐ Director ☐ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
			☒ Officer ☐ Other	☒ Form filed by One Reporting Person
			(give title below) (specify below)	☐ Form filed by More than One Reporting Person
			Chief Risk Officer	
MCLEAN,Â VAÂ 22102				
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	44,635	D	Â
Common Stock	3,038	I	By Spouse

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
2016 Restricted Stock Units	Â (1)	Â (1)	Common Stock	537	\$ 0 (1)	D	Â
2017 Restricted Stock Units	Â (2)	Â (2)	Common Stock	2,450	\$ 0 (2)	D	Â
2018 Restricted Stock Units	Â (3)	Â (3)	Common Stock	3,346	\$ 0 (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hall Sheldon 1680 CAPITAL ONE DRIVE MCLEAN,Â VAÂ 22102	Â	Â	Â Chief Risk Officer	Â

Signatures

Cleo Belmonte (POA
on file) 08/13/2018

__Signature of Reporting
Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These restricted stock units vest in 1/3 increments beginning on February 15, 2017 and annually thereafter.
- (2) These restricted stock units vest in 1/3 increments beginning on February 15, 2018 and annually thereafter.
- (3) These restricted stock units vest in 1/3 increments beginning on February 15, 2019 and annually thereafter.

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Remarks:

ExhibitÂ 24.1Â -Â PowerÂ ofÂ AttorneyÂ -Â Hall

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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