

CAPITAL ONE FINANCIAL CORP
Form DEFA14A
March 21, 2016

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement Soliciting Material Under Rule 14a-12
 Confidential, For Use of the
Commission Only (as permitted by
Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials

Capital One Financial Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

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- 2) Aggregate number of securities to which transaction applies:

- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- 4) Proposed maximum aggregate value of transaction:

- 5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- 1) Amount previously paid:

- 2) Form, Schedule or Registration Statement No.:

- 3) Filing Party:

- 4) Date Filed:

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on May 05, 2016**

CAPITAL ONE FINANCIAL CORPORATION

CAPITAL ONE FINANCIAL CORPORATION

1680 CAPITAL ONE DR.

MCLEAN, VA 22102-3491

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Meeting Information

— **Meeting Type:** Annual Meeting

— **For holders as of:** March 10, 2016

— **Date:** May 05, 2016 **Time:** 10:00 AM EDT

Location: Corporate Headquarters

1680 Capital One Drive

McLean, VA 22102

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.



Voting items

**The Board of Directors recommends
you vote FOR the following:**

**1. Election of Directors
Nominees**

1a Richard D. Fairbank

1b Patrick W. Gross

1c Ann Fritz Hackett

1d Lewis Hay, III

1e Benjamin P. Jenkins III

1f Peter Thomas Killalea

1g Pierre E. Leroy

1h Peter E. Raskind

1i Mayo A. Shattuck III

1j Bradford H. Warner

1k Catherine G. West

3 Advisory approval of Capital One's
2015 Named Executive Officer
compensation.

NOTE: To transact such other business
as may properly come before the
meeting or any adjournment or
postponement thereof.

**The Board of Directors
recommends you vote FOR
proposals 2 and 3.**

2 Ratification of selection of
Ernst & Young LLP as
independent auditors of
Capital One for 2016.

